

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

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

L24230MH2005PLC151348

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCV0024A

(ii) (a) Name of the company

VALIANT ORGANICS LIMITED

(b) Registered office address

109 UDYOG KSHETRA 1ST FLOOR MULUND GOREGAON LINK
ROAD MULUND (W)
MUMBAI
Maharashtra
400080

(c) *e-mail ID of the company

investor@valiantorganics.com

(d) *Telephone number with STD code

67976683

(e) Website

(iii) Date of Incorporation

16/02/2005

(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
	BSE LIMITED	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

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

(a) If yes, date of AGM

29/09/2020

(b) Due date of AGM

30/09/2020

(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

2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	DHANVALLABH VENTURES LLP		Subsidiary	65
2	VALIANT SPECIALITY CHEMICALS	U24230GJ2019PLC111566	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	20,600,000	12,149,218	12,149,218	12,149,218
Total amount of equity shares (in Rupees)	206,000,000	121,492,180	121,492,180	121,492,180

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	20,600,000	12,149,218	12,149,218	12,149,218
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	206,000,000	121,492,180	121,492,180	121,492,180

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	2,040,000	1,871,487	1,871,487	1,871,487
Total amount of preference shares (in rupees)	24,000,000	22,170,870	22,170,870	22,170,870

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Optionally Convertible Preference Share				
Number of preference shares	2,000,000	1,833,087	1,833,087	1,833,087
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	20,000,000	18,330,870	18,330,870	18,330,870
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Reedeemable Non cumulative Preference Share				
Number of preference shares	40,000	38,400	38,400	38,400
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	4,000,000	3,840,000	3,840,000	3,840,000

(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				
At the beginning of the year	5,864,350	58,643,500	58,643,500	
Increase during the year	6,284,868	62,848,680	62,848,680	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify	6,284,868	62,848,680	62,848,680	
Merger of the Amarjyot Chemical Limited with the Com				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	12,149,218	121,492,180	121,492,180	
Preference shares				
At the beginning of the year	0	0	0	

Increase during the year	1,871,487	22,170,870	22,170,870	0
i. Issues of shares	1,871,487	22,170,870	22,170,870	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	1,871,487	22,170,870	22,170,870	

(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

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

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) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			931,509,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			13,568,000
Deposit			0
Total			945,077,000

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**

5,835,766,136

(ii) Net worth of the Company

3,715,305,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3,927,859	32.33	563,304	30.1
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	1,204,587	9.91	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	371,392	19.84
10.	Others Trusts	670,962	5.52	0	0
	Total	5,803,408	47.76	934,696	49.94

Total number of shareholders (promoters)

21

(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	6,185,954	50.92	936,791	50.06
	(ii) Non-resident Indian (NRI)	15,025	0.12	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0

2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	39,150	0.32	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	88,281	0.73	0	0
10.	Others Clearing Members	17,400	0.14	0	0
	Total	6,345,810	52.23	936,791	50.06

Total number of shareholders (other than promoters)

1,347

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

1,368

**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	21
Members (other than promoters)	0	1,347
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

A. Promoter	2	0	1	0	3.52	0
B. Non-Promoter	3	4	5	5	5.28	0.6
(i) Non-Independent	3	1	5	1	5.28	0.2
(ii) Independent	0	3	0	4	0	0.4
C. Nominee Directors representing	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	5	4	6	5	8.8	0.6

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

12

(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)
Arvind Kanji Chheda	00299741	Managing Director	427,738	
Mahek Manoj Chheda	06763870	Whole-time director	33,600	
Mahesh Mathuradas Sa	00128389	Whole-time director	270,476	
Vishnu Jotiram Sawant	03477593	Whole-time director	0	
Dineshkumar S. Shah	00345641	Whole-time director	47,160	
Bijal D. Modi	00616848	Whole-time director	290,844	
Dattatray S. Galpalli	01853463	Director	1,950	
Dhirajlal D. Gala	07552111	Director	0	
Jeenal K. Savla	07545244	Director	0	
Velji K. Gogri	02714758	Director	4,650	
Mulesh M. Savla	07474847	Director	0	
Vyoma Vyas	APJPJ1620D	Company Secretary	0	

