

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

## Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L24231PB1975PLC047063

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACP9904H

(ii) (a) Name of the company

PUNJAB CHEMICALS AND CRO

(b) Registered office address

Milestone 18, Ambala Kalka Road  
Village & P.O Bhankharpur,  
Derabassi  
Mohali  
Punjab  
140201

(c) \*e-mail ID of the company

info@punjabchemicals.com

(d) \*Telephone number with STD code

01762280086

(e) Website

www.punjabchemicals.com

(iii) Date of Incorporation

19/11/1975

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U74210DL1991PLC042569

Pre-fill

Name of the Registrar and Transfer Agent

ALANKIT ASSIGNMENTS LIMITED

Registered office address of the Registrar and Transfer Agents

205-208ANARKALI COMPLEX  
JHANDEWALAN EXTENSION

(vii) \*Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

12/08/2021

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

☐ Yes ☒ No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SD AGchem (Europe)NV		Subsidiary	100

## IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) \*SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	19,800,000	12,277,218	12,262,185	12,262,185
Total amount of equity shares (in Rupees)	198,000,000	122,772,180	122,621,850	122,621,850

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	19,800,000	12,277,218	12,262,185	12,262,185
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	198,000,000	122,772,180	122,621,850	122,621,850

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	20,000	0	0	0
Total amount of preference shares (in rupees)	2,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
9.8% Redeemable Cumulative Preference Shares				
Number of preference shares	20,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	2,000,000	0		

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	118,854	12,143,331	12262185	122,621,850	122,621,850	

<b>Increase during the year</b>	0	3,393	3393	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		3,393	3393			
dematerialization of physical shares						
<b>Decrease during the year</b>	3,393	0	3393	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	3,393		3393			
dematerialization of physical shares						
<b>At the end of the year</b>	115,461	12,146,724	12262185	122,621,850	122,621,850	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE277B01014

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

☐ Nil

[Details being provided in a CD/Digital Media]

☐ Yes ☒ No ☐ Not Applicable

Separate sheet attached for details of transfers

☒ Yes ☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		25/09/2020	
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

Ledger Folio of Transferor				<input type="text"/>			
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>		
	Surname		middle name		first name		
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>		
	Surname		middle name		first name		

Date of registration of transfer (Date Month Year)				<input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock					
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>			
Ledger Folio of Transferor				<input type="text"/>			
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>		
	Surname		middle name		first name		
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>		
	Surname		middle name		first name		

**(iv) \*Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			0

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

**(i) Turnover**

6,764,100,000

**(ii) Net worth of the Company**

1,637,700,000

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	791,572	6.46	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	

3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,017,318	32.76	0	
10.	Others	0	0	0	
	<b>Total</b>	4,808,890	39.22	0	0

**Total number of shareholders (promoters)**

10

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	2,651,837	21.63	0	
	(ii) Non-resident Indian (NRI)	69,302	0.57	0	
	(iii) Foreign national (other than NRI)	360,985	2.94	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	122,027	1	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	1,029	0.01	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	786	0.01	0	



8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,116,049	33.57	0	
10.	Others Trust and IEPF	131,280	1.07	0	
	<b>Total</b>	7,453,295	60.8	0	0

**Total number of shareholders (other than promoters)**

14,441

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

14,451

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	12	10
Members (other than promoters)	14,214	14,441
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	1	0	1	0	1.88	0
<b>B. Non-Promoter</b>	1	6	1	6	0.06	0.09
(i) Non-Independent	1	2	1	2	0.06	0.09
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	2	6	2	6	1.94	0.09

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

11

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SHALIL SHASHIKUMAR	00015621	Managing Director	230,581	
Mukesh Dahyabhai Patel	00009605	Director	400	
Vijay Dilbag Rai	00075837	Director	0	
Capt. Surjit Singh Chopra	00146490	Director	0	
Sheo Prasad Singh	06493455	Director	0	
Avtar Singh	00063569	Whole-time director	7,011	
Aruna R. Bhinge	07474950	Director	0	
Shiv Shankar Tiwari	00019058	Director	11,589	
Vinod Kumar Gupta	ABUPG4204F	CEO	0	
Sriram Swaminathan	ARTPS2078Q	CFO	0	
Punit K. Abrol	ACGPA6734K	Company Secretary	57	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Aruna R. Bhinge	07474950	Director	01/04/2020	Change in designation
Sriram Swaminathan	ARTPS2078Q	CFO	01/04/2020	Appointment
Vinod Kumar Gupta	ABUPG4204F	CEO	08/02/2021	Appointment

