



JD ORGOCHEM LTD.

(Formerly : Jaysynth Dyechem Ltd.)

CIN No. L24100MH1973PLC016908 ● PAN No. AAACJ0902B

Regd. Office : 301, Sumer Kendra, Pandurang Budhkar Marg, Worli, Mumbai - 400 018. INDIA.

Tel. : 91-22-4938 4200/4300, Fax : 91-22-3042 3434. email : investor.relations@jdorgochem.com website : www.jdorgochem.com

Date: 04th December, 2023

To
Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001

Scrip Code: 524592

Sub: Addendum to the Notice dated 20th November, 2023 (“Original Notice”) convening the meeting of the Equity shareholders of JD Orgochem Limited (“Company”) pursuant to the directions of the Hon’ble National Company Law Tribunal, Mumbai Bench (“NCLT”)

Ref: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to inform you that the Addendum is being issued in continuation to the Original Notice for the NCLT convened meeting of Equity Shareholders of the Company scheduled to be held on Thursday, 21st December, 2023 at 2.00 p.m. (IST) through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”).

The addendum to the notice for the NCLT convened meeting of Equity Shareholders of the Company is also being sent through electronic mode to those equity shareholders whose email addresses are registered with the Company/RTA/Depositories and by registered post or speed post to the equity shareholders of the Company whose email addresses are not registered. The addendum to the Notice for the NCLT convened meeting of Equity Shareholders of the Company is also available on Company’s Website at: www.jdorgochem.com and on the website of Central Depository Services (India) Limited at: www.evotingindia.com

Kindly take note of the same on your records.

Thanking you,
For: JD Orgochem Limited

Parag Sharadchandra Kothari
Chairman and Director
DIN: 00184852

Encl: As Above



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ADDENDUM TO THE NOTICE DATED 20TH NOVEMBER, 2023 (“ORIGINAL NOTICE”) CONVENING THE MEETING OF THE EQUITY SHAREHOLDERS OF JD ORGOCHEM LIMITED PURSUANT TO THE DIRECTIONS OF THE HON’BLE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH

The Addendum is being issued in continuation to the Original Notice for the Hon’ble National Company Law Tribunal, Mumbai Bench Convened Meeting of Equity Shareholders of JD Orgochem Limited (“Transferee Company”) scheduled to be held on Thursday, 21st December, 2023, at 2:00 PM (IST) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

Pursuant to the Observation Letter received from BSE Limited, vide letter dated 30th August, 2023, reference no. DCS/AMAL/TL/R37/2892/2023-24, the Transferee Company had been directed to additionally disclose the following as part of the Explanatory Statement or Notice or Proposal accompanying the resolution to be passed to be forwarded to the Equity Shareholders of the Transferee Company while seeking approval under sections 230 to 232 of the Companies Act, 2013:

a. **Cost benefit analysis of the scheme**

Refer **Annexure ‘A’** of the Addendum to the Notice.

b. **The value of Assets and Liabilities of Jaysynth Dyestuff (India) Limited and Jaysynth Impex Private Limited that are being transferred to JD Orgochem Limited and Post Merger Balance sheet of JD Orgochem Limited**

The value of assets and liabilities of Jaysynth Dyestuff (India) Limited and Jaysynth Impex Private Limited, which are being transferred to JD Orgochem Limited, has already been attached as *Annexure ‘4A and 4B’* to the Original Notice dated 20th November, 2023. The post-merger assets and liabilities of JD Orgochem Limited is attached herewith in **Annexure ‘B’** of the Addendum to the Notice.

c. **Capital Build up of Jaysynth Impex Private Limited**

Refer **Annexure ‘C’** of the Addendum to the Notice

Accordingly, after requisite statutory compliances, this addendum is being circulated to the Members of JD Orgochem Limited. It will constitute an integral part of the Original Notice dated 20th November, 2023, for the Hon’ble National Company Law Tribunal, Mumbai Bench Convened Meeting of Equity Shareholders of JD Orgochem Limited.

All other contents of the Original Notice for the Hon’ble National Company Law Tribunal, Mumbai Bench Convened Meeting of Equity Shareholders of JD Orgochem Limited shall remain the same.

