

EXTRACT OF ANNUAL RETURN IN FORM NO. MGT-9
GODREJ AGROVET LIMITED
As at the Financial Year ended March 31, 2019
[Pursuant to Section 92(3) of the Companies Act, 2013 and
Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

1. REGISTRATION AND OTHER DETAILS:

- i. Corporate Identity Number (CIN): L15410MH1991PLC135359
- ii. Registration Date: 25/11/1991
- iii. Name of the Company: GODREJ AGROVET LIMITED
- iv. Category / Sub-Category of the Company: Company limited by Shares – Indian Non-Government Company
- v. Address of the Registered Office and Contact details: “Godrej One”, 3rd Floor,
Pirojshanagar, Eastern Express Highway,
Vikhroli (East), Mumbai – 400 079,
Maharashtra, India
Tel. No.: (91 22) 2519 4416
Fax No.: (91 22) 2519 5124
Website: www.godrejagrovet.com
Email: gavlinvestors@godrejagrovet.com
- vi. Whether listed company: Yes
- vii. Name, Address and Contact details of Registrar and Transfer Agent, if any: Karvy Fintech Private Limited (*)
Karvy Selenium, Tower B, Plot No. 31&32,
Gachibowli, Financial District, Nanakramguda,
Hyderabad – 500 032, Telangana.

Tel.: (91 40) 6716 2222

Fax: (91 40) 2343 1551

Investor Grievance E-mail: einward.ris@karvy.com

(*) Erstwhile known as Karvy Computershare Private Limited.

2. PRINCIPLE BUSINESS ACTIVITIES OF THE COMPANIES:

All the business activities contributing 10% or more of the total turnover of the Company:-

Sr. No.	Name and Description of Main Products / Services	NIC Code of the Product / Service (as per NIC 2008)	% to Total Turnover of the Company
1.	Animal Feeds	10801, 10802, 10803	71
2.	Agricultural Inputs	20121, 20211, 20213, 20219	13
3.	Vegetable Oils	10402	16

3. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No.	Name and Address of the Company	Corporate Identity Number (CIN)	Holding / Subsidiary / Associate	% of Shares Held	Applicable Section
1	Godrej Industries Limited Registered Office: Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai – 400 079, Maharashtra, India	L24241MH1988PLC097781	Holding Company	58.15%	Section 2(46) & Section 2(87)(ii)
2	Vora Soaps Limited Registered Office: Eastern Express Highway, Vikhroli (East), Mumbai – 400 079, Maharashtra, India	U24241MH1979PLC021804	Ultimate Holding Company upto December 23, 2018	Holding Company of Godrej Industries Limited upto December 23, 2018	Section 2(46) & Section 2(87)(ii)

3	<p>Godvet Agrochem Limited</p> <p>Registered Office: “Godrej One”, 3rd Floor, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai – 400 079, Maharashtra, India</p>	U01400MH2014PLC252382	Subsidiary Company	100.00%	Section 2(87)(ii)
4	<p>Astec LifeSciences Limited</p> <p>Registered Office: “Godrej One”, 3rd Floor, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai – 400 079, Maharashtra, India</p>	L99999MH1994PLC076236	Subsidiary Company	57.67%	Section 2(87)(ii)
5	<p>Behram Chemicals Private Limited</p> <p>Registered Office: “Godrej One”, 3rd Floor, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai – 400 079, Maharashtra, India</p>	U24100MH1993PTC071480	Subsidiary Company (Step-down subsidiary)	65.63% held by Astec LifeSciences Limited	Section 2(87)(ii)
6	<p>Astec Europe Sprl</p> <p>Registered Office: Siege : ‘rue de Pont, 33 7500 Tournai’, Belgium, Europe</p>	Not Applicable since a foreign company incorporated in Belgium, Europe	Subsidiary Company (Step-down subsidiary)	50.10% held by Astec LifeSciences Limited	Section 2(87)(ii)

