

# 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

L65910MH1987PLC042107

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACZ0459K

(ii) (a) Name of the company

ZODIAC-JRD-MKJ LIMITED

(b) Registered office address

506, 513, 5th Floor, 17G, Vardhaman Chamber Cawasji Patel Road, Horniman Circle, Fort, Mumbai Stock Exchange  
Mumbai  
Mumbai  
Maharashtra  
400001

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

SE\*\*\*\*\*CC

(d) \* Telephone number with STD code

02\*\*\*\*\*71

(e) Website

www.zodiacjrmdkjltcd.co.in

(iii) Date of Incorporation

06/01/1987

(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

(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, Vikh  
roli (West), NA

(vii) \*Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM

26/09/2024

(b) Due date of AGM

30/09/2024

(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	C13	Other manufacturing including jewellery, musical instruments, medical instruments,	100

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

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

0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

## 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	11,000,000	5,177,182	5,177,182	5,177,182
Total amount of equity shares (in Rupees)	110,000,000	51,771,820	51,771,820	51,771,820

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	11,000,000	5,177,182	5,177,182	5,177,182
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	110,000,000	51,771,820	51,771,820	51,771,820

**(b) Preference share capital**

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

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(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
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	66,828	5,110,354	5177182	51,771,820	51,771,820	

<b>Increase during the year</b>	73,300	0	73300	733,000	733,000	0
i. Public Issues	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	73,300	0	73300	733,000	733,000	
Demat to Physical						
<b>Decrease during the year</b>	0	73,300	73300	733,000	733,000	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	0	73,300	73300	733,000	733,000	
Demat to Physical						
<b>At the end of the year</b>	140,128	5,037,054	5177182	51,771,820	51,771,820	
<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						
<input type="text"/>						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE077B01018

(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	<input type="text" value="26/09/2023"/>
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) \* 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
<b>Total</b>			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
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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
<b>Total</b>					

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

**(i) Turnover**

128,939,663

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

675,002,504

**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	1,630,686	31.5	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)	232,259	4.49	0	
10.	Others	0	0	0	
	<b>Total</b>	1,862,945	35.99	0	0

**Total number of shareholders (promoters)**

13

**(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	1,620,178	31.29	0	
	(ii) Non-resident Indian (NRI)	9,023	0.17	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)	1,590,551	30.72	0	
10.	Others IEPF, Clearing Member	94,485	1.83	0	
	<b>Total</b>	3,314,237	64.01	0	0

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

3,661

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

3,674

**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	13
Members (other than promoters)	3,325	3,661
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>	2	3	2	3	0	15.45
<b>B. Non-Promoter</b>	0	5	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	5	0	3	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	8	2	6	0	15.45

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date** 10

**(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)
Jamsheed Minoo Pand	00232768	Director	0	
Mahesh Ratilal Shah	00217516	Managing Director	0	
Mudit Sharadkumar Ja	00647298	Director	700,000	
Rupal Patel	08611604	Director	0	
Dharmesh Pravin Khar	08412150	Director	0	
Sunaina Primlani Gera	07763740	Director	100,000	16/07/2024
Preeti Pranav Sanghav	02076373	Whole-time directo	0	
JITENDRA KANHAIYA	08661712	Director	0	
MONIL MAHESH SHA	GEJPS2034P	CFO	79,472	
POOJA HARESH SHA	DSLPS6760R	Company Secretar	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year** 22

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)
DEVANG RAJNIKANT	00020235	Whole-time director	29/12/2023	Cessation
JAYANTILAL AMRATA	00020250	Director	29/12/2023	Cessation
JAYESH JAYANTILAL	00020277	Managing Director	17/01/2024	Cessation
JINDAT KALIDAS M	00020303	Director	29/12/2023	Cessation
RAJNIKANT AMRATA	00020351	Director	29/12/2023	Cessation
NEETA JAYESH JH	01131017	Director	29/12/2023	Cessation
HASMUKH BACHUBH	03351903	Director	29/12/2023	Cessation
SHEELA KADECHK	06862410	Director	29/12/2023	Cessation
UDAY SUBHASHCH	07679833	Director	29/12/2023	Cessation
MOHIT KIRAN THAI	08487825	Director	29/12/2023	Cessation
TEJAS DEVENDRA	BLPPS8468B	Company Secretary	31/07/2023	Cessation
MITESH PRASHANT	AKZPT8679B	CFO	29/12/2023	Cessation
Jamsheed Minoo Pa	00232768	Director	29/12/2023	Appointment
Mahesh Ratilal Sha	00217516	Managing Director	29/12/2023	Appointment
Mudit Sharadkumar	00647298	Director	29/12/2023	Appointment
Dharmesh Pravin Kh	08412150	Director	29/12/2023	Appointment
Rupal Patel	08611604	Director	29/12/2023	Appointment
Preeti Pranav Sangh	02076373	Whole-time director	20/02/2024	Appointment
Jitendra Kanhaiyalal	08661712	Director	20/02/2024	Appointment
Sunaina Primlani Ge	07763740	Director	29/12/2023	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

