

**Annexure III****Form No. MGT - 9****EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON**

[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	L65910MH1987PLC042107
Registration Date	06.01.1987
Name of the Company	ZODIAC-JRD-MKJ LIMITED
Category/Sub-Category of the Company	Company Limited by Shares/ Indian Non-Government Company
Address of the Registered office and contact details	910, PAREKH MARKET, 39-J.S.S.ROAD, OPP. KENNEDY BRIDGE, OPERA HOUSE, MUMBAI 400004
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	LINK INTIME INDIA PRIVATE LIMITED., C-101, 247 PARK, LBS MARG, VIKROLI (WEST), MUMBAI 400083

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	NIC Code of the Product/ service	% to total turnover of the company
1	IMPORTER, EXPORTER AND MANUFACTURER OF CUT AND POLISHED DIAMONDS	383105005	133856642 (90.15%)
2	IMPORTER, EXPORTER AND MANUFACTURER OF STUDED GOLD JEWELLERY	883102006	14631056 (9.85%)
	TOTAL		148487698 (100%)

III. 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
	NA	NA	NA	NA	NA



i. Category-wise ShareHolding as of 31/03/2019

Category of Shareholders	No. of Shares held at the beginning of the year 2018				No. of Shares held at the end of the year 2019				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Promoter									
Indian									
Individual/ HUF	2179004	-	2179004	42.0886	2167004	-	2167004	41.8568	-0.2318%
Central Govt	-	-	-	-	-	-	-	-	-
State Govt(s)	-	-	-	-	-	-	-	-	-
Bodies Corp	204644	-	204644	3.9528	204644	-	204644	3.9528	0%
Banks / FI	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	2383648		2383648	46.0414	2371648		2371648	45.8096	-0.2318%
Foreign									
-NRIs-Individuals	-	-	-	-	-	-	-	-	-
Other-Individuals	-	-	-	-	-	-	-	-	-
Bodies Corp.	-	-	-	-	-	-	-	-	-
Banks / FI	-	-	-	-	-	-	-	-	-
Any Other....	-	-	-	-	-	-	-	-	-
Sub-total(A)(2):-	-	-	-	-	-	-	-	-	-
Public Shareholding	-	-	-	-	-	-	-	-	-
Institutions	-	-	-	-	-	-	-	-	-
Mutual Funds	-	900	900	0.0174	-	-	-	-	-0.0174
Banks / FI	-	-	-	-	-	-	-	-	-
Central Govt	-	-	-	-	-	-	-	-	-
State Govt(s)	-	-	-	-	-	-	-	-	-
Venture Capital Funds	-	-	-	-	-	-	-	-	-
Insurance Companies	-	-	-	-	-	-	-	-	-
FIs	-	-	-	-	-	-	-	-	-
Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total(B)(1)	-	900	900	0.0174%	-	-	-	-	-0.0174
2. Non Institutions									
Bodies Corp.									
(i) Indian	104631	3800	108431	2.0944	104513	3000	107513	2.0767	-0.0177
(ii) Overseas									



Individuals	578183	112120	690303	13.3336	593300	97420	690720	13.3416	0.0080
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	403025	0	403025	7.7846	400562	0	400562	7.7371	0.0475
(ii) Individual shareholders holding nominal share capital in									
Others (Specify)									
i) Non Resident Indians (Non Repat)	1157	0	1157	0.0223	1267	0	1267	0.0245	0.0022
Non Resident Indians (Repat)	11174	0	11174	0.2158	13629	0	13629	0.2633	0.0475
ii) Foreign Corporate Bodies	1496215	0	1496215	28.9002	1496215	0	1496215	28.9002	0
iii) Clearing member Members	2721	0	2721	0.0526	5118	0	5118	0.0989	0.0463
iv) Trust	0	8	8	0.0002	0	8	8	0.0002	0
v) HUF	32991	0	32991	0.6372	33958	0	33958	0.6559	0.0187
vi) IEPF	46609	0	46609	0.9003	56544	0	56544	1.0922	0.1919
Sub-total (B) (2)	2676706	115928	2792634	53.9412	2705106	100428	2805534	54.1904	0.2492
Total Public Shareholding (B)=(B)(1)+ (B)(2)	2676706	116828	2793534	53.9586	2705106	100428	2805534	54.1904	0.2318
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	5060354	116828	5177182	100.0000	5076754	100428	5177182	100.0000	

