

EXTRACT OF ANNUAL RETURN
As on financial year ended on 31st March 2018
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN	:	L24200MH1960PLCO11807
Registration Date	:	05.09.1960
Name of the Company	:	Excel Industries Limited
Category of the Company	:	Company limited by shares
Sub-Category of the Company	:	Indian Non-Government Company
Address of the Registered office and contact details	:	184-87, Swami Vivekanand Road, Jogeshwari (West), Mumbai 400 102. Maharashtra Tel : 91 22 66464200 Fax: 91 22 26783657 Email : excel.mumbai@excelind.com
Whether listed company	:	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any:	:	Link Intime India Pvt. Ltd. C-101, 247 Park, L.B.S. Marg, Vikhroli(W), Mumbai 400083 Tel : 022 49186000 / 91 22 49186270 Fax: 91 22 49186060

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Diethyl ThioPhosphoryl Chloride	20119	50.73%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the Company	CIN	Holding / subsidiary / associate	% of shares held	Applicable section
1	Kamaljiyot Investments Limited Address: 184-87 Swami Vivekanand Road, Jogeshwari, Mumbai – 400 102	U65990MH1983PLC030597	Subsidiary	100%	2(87)(ii)
2	Excel Bio Resources	U01403MH2007PLC176907	Subsidiary	100%	2(87)(ii)

a) Mutual Funds	825	25	850	0.01	825	0	825	0.01	0.00
b) Venture Capital Funds	-	-	-	-	-	-	-	-	-
c) Alternate investments fund	-	-	-	-	-	-	-	-	-
d) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
e) Foreign portfolio investors	0	100	100	0.00	18837	100	18937	0.15	0.15
f) Banks / FI	970247	194	970441	7.72	972075	194	972269	7.73	0.01
g) Insurance Companies	0	1	1	0.00	0	1	1	0.00	0.00
h) Provident funds/Pension funds	-	-	-	--	-	-	-	-	-
i) Others (specify)	24	398	422	0.00	24	398	422	0.00	-
Sub-total (B)(1):	971096	718	971814	7.73	991761	693	992454	7.89	0.16
(2) Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	3359800	319815	3679615	29.27	3120609	275738	3396347	27.02	(2.25)
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	667237	0	667237	5.31	827636	0	827636	6.58	1.27
c) Non Resident	-	-	-	-	-	-	-	-	-
d) Others (specify)	649931	17065	666996	5.31	757132	11998	769130	6.12	0.81
Sub-total(B)(2):	4676968	336880	5013848	39.89	4705377	287736	4993113	39.72	(0.17)
Total Public Shareholding (B)=(B)(1)+(B)(2)	5648064	337598	5985662	47.62	5697138	288429	5985567	47.61	(0.01)
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	12233094	337598	12570692	100.00	12282263	288429	12570692	100.00	0.00

ii. Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change 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	Mr. Atul Govindji Shroff	41109	0.33	0	59784	0.48	0	0.15
2	Mr. Atul Govindji Shroff-HUF	18675	0.15	0	0	0	0	(0.15)
3	Mrs. Shruti Atul Shroff	22018	0.18	0	22018	0.18	0	0
4	Miss Vishwa Atul Shroff	810	0.01	0	905	0.01	0	0
5	Mrs. Chetna P Saraiya	8610	0.07	0	8610	0.07	0	0
6	Mr. Praful M Saraiya	2033	0.02	0	2033	0.02	0	0
7	Mr. Hiral tushar Dayal	10960	0.09	0	10960	0.09	0	0
8	Mr. Tushar Charandas Dayal	1310	0.01	0	1310	0.01	0	0
9	Ami Kantisen Shroff	31882	0.25	0	31882	0.25	0	0
10	Mr. Kantisen Chaturbhuj Shroff	51546	0.41	0	51546	0.41	0	0
	Mr. Kantisen Chaturbhuj Shroff-HUF	5494	0.04	0	5494	0.04	0	0
11	Mr. Dipesh Kantisen Shroff	8619	0.07	0	8619	0.07	0	0
12	Mrs. Preeti Dipesh Shroff	14110	0.11	0	14110	0.11	0	0
13	Mr. Abhay Sunil Saraiya	150	0	0	150	0	0	0
14	Mr. Ashwin Champraj Shroff	83070	0.66	0	83070	0.66	0	0
15	Mrs. Usha Ashwin Shroff	6497	0.05	0	6497	0.05	0	0
16	Mrs. Anshul Ambrish Bhatia	21616	0.17	0	21616	0.17	0	0
17	Mr. Ravi Ashwin Shroff	47670	0.38	0	47670	0.38	0	0
18	Mr. Hrishit Ashwin Shroff	47669	0.38	0	47669	0.38	0	0
19	Mr. Dilipsinh G Bhatia (NRI)	104082	0.83		104082	0.83		0
20	M/s Anshul Specialty Molecules Pvt. Ltd.	0	0	0	5358682	42.63	0	42.63
21	M/s Dipkanti Investments & Financing Pvt. Ltd.	235732	1.88	0	235732	1.88	0	0
22	M/s Vibrant Greentechindia Pvt.	149991	1.19	0	149991	1.19	0	0

