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

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: L74999MH1964PLC014258 [Pre-fill]

Global Location Number (GLN) of the company:

* Permanent Account Number (PAN) of the company: AAACI1726L

(ii) (a) Name of the company: ION EXCHANGE (INDIA) LIMITE

(b) Registered office address

ION HOUSE,
DR. E.MOSES ROAD, MAHALAXMI
MUMBAI
Maharashtra
400011

(c) *e-mail ID of the company: milind.puranik@ionexchange.c

(d) *Telephone number with STD code: 02230472042

(e) Website:

(iii) Date of Incorporation: 06/03/1964

(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	BOMBAY	1

(b) CIN of the Registrar and Transfer Agent U67120MH1985PLC037369 Pre-fill

Name of the Registrar and Transfer Agent

TSR DARASHAW LIMITED

Registered office address of the Registrar and Transfer Agents

6-10 Haji Moosa Patrawala Industrial Estate,
20 Dr. E. Moses Road, Mahalaxmi

(vii) *Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

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

(a) If yes, date of AGM 30/08/2019

(b) Due date of AGM 30/09/2019

(c) Whether any extension for AGM granted ○ Yes ◉ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	E	Water supply, sewerage and waste management	E1	Water collection, treatment and supply	35
2	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	39

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

*No. of Companies for which information is to be given 21 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ION EXCHANGE ENVIRONMEN	U45204MH2005PLC157554	Subsidiary	100

2	AQUA INVESTMENTS (INDIA) L	U65990MH1994PLC080386	Subsidiary	99.42
3	WATERCARE INVESTMENTS (IN	U67120MH1994PLC080385	Subsidiary	99.43
4	ION EXCHANGE ENVIRO FARM	U01110MH1995PLC091478	Subsidiary	79.6
5	GLOBAL COMPOSITES AND ST	U26102MH2006PLC161108	Subsidiary	73.92
6	ION EXCHANGE PROJECTS AN	U74200MH2011PLC216024	Subsidiary	91.81
7	ION EXCHANGE PURIFIED DRIN	U41000MH2013PTC248560	Subsidiary	100
8	TOTAL WATER MANAGEMENT	U74999MH1991PLC062866	Subsidiary	70.19
9	ION EXCHANGE ASIA PACIFIC F		Subsidiary	100
10	IEI ENVIROMENTAL MANAGEM		Subsidiary	100
11	ION EXCHANGE ENVIROMENT		Subsidiary	100
12	ION EXCHANGE LLC		Subsidiary	100
13	ION EXCHANGE & COMPANY L		Subsidiary	51
14	ION EXCHANGE ASIA PACIFIC (		Subsidiary	100
15	ION EXCHANGE WTS (BANGLA		Subsidiary	100
16	ION EXCHANGE SAFIC PTY LTD		Subsidiary	60
17	PT ION EXCHANGE ASIA PACIF		Subsidiary	95
18	AQUANOMICS SYSTEMS LIMIT	U67120MH1994PLC080387	Associate	48.42
19	ION EXCHANGE FINANCIAL PR	U67190MH1994PTC080388	Associate	24.02
20	IEI WATER-TECH (M) SDN BHD		Associate	30
21	ION EXCHANGE PSS CO LTD		Associate	49

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	17,000,000	14,666,659	14,666,659	14,666,659
Total amount of equity shares (in Rupees)	170,000,000	146,666,590	146,666,590	146,666,590

Number of classes: 1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	17,000,000	14,666,659	14,666,659	14,666,659
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	170,000,000	146,666,590	146,666,590	146,666,590

(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
Equity shares				
At the beginning of the year	14,666,659	146,666,590	146,666,590	

Increase during the year	0	0	0	0
i. Pubic Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	14,666,659	146,666,590	146,666,590	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify NA	0	0	0	
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0

ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify NA	0	0	0	
At the end of the year	0	0	0	

(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	07/09/2018
Date of registration of transfer (Date Month Year)	
Type of transfer	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	
Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor	

Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock

Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			694,170,453
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			169,320,272
Deposit			547,000
Total			864,037,725

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
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	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
Total					

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

(i) Turnover 11,023,363,000

(ii) Net worth of the Company 3,743,494,000

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	3,297,917	22.49	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)	488,296	3.33	0	
10.	Others Trust	2,672,514	18.22	0	
	Total	6,458,727	44.04	0	0

Total number of shareholders (promoters) 3

(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	6,413,514	43.73	0	
	(ii) Non-resident Indian (NRI)	199,316	1.36	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	166,230	1.13	0	
4.	Banks	277	0	0	
5.	Financial institutions	934	0.01	0	
6.	Foreign institutional investors	25,000	0.17	0	
7.	Mutual funds	617,063	4.21	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	614,448	4.19	0	
10.	Others Trust and Alternate Investm	171,150	1.17	0	
	Total	8,207,932	55.97	0	0

Total number of shareholders (other than promoters) 14,668

Total number of shareholders (Promoters+Public/ Other than promoters) 14,671

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company 1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Passage To India Mas	DEUTSCHE BANK AG DB HOUSE, H			25,000	0.17

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	3	3
Members (other than promoters)	14,668	14,668
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
A. **Promoter**	3	1	3	1	11.08	4.85
B. Non-Promoter	0	6	0	6	0	1.83
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	6	0	6	0	1.83
C. Nominee Directors representing	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	3	7	3	7	11.08	6.68