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

11

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)
Shri Tukaram P. Surve	07121918	Additional director	20/04/2019	Appointment
Bijal D. Modi	00616848	Additional director	20/04/2019	Appointment
Dineshkumar S. Shah	00345641	Additional director	20/04/2019	Appointment
Mulesh M. Savla	07474847	Additional director	20/04/2019	Appointment
Arvind Kanji Chheda	00299741	Whole-time director	20/04/2019	Change in designation
Velji K. Gogri	02714758	Director	20/04/2019	Change in designation
Shri Tukaram P. Surve	07121918	Director	30/09/2019	Change in designation
Bijal D. Modi	00616848	Whole-time director	30/09/2019	Change in designation
Dineshkumar S. Shah	00345641	Whole-time director	30/09/2019	Change in designation
Mulesh M. Savla	07474847	Director	30/09/2019	Change in designation
Shri Tukaram P. Surve	07121918	Director	15/10/2019	Cessation

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

0

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	10/04/2019	9	7	77.78

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	27/05/2019	12	10	83.33
3	20/08/2019	12	11	91.67
4	08/11/2019	11	10	90.91
5	28/02/2020	11	8	72.73

C. COMMITTEE MEETINGS

Number of meetings held

7

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	27/05/2019	6	4	66.67
2	Audit Committee	20/08/2019	6	5	83.33
3	Audit Committee	08/11/2019	6	5	83.33
4	Nomination and Remuneration	10/04/2019	3	2	66.67
5	Nomination and Remuneration	27/05/2019	3	3	100
6	Nomination and Remuneration	20/08/2019	3	3	100
7	Corporate Social Responsibility	27/05/2019	3	2	66.67

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	29/09/2020
								(Y/N/NA)
1	Arvind Kanji Chaudhary	5	3	60	4	1	25	Yes
2	Mahek Manoj	5	5	100	0	0	0	Yes
3	Mahesh Mathur	5	5	100	0	0	0	Yes
4	Vishnu Jotirani	5	4	80	0	0	0	Yes
5	Dineshkumar Singh	4	4	100	0	0	0	Yes

6	Bijal D. Modi	4	2	50	4	3	75	Yes
7	Dattatray S. G	5	5	100	0	0	0	Yes
8	Dhirajlal D. Ga	5	3	60	4	2	50	Yes
9	Jeenal K. Savl	5	5	100	6	6	100	Yes
10	Velji K. Gogri	5	4	80	7	7	100	Yes
11	Mulesh M. Sav	4	3	75	5	5	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

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Arvind Kanji Chhed	Managing Direct	2,500,000	9,000,000	0	1,219,000	12,719,000
2	Hemchand Lalji Gale	NA	278,000	0	0	1,584,000	1,862,000
3	ishnu Jotiram Sawa	Wholetime Direc	1,530,000	0	0	718,000	2,248,000
4	Mahesh Mathurada	Wholetime Direc	678,000	0	0	402,000	1,080,000
5	Mahek Manoj Chhe	Wholetime Direc	996,000	0	0	174,000	1,170,000
6	Bijal D. Modi	Wholetime Direc	1,080,000	0	0	920,000	2,000,000
7	Dinesh S. Shah	Wholetime Direc	648,000	0	0	563,000	1,211,000
	Total		7,710,000	9,000,000	0	5,580,000	22,290,000

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Arvind Kanji Chhed	Chief Financial C	2,500,000	9,000,000	0	1,219,000	12,719,000
2	Vyoma Vyas	Company Secre	600,000	0	0	0	600,000
	Total		3,100,000	9,000,000	0	1,219,000	13,319,000

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total						

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

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

(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

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

Sunil Dedhia

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

2031

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. ... dated

(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:

1. 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.
2. 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

Arvind Kanji
Chheda
Digitally signed by
Arvind Kanji Chheda
Date: 2020.12.31
18:48:40 +05'30'

DIN of the director

To be digitally signed by

Vyoma
Manan Vyas
Digitally signed by
Vyoma Manan Vyas
Date: 2020.12.31
18:49:07 +05'30'

- ☒ 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

List of attachments

Valiant Organics LtdSHH.pdf
MGT 8 VALIANT ORGANICS 1920.pdf

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

