



National Peroxide Limited

ANNEXURE IV TO THE DIRECTORS' REPORT

FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
As on financial year ended 31-03-2019

[Pursuant to Section 92(3) of the Companies act, 2013 read with [The Companies (Management and Administration) Rules, 2014]

A. REGISTRATION AND OTHER DETAILS:

CIN	L24299MH1954PLC009254
Registration Date	16 th March, 1954
Name of the Company	National Peroxide Limited
Category / Sub-Category of the Company	Company Limited by Shares / Indian Non-Government Company
Address of the Registered Office and contact details	Neville House, J.N. Heredia Marg, Ballard Estate, Mumbai-400 001 Tel: 022-66620000
Whether Listed Company	Yes
Name, Address and Contact Details of Registrar and Transfer Agent, if any	Sharex Dynamic (India) Pvt. Ltd. C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083. Tel: 022-28515606 / 022-28515644

B. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Sr. No.	Name and Description of main products / services	NIC Code of the product / service	% to total turnover of the company
a.	Hydrogen Peroxide	20297	98.66
b.	Peracetic Acid	20299	0.73
c.	Hydrogen Gas	20111	0.61

C. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
a.	Nowrosjee Wadia and Sons Limited Neville House, J. N. Heredia Marg, Ballard Estate, Mumbai - 400 001.	U51900MH1944PLC004225	Holding	50.09%	2(46)
b.	Naperol Investments Limited Neville House, J. N. Heredia Marg, Ballard Estate, Mumbai - 400 001.	U65990MH1980PLC022589	Subsidiary	100%	2(87)

D. SHARE HOLDING PATTERN

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year 01-04-2018				No. of Shares held at the end of the year 31-03-2019				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter's									
(1) Indian									
(a) Individual	16,325	0	16,325	0.284	20,925	0	20,925	0.364	0.08
(b) Central Govt.	0	0	0	0	0	0	0	0	0
(c) State Govt(s).	0	0	0	0	0	0	0	0	0
(d) Bodies Corporate.	39,88,984	0	39,88,984	69.410	39,88,984	0	39,88,984	69.410	0
(e) Banks / Financial Institution	0	0	0	0	0	0	0	0	0
(f) Any Other	0	0	0	0	0	0	0	0	0
Sub-total (A) (1)	40,05,309	0	40,05,309	69.694	40,09,909	0	40,09,909	69.774	0.08

Category of Shareholders	No. of Shares held at the beginning of the year 01-04-2018				No. of Shares held at the end of the year 31-03-2019				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									
(a) NRIs Individuals	5,250	0	5,250	0.091	5,250	0	5,250	0.091	0
(b) Other Individuals	0	0	0	0	0	0	0	0	0
(c) Bodies Corporate	51,500	0	51,500	0.896	51,500	0	51,500	0.896	0
(d) Banks / Financial Institutions	0	0	0	0	0	0	0	0	0
(e) Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
(f) Any Other (specify)	0	0	0	0	0	0	0	0	0
Sub-total (A) (2)	56,750	0	56,750	0.987	56,750	0	56,750	0.987	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	40,62,059	0	40,62,059	70.681	40,66,659	0	40,66,659	70.761	0.08
(B) Public Shareholding									
(1) Institutions									
(a) Mutual Funds	0	0	0	0	0	0	0	0	0
(b) Banks / Financial Institutions	450	0	450	0.008	450	0	450	0.008	0
(c) Central Govt.	0	0	0	0.000	0	0	0	0	0
(d) State Govt.	19,513	0	19,513	0.340	21,453	0	21,453	0.373	0.033
(e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
(f) Insurance Companies	0	0	0	0	0	0	0	0	0
(g) FIIs	0	0	0	0	0	0	0	0	0
(h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
(i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1)	19,963	0	19,963	0.348	21,903	0	21,903	0.381	0.033
(2) Non-Institutions									
(a) Bodies Corporate									
(i) Indian	2,06,341	405	2,06,746	3.597	1,85,205	250	1,85,455	3.227	-0.370
(ii) Overseas	0	0	0	0	0	0	0	0	0
(b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs.1 lakh	11,56,714	93,977	12,50,691	21.763	10,88,365	73,417	11,61,782	20.215	-1.548
(ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	1,61,173	0	1,61,173	2.804	1,77,393	0	1,77,393	3.087	0.283
(c) Other (specify)									
Non-Resident Indians	32859	125	32984	0.574	37963	125	38088	0.663	0.089
Overseas Corporate Bodies	2542	0	2542	0.044	0	0	0	0	-0.044
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	10842	0	10842	0.189	13913	0	13913	0.242	0.053
Alternate Invest Fund	0	0	0	0	1586	0	1586	0.028	0.028
HUF	0	0	0	0	80221	0	80221	1.396	1.396
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies - DR	0	0	0	0	0	0	0	0	0
Sub-total (B)(2)	15,70,471	94,507	16,64,978	28.971	15,84,646	73,792	16,58,438	28.858	-0.113
Total Public Shareholding (B)=(B)(1)+(B)(2)	15,90,434	94,507	16,84,941	29.319	16,06,549	73,792	16,80,341	29.239	-0.08
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	56,52,493	94,507	57,47,000	100.00	56,73,208	73,792	57,47,000	100.00	0