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

(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)
RAJESH SHARMA	00515486	Managing Director	781,218	
MAHABIR PRASAD PA	00515553	Director	711,747	
DINESH SHARMA	00051986	Whole-time directo	588,521	
AANKUR PATNI	00090657	Whole-time directo	254,668	
T M M NAMBIAR	00046857	Director	56,200	
VIJAY NARHAR GUPC	00042936	Director	108,526	
ABHIRAM SETH	00176144	Director	78,750	
PARSARATHY SAMPA	01087396	Director	50,000	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
KISHORI JAYENDRA U	01344073	Director	350	
SHISHIR TAMOTIA	00428930	Director	0	
MILIND DATTATRAYA	AAHPP6856E	Company Secretar	13,701	
NANKUMAR MANOHAI	AAAPR9512N	CFO	40,000	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 0

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)

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 1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	07/09/2018	15,574	149	54.01

B. BOARD MEETINGS

*Number of meetings held 6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/05/2018	10	9	90
2	31/07/2018	10	10	100
3	07/09/2018	10	10	100
4	24/10/2018	10	10	100
5	24/01/2019	10	9	90
6	14/03/2019	10	10	100

C. COMMITTEE MEETINGS

Number of meetings held: 9

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 COMM	23/05/2018	3	3	100
2	AUDIT COMM	30/07/2018	3	3	100
3	AUDIT COMM	24/10/2018	3	3	100
4	AUDIT COMM	24/01/2019	3	3	100
5	NOMINATION	24/01/2019	3	3	100
6	NOMINATION	14/03/2019	3	3	100
7	INDEPENDEN	14/03/2019	6	6	100
8	CORPORATE	19/07/2018	4	3	75
9	CORPORATE	15/01/2019	4	3	75

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	30/08/2019 (Y/N/NA)
1	RAJESH SHA	6	6	100	2	2	100	Yes
2	MAHABIR PR	6	6	100	4	2	50	Yes
3	DINESH SHAI	6	6	100	0	0	0	Yes
4	AANKUR PAT	6	6	100	0	0	0	Yes
5	T M M NAMBI	6	6	100	5	5	100	Yes
6	VIJAY NARHA	6	6	100	9	9	100	Yes
7	ABHIRAM SE	6	6	100	7	7	100	Yes
8	PARSARATHY	6	5	83.33	1	1	100	Yes
9	KISHORI JAY	6	5	83.33	3	3	100	Yes
10	SHISHIR TAM	6	6	100	1	1	100	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: 3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAJESH SHARMA	MANAGING DIF	33,679,581	0	0	7,242,518	40,922,099
2	DINESH SHARMA	WHOLE-TIME D	14,742,872	0	0	2,997,686	17,740,558
3	AANKUR PATNI	WHOLE-TIME D	14,450,502	0	0	2,962,900	17,413,402
	Total		62,872,955	0	0	13,203,104	76,076,059

Number of CEO, CFO and Company secretary whose remuneration details to be entered: 2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MILIND DATTATRA	COMPANY SEC	2,481,920	0	0	332,026	2,813,946
2	NANKUMAR MANC	CFO	6,212,000	0	0	747,850	6,959,850
	Total		8,693,920	0	0	1,079,876	9,773,796

Number of other directors whose remuneration details to be entered: 7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VIJAY NAHAR GUF	DIRECTOR	585,000	1,000,000	0	0	1,585,000
2	T M M NAMBIAR	DIRECTOR	425,000	1,000,000	0	0	1,425,000
3	PARSARATHY SAI	DIRECTOR	275,000	1,000,000	0	0	1,275,000
4	ABHIRAM SETH	DIRECTOR	475,000	1,000,000	0	0	1,475,000
5	SHISHIR TAMOTIA	DIRECTOR	325,000	1,000,000	0	0	1,325,000
6	KISHORI JAYENDF	DIRECTOR	385,000	1,000,000	0	0	1,385,000
7	MAHABIR PRASAD	DIRECTOR	350,000	1,000,000	0	0	1,350,000
	Total		2,820,000	7,000,000	0	0	9,820,000

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: GMJ & ASSOCIATES

Whether associate or fellow: ○ Associate ◉ Fellow

Certificate of practice number: 1432

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. .. 0 dated 14/10/2019 (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 compiled 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: RAJESH CHANDRABHAN SHARMA — Digitally signed by RAJESH CHANDRABHAN SHARMA Date: 2019.10.18 12:41:49 +05'30'

DIN of the director: 00515486

To be digitally signed by: MILIND DATTATRAYA PURANIK — Digitally signed by MILIND DATTATRAYA PURANIK Date: 2019.10.18 12:42:43 +05'30'

(●) Company Secretary

( ) Company secretary in practice

Membership number: 4824

Certificate of practice number:

Attachments

1. List of share holders, debenture holders — Attach
2. Approval letter for extension of AGM; — Attach
3. Copy of MGT-8; — Attach
4. Optional Attachement(s), if any — Attach

List of attachments

ION_List of Shareholders.pdf
ION_Details of Share Transfer.pdf
MGT-8.pdf

Remove attachment

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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