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	25/09/2020	14,855	55	69.77

## B. BOARD MEETINGS

\*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	15/04/2020	8	8	100
2	29/06/2020	8	8	100
3	12/08/2020	8	8	100
4	17/09/2020	8	8	100
5	09/11/2020	8	8	100
6	08/01/2021	8	7	87.5
7	28/01/2021	8	8	100
8	12/03/2021	8	5	62.5
9	24/03/2021	8	8	100

## C. COMMITTEE MEETINGS

Number of meetings held

18

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	15/04/2020	4	4	100
2	Audit Committee	29/06/2020	4	4	100
3	Audit Committee	12/08/2020	4	4	100
4	Audit Committee	17/09/2020	4	4	100
5	Audit Committee	09/11/2020	4	4	100
6	Audit Committee	28/01/2021	4	4	100
7	Audit Committee	24/03/2021	4	4	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
8	Nomination &	15/04/2020	4	4	100
9	Nomination &	29/06/2020	4	4	100
10	Nomination &	09/11/2020	4	4	100

#### D. \* ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	12/08/2021
								(Y/N/NA)
1	SHALIL SHAS	9	9	100	6	6	100	Yes
2	Mukesh Dahya	9	8	88.89	18	18	100	Yes
3	Vijay Dilbag R	9	9	100	16	16	100	Yes
4	Capt. Surjit Sir	9	9	100	1	1	100	Yes
5	Sheo Prasad S	9	9	100	12	12	100	Yes
6	Avtar Singh	9	8	88.89	5	5	100	Yes
7	Aruna R. Bhiny	9	7	77.78	13	13	100	Yes
8	Shiv Shankar	9	9	100	1	1	100	Yes

#### X. \* REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHALIL SHASHIKU	Managing Direct	16,231,809	7,000,000	0	0	23,231,809
2	Avtar Singh	Whole Time Dire	12,990,525	3,500,000	0	0	16,490,525
	Total		29,222,334	10,500,000	0	0	39,722,334

Number of CEO, CFO and Company secretary whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Vinod Kumar Gupta	CEO	1,915,186	0	0	0	1,915,186
2	Sriram Swaminatha	CFO	8,940,801	0	0	0	8,940,801
3	Punit K Abrol	Company Secre	7,389,292	0	0	0	7,389,292
4	Jain Prakash	Sr. V.P. Works	8,021,309	0	0	0	8,021,309
	Total		26,266,588	0	0	0	26,266,588

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mukesh Dahyabhai	Director	0	0	0	367,500	367,500
2	Vijay Dilbag Rai	Director	0	0	0	352,500	352,500
3	Capt. Surjit Singh C	Director	0	0	0	142,500	142,500
4	Sheo Prasad Singh	Director	0	0	0	292,500	292,500
5	Shiv Shankar Tiwar	Director	0	0	0	142,500	142,500
6	Aruna R. Bhinge	Director	0	0	0	277,500	277,500
	Total		0	0	0	1,575,000	1,575,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☐ Nil

3

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
PUNJAB CHEMIC	SECURITIES AN E	25/03/2021	Show Cause Notice	Payment of settlen	The Show Cause Notice to the
SHALIL SHASHIK	SECURITIES AN E	25/03/2021	Show Cause Notice	Payment of settlen	The Show Cause Notice issue

AVTAR SINGH	SECURITIES AND INVESTMENT ACT, 1956	25/03/2021	Show Cause Notice	Payment of settlement	The Show Cause Notice issued
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(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Pritpal Singh Dua

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

3934

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.  
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...

8

dated

24/03/2021

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

Digitally signed by  
SHROFF SHALIL  
SHROFF SHALIL  
SHASHIKUMAR  
Date: 2021.10.08  
11:53:18 +05'30'

DIN of the director

00015621

To be digitally signed by



- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachement(s), if any

Attach
Attach
Attach
Attach

List of attachments

Signed MGT-8.pdf
SHARE TRANSFERS.pdf
InformationMGT7.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



**P. S. DUA & ASSOCIATES**  
**COMPANY SECRETARIES**

5SF, Santlsher Singh Nagar, Pakhowal Road, Ludhiana - 141002 (Punjab), Tel. 0161 - 4623424  
E-Mail: cpsdua@gmail.com