	Ltd.							
23	M/s Hyderabad Chemical Products Ltd.	46833	0.37	0	46833	0.37	0	0
24	M/s Pritami Investments Pvt. Ltd.	79862	0.64	0	79862	0.64	0	0
25	M/s Shrodip Investments Pvt. Ltd.	29350	0.23	0	29350	0.23	0	0
26	M/s Transpek Industry Limited	156650	1.25	0	156650	1.25	0	0
27	M/s Utkarsh Global Holdings Pvt. Ltd.	5358682	42.63	0	0	0	0	(42.63)
	Total	6585030	52.38	0	6585125	52.38	0	0

iii. **Change in Promoters' Shareholding** (please specify, if there is no change)

Sr. No.		Cumulative Shareholding at the beginning of the year 2016-17		Cumulative Shareholding during the year 2017-18	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	6585030	51.02	6585030	52.38
	Purchase of 95 shares by Miss VishwaAtul Shroff on 07.04.2017.	0	0	95	0.00
	At the End of the year	6585030	52.38	6585125	52.38

- There is a difference in the % of total shares of the Company for the year 16-17 as the total number of shares reduced by 334938 from 12905630 to 12570692 due to Buyback.
- The total number of shares during 2016-17 reduced by 334938 due to buyback, hence reducing the capital from 129056030 to 12570692.

(iv) Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sr.No.	Name of the Shareholder	Shareholding at the beginning of the year		Increase/Decrease in shareholding during the year			Date of change	Cumulative shareholding during the year/ Shareholding at the end of the year	
		No of Shares	% of total Shares of the Company	No of shares - Decreased	No of Shares Increased	Reason		No of shares	% of total shares of the Company
1	Life Insurance Corp of India	962799	7.66	0	0			962799	7.66
2	Custodian (Special Court) Rina Mehta & Sudhir S Mehta	84824	0.67	0	0			84824	0.67
3	Investor Education And	0	0	0	58728	Transfer	24.11.2017	58728	0.004

	Protection Fund Authority Ministry Of Corporate Affairs								
4	Deep J Master	77500	0.62		250	Market Purchase	26.05.2017	77750	0.62
					250	Market Purchase	02.06.2017	78000	0.62
					2000	Market Purchase	09.06.2017	80000	0.64
					1000	Market Purchase	16.06.2017	81000	0.64
					500	Market Purchase	23.06.2017	81500	0.65
					5500	Market Purchase	21.07.2017	87000	0.69
					15000	Market Purchase	28.07.2017	102000	0.81
					3813	Market Purchase	04.08.2017	105813	0.84
					24687	Market Purchase	11.08.2017	130500	1.04
					5500	Market Purchase	18.08.2017	136000	1.08
					500	Market Purchase	25.08.2017	136500	1.09
					250	Market Purchase	08.09.2017	136750	1.09
					250	Market Purchase	15.09.2017	137000	1.09
					2250	Market Purchase	22.09.2017	139250	1.11
					992	Market Purchase	29.09.2017	140242	1.12
					258	Market Purchase	06.10.2017	140500	1.12
				3000		Transfer	12.01.2018	137500	1.09
5	Rajju D Shroff	112350	0.89		2	Market Purchase	21.04.2017	112352	0.89
6	Maya Rawat	84991	0.68	0	0	-	-	84991	0.68
7	Vinod Kumar Ohri	70000	0.56	0	0	-	-	70000	0.56
8	Musaddilal Rawat	64416	0.51	0	0	-	-	64416	0.51
9	KoushikSekhar	63362	0.50	0	0	-	-	63362	0.50
10	Archana Khandelwal	20819	0.17	500		Transfer	22.09.2017	20319	0.16
					500	Market	22.12.2017	20819	0.17

						Purchase			
					32401	Market Purchase	29.12.2017	53220	0.42

(v) Shareholding of Directors and Key managerial Personnel:

