

**Extract of Annual Return**

as on the financial year ended on 31st December, 2014

[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:

i.	CIN	L24110GJ1939PLC000748
ii.	. Registration Date	28th January, 1939
iii.	Name of the Company	DCW Limited
iv.	Category/Sub-Category of the Company	Inorganic / Petro Chemicals
v.	Address of the Registered office and contact details	Dhrangadhra - 363 315, Gujarat Tel. : (02754) - 282560 E-mail : legal@dcwlt.com
vi.	Whether listed Company (Yes/No)	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Limited, E/2&3, Ansa Industrial Estate, Sakivihar Road, Saki Naka, Andheri (East), Mumbai - 400072, Tel.:022 - 28470652, 404 30200, 28470653, Fax No. : 28475207. E-mail : investor@bigshareonline.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY All the business activities contributing 10 % or more of the total turnover of the company shall

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

Sl.No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the Company
1.	Caustic Soda	20122	36.89
2.	Soda Ash	20122	15.42
3.	PVC Resin	24134	47.69

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sl.No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	DCW Pigments Limited 358, Annasalai Thousand Lights, Chennai - 600006 Tamil Nadu	U24117TN2007PLC062025	Subsidiary	100	2(87)

III. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

I SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAK-UP AS PERCENTAGE OF TOTAL EQUITY)
I) Category - wise share holding

Category of Shareholders	No. of shares held at the beginning of the year 01.04.2014				No. of shares held at the end of the year 31.03.2015				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian									
(a) Individual/ HUF	41583400	0	41583400	19.82	47130784	0	47130784	22.08	2.25
(b) Central Govt.	0	0	0	0	0	0	0	0.00	0.00
(c) State Govt(s)	0	0	0	0	0	0	0	0.00	0.00
(d) Bodies Corp.	53694486	0	53694486	25.59	54806190	0	54806190	25.67	0.08
(e) Banks/FI	0	0	0	0	0	0	0	0.00	0.00
(f) Any other	0	0	0	0	0	0	0	0.00	0.00
Sub-total (A)(1):-		0	95277886	45.42	101936974	0	101936974	47.75	2.33
(2) Foreign						0		0.00	0.00
(a) NRIs Individual	0	0	0	0	0	0	0	0.00	0.00
(b) Other Individual	0	0	0	0	0	0	0	0.00	0.00
(c) Bodies Corp.	0	0	0	0	0	0	0	0.00	0.00
(d) Banks/FI	0	0	0	0	0	0	0	0.00	0.00
(e) Any Other.....	0	0	0	0	0	0	0	0.00	0.00
Sub-total (A) (2):-	0	0	0	0	0	0	0	0.00	0.00
Total Shareholding of Promoter (A) = (A)(1) + (A)(2)	95277886	0	95277886	45.42	101936974	0	101936974	47.75	2.33
B.Public shareholding									
1. Institutions									
(a) Mutual Funds	10755	7950	18705	0.01	10755	7950	18705	0.01	(0.00)
(b) Banks/FI	148196	21540	169736	0.08	583702	21540	605242	0.28	0.20
(c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
(d) State Govt.(s)	0	0	0	0.00	0	0	0	0.00	0.00
(e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(f) Insurance Companies	8516415	0	8516415	4.06	8366415	0	8366415	3.92	(0.14)
(g) FIs	18445377	0	18445377	8.79	15570377	0	15570377	7.29	(1.50)
(h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(i) Others (specify)									
Foreign Banks	0	42225	42225	0.02	0	42225	42225	0.02	(0.00)
Sub-total (B) (1):-	27120743	71715	27192458	12.96	24531249	71715	24602964	11.52	(1.44)

Category of Shareholders	No. of shares held at the beginning of the year 01.04.2014				No. of shares held at the end of the year 31.03.2015				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
2. Non-Institutions									
(a) Bodies Corp.	8107000	71135	8178135	3.90	11002939	71135	11074074	5.10	1.29
(i) Indian		0		0.00		0		0.00	0.00
(ii) Overseas		0		0.00		0		0.00	0.00
(b) Individuals		0		0.00		0		0.00	0.00
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh.	50435305	4107071	54542376	26.00	48746930	3978896	52725826	24.70	(1.30)
(ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh.	13353374	98250	13451624	6.41	12690831	98250	12789081	5.99	(0.42)
(c) Others (specify)									
Clearing Member	565942	0	565942	0.27	535056	0.00	535056	0.25	(0.02)
NRI	1947264	24450	1971714	0.94	1316414	24450	1340864	0.63	(0.31)
OCBs	5760218	0	5760218	2.75	5760218	0	5760218	2.70	(0.05)
Trust	76850	0	76850	0.04	20850	0	20850	0.01	(0.03)
Sub-total (B) (2):-	80245953	4300906	84546859	40.30	80073238	4172731	84245969	39.46	(0.84)
Total Public shareholding (B) = (B) (1) + (B)(2)	107366696	4372621	111739317	53.26	104604487	4244446	108848933	50.98	(2.28)
C. Shares held by Custodian for GDRs & ADRs.	2773750	0	2773750	1.32	2708750	0	2708750	1.27	(0.05)
Grand Total (A + B + C)	205418332	4372621	209790953	100.00	209250211	4244446	213494657	100.00	0.00