**CERTIFICATE PURSUANT TO SECTION 92(2) OF THE COMPANIES ACT, 2013 AND  
RULE 11(2) OF COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES,  
2014**

**FORM NO. MGT-8**

I have examined the registers, records, books and papers including audited Financial Statement / Balance Sheet of **Punjab Chemicals and Crop Protection Limited**, having CIN: L24231PB1975PLC047063 and Registered Office at Milestone 18, Ambala Kalka Road, Village & P.O Bhankharpur, Derabassi, Dist. SAS Nagar, Mohali (Punjab)- 140201 (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on March 31, 2021. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

- The Show Cause Notice issued to the Company by Securities Exchange Board of India (herein after referred to as "SEBI") for alleged violation of certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been disposed off and adjudication proceedings initiated against the Company got settled vide Settlement Order no. SO/SM/HP/2020-21/6258 dated March 25, 2021 against payment of Rs. 21,67,500/- (Rupees Twenty-One Lakh Sixty-Seven Thousand and Five Hundred only).
- The Show Cause Notice issued to its Managing Director and Director (Operations & Business Development) by SEBI for alleged violation of certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been disposed off too and adjudication proceedings initiated against them [i.e. Managing Director and Director (Operations & Business Development)] got settled against the payment of Rs. 14,45,000/- (Rupees Fourteen Lakh Forty-Five Thousand only) each by Settlement Order No. SO/SM/HP/2020-21/6259 dated March 25, 2021 and SO/SM/HP/2020-21/6260 dated March 25, 2021 respectively.





**P. S. DUA & ASSOCIATES**  
**COMPANY SECRETARIES**

55F, SantIsher Singh Nagar, Pakhowal Road, Ludhiana - 141002 (Punjab), Tel. 0161 - 4623424  
E-Mail: cpspsdua@gmail.com

The Company and both the Managing Director and Director (Operations & Business Development) have paid the settlement amount towards the settlement terms to SEBI as stated above.

**B.** During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under, wherever applicable, in respect of:

1. Its status under the Act;
2. Maintenance of registers/records & making entries therein within the time prescribed therefore;
3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director and Central Government within the prescribed time;
4. Calling/ convening/ holding meetings of Board of Directors or its committees, and the meetings of the Members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5. Closure of Register of Members;
  - During the year, the Register of Members, remain closed from September 18, 2020 to September 25, 2020 (both days inclusive), for the purpose of 44<sup>th</sup> Annual General Meeting and the Company has published the advertisement in this regard in Financial Express (English Language) dated 27<sup>th</sup> August, 2020, Jansatta (Hindi Language) dated 27<sup>th</sup> August, 2020, Rozana Spokesman (Punjabi Language) dated 27<sup>th</sup> August, 2020.
6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act ;





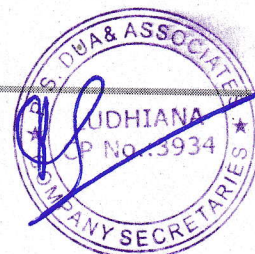
P. S. DUA & ASSOCIATES  
COMPANY SECRETARIES

5SF, Santlsher Singh Nagar, Pakhowal Road, Ludhiana - 141002 (Punjab), Tel. 0161 - 4623424  
E-Mail: cpsdua@gmail.com

7. Contracts/arrangements with related parties as specified in section 188 of the Act;
- The details of the transactions entered with the Related Parties during the year are provided in the Company's Financial Statements at Note No. 44 of the Notes to Accounts in accordance with the relevant Accounting Standard.

The same fact has been recorded in the Director's Report of the Company.

8. Issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities and issue of security certificates in all instances;
- There was no issue or allotment or buy back of securities/ redemption of preference shares or debentures/alteration or reduction of share capital.
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. Declaration/payment of dividend; transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- During the financial year 2020-21, no equity shares or dividend amount was required to be transferred to IEPF.
11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- The provisions of Section-134(1) of the Companies Act, 2013, in regard to the signing of the audited financial statements (standalone as well as consolidated), and the provisions of Section-134(3), (4) and (5) of the Act, in regard to Report by Board of Directors have been complied with.