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ii. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year 01-04-2018			Shareholding at the end of the year 31-03-2019			% Changes in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares pledged/ encumbered to total Shares	No. of Shares	% of total Shares of the company	% of shares Pledged/ encumbered to total shares	
1	Macrofil Investments Ltd.	19,18,109	33.376	1.914	19,18,109	33.376	1.914	0
2	Nowrosjee Wadia And Sons Ltd.	17,69,125	30.783	0	17,69,125	30.783	0	0
3	The Bombay Dyeing And Manufacturing Co. Ltd.	2,85,000	4.959	0	2,85,000	4.959	0	0
4	Ben Nevis Investments Ltd.	51,500	0.896	0	51,500	0.896	0	0
5	Varnilam Investments & Trading Comp Co. Ltd.	16,750	0.291	0	16,750	0.291	0	0
6	Nusli Wadia	16,325	0.284	0	16,325	0.284	0	0
7	Dina Neville Wadia	5,250	0.091	0	5,250	0.091	0	0
8	Ness Nusli Wadia	0	0	0	4,600	0.08	0	0.07

iii. Change in Promoter's Shareholding

Sr. No	Shareholder's Name	Shareholding at the beginning of the Year		Date	Shareholding at the end of the Year			
		No. of Shares	% of total Shares of the Company		Increase/ Decrease in Shareholding	Reason	No. of shares	% of total Shares of the company
1	Ness Nusli Wadia	0	0	01-04-2018				
				09-11-2018	550	Buy	550	0.010
				16-11-2018	1100	Buy	1650	0.029
				23-11-2018	250	Buy	1900	0.033
				30-11-2018	2700	Buy	4600	0.080
	-Closing Balance			31-03-2019			4600	0.080

iv. Shareholding pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No	Shareholder's Name	Shareholding at the beginning of the Year		Date	Shareholding at the end of the Year			
		No. of Shares	% of total Shares of the Company		Increase/ Decrease in Shareholding	Reason	No. of shares	% of total Shares of the company
1	Shamyak Investment Private Limited	1,00,000	1.740	01-04-2018				
	-Closing Balance			31-03-2019		No Change	1,00,000	1.740
2	Arun Nahar	47,100	0.820	01-04-2018				
	-Closing Balance			31-03-2019		No Change	47,100	0.820
3	Shreekant Varun Phumbhra Huf	20,000	0.348	01-04-2018				
				01-06-2018	3,500	Buy	23,500	0.409
				31-08-2018	500	Buy	24,000	0.418
	-Closing Balance			31-03-2019			24,000	0.418