ii. Shareholding of Promoters as of 31/03/2019

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year 2018			Shareholding at the end of the year 2019			% 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	Jayesh Jhaveri	10,23,107	19.76	-	10,23,107	19.76	-	0%
2	Kanchanben Rameshchandra Jhaveri	3,99,214	7.71	-	3,87,214	7.48	-	-0.23%
3	Devang Rajnikant Jhaveri	3,46,550	6.69	-	3,46,550	6.69	-	0%
4	Rajnikant Amratlal Jhaveri	2,41,009	4.66	-	2,41,009	4.66	-	0%
5	JRD-MKJ Diamonds Pvt Ltd	2,04,644	3.95	-	2,04,644	3.95	-	0%
6	Jayantilal Amratlal Jhaveri	86,173	1.66	-	86,173	1.66	-	0%
7	Rameshchandra Jhaveri	79,169	1.53	-	79,169	1.53	-	0%
8	Kokilaben Rajnikant Jhaveri	1,064	0.02	-	1,064	0.02	-	0%
9	Neeta Jayesh Jhaveri	1,064	0.02	-	1,064	0.02	-	0%
10	Jigna Devang Jhaveri	1,054	0.02	-	1,054	0.02	-	0%
11	Pinal Jayesh Jhaveri	200	0.00	-	200	0.00	-	0%
12	Aashni Jhaveri	200	0.00	-	200	0.00	-	0%
13	Pooja Jayesh Jhaveri	200	0.00	-	200	0.00	-	0%
	Total	2383648	46.04	-	2371648	45.8096	-	-0.23%

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

Sr. no		Shareholding at the beginning of the year - 2018		Transactions during the year		Cumulative Shareholding at the end of the year - 2019	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Jayesh Jayantil Jhaveri	1023107	19.7619	No Change	No Change	1023107	19.7619
	At the end of the year					1023107	19.7619
2	Kanchanben Rameshchandra Jhaveri	399214	7.711			399214	7.711
	Market sell			31 Aug 2018	-12000		
	At the end of the year					387214	7.4792
3	Devang Rajnikant Jhaveri	346550	6.6938	No Change	No Change	346550	6.6938
	At the end of the year					346550	6.6938
4	Rajnikant Amratlal Jhaveri	241009	241009	No Change	No Change	241009	4.6554
	At the end of the year					241009	4.6554
5	JRD-MKJ- Diamonds Private Limited	204644	3.9528	No Change	No Change	204644	3.9528
	At the end of the year					204644	3.9528
6	Jayantil Amratlal Jhaveri	86173	1.6645			86173	1.6645
	At the end of the year			No Change	No Change	86173	1.6645
7	Rameshchandra Jhaveri	79169	1.5292			79169	1.5292
	At the end of the year			No Change	No Change	79169	1.5292
8	Neeta Jayesh Jhaveri	1064	0.0206			1064	0.0206
	At the end of the year			No Change	No Change	1064	0.0206
9	Kokilaben Rajnikant Jhaveri	1064	0.0206	No Change	No Change	1064	0.0206
	At the end of the year					1064	0.0206
10	Jigna Devang Jhaveri	1054	0.0204	No Change	No Change	1054	0.0204
	At the end of the year					1054	0.0204
11	Pinal Jayesh Jhaveri	200	0.0039	No Change	No Change	200	0.0039
	At the end of the year					200	0.0039
12	Pooja Jayesh Jhaveri	200	0.0039	No Change	No Change	200	0.0039
	At the end of the year					200	0.0039
13	Aashni Devang Jhaveri	200	0.0039	No Change	No Change	200	0.0039
	At the end of the year					200	0.0039



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

Sr. no		Shareholding at the beginning of the year 2018		Cumulative Shareholding at the end of the year 2019	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	SUBRAMANIAN P				
	a) At the Beginning of the Year	185560	3.5842		
	b) At the end of the Year			185560	3.5842
2	RAJIV MEHTA				
	a) At the Beginning of the Year	70095	1.3539		
	b) At the end of the Year			70095	1.3539
3	XTENDED BUSINESS REPORTING LTD.				
	a) At the Beginning of the Year	43809	0.8462		
	b) At the end of the Year			43809	0.8462
4	PRAVIN GOVINDBHAI PATEL				
	a) At the Beginning of the Year	32200	0.622		
	b) Changes during the Year				
	13 Apr 2018 BUY	90	0.017		
	c) At the end of the Year			32290	0.6237
5	SANDEEP KUMAR				
	a) At the Beginning of the Year	32303	0.6239		
	b) Changes during the Year				
	04 May 2018 SELL	-4000	0.77	28303	0.5467
	12 Oct 2018 BUY	500	0.009	28803	0.5563
	19 Oct 2018 BUY	1000	0.193	29803	0.5757
	26 Oct 2018 SELL	-180	0.0034	29623	0.5722
	07 Dec 2018 SELL	-1000	0.193	28623	0.5529
	11 Jan 2019 SELL	-320	0.006	28303	0.5467
	08 Mar 2019 SELL	-250	0.004	28053	0.5419
	15 Mar 2019 BUY	250	0.004	28303	0.5467
	c) At the end of the Year			28303	0.5467
6	RAJ MANGAL				
	a) At the Beginning of the Year	18418	0.3558		
	b) Changes during the Year				
	06 Apr 2018 SELL	-124	0.002	18294	0.353
	13 Apr 2018 SELL	-1000	0.193	17294	0.334
	25 May 2018 BUY	8000	0.1545	25294	0.489
	c) At the end of the Year			25418	0.491