**P. S. DUA & ASSOCIATES**  
**COMPANY SECRETARIES**

5SF, SantIsher Singh Nagar, Pakhowal Road, Ludhiana - 141002 (Punjab), Tel. 0161 - 4623424  
E-Mail: cspsdua@gmail.com

12. Constitution/ appointment/ re-appointments/ retirement/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

- The Company has obtained the approval of shareholders by means of special resolution in the Annual General Meeting of the Company held on September 25, 2020:
  - For Continuation of directorship of Capt S.S. Chopra (Retd.) (DIN: 00146490) as a Non-Executive Non Independent Director of the Company, who has already attained the age of 75 years.
  - to re-appoint Shri Sheo Prasad Singh (DIN: 06493455) as an Independent Director.
- The Company has obtained the approval of shareholders by means of ordinary resolution in the Annual General Meeting of the Company held on September 25, 2020, to appoint Smt. Aruna Rajendra Bhinge (DIN: 07474950) as an Independent Woman Director.
- The Company has obtained the approval of shareholders by means of special resolution through Postal Ballot for:
  - Re-appointment of Shri Avtar Singh (DIN: 00063569) as the Whole Time Director of the Company and to fix his remuneration.
  - Re-appointment of Shri Shalil Shashi Kumar Shroff (DIN: 00015621) as the Managing Director of the Company and to fix his remuneration.
- The Board of Directors have appointed Mr. Vinod Kumar Gupta as the Chief Executive Officer of the Company w.e.f February 08, 2021.
- Dr. Sriram Swaminathan [having PAN No. ARTPS2078Q] was appointed as the Chief Financial Officer of the Company w.e.f April 1, 2020.



**P. S. DUA & ASSOCIATES**  
**COMPANY SECRETARIES**

5SF, Santlsher Singh Nagar, Pakhowal Road, Ludhiana – 141002 (Punjab), Tel. 0161 – 4623424  
E-Mail: cpsdua@gmail.com

13. Appointment/ reappointment of auditors as per the provisions of section 139 of the Act;

- The Company has complied with the provisions of Section-139 of the Act for the financial year ended March 31, 2021

14. Approvals required to be taken from the Central Government and Registrar under the various provisions of the Act;

15. Acceptance/ renewal/ repayment of deposits;

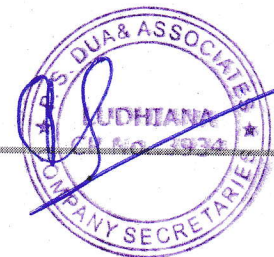
- The Company has not accepted/renewed any deposits during the period under review.

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable ;

- The Company has obtained approval of shareholders by way of Postal Ballot under section 180(1)(c) to borrow any sum/moneys from Company's Bankers, any other Indian or Foreign Bank(s), Financial Institutions(s) any other Lending Institutions or persons, apart from temporary loans, obtained or to be obtained not exceeding the amount of Rs. 750 crores on February 02, 2018 and has filed Form MGT-14 in this regard, vide SRN: G75754499.

17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;

- The details of the loans and guarantees or investments under section 186 of the Companies Act, 2013 are provided at Note no. 47 to the Standalone and Consolidated Financial Statements





**P. S. DUA & ASSOCIATES**  
**COMPANY SECRETARIES**

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E-Mail: cpsdua@gmail.com

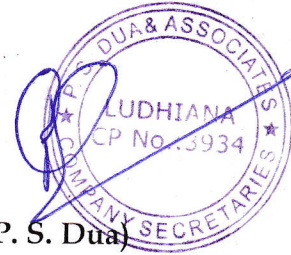
18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

- The Company has not altered the provisions of Memorandum and/or Articles of Association during the year.

**Place: - Ludhiana**

**Date: - 05.10.2021**

**UDIN: F004552C001089284**



(P. S. Dua)

(Company Secretary)

(C. P. No: - 3934)

(M No: - 4552)