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Sr. No	Shareholder's Name	Shareholding at the beginning of the Year		Date	Shareholding at the end of the Year			
		No. of Shares	% of total Shares of the Company		Increase/ Decrease in Shareholding	Reason	No. of shares	% of total Shares of the company
4	Dhwaja Commodity Services Private Ltd.	37,244	0.648	01-04-2018				
				31-08-2018	-7,634	Sold	29,610	0.515
				07-09-2018	-1,800	Sold	27,810	0.484
				28-09-2018	3,010	Buy	30,820	0.536
				05-10-2018	-291	Sold	30,529	0.531
				12-10-2018	291	Buy	30,820	0.536
				19-10-2018	-450	Sold	30,370	0.528
				26-10-2018	450	Buy	30,820	0.536
				02-11-2018	499	Buy	31,319	0.545
				16-11-2018	1	Buy	31,320	0.545
				23-11-2018	900	Buy	32,220	0.561
				30-11-2018	200	Buy	32,420	0.564
				07-12-2018	100	Buy	32,520	0.566
				14-12-2018	-400	Sold	32,120	0.559
				21-12-2018	600	Buy	32,720	0.569
				28-12-2018	392	Buy	33,112	0.576
				31-12-2018	1	Buy	33,113	0.576
				04-01-2019	100	Buy	33,213	0.578
				11-01-2019	107	Buy	33,320	0.580
				18-01-2019	-900	Sold	32,420	0.564
				25-01-2019	-320	Sold	32,100	0.559
		01-02-2019	-4,300	Sold	27,800	0.484		
		08-02-2019	-813	Sold	26,987	0.470		
		15-02-2019	-3,037	Sold	23,950	0.417		
		22-02-2019	-300	Sold	23,650	0.412		
		08-03-2019	-3,500	Sold	20,150	0.351		
		29-03-2019	3,500	Buy	23,650	0.412		
	-Closing Balance			31-03-2019			23,650	0.412
5	Investor Education And Protection Fund	19,388	0.337	01-04-2018				
				05-10-2018	2,065	Transfer to IEPF	21,453	0.373
				22-03-2019	-125	Claim from IEPF	21,328	0.371
	-Closing Balance			31-03-2019			21,328	0.371
6	Ashokkumar Radhakrishna Ruia	-	0	01-04-2018				
				24-08-2018	10,000	Buy	10,000	0.174
				31-08-2018	8,692	Buy	18,692	0.325
				07-09-2018	1,308	Buy	20,000	0.348
	-Closing Balance			31-03-2019			20,000	0.348
7	C Ramasamy Anandakrishnan	10,960	0.191	01-04-2018				
				04-05-2018	4,960	Buy	15,920	0.277
				18-05-2018	26	Buy	15,946	0.277
	-Closing Balance			31-03-2019			15,946	0.277
8	Shreekant Phumbhra	10,000	0.174	01-04-2018				
				31-08-2018	6,000	Buy	16,000	0.278
				22-02-2019	-2011	Sold	13,989	0.243
	-Closing Balance			31-03-2019			13,989	0.243
9	Cyrus Jamshed Guzder	13,650	0.238	01-04-2018				
				31-03-2019		No Change	13,650	0.238



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Sr. No	Shareholder's Name	Shareholding at the beginning of the Year		Date	Shareholding at the end of the Year			
		No. of Shares	% of total Shares of the Company		Increase/ Decrease in Shareholding	Reason	No. of shares	% of total Shares of the company
10	Neeta Manoj Ruparel	20,150	0.351	01-04-2018				
				24-08-2018	-220	Sold	19,930	0.347
				31-08-2018	-280	Sold	19,650	0.342
				16-11-2018	-900	Sold	18,750	0.326
				23-11-2018	-200	Sold	18,550	0.323
				11-01-2019	-700	Sold	17,850	0.311
				18-01-2019	-4052	Sold	13,798	0.240
				25-01-2019	-388	Sold	13,410	0.233
				01-02-2019	-57	Sold	13,353	0.232
		08-02-2019	-253	Sold	13,100	0.228		
	-Closing Balance			31-03-2019			13,100	0.228
11	Sanjoy Bhattacharyya	15,000	0.261	01-04-2018				
				15-03-2019	-3000	Sold	12,000	0.209
	-Closing Balance			31-03-2019			12,000	0.209
12	Darshana Jignesh Kothari	13,613	0.237	01-04-2018				
				24-08-2018	-300	Sold	13,313	0.232
				31-08-2018	-100	Sold	13,213	0.230
				16-11-2018	-513	Sold	12,700	0.221
				23-11-2018	-200	Sold	12,500	0.218
				11-01-2019	-200	Sold	12,300	0.214
				18-01-2019	-1189	Sold	11,111	0.193
				25-01-2019	-214	Sold	10,897	0.190
				01-02-2019	-97	Sold	10,800	0.188
		08-02-2019	-100	Sold	10,700	0.186		
	-Closing Balance			31-03-2019			10,700	0.186