2

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	26/09/2023	3,669	21	26.52
Extra Ordinary General Meeting	26/03/2024	3,771	47	33.82

## 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	25/04/2023	10	10	100
2	19/05/2023	10	10	100
3	04/08/2023	10	10	100
4	28/08/2023	10	10	100
5	27/10/2023	10	10	100
6	06/11/2023	10	10	100
7	29/12/2023	16	16	100
8	13/02/2024	6	6	100
9	20/02/2024	6	6	100

## C. COMMITTEE MEETINGS

Number of meetings held

16

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	19/05/2023	3	3	100
2	Audit Committee	04/08/2023	3	3	100
3	Audit Committee	28/08/2023	3	3	100
4	Audit Committee	06/11/2023	3	3	100
5	Audit Committee	13/02/2024	3	3	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
6	Audit Committee	20/02/2024	3	3	100
7	Audit Committee	27/10/2023	3	3	100
8	Nomination and Remuneration	29/12/2023	3	3	100
9	Nomination and Remuneration	13/02/2024	3	3	100
10	Nomination and Remuneration	20/02/2024	3	3	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	26/09/2024
								(Y/N/NA)
1	Jamsheed Mir	3	3	100	0	0	0	Yes
2	Mahesh Ratilal	3	3	100	0	0	0	Yes
3	Mudit Sharadkumar	3	3	100	6	6	100	Yes
4	Rupal Patel	3	3	100	6	6	100	Yes
5	Dharmesh Prakash	3	3	100	6	6	100	Yes
6	Sunaina Primal	3	3	100	0	0	0	Not Applicable
7	Preeti Pranav	3	3	100	0	0	0	Yes
8	JITENDRA KADAM	3	3	100	0	0	0	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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Jayesh J. Jhaveri	Managing Director	540,000	0	0	0	540,000
2	Devang R. Jhaveri	Whole-Time Director	450,000	0	0	0	450,000
3	Mahesh Shah	Managing Director	156,100	0	0	0	156,100
4	Preeti Pranav Sanghvi	Whole-time director	104,100	0	0	0	104,100
	Total		1,250,200	0	0	0	1,250,200

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	Mitesh Prasant Terani	CFO	48,000	0	0	0	48,000
2	Tejas Devendra Shah	Company Secretary	60,000	0	0	0	60,000
3	Monil Mahesh Shah	CFO	75,000	0	0	0	75,000
4	Pooja Shah	Company Secretary	300,000	0	0	0	300,000
	Total		483,000	0	0	0	483,000

Number of other directors whose remuneration details to be entered

13

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Jayantilal A. Jhaveri	Director	0	0	0	2,000	2,000
2	Rajnikant A. Jhaveri	Director	0	0	0	52,000	52,000
3	Neeta J. Jhaveri	Director	0	0	0	2,000	2,000
4	Mohit Kiran Thakur	Director	0	0	0	4,000	4,000
5	Jindat Kalidas Mehta	Director	0	0	0	4,000	4,000
6	Hasmukh B. Thakkar	Director	0	0	0	2,000	2,000
7	Uday Shah	Director	0	0	0	2,000	2,000
8	Sheela Kadechkar	Director	0	0	0	4,000	4,000
9	Jamsheed Panday	Director	0	0	0	2,000	2,000
10	Mudit Jain	Director	0	0	0	2,000	2,000
11	Rupal Patel	Director	0	0	0	2,000	2,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
12	Dharmesh Kharwar	Director	0	0	0	2,000	2,000
13	Sunaina Gera	Director	0	0	0	2,000	2,000
	Total		0	0	0	82,000	82,000

#### 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

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

Neetu Agrawal

Whether associate or fellow

Associate  Fellow

Certificate of practice number

9272

**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

 Digitally signed by Mahesh Ratilal Shah  
Date: 2024.11.25 14:34:32 +05'30'

DIN of the director

**To be digitally signed by**

 Digitally signed by POOJA HARESH SHAH  
Date: 2024.11.25 14:35:15 +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 Attachment(s), if any

**List of attachments**

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Zodiac Jrd Mkj LimitedSHH.pdf  
MGT-8.pdf  
Zodiac Jrd Mkj LimitedSHT.pdf  
Annexure to Form MGT-7.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**