# PUNJAB CHEMICALS AND CROP PROTECTION LTD

## Share Transfer Details From 01-04-2020 To 31-03-2021

SERIAL NO.	DATE	TYPE OF SECURITY	NUMBER OF SHARES	NOMINAL VALUE (RS.)	LEDGER FOLIO OF TRANSFEROR	TRANSFERORS NAME	LEDGER FOLIO OF TRANSFEREE	TRANSFEREES NAME
1	04-06-2020	1	3	10	31051	NISHITH GIRISH DALAL	NSDL	NSDL
2	04-06-2020	1	3	10	23459	GIANJIT KAUR	NSDL	NSDL
3	04-06-2020	1	200	10	B1007	BALVINDER SINGH	NSDL	NSDL
4	23-07-2020	1	192	10	0031113	MALA MADHUSUDAN VED	NSDL	NSDL
5	27-08-2020	1	11	10	26735	RAJENDRA PRASAD RUSTAGI	NSDL	NSDL
6	27-08-2020	1	3	10	24290	VIPIN KUMAR KHANNA	NSDL	NSDL
7	31-08-2020	1	7	10	11878	NARINDER NATH GUPTA	0031114	ANIL GUPTA
8	31-08-2020	1	200	10	B553	BOMMAYA YENKA SUVARNA	0031115	SUDHIR BOMMAYA SUVARNA
9	01-09-2020	1	3	10	15774	KHOOB CHAND JAIN	NSDL	NSDL
10	01-09-2020	1	5	10	12067	R L NANGIA	NSDL	NSDL
11	04-09-2020	1	3	10	12743	DINESH CHANDRA GUPTA	NSDL	NSDL
12	07-09-2020	1	1	10	22678	JAGDISH RAJ SETHI	0031116	PUNEET SETHI
13	07-09-2020	1	7	10	15663	VANDANA SETHI	0031116	PUNEET SETHI
14	07-09-2020	1	7	10	15662	JAGDISH RAJ SETHI	0031116	PUNEET SETHI
15	11-09-2020	1	5	10	17022	RAKESH KHANNA	NSDL	NSDL
16	29-09-2020	1	50	10	N605	NARENDRA JAIN	NSDL	NSDL
17	05-10-2020	1	7	10	20564	JITENDRA KUMAR SARAWGI	NSDL	NSDL
18	05-10-2020	1	12	10	19981	KANWAL KHANNA	NSDL	NSDL
19	20-10-2020	1	7	10	20565	JITENDRA KUMAR SARAWGI	NSDL	NSDL
20	20-10-2020	1	7	10	20562	JITENDRA KUMAR SARAWGI	NSDL	NSDL
21	20-10-2020	1	7	10	20563	JITENDRA KUMAR SARAWGI	NSDL	NSDL
22	20-10-2020	1	5	10	14379	SUNDER RAJAN	NSDL	NSDL
23	23-10-2020	1	200	10	D779	DHARINI SHAH	NSDL	NSDL
24	30-10-2020	1	5	10	11872	RUPINDER RANDHAWA	NSDL	NSDL
25	06-11-2020	1	5	10	14916	SHAILA D SILVA	CDSL	CDSL
26	09-11-2020	1	5	10	15329	AMINABAI AHMEDALI LOKHANDWALA	0031118	SHABBIR A LOKHANDWALA
27	09-11-2020	1	100	10	P111	PRAVIN R.SHETH	0031117	PRAVIN REVALAL SHETH
28	23-11-2020	1	7	10	14035	LACHHMAN RIJHUMAL AMESUR	CDSL	CDSL
29	24-11-2020	1	3	10	27938	K.G.RAGHAVENDRA	NSDL	NSDL
30	27-11-2020	1	3	10	12016	ROHIT DOSHI	CDSL	CDSL
31	27-11-2020	1	8	10	22506	ROHIT DOSHI	CDSL	CDSL
32	16-12-2020	1	5	10	12196	ANUGRAH SHANKER MALVIYA	NSDL	NSDL
33	17-12-2020	1	200	10	0031115	SUDHIR BOMMAYA SUVARNA	NSDL	NSDL
34	22-12-2020	1	7	10	29900	SANJAY KUMAR AGARWALA	NSDL	NSDL
35	24-12-2020	1	16	10	B620	BHARAT NARENDRA PANDE	NSDL	NSDL
36	28-12-2020	1	100	10	K1315	KRUTI HARESH JOSHI	0031119	KRUTI KRUNAL VYAS
37	29-12-2020	1	92	10	29245	VIJAY KUMAR GARG CONTRACTOR PVT LTD	CDSL	CDSL