ii Shareholding of Promoters

Sr. No.	Shareholders Name	Shareholding at the beginning of the year 01.04.2014				Share Holding at the end of the year 31.03.2015				% Change in Share holding during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
1	SAHU BROTHERS PRIVATE LIMITED	50148156	0	50148156	23.49	51259860	0	51259860	24.01	0.52
2	VANDANA JAIN	7120206	0	7120206	3.34	8923706	0	8923706	4.18	0.84
3	VIVEK JAIN	2544404	0	2544404	1.19	6426531	0	6426531	3.01	1.82
4	USHA P JAIN	3720545	0	3720545	1.74	4208601	0	4208601	1.97	0.23
5	ASHISH JAIN	3866068	0	3866068	1.81	3866068	0	3866068	1.81	0.00
6	MUDIT JAIN	2500498	0	2500498	1.17	3148498	0	3148498	1.47	0.30
7	PRAMOD KUMAR JAIN	4740975	0	4740975	2.22	6054803	0	6054803	2.84	0.62
8	DURGAVATI JAIN	3241991	0	3241991	1.52	3241991	0	3241991	1.52	0.00
10	PREMCHAND JAIN	1920540	0	1920540	0.90	1920540	0	1920540	0.90	0.00
11	NAMITA P JAIN	1361945	0	1361945	0.64	1361945	0	1361945	0.64	0.00
13	M/S DHRANGADHRA TRADING CO PVT LTD	1158750	0	1158750	0.54	1158750	0	1158750	0.54	0.00
14	SAATVIK JAIN	1400618	0	1400618	0.66	1400618	0	1400618	0.66	0.00
15	VARSHA JAIN	1144580	0	1144580	0.54	1144580	0	1144580	0.54	0.00
16	CRESCENT HOLDINGS AND ENTERPRISES PVT LTD	1137000	0	1137000	0.53	1137000	0	1137000	0.53	0.00
18	SAHU CYLINDERS & UDYOG PVT LTD	1103250	0	1103250	0.52	1103250	0	1103250	0.52	0.00
19	BAKUL JAIN	1248292	0	1248292	0.58	1896292	0	1896292	0.89	0.30
20	SONALIKA JAIN	871941	0	871941	0.41	871941	0	871941	0.41	0.00
22	MEETA JAIN	778720	0	778720	0.36	778720	0	778720	0.36	0.00
24	BHARATI JAIN	620470	0	620470	0.29	620470	0	620470	0.29	0.00
25	PAULOMI BAKUL JAIN	480085	0	480085	0.22	480085	0	480085	0.22	0.00
26	NEERA JAIN	1923960	0	1923960	0.90	306481	0	306481	0.14	-0.76
29	NITISH JAIN	221568	0	221568	0.10	221568	0	221568	0.10	0.00
31	SATYAWATI GIANCHAND JAIN	109000	0	109000	0.05	109000	0	109000	0.05	0.00
33	FLORIDA HOLDINGS AND TRADING P. LTD	76750	0	76750	0.04	76750	0	76750	0.04	0.00
34	RIMA SAATVIK JAIN	59511	0	59511	0.03	59511	0	59511	0.03	0.00
35	MALTI BHINDI	50000	0	50000	0.02	50000	0	50000	0.02	0.00
36	SAMARTH JAIN	34000	0	34000	0.02	34000	0	34000	0.02	0.00
37	KALPATARU BOTANICAL GARDENS PVT LTD	22500	0	22500	0.01	22500	0	22500	0.01	0.00
39	CASHCO HOLDINGS PVT LTD	17750	0	17750	0.01	17750	0	17750	0.01	0.00
40	B J HOLDINGS P. LTD.	16000	0	16000	0.01	16000	0	16000	0.01	0.00
41	D P B HOLDINGS PRIVATE LIMITED	13500	0	13500	0.01	13500	0	13500	0.01	0.00
42	SHIVANTIKA JAIN	4835	0	4835	0.00	4835	0	4835	0.00	0.00
43	CANVAS SHOE CO. (GOA)PVT LTD	830	0	830	0.00	830	0	830	0.00	0.00
44	SHASHI CHAND JAIN	1618648	0	1618648	0.76	0	0	0	0	-0.76
		95277886	0	95277886	44.63	101936974		101936974	47.75	3.12