7	<p>Comercializadora Agricola Agroastrachem Cia Ltda</p> <p>Registered Office: Carrera 50 # 150 A-85 Tower 3-301, Bogota D.C. Columbia</p>	Not Applicable since a foreign company incorporated in Bogota, Columbia	Subsidiary Company (Step-down subsidiary)	100.00% held by Astec LifeSciences Limited	Section 2(87)(ii)
8	<p>Creamline Dairy Products Limited</p> <p>Registered Office: H.No.6-3-1238/B/21, Asif Avenue, Rajbhavan Road, Hyderabad - 500082, Telangana, India</p>	U15201TG1986PLC006912	Subsidiary Company	51.91%	Section 2(87)(ii)
9	<p>Nagavalli Milkline Private Limited</p> <p>Registered Office: H.No.6-3-1238/B/21, Asif Avenue, Rajbhavan Road, Hyderabad - 500082, Telangana, India</p>	U15209TG1999PTC031625	Subsidiary Company (Step-down subsidiary)	100% held by Creamline Dairy Products Limited	Section 2(87)(ii)
10	<p>Godrej Tyson Foods Limited</p> <p>Registered Office: "Godrej One", 3rd Floor, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai – 400 079, Maharashtra, India</p>	U15122MH2008PLC177741	<p>Associate Company (upto March 26, 2019)</p> <p>Subsidiary Company (with Effect from March 27, 2019)</p>	<p>49.90%</p> <p>51.00%</p>	<p>Section 2(6)</p> <p>Section 2(87)(ii)</p>

11	<p>Godrej Maxximilk Private Limited</p> <p>Registered Office: “Godrej One”, 3rd Floor, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai – 400 079, Maharashtra, India</p>	U01119MH2016PTC280677	<p>Associate Company (upto March 26, 2019)</p> <p>Subsidiary Company (with Effect from March 27, 2019)</p>	<p>49.90%</p> <p>62.97%</p>	<p>Section 2(6)</p> <p>Section 2(87)(ii)</p>
12	<p>ACI Godrej Agrovet Private Limited</p> <p>Registered Office: ACI Centre, 245, Tejgaon I/A, Dhaka – 1208 Bangladesh</p>	Not Applicable since a company incorporated in Bangladesh	Foreign Associate Company (Joint Venture)	50.00%	Section 2(6)
13	<p>Al Rahba International Trading LLC</p> <p>Registered Office: P.O.Box. No. 10054 Sweihan, Al Ain, Abu Dhabi, UAE</p>	Not Applicable since a foreign company incorporated in United Arab Emirates (UAE)	Associate Company	24.00%	Section 2(6)

4. SHARE HOLDING PATTERN:

(Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
Individual / HUF	2,07,35,876	-	2,07,35,876	10.80	2,07,35,876	-	2,07,35,876	10.80	-
Central Govt.	-	-	-	-	-	-	-	-	-
State Govt.(s)	-	-	-	-	-	-	-	-	-
Bodies Corporate	11,13,57,225	-	11,13,57,225	57.99	11,16,66,300	-	11,16,66,300	58.15	0.16
Banks / FIs	-	-	-	-	-	-	-	-	-
Any other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1)	13,20,93,101	-	13,20,93,101	68.79	13,24,02,176	-	13,24,02,176	68.95	0.16
(2) Foreign									
NRIs - Individuals	-	-	-	-	-	-	-	-	-
Other - Individuals	-	-	-	-	-	-	-	-	-
Bodies Corporate	-	-	-	-	-	-	-	-	-
Banks / FIs	-	-	-	-	-	-	-	-	-
Any other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2)	-	-	-		-	-	-		-
Total Shareholding of Promoter (A) = (A) (1) + (A) (2)	13,20,93,101	-	13,20,93,101	68.79	13,24,02,176	-	13,24,02,176	68.95	0.16

