

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]



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

L27101PN1991PLC063223

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACK7297E

(ii) (a) Name of the company

KIRLOSKAR FERROUS INDUSTR

(b) Registered office address

13 LAXMANRAO KIRLOSKAR ROAD,
KHADAKI, PUNE - 411003, MAHARASHTRA, INDIA
PUNE
Maharashtra
411003

(c) *e-mail ID of the company

mayuresh.gharpure@kirloskar.

(d) *Telephone number with STD code

02066084664

(e) Website

www.kirloskarferrous.com

(iii) Date of Incorporation

10/09/1991

(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, Vikhroli (West)

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM 01/08/2022

(b) Due date of AGM 30/09/2022

(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	C7	Metal and metal products	100

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

*No. of Companies for which information is to be given 2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	KIRLOSKAR INDUSTRIES LIMITED	L70100PN1978PLC088972	Holding	50.93
2	ISMT LIMITED	L27109PN1999PLC016417	Subsidiary	51.25

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	210,000,000	138,717,044	138,717,044	138,717,044
Total amount of equity shares (in Rupees)	1,050,000,000	693,585,220	693,585,220	693,585,220

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	210,000,000	138,717,044	138,717,044	138,717,044
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	1,050,000,000	693,585,220	693,585,220	693,585,220

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	117,000,000	0	0	0
Total amount of preference shares (in rupees)	1,170,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	117,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	1,170,000,000	0	0	0

(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			
Equity shares						

At the beginning of the year	3,188,474	135,160,207	138348681	691,743,405	691,743,405	
Increase during the year	0	368,363	368363	1,841,815	1,841,815	16,615,335
i. Public Issues	0	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	368,363	368363	1,841,815	1,841,815	16,615,335
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				0	0	0
Conversion into electronic form						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	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	0	
Conversion into electronic form						
At the end of the year	3,188,474	135,528,570	138717044	693,585,220	693,585,220	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	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				0	0	
Others						
Decrease during the year	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				0	0	
Others						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE884B01025

(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	27/07/2021
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) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	2,500	1000000	2,500,000,000

Particulars	Number of units	Nominal value per unit	Total value
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			2,500,000,000

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	2,500,000,000	0	2,500,000,000
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

36,149,697,428

(ii) Net worth of the Company

13,301,169,331

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	9,139,327	6.59	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)	72,644,495	52.37	0	
10.	Others	0	0	0	
	Total	81,783,822	58.96	0	0

Total number of shareholders (promoters)

29

(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	30,921,608	22.29	0	
	(ii) Non-resident Indian (NRI)	1,794,922	1.29	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	500	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	28,500	0.02	0	
7.	Mutual funds	12,198,778	8.79	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	5,522,701	3.98	0	
10.	Others IEPF, Clearing Members, Dir	6,466,213	4.66	0	
	Total	56,933,222	41.03	0	0

Total number of shareholders (other than promoters)

95,272

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

95,301

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

2

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ILF Mauritius				23,500	0.02
Morgan Stanley Dean				5,000	0

**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	29	29
Members (other than promoters)	48,118	95,272
Debenture holders	0	9

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	0	2	0	2	0	1.74
B. Non-Promoter	1	7	1	8	0.51	0.06
(i) Non-Independent	1	2	1	2	0.51	0.02

(ii) Independent	0	5	0	6	0	0.04
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	1	9	1	10	0.51	1.8

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 13

(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)
Atul Kirloskar	00007387	Director	989,726	
Rahul Kirloskar	00007319	Director	1,425,279	
R. V. Gumaste	00082829	Managing Director	707,521	
A. N. Alawani	00036153	Director	35,000	
R. Sampathkumar	06894180	Director	0	13/08/2022
Nalini Venkatesh	06891397	Director	59,367	
Y. S. Bhawe	00057170	Director	0	
M. R. Chhabria	00166049	Director	0	
V. M. Varma	00011352	Director	0	
M. V. Kotwal	00001744	Director	0	
Venkataramani S.	00229998	Director	0	
R. S. Srivatsan	AJFPS9002G	CFO	107,000	
M. V. Gharpure	AIDPG7131R	Company Secretar	0	

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

2

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)
Venkataramani S.	00229998	Additional director	22/10/2021	Appointment
Venkataramani S.	00229998	Director	21/12/2021	Change in designation

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	27/07/2021	73,978	58	57.5
Extra Ordinary General Mee	21/12/2021	86,863	48	57.7

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/05/2021	10	10	100
2	26/07/2021	10	10	100
3	22/10/2021	11	10	90.91
4	25/11/2021	11	11	100
5	24/01/2022	11	11	100
6	09/02/2022	11	11	100
7	02/03/2022	11	10	90.91

C. COMMITTEE MEETINGS

Number of meetings held

15

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	04/05/2021	4	4	100
2	Nomination and Remuneration	04/05/2021	4	4	100
3	CSR Committee	05/05/2021	3	3	100
4	Stakeholders Forum	05/07/2021	3	3	100
5	Audit Committee	26/07/2021	4	4	100
6	Investments Committee	06/08/2021	4	4	100
7	Stakeholders Forum	06/10/2021	3	3	100
8	Risk Management	14/10/2021	4	4	100
9	Investments Committee	18/10/2021	4	4	100
10	Nomination and Remuneration	22/10/2021	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	01/08/2022
								(Y/N/NA)
1	Atul Kirloskar	7	7	100	6	6	100	Yes
2	Rahul Kirloskar	7	7	100	1	1	100	Yes
3	R. V. Gumaste	7	7	100	2	2	100	Yes
4	A. N. Alawani	7	7	100	12	12	100	Yes
5	R. Sampathkumar	7	7	100	3	3	100	Yes
6	Nalini Venkatesh	7	7	100	5	5	100	Yes
7	Y. S. Bhavare	7	7	100	2	2	100	Yes
8	M