(iii) Change in Promoters' Shareholding (please specify, if there is no change)								
Sl. No.	Name of the Promoter	At the beginning of the year date wise Increase/ Decrease in Promoters share holding during the year specifying the reasons for increase/ decrease (e.g.allotment / transfer / bonus / sweat equity etc. At the end of the year					Cumulative Shareholding during the year	
		Beginning of the year 01.04.2014	%of total shares of the Company	Increase/ Decrease	Date	Reason	No. of shares at the end of the year 31.03.2015	%of total shares of the Company
1	Ms. Vandana Jain	7120206	3.39	95,600 200,000 200,000 200,000 175,000 300,000 190,000 175,000 140,000 127,000	27.03.2014 31.03.2014 03.04.2014 10.04.2014 17.04.2014 21.04.2014 28.04.2014 02.05.2014 05.05.2014 08.05.2014	Buy Buy Buy Buy Buy Buy Buy Buy Buy Buy	8923706	4.18
2	Dr. Shashi Chand Jain & Neera Jain	1,763,823	0.84	195,670 9,724 148,351 250,000 175,000 -926,049 -1,616,648	21.04.2014 22.04.2014 23.04.2014 25.04.2014 30.04.2014 21.01.2015 21.01.2015	Buy Buy Buy Buy Buy Sell Gift given	0	0.00
3	Shri P. K. Jain	4,740,975	2.26	275,150 462,820 225,200 175,300 175,358	25.04.2014 12.09.2014 18.02.2015 23.02.2015 10.03.2015	Buy preferential issue Buy Buy Buy	6,054,803	2.84
4	Neera Jain	1,923,960	0.92	-1,617,479	21.01.2015	Gift given	306,481	0.14
5	Shri Vivek Jain	2544404	1.21	648,000 3,234,127	12.09.2014 21.01.2015	Preferential issue Gift received	6,426,531	3.01
6	Ms. Usha P. jain	3,720,545	1.77	185,180 175,350 127,526	12.09.2014 16.02.2015 24.03.2015	Preferential issue Buy Buy	4,208,601	1.97
7	Shri. Mudit Jain	2,500,498	1.19	648,000	12.09.2014	Preferential issue	3148498	1.47
8	Sahu Brother Private Limited	50,148,156	23.90	1,111,704	12.09.2014	Preferential issue	51,259,860	24.01
9	Bakul Jain	1,248,292	0.60	648,000	12.09.2014	Preferential issue	1,896,292	0.89

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

Sl. No.	Name	Shareholding at the beginning of the year 01-04-2014		Cumulative Shareholding end of the year 31-03-2015	
		No. of share	% of total shares of the Company	No. of share	% of total shares of the Company
1	APMS INVESTMENT FUND LTD	9805000	4.67	9805000	4.67
2	LIFE INSURANCE CORPORATION OF INDIA	8366415	3.99	8366415	3.99
3	QUINCY OVERSEAS LIMITED	5753250	2.74	5753250	2.74
4	LOTUS GLOBAL INVESTMENTS LTD	5540377	2.64	4390377	2.06
5	THE BANK OF NEW YORK MELLON	2773750	1.32	2708750	1.29
6	CRESTA FUND LTD	3100000	1.48	1375000	0.66
7	SECURITIES HOLDINGS INDIA PRIVATE LIMITED	1300000	0.61	1300000	0.61
8	RAJENDRA KUMAR HIRAWAT	1361945	0.65	1149445	0.54
9	ANJANA BANGAD	830622	0.40	1000000	0.48
10	MADHUSUDAN KELA	367356	0.17	566623	0.27
11	PREM LATA HIRAWAT	432694	0.21	367694	0.17
12	MAYUR MANGALDAS KOTHARI	454006	0.22	0	0.00
13	JAGDISHWAR TOPPO	492550	0.23	0	0.00

* The shares of the Company are traded on a daily basis and hence the date wise increase/decrease in shareholding is not indicated