B. Public Shareholding									
-									
(1) Institutions									
Mutual Funds	7,500,602	-	7,500,602	3.91	48,45,276	-	48,45,276	2.52	(1.39)
Banks / FI	20,606	-	20,606	0.01	5,58,294		5,58,294	0.29	(0.27)
Central Govt.	-	-	-	-	-	-	-	-	-
State Govt.(s)	-	-	-	-	-	-	-	-	-
Venture Capital Funds	-	-	-	-	-	-	-	-	-
Insurance Companies	-	-	-	-	-	-	-	-	-
FIs	61,68,306	-	61,68,306	3.21	60,13,631		60,13,631	3.13	(0.08)
Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
Others (specify)									
Alternate Investment Funds	11,57,332	-	11,57,332	0.60	15,25,835		15,25,835	0.79	0.19
Sub-total (B) (1)	1,48,46,846	-	1,48,46,846	7.73	1,29,43,036		1,29,43,036	6.73	(1.00)
(2) Non-Institutions									
-									
(a) Bodies Corporate									
(i) Indian	34,70,372	5	34,70,377	1.81	38,21,978	5	38,21,983	1.99	-
(ii) Overseas	2,47,07,698	-	2,47,07,698	12.87	2,47,07,698	-	2,47,07,698	12.87	-
(b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs.1 lakh	75,83,932	583	75,84,515	3.95	93,44,981	115	93,45,096	4.87	0.92

GRAND TOTAL (A + B +C)	19,20,28,151	588	19,20,28,739	100.00					
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(ii) **Shareholding of Promoters:**

Sr. No.	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% Change in Shareholding 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. A. B. Godrej	5096	0.003	Nil	5096	0.003	Nil	Nil
2.	Mr. N. B. Godrej	16,49,502	0.858	Nil	102*	0.000	Nil	(0.858)
3.	Godrej Industries Limited	11,13,57,225	57.989	Nil	11,16,66,300**	58.151	Nil	0.162

* 16,49,400 Equity Shares were transferred from Nadir Godrej to BNG Family Trust, SNG Family Trust and HNG Family Trust in equal proportion.

** 3,09,075 Equity Shares were acquired by Godrej Industries Limited through open market purchase.

(iii) **Change in Promoters' Shareholding:**

Sr. No.		Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	132,093,101	68.79	-	-
2.	Date-wise Increase / decrease in Promoters' Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	(309,075)*	0.16
3.	At the End of the Period	-	-	13,24,02,176	68.95

* 3,09,075 Equity Shares were acquired by Godrej Industries Limited through open market purchase.

5. **Shareholding of Top 10 (ten) Shareholders (other than Directors, Promoters and Holders' of ADRs and GDRs):**

A. V-SCIENCES INVESTMENTS PTE LTD:

Sr. No.	For Each of Top 10 Shareholders	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	24,707,698	12.87	-	-
2.	Date-wise Increase / decrease in Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	-	-
3.	At the End of the period	-	-	24,707,698	12.87

Note:

Increase: Nil
Decrease: Nil

B. KOTAK EQUITY OPPORTUNITIES FUND / KOTAK MIDCAP / KOTAK SMALL CAP FUND/ KOTAK EMERGING EQUITY SCHEME / KOTAK INDIA EQ CONTRA FUND / KOTAK EQUITY SAVINGS FUND :

Sr. No.	For Each of Top 10 Shareholders	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	1,980,312	1.03	-	-
2.	Date-wise Increase / decrease in Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	(53,877)	(0.03)
3.	At the End of the period	-	-	1,926,435	1.00

Note:

Increase:

Purchased 28,000 Equity Shares on 20/07/2018; Purchased 50,000 Equity Shares on 24/08/2018; Purchased 50,000 Equity Shares on 31/08/2018; Purchased 8,592 Equity Shares on 28/09/2018; Purchased 8,358 Equity Shares on 05/10/2018; Purchased 51,392 Equity Shares on 22/03/2019; Purchased 50,000 Equity Shares on 29/03/2019.