38	29-12-2020	1	5	10	0031118	SHABBIR A LOKHANDWALA	NSDL	NSDL
39	29-12-2020	1	259	10	29682	MUNAK CREDIT AND INVESTMENT PVT.LTD.	CDSL	CDSL
40	04-01-2021	1	100	10	31078	PRAVINCHANDRA JAYANTILAL CHOKSI	0031120	URVASHI PRAVINCHANDRA CHOKSI
41	06-01-2021	1	3	10	28685	PRAKASH GENU PAIGUDE	NSDL	NSDL
42	18-01-2021	1	300	10	1152	INDULAL PRANLAL SHAH	0031121	CHETAN I SHAH
43	18-01-2021	1	100	10	1143	INDULAL PRANLAL SHAH	0031121	CHETAN I SHAH
44	20-01-2021	1	100	10	B847	BABULAL LAXMINARAYAN KABRA	CDSL	CDSL
45	20-01-2021	1	3	10	28299	RAJESH KHETAN	CDSL	CDSL
46	20-01-2021	1	200	10	K1156	KABRA BABULAL LAXMINARAYAN	CDSL	CDSL
47	20-01-2021	1	100	10	B850	BABULAL LAXMINARAYAN KABRA	CDSL	CDSL
48	27-01-2021	1	96	10	28351	DARSHAN MUKIM	NSDL	NSDL
49	27-01-2021	1	5	10	18129	NRIPENDRA KUMAR SINGH	NSDL	NSDL
50	27-01-2021	1	7	10	31056	ARPITA	NSDL	NSDL
51	02-02-2021	1	5	10	30994	MANINI LALL	CDSL	CDSL
52	02-02-2021	1	110	10	J39	JYOTSNA JYOTI BHATT	NSDL	NSDL
53	10-02-2021	1	5	10	15610	B RAJESH	NSDL	NSDL
54	10-02-2021	1	3	10	11703	ROHITKUMAR SHAH	NSDL	NSDL
55	12-02-2021	1	3	10	23123	NITA ASHOK SHAH	CDSL	CDSL
56	20-02-2021	1	7	10	25798	PRADIP F.JHAVERI	CDSL	CDSL
57	22-02-2021	1	500	10	K1215	KIRAN RAMESH DOSHI	0031122	KIRAN RAMESH DOSHI
58	22-02-2021	1	211	10	26526	PREM BATRA	0031124	PREM BATRA
59	22-02-2021	1	50	10	R1599	RAMESH SHANTILAL DOSHI	0031123	KIRAN RAMESH DOSHI
60	22-02-2021	1	5	10	13568	NIRMALABEN PANDYA	0031125	NIRMALABEN PANDYA
61	22-02-2021	1	92	10	27195	PREM BATRA	0031124	PREM BATRA
62	22-02-2021	1	5	10	13569	PURUSHOTTAM PANDYA	0031125	NIRMALABEN PANDYA
63	23-02-2021	1	218	10	30977	RAVINDER CHADHA	NSDL	NSDL
64	23-02-2021	1	3	10	20681	ANUPAMA DATTANI	NSDL	NSDL
65	23-02-2021	1	50	10	T103	TARLA KISHORE SHAH	NSDL	NSDL
66	23-02-2021	1	60	10	J39	JYOTSNA JYOTI BHATT	NSDL	NSDL
67	24-02-2021	1	5	10	11617	SANJAY KUMAR KANTILAL PATEL	CDSL	CDSL
68	27-02-2021	1	600	10	V234	VIBHA NARAIN	CDSL	CDSL
69	03-03-2021	1	5	10	31030	SAVITA VISHWAS MORE	NSDL	NSDL
70	03-03-2021	1	100	10	0031120	URVASHI PRAVINCHANDRA CHOKSI	CDSL	CDSL
71	03-03-2021	1	50	10	H272	HARSHA C.SHAH	NSDL	NSDL
72	03-03-2021	1	11	10	28448	DEVKI BESWAL	NSDL	NSDL
73	12-03-2021	1	50	10	C420	CHETAN JAYANTILAL SHAH	NSDL	NSDL
74	13-03-2021	1	50	10	M1158	MAHENDRA SHAH	CDSL	CDSL
75	15-03-2021	1	11	10	19140	MAHESH CHAND GUPTA	0031126	NITESH KUMAR GUPTA
76	23-03-2021	1	5	10	14686	BIMAN RAYCHUDHURY	NSDL	NSDL
77	25-03-2021	1	200	10	11098	SHETTY REKHA RAMANNA	CDSL	CDSL
78	31-03-2021	1	1	10	22508	RAJNI JAIN	CDSL	CDSL