7	VINOD INFOTECH PVT. LTD				
	a) At the Beginning of the Year	21754	0.4202		
	b) Changes during the Year				
	13 Apr 2018 SELL	-21754	0.4202		
	c) At the end of the Year			0	0
8	ISHAAN METALS PVT LTD				
	a) At the Beginning of the Year	3246	0.0627		
	13 Apr 2018 BUY	21754	0.4202		
	b) At the end of the Year			25000	0.4829
9	SHIFALI MEHTA				
	a) At the Beginning of the Year	16708	0.3227		
	b) At the end of the Year			16708	0.3227
10	RAMANAND PANDEY				
	a) At the Beginning of the Year	15220	0.294		
	b) At the end of the Year			15220	0.294

v. Shareholding of Directors and Key Managerial Personnel:

Sr. no		Shareholding at the beginning of the year 2018		Cumulative Shareholding at the end of the year 2019	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	JAYESH J. JHAVERI	1023107	19.7619	1023107	19.7619
2	DEVANG R JHAVERI	346550	6.6938	346550	6.6938
3	RAJNIKANT AMRATLAL JHAVERI	241009	4.6552	241009	4.6552
4	JAYANTILAL AMRATLAL JHAVERI	86173	1.6645	86173	1.6645
5	NEETA JHAVERI	1064	0.02	1064	0.02
6	POOJA JHAVERI	200	0.00	200	0.00
7	VISHAKHA MEHTA (COMPANY SECRETARY)	-	-	-	-
8.	MITESH TEMGIRE (CFO)	-	-	-	-

**vi. INDEBTEDNESS**

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

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



vii. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD / WTD / Manager		Total Amount
		JAYESH J JHAVERI (MD & CFO)	DEVANG R JHAVERI	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6,00,000	4,80,000	10,80,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	57,365	53,385	1,10,750
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			
	Stock Option	0	0	0
	Sweat Equity	0	0	0
	Commission - as% of profit - others, specify...	0	0	0
	Others, please specify	0	0	0
	Total (A)	6,57,365	5,33,385	11,90,750
	Ceiling as per the Act	within the ceiling provided under Section 196 of the Companies Act, 2013		

B. Remuneration to the directors:

Sl. No.	Particulars of Remuneration	Name of Director						Total Amount
		Mukesh Desai	Jindat Mehta	Jayesh Kadakia	Hasmukh Thakkar	Uday Shah	Mohit Thakur	
	Independent Directors							
	· Fee for attending board committee-meetings	4000	4000	4000	2000	2000	0	16000
	· Commission	-	-	-	-	-	-	-
	· Others, please specify	-	-	-	-	-	-	-
	Total (1)	4000	4000	4000	2000	2000	0	16000
	Other Non-Executive Directors							
	· Fee for attending board committee-meetings	2000	2000	2000	0	-	-	6000
	· Commission							
	· Others, please specify							
	Total (2)	2000	2000	2000	-	-	-	6000
	Total (B)=(1+2)	6000	6000	6000	2000	2000	0	22000
	Total Managerial Remuneration							
	Overall Ceiling as per the Act							



C. Remuneration to Key Managerial Personnel Other Than MD / Manager / WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	CFO	Total
	Gross salary	3,00,000	160000	4,60,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	Stock Option	NIL	NIL	NIL
	Sweat Equity	NIL	NIL	NIL
	Commission - as % of profit - others, specify...	NIL	NIL	NIL
	Others, please specify	25,000	NIL	25,000
	Total	3,25,000	1,60,000	4,85,000

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					
Punishment			NOT APPLICABLE		
Compounding					
B. Directors					
Penalty					
Punishment			NOT APPLICABLE		
Compounding					
C. Other Officers in Default					
Penalty					
Punishment			NOT APPLICABLE		
Compounding					