Decrease: Sold 25,000 Equity Shares on 13/04/2018; Sold 43,026 on 13/04/2018; Sold 25,000 Equity Shares on 04/05/2018; Sold 5,865 Equity Shares on 11/05/2018; Sold 23,357 Equity Shares on 25/05/2018; Sold 21,164 Equity Shares on 11/06/2018; Sold 45,705 Equity Shares on 08/06/2018; Sold 57,455 Equity Shares on 15/06/2018; Sold 31,006 Equity Shares on 22/06/2018; Sold 13,904 Equity Shares on 15/02/2019; Sold 7,072 Equity Shares on 22/02/2019; Sold 786 Equity Shares on 01/03/2019; Sold 879 Equity Shares on 08/03/2019.

C. ABERDEEN ASIAN SMALLER COMPANIES INVESTMENT TRUST:

Sr. No.	For Each of Top 10 Shareholders	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	-	-	-	-
2.	Date-wise Increase / decrease in Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	1,808,000	0.94
3.	At the End of the period	-	-	1,808,000	0.94

Note:

Increase: Purchased 225,732 Equity Shares on 05/10/2018; Purchased 71,000 Equity Shares on 12/10/2018; Purchased 54,285 Equity Shares on 19/10/2018; Purchased 83,500 Equity Shares on 26/10/2018; Purchased 395,483 Equity Shares on 02/11/2018; Purchased 430,000 Equity Shares on 07/12/2018; Purchased 230,000 Equity Shares on 18/01/2019; Purchased 47,961 Equity Shares on 25/01/2019; Purchased 170,039 Equity Shares on 01/02/2019; Purchased 55,665 Equity Shares on 08/03/2019; Purchased 44,335 Equity Shares on 15/03/2019;

Decrease: Nil

D. INDIA FUND INC:

Sr. No.	For Each of Top 10 Shareholders	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	976,080	0.51	-	-
2.	Date-wise Increase / decrease in Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	58,726	0.03
3.	At the End of the period	-	-	1,034,806	0.54

Note:

Increase: Purchased 58,726 Equity Shares on 29/03/2019.

Decrease: Nil

E. ICICI PRUDENTIAL BALANCED ADVANTAGE FUND / ICICI PRUDENTIAL R I G H T FUND / ICICI PRUDENTIAL LONG TERM WEALTH ENHANCEMENT FUND / ICICI PRUDENTIAL S&P BSE 500 ETF :

Sr. No.	For Each of Top 10 Shareholders	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	976,240	0.51	-	-
2.	Date-wise Increase / decrease in Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	16,791	0.01
3.	At the End of the period	-	-	993,031	0.52

Note:

Increase: Purchased 12, 100 Equity Shares on 06/04/2018; Purchased 5,849 Equity Shares on 13/04/2018; Purchased 24 Equity Shares on 22/06/2018; Purchased 7 Equity Shares on 28/09/2018.

Decrease: Sold 1,178 Equity Shares on February 15, 2019.

F. ADITYA BIRLA SUN LIFE TRUSTEE PRIVATE LIMITED A/C:

Sr. No.	For Each of Top 10 Shareholders	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	720,693	0.38	-	-
2.	Date-wise Increase / decrease in Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	211,182	0.11
3.	At the End of the period	-	-	931,875	0.49

Note:

Increase: Purchased 46,400 Equity Shares on 06/04/2018; Purchased 327,000 Equity Shares on 13/04/2018; Purchased 100,000 Equity Shares on 11/05/2018.

Decrease: Sold 8,793 Equity Shares on 21/09/2018; Sold 1,000 Equity Shares on 05/10/2018; Sold 11, 300 Equity Shares on 12/10/2018; Sold 45,000 Equity Shares on 09/11/2018; Sold 15,800 Equity Shares on 16/11/2018; Sold 50,000 Equity Shares on 23/11/2018; Sold 24,200 Equity Shares on 07/12/2018; Sold 97025 Equity Shares on 22/03/2019.

G. DSP HMK HOLDINGS PRIVATE LIMITED:

Sr. No.	For Each of Top 10 Shareholders	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	800,000	0.42	-	-
2.	Date-wise Increase / decrease in Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	-	-
3.	At the End of the period	-	-	800,000	0.42

Note:

Increase: Nil

Decrease: Nil

H. DSP ADIKO HOLDINGS PRIVATE LIMITED:

Sr. No.	For Each of Top 10 Shareholders	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	800,000	0.42	-	-
2.	Date-wise Increase / decrease in Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	-	-
3.	At the End of the period	-	-	800,000	0.42

Note:

Increase: Nil

Decrease: Nil

I. MOTILAL OSWAL FOCUSED BUSINESS ADVANTAGE FUND:

Sr. No.	For Each of Top 10 Shareholders	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	775,000	0.40	-	-
2.	Date-wise Increase / decrease in Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	-	-
3.	At the End of the period	-	-	775,000	0.40

Note:

Increase: Nil

Decrease: Nil

J. ABERDEEN NEW INDIA INVESTMENT TRUST PLC:

Sr. No.	For Each of Top 10 Shareholders	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	446,506	0.23	-	-
2.	Date-wise Increase / decrease in Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	107,666	0.06
3.	At the End of the period	-	-	554,172	0.29

Note:

Increase: Purchased 107,666 Equity Shares on 29/03/2019.

Decrease: Nil

6. Shareholding of Directors and Key Managerial Personnel:

A. Mr. A. B. Godrej*:

Sr. No.	For Each of the Directors & KMP	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	5,096	0.00	-	-
2.	Date-wise Increase / decrease in Promoters' Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	-	-
3.	At the End of the period	-	-	5,096	0.00

*Directorship ceased with effect from November 5, 2019.

B. Mr. N. B. Godrej:

Sr. No.	For Each of the Directors & KMP	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	16,49,502	0.86	-	-
2.	Date-wise Increase / decrease in Promoters' Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	(16,49,400)*	0.86
3.	At the End of the period	-	-	102	0.00

* 16,49,400 Equity Shares were transferred by Mr. Nadir Godrej as Gift to BNG Family Trust, SNG Family Trust and HNG Family Trust in equal proportion.

C. Mr. J. N. Godrej*:

Sr. No.	For Each of the Directors & KMP	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	3	0.00	-	-
2.	Date-wise Increase / decrease in Promoters' Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	-	-
3.	At the End of the period	-	-	3	0.00

*Shares held by Mr. J. N. Godrej as Trustee of Raika Godrej Family Trust.

D. Ms. Tanya Dubash:

Sr. No.	For Each of the Directors & KMP	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	5,49,834	0.29	-	-
2.	Date-wise Increase / decrease in Promoters' Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.) 5,49,800 Equity Shares were transferred as Gift to NG Family Trust on September 30, 2018	-	-	(5,49,800)*	0.29
	At the End of the period				00

* 5,49,834 Equity Shares were transferred by Ms. Tanya A. Dubash as Gift to NG Family Trust on September 27, 2018.

E. Ms. Nisaba Godrej:

Sr. No.	For Each of the Directors & KMP	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	5,49,834	0.29	-	-
2.	Date-wise Increase / decrease in Promoters' Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	(5,49,800)*	0.29
3.	At the End of the period	-	-	34	0.00

* 5,49,834 Equity Shares were transferred by Ms. Nisaba Godrej as Gift to PG Family Trust on September 27, 2018.

F. Mr. Pirojsha Godrej#:

Sr. No.	For Each of the Directors & KMP	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	5,49,834	0.29	-	-
2.	Date-wise Increase / decrease in Promoters' Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	(5,49,800)*	0.29
3.	At the End of the period	-	-	34	0.00

* 5,49,834 Equity Shares were transferred by Mr. Pirojsha Godrej as Gift to TAD Family Trust on September 27, 2018.

Mr. Pirojsha Godrej became a Director of the Company with effect from November 5, 2018.

G. Mr. B. S. Yadav:

Sr. No.	For Each of the Directors & KMP	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	42,67,732	2.22	-	-
2.	Date-wise Increase / decrease in Promoters' Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	-	-
3.	At the End of the period	-	-	42,67,732	2.22

H. Mr. Sudheer Laxman Anaokar*:

Sr. No.	For Each of the Directors & KMP	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	480	0.00	-	-
2.	Date-wise Increase / decrease in Promoters' Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	-	-
3.	At the End of the period	-	-	480	0.00

*Directorship ceased with effect from February 4, 2019.

I. Dr. Ritu Anand:

Sr. No.	For Each of the Directors & KMP	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	-	-	-	-
2.	Date-wise Increase / decrease in Promoters' Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	100*	0.00
3.	At the End of the period	-	-	100	0.00

*100 Equity Shares were acquired from open market on .

J. Ms. Roopa Purushothaman:

Sr. No.	For Each of the Directors & KMP	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	992	0.00	-	-
2.	Date-wise Increase / decrease in Promoters' Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	-	-
3.	At the End of the period	-	-	992	0.00

K. Mr. S. Varadaraj:

Sr. No.	For Each of the Directors & KMP	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	2,07,946	0.11	-	-
2.	Date-wise Increase / decrease in Promoters' Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	-	-
3.	At the End of the period	-	-	2,07,946	0.11

L. Mr. Vivek Raizada:

Sr. No.	For Each of the Directors & KMP	Shareholding at the beginning of the period		Cumulative Shareholding during the end of the period	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the period	6056	0.03	-	-
2.	Date-wise Increase / decrease in Promoters' Shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	(6,000)*	0.03
3.	At the End of the period	-	-	56	0.00

*6000 Equity Shares were transferred as gift on December 19, 2018.

7. INDEBTEDNESS:

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

(₹. in Crore)

	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i) Principal Amount	8.92	207.76	0.00	216.68
(ii) Interest due but not paid	0.00	0.00	0.00	0.00
(iii) Interest accrued but not due	0.00	0.05	0.00	0.05
TOTAL (i +ii + iii)	8.92	207.81	0.00	216.73
Changes in Indebtedness during the financial year				
(i) Principal Amount	(4.21)	(101.90)	0.00	(106.11)
(ii) Interest due but not paid	0.00	0.00	0.00	0.00
(iii) Interest accrued but not due	0.00	0.34	0.00	0.34
Net Change	(4.21)	(101.56)	0.00	(105.77)
Indebtedness at the end of the financial year				
(i) Principal Amount	4.71	105.86	0.00	110.57
(ii) Interest due but not paid	0.00	0.00	0.00	0.00
(iii) Interest accrued but not due	0.00	0.39	0.00	0.39
TOTAL (i +ii + iii)	4.71	106.25	0.00	110.96

8. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP):

A. Remuneration to Managing Director:

Sr. No.	Particulars of Remuneration	Name of Managing Director –	Total Amount (₹)
		Mr. B. S. Yadav (₹)	
1	Gross Salary	4,67,23,986	4,67,23,986
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	3,72,58,484	3,72,58,484
	(b) Value of perquisites under Section 17(2) of the Income Tax Act, 1961	94,65,502	94,65,502
	(c) Profits in lieu of salary under Section 17(3) of Income Tax Act, 1961	0	0
2	Stock Option	0	0
	Sweat Equity	0	0
	Commission	0	0
	As a % of profit	0	0
	Others (specify)	0	0
	Total (A)	4,67,23,986	4,67,23,986
	Ceiling as per the Companies Act, 2013 (in ₹)		16,85,00,000

B. Remuneration to other Directors:

Sr. No.	Particulars of Remuneration	Names of Directors (Amount in ₹)								Total Amount (in ₹)
		Mr. K.N. Petigara	Dr. S.L. Anaokar	Mr. Amit B. Choudhury	Dr. Raghunath A. Mashelkar	Dr. Ritu Anand	Ms. Aditi Kothari Desai	Ms. Roopa Purushothaman	Mr. Natarajan Srinivasan	
1.	Independent Director:									
	Fee for attending Board & Committee Meetings	7,50,000	1,00,000	6,00,000	6,00,000	7,50,000	7,50,000	7,00,000	1,00,000	43,50,000
	Commission	7,50,000	7,50,000	7,50,000	7,50,000	7,50,000	7,50,000	7,50,000	Nil	52,50,000
	Other (please specify)	-	-	-	-	-	-	-	-	-
	Total (1)	15,00,000	8,50,000	13,50,000	13,50,000	15,00,000	15,00,000	14,50,000	1,00,000	96,00,000
2.	Other Non-Executive Directors	Mr. N. B. Godrej	Mr. Jamshyd Godrej	Mr. Vijay Mohan Crishna	Ms. Tanya A. Dubash	Ms. Nisaba Godrej	Mr. Pirojsha Godrej	Mr. A.B. Godrej		
	Fee for attending Board & Committee Meetings	-	-	-	-	-	-	4,00,000	-	4,00,000
	Commission	7,50,000	7,50,000	7,50,000	7,50,000	7,50,000	Nil	7,50,000	-	45,00,000
	Other (please specify)	-	-	-	-	-	-	-	-	-
	Total (2)	7,50,000	7,50,000	7,50,000	7,50,000	7,50,000	Nil	11,50,000	-	49,00,000
										1,45,00,000
	Overall Ceiling as per the Companies Act, 2013	The sitting fees paid to the Non-Executive Directors were within the limits prescribed under the Companies Act, 2013 and the Rules framed thereunder.								

C. Remuneration to Key Managerial Personnel (KMP) other than Managing Director:

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount (₹)
		Chief Executive Officer	Company Secretary (Mr. Vivek Raizada) (₹)	Chief Financial Officer (Mr. S. Varadaraj) (₹)	
1	Gross Salary	N.A.	70,34,825	1,41,44,185	2,11,78,470
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	N.A.	66,72,122	1,10,06,644	1,76,78,766
	(b) Value of perquisites under Section 17(2) of the Income Tax Act, 1961	N.A.	3,62,163	31,37,541	34,99,704
	(c) Profits in lieu of salary under Section 17(3) of Income Tax Act, 1961	N.A.	0	0	0
2	Stock Option	N.A.	0	0	0
	Sweat Equity	N.A.	0	0	0
	Commission	N.A.	0	0	0
	As a % of profit	N.A.	0	0	0
	Others (specify)	N.A.	0	0	0
	Total	N.A.	70,34,825	1,41,44,185	2,11,78,470

9. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding Fee imposed	Authority [RD / NCLT / Court]	Appeal made, if any (give details)	
A. COMPANY						
Penalty	Nil	Nil	Nil	Nil	Nil	
Punishment	Nil	Nil	Nil	Nil	Nil	
Compounding	Nil	Nil	Nil	Nil	Nil	
B. DIRECTORS						
Penalty	Nil	Nil	Nil	Nil	Nil	
Punishment	Nil	Nil	Nil	Nil	Nil	
Compounding	Nil	Nil	Nil	Nil	Nil	
C. OTHER OFFICERS IN DEFAULT						
Penalty	Nil	Nil	Nil	Nil	Nil	
Punishment	Nil	Nil	Nil	Nil	Nil	
Compounding	Nil	Nil	Nil	Nil	Nil	

For and on behalf of the Board of Directors of
Godrej Agrovet Limited

Sd/-
N. B. Godrej
Chairman
(DIN: 00066195)

Date: May 6, 2019
Place: Mumbai