**PUNIT  
KUMAR  
ABROL**

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# PUNJAB CHEMICALS

AND CROP PROTECTION LTD.

CIN NO. L24231PB1975PLC047063

## Regd. Office & Works

Milestone-18, Ambala-Kalka Road, Village & P.O. Bhankharpur, Derabassi, Distt SAS Nagar, Mohali (Punjab)-140201, INDIA

Tele: 01762-280086, 522250, Fax: 01762-280070, E-mail: info@punjabchemicals.com, Website: www.punjabchemicals.com

### ADDITIONAL INFORMATION FORMING PART OF FORM MGT 7

#### **POINT IV (iv) : SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY - Indebtedness including debentures (Outstanding as at the end of financial year):**

The figures have been extracted from the Audited Accounts for the year 2020-2021 as rounded off in lakhs.

#### **POINT V (V) : Turnover and Net Worth of the Company (as defined in the Companies Act, 2013)**

The figures have been extracted from the Audited Accounts for the year 2020-2021 as rounded off in lakhs.

#### **POINT VI. (a) \*SHARE HOLDING PATTERN**

There is variation in the number of shareholders as consolidated on the basis of PAN, please note that:

- 1) the number of promoter shareholders are seven (07) as per PAN basis whereas as per the Folio Number basis it is mentioned as ten (10) in the e-Form and
- 2) the total number of public shareholders are Fourteen Thousand Four Hundred and Forty Four (14444) whereas as per the Folio Number basis it is mentioned as Fourteen Thousand Four Hundred and Forty One (14441) in the e-Form.

#### **POINT IX (C) : Committee Meetings**

The total Committee Meetings held are 18.

The break-up is as follows:

a) Audit Committee	:	7
b) Stakeholders Relationship Committee	:	4
c) Nomination and Remuneration Committee	:	4
d) Risk Assessment Committee	:	1
e) Independent Directors' Meeting	:	1
f) CSR Meeting	:	1
TOTAL		<u>18</u>

Since the fields in point IX (D) are limited upto 10 fields only, therefore, the details of remaining 8 Committee Meetings are given hereunder:



# PUNJAB CHEMICALS

AND CROP PROTECTION LTD.

CIN NO. L24231PB1975PLC047063

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Tele: 01762-280086, 522250, Fax: 01762-280070, E-mail: info@punjabchemicals.com, Website: www.punjabchemicals.com

S.No.	Type of Meeting	Date of Meeting	Total Number of Members as on the date of the Meeting	Attendance	
				Number of members attended	% of attendance
11.	Nomination and Remuneration Committee	28.01.2021	4	4	100
12.	Stakeholder Relationship Committee	29.06.2020	4	4	100
13.	Stakeholder Relationship Committee	12.08.2020	4	4	100
14.	Stakeholder Relationship Committee	09.11.2020	4	4	100
15.	Stakeholder Relationship Committee	28.01.2021	4	4	100
16.	CSR Committee	29.06.2020	4	4	100
17.	Independent Directors' Meeting	24.03.2021	4	4	100
18.	Risk Assessment Committee	24.03.2021	4	4	100

## **POINT VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL: (B) (I)**

### **\*Details of directors and Key managerial personnel as on the closure of financial year**

- Dr. HC Sriram Swaminathan was appointed as the Chief Financial Officer of the Company w.e.f 1<sup>st</sup> April, 2020. Therefore his name has been taken in both in Point nos. B(i) and B(ii).
- Mr. Vinod Kumar Gupta was appointed as the Chief Executive officer of the Company w.e.f 8<sup>th</sup> February, 2021. Therefore his name has been taken in both in Point nos. B(i) and B(ii).

## **POINT X : Remuneration of Directors and Key Managerial Personnel**

Sitting fees was paid to Directors who are not Executive Directors which is within the limits, as per Companies Act, 2013.

The commission of Rs. 45 lakh has been approved for the Non Executive Directors for the financial year 2020-2021. The same shall be distributed among them after approval of the members and adoption of financial results in the ensuing Annual General Meeting.

The Board has approved Commission of Rs. 105 lakh to Executive Directors (Shri Shalil Shashikumar Shroff Rs. 70 Lakh and Shri Avtar Singh Rs. 35 Lakh) for the year 2020-2021 in line with remuneration approved by the shareholders of the Company, to be paid/ distributed in the current financial year, which has been included in the remuneration of both the Directors.

**For PUNJAB CHEMICALS AND  
CROP PROTECTION LIMITED**

PUNIT  
KUMAR  
ABROL

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PUNIT KUMAR ABROL  
Date: 2021.10.07  
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**(CS PUNIT K ABROL)**

**SR. V.P. (FINANCE) & SECRETARY**