Sr.No.	Name of the Share Holder	Shareholding at the beginning of the year		Increase/Decrease in shareholding during the year			Shareholding at the end of the year	
		No of Shares	% of total Shares of the Company	No of shares - Decreased	No of Shares Increased	Reason	No of shares	% of total shares of the Company
	DIRECTORS							
1	Mr. Ashwin C Shroff	83070	0.66	0	0	0	83070	0.66
2	Mrs. Usha A Shroff	6497	0.05	0	0	0	6497	0.05
3	Mr. Ravi A Shroff	47670	0.38	0	0	0	47670	0.38
4	Mr. Atul G Shroff	41109	0.33	0	0	0	59784	0.48
5	Mr. Atul G Shroff-HUF	0	0	18675	0.15	0**	0	0
6	Mr. Dipesh K Shroff	8619	0.07	0	0	0	8619	0.07
7	Mr. R.N. Bhogale	0	0	0	0	0	0	0
8	Mr. H N Motiwalla	0	0	0	0	0	0	0
9	Mr. P S Jhaveri	0	0	0	0	0	0	0
10	Mr. M B Parekh	0	0	0	0	0	0	0
11	Mr. R K Sood	0	0	0	0	0	0	0
12	Mr. Shailesh Vaidya	0	0	0	0	0	0	0
13	Mr. Rajeev M Pandia	0	0	0	0	0	0	0
	Key Managerial Personnel (KMP)							
1	Mr. Kailas Dabholkar	365	0.003	0	0	0	365	0.003
2	Mr. S. K. Singhvi	100	0.000	0	0	0	100	0.000
3	Mr. Devendra Dosi	-	-	-	-	-	0	0
4	Mr. N. R. Kannan	-	-	-	-	-	0	0

** Transfer to Atul G. Shroff

V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director and Whole-time Directors:

Sr. No.	Particulars of Remuneration				Total
		Ashwin C Shroff	Usha A Shroff	Ravi A Shroff	
	Chairman and Managing Director		Executive Vice Chairperson	Executive Director	

1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	55,50,000	41,12,903	35,20,000	1,31,82,903
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	35,68,130	36,63,603	30,85,897	1,03,17,630
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	1,11,00,000	80,40,000	70,40,000	2,61,80,000
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5	Others, please specify				
	Total (A)	2,02,18,130	1,58,16,506	1,36,45,897	4,96,80,533
	Ceiling as per the Act	11,41,34,000			

B. Remuneration to Non-Executive Director

1. Independent Director

Sr. No.	Particulars of Remuneration	Name of Independent Directors						Total Amount
		Mr. R N Bhogale	Mr. H N Motiwalla	Mr. P S Jhaveri	Mr. M B Parekh	Mr. S S Vaidya	Mr. R M Pandia	
1	Fee for attending Board/Committee Meetings	2,60,000	4,00,000	2,40,000	80,000	1,40,000	1,70,000	12,90,000
2	Commission	3,75,000	3,75,000	3,75,000	2,50,000	2,50,000	3,50,000	19,75,000
3	Others, please specify	-	-	-	-	-	-	-
	Total (B1)	6,35,000	7,75,000	6,15,000	3,30,000	3,90,000	5,20,000	32,65,000

2. Other Non-Executive Director

Sr. No.	Particulars of Remuneration	Name of Non-Executive Directors		Name of the Nominee Director	Total Amount
		Mr. Atul G Shroff	Mr. Dipesh K Shroff	Mr. R. K. Sood	
1	Fee for attending Board/Committee Meetings	1,20,000	180,000	60,000	3,60,000
2	Commission	1,75,000	1,75,000	1,75,000	5,25,000
3	Others, please specify	-	-	-	-

	Total (B2)	2,95,000	3,55,000	2,35,000	8,85,000
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Total Managerial remuneration to Non-Executive Director (B1 + B2)		41,50,000
Overall Ceiling as per the Act + Sitting Fees		1,30,63,000

- Note: 1. Commission to the Non-Executive Directors pertains to the FY 2016 – 17, has been paid in the FY 2017 -18.
2. Ceiling limits are for the year 2017 - 18

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

Sr. No.	Particulars of Remuneration	Name of Key Managerial Personnel				Total
		Mr. Kailas Dabholkar (Up to 07 th Feb, 2018)	Mr. Surendra Singhvi	Mr. N. R. Kannan (w.e.f. 17 th July, 2017)	Mr. Devendra Dosi (w.e.f. 08 th Feb, 2018)	
		Chief Financial Officer	Company Secretary	Chief Executive Officer	Chief Financial Officer	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3474476	1771335	5697547	7,50,396	1,16,93,754
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	94,350	21,600	1,99,348	-	3,15,298
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	-			
2	Stock Option	-	-			-
3	Sweat Equity	-	-			-
4	Commission	-	-			-
	- as % of profit	-	-			-
	- others, specify	-	-			-
5	Others, please specify	-	-			-
	Total	35,68,826	17,92,935	58,96,895	750,3966	1,20,09,052

VII. 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					

For and on behalf of the Board of Directors

Ashwin C. Shroff
Chairman & Managing Director
DIN: 00019952

Date: May 25, 2018
Place: Mumbai