v Shareholding of Directors and Key Managerial Personnel:

Sr. No	Shareholder's Name	Shareholding at the beginning of the Year		Date	Shareholding at the end of the Year			
		No. of Shares	% of total Shares of the Company		Increase/ Decrease in Shareholding	Reason	No. of shares	% of total Shares of the company
NIL								

E. INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment:

(Rs. in lacs)

	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
• Addition	7,988.02	-	-	-
• Reduction	-	-	-	-
Net Change	7,988.02	-	-	7,988.02

	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the end of the financial year			-	
i) Principal Amount	7,968.81	-	-	7,968.81
ii) Interest due but not paid	19.21	-	-	19.21
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	7,988.02	-	-	7,988.02

F. REMUNERATION OF DIRECTORS AND KEYMANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr. No.	Particulars of Remuneration	Amount in Rs.
	Mr. Suresh Khurana (Remuneration paid to Whole time Director)	
1	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,94,36,560
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-
	(c) Profits in lieu of salary u/s 17(3) of the Income-tax Act, 1961	-
2	Stock Option	-
3	Sweat Equity	-
4	Commission	26,25,000
	- as % of profit	-
	- others, specify	-
5	Others, please specify	-
	Total (A)	2,20,61,560
	Ceiling as per the Act	7,44,75,000

B. Remuneration to other Directors:

(Amount in Rs.)

Sr. No.	Particulars of Remuneration	Names of Directors			Total
		Mr. Rajesh Batra	Mr. N. P. Ghanekar	Mr. S. Ragothaman	
1.	Independent Directors				
	• Fee for attending board/ committee meetings	6,60,000	6,60,000	4,00,000	17,20,000
	• Commission	15,87,600	18,05,400	9,96,300	43,89,300
	• Others, please specify	-	-	-	-
	Total (1)	22,47,600	24,65,400	13,96,300	61,09,300
2.	Other Non-Executive Directors	Mr. Ness N. Wadia	Dr. (Mrs.) Minnie Bodhanwala		
	• Fee for attending board/ committee meetings	3,40,000	1,40,000		4,80,000
	• Commission	40,50,000	5,60,700		46,10,700
	• Others, please specify	-	-		-
	Total (2)	43,90,000	7,00,700		50,90,700
	Total (B)=(1+2)				1,12,00,000
	Total Managerial Remuneration				*3,10,66,875
	Overall Ceiling as per the Act				16,38,45,000
	*Total Remuneration to Whole-time Director and other Directors (being the total of A and B)				



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C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:

(Amount in Rs.)

Sr No.	Particulars of Remuneration	Key Managerial Personnel				
		Mr. Conrad Fernandes / Chief Financial officer (w.e.f. 07.01.2019)	Mr. Shailesh Chauhan / Chief Financial Officer (upto 06.01.2019)	Ms. Jenny Shah Company Secretary	Mr. Chandu Kumar Parmar / Company Secretary (w.e.f. 14.02.2019)	Total
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	17,41,439	55,13,959	5,04,656	5,58,055	83,18,109
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income- tax Act, 1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission - as % of profit - others, specify	- -	- -	- -	- -	- -
	Others, please specify	-	-	-	-	-
	Total	17,41,439	55,13,959	5,04,656	5,58,055	83,18,109

G. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority / [RD / NCLT / COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty			NIL		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NIL		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NIL		
Punishment					
Compounding					