Dated this 01st December, 2023 at Mumbai

Sd/-

Mr. Ujjwal Uke IAS (R)

Chairperson appointed by Hon’ble NCLT
for the Meeting of Equity Shareholders of
JD Orgochem Limited



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COST BENEFIT ANALYSIS OF THE SCHEME

All the costs, charges, taxes, including consultant's fees, lawyer's fees and all other expenses if any, arising out of or incurred in implementing the said scheme and matters incidental thereto shall be borne by the Transferor Companies and the Transferee Company, as may be mutually decided by the Boards of the Transferor Companies and Transferee Company. However, the costs incurred towards the implementation of the Scheme, foreshadows the long-run benefit that can be derived by achieving strategic and operational synergies envisaged under the Scheme i.e. the benefits involved in the scheme are expected to outweigh the cost incurred towards implementation of the scheme.

For JD ORGOCHEM LIMITED



Nikhil Sharadchandra Kothari

Director

DIN: 00184152

Place: Mumbai

Date: 30/11/2023



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POST ASSETS AND LIABILITIES OF JD ORGOCHEM LIMITED AS ON 31ST MARCH, 2022

Particulars	Merged JDOL	(Rs/Cr)
Share Capital		13.50
Preference Share Capital		63.00
General Reserves		47.18
Retained Earnings		63.30
Capital Redemption Reserve		0.70
Other Comprehensive Income		0.45
Capital Reserve (Merger)		-67.55
Networth		120.58
Non Current Liabilities		10.58
Other Current Liabilities		41.66
Total Liabilities -(A)		52.24
Total Equity & Liabilities		172.82
Non Current Assets		
PPE (Land & Building)		2.97
Other PPE Assets		12.44
Other Non Current Assets		10.30
Total Non Current Assets		25.71
Current Assets		
Inventories		53.72
Trade Receivables		55.60
Cash & Bank Balance		7.00
Other Current Assets		30.76
Total Current Assets		147.08
Total Assets		172.79

(Signature)





JAYSYNTH IMPEX PVT. LTD. (Formerly : Jaysynth Impex Ltd.)
 301, Sumer Kendra, Pandurang Budhkar Marg,
 Worli, Mumbai-400 018. India
 Tel. : +91-22-4938 4200 / 4938 4300
 Fax No. : +91-22-3042 3434
 E-mail : info@jaysynth.com
 Web : www.jaysynth.com
 CIN No. : U29200MH1969PTC014266
 GSTIN : 27AAACJ7732K1ZB

DETAILS OF CAPITAL EVOLUTION OF JAYSYNTH IMPEX PRIVATE LIMITED:

Date of Issue	No. of shares issued	Issue Price (Rs.)	Type of Issue (IPO/FPO/ Preferential Issue/ Scheme/ Bonus/ Rights, etc.)	Cumulative capital (No of shares)	Whether listed, if not listed, give reasons thereof
25.04.1969	30	100	Incorporation (Subscribers to MOA)	30	
18.09.1969	30	100		60	
29.06.1989	440	100		500	
01.08.1989	200	100	Issue of shares	700	
30.03.1991	19,300	100		20,000	
02.09.1999	15,000	100		35,000	
15.09.2004	70,000	100		1,05,000	
11.03.2006	1,05,00,000	1	Face value Reduced from Rs. 100/- to Re.1/-	1,05,00,000	
16.02.2012	2,91,230	1	Pursuant to the BIFR Order dated 25/01/2012 in respect of Jaysynth Anthraquonies Ltd. (JAL), which envisaged the Scheme of amalgamation of JAL with the Company. Pursuant to the Scheme thereof the Company has issued equity shares on preferential basis to the erstwhile shareholders of JAL in the ratio of 1 Equity shares of the face value of Re.1/- each in the Company for every 2 Equity Shares of the Face value of Rs.100/- each held in JAQL. 2,91,230 Equity shares of Re.1/- (Rupee one only) each issued and allotted to erstwhile shareholders of JAL.	1,07,91,230	
27.09.2019	25,00,000		Reduction of Share Capital	25,00,000	

For Jaysynth Impex Private Limited
 (Formerly known as Jaysynth Impex Limited)


 Nikhil Sharadchandra Kothari
 Managing Director
 DIN: 00184152



Place: Mumbai
 Date: 30th November, 2023