(V) Shareholding of Directors and Key Managerial Personnel :

Sl. No.	Name of the Director and Key Managerial Person	At the beginning of the year date wise Increase/ Decrease in Promoters share holding during the year specifying the reasons for increase/ decrease (e.g.allotment/ transfer / bonus / sweat equity etc. At the end of the year					Cumulative Shareholding during the year	
		No. of share at the beginning of the year 31.03.2014	% of total shares of the Company	Increase/ Decrease	Date	Reason	No. of share at the end of the year 31.03.2015	% of total shares of the Company
1	Mr. Pramod Kumar Jain (Chairman and Managing Director)	4740975	2.26	275,150 462,820 225,200 175,300 175,358	25.04.2014 12.09.2014 18.02.2015 23.02.2015 10.03.2015	Buy preferential issue Buy Buy Buy	6,054,803	2.84
2	Mr. Bakul Jain (Managing Director)	1248292	0.60	648,000	12.09.2014	Preferential issue	1,896,292	0.89
3	Mr. Mudit Jain (Managing Director)	2500498	1.19	648,000	12.09.2014	Preferential issue	3,148,498	1.47
4	Mr. Vivek Jain (Managing Director)	2544404	1.21	648,000 3,234,127	12.09.2014 21.01.2015	Preferential issue Gift received	6,426,531	3.01
5	Mr. Sodhsal Singh Dev of Dhrangadhra (Non-executive and Independent Director)	55,000	0.00	0	0	0	55,000	0.03
6	Mr. D. Ganapathy (Non-executive and Independent Director)	0	0	0	0	0	0	0
7	Ms. Sujata Ragnekar (Non-executive and Independent Director)	0	0	0	0	0	0	0
8	Mr. Salil Kapoor (Non-executive and Independent Director)	0	0	0	0	0	0	0
9	Mr. Vimal Jain (Chief Financial Officer)	0	0	0	0	0	0	0
10	Mr. Jigna Karnick (Dy. Company Secretary)	0	0	0	0	0	0	0

V	INDEBTNESS			
Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits (Rs in lacs)	Unsecured loans	Deposits	Total Indebtedness (Rs in lacs)
Indebtedness at the beginning of the financial year				
I) Principal Amount	65,680.57	-	-	65,680.57
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	192.59	-	-	192.59
Total (i + ii + iii)	65,873.16	-	-	65,873.16
Change in Indebtedness during the financial year				
• Addition	7,953.40	-	-	7,953.40
• Reduction	7,095.32	-	-	7,095.32
Net Change	858.08			858.08
Indebtedness at the beginning of the financial year				
I) Principal Amount	66,654.93	-	-	66,654.93
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	76.31	-	-	76.31
Total (i + ii + iii)	66,731.24	-	-	66,731.24

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		Shri. Pramod Kumar Jain	Shri. Bakul Jain	Shri. Vivek Jain	Shri. Mudit Jain	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	16146732	16146732	10996835	16146732	59437031
	(b) Value of perquisites u/s 17 (2) Income-tax Act, 1961	1517860	1517860	1517860	1517860	6071440
	(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 (A)	17664592	17664592	12514695	17664592	65508471
	Ceiling as per the Act	17664592	17664592	12514695	17664592	65508471

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		Shri. Sodhsal Singh Dev of Dhrangadhra	Shri. D Ganapathy	Smt. Sujata Ranganeekar	Shri. Salil Kapoor	
	z					
1	Independent Directors					
	Fee for attending board committee meetings	90,000/-	1,00,000/-	1,00,000/-	30,000/-	3,20,000/-
	Commission	_____	_____	_____	_____	_____
	Others, please specify	_____	_____	_____	_____	_____
	Total (1)	_____	_____	_____	_____	_____
2	Other Non-Executive Directors	_____	_____	_____	_____	_____
	Fee for attending board committee meetings	_____	_____	_____	_____	_____
	Commission	_____	_____	_____	_____	_____
	Others, please specify	_____	_____	_____	_____	_____
	Total (2)	_____	_____	_____	_____	_____
	Total (B) = (1 + 2)	_____	_____	_____	_____	_____
	Total Managerial	_____	_____	_____	_____	_____
	Remuneration	_____	_____	_____	_____	_____
	Overall Ceiling as per the Act	_____	_____	_____	_____	_____

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	_____	9,12,604/-	40,22,130/-	49,34,734/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	_____	_____	5,40,978/-	5,40,978/-
	(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	_____	9,12,604/-	45,63,108/-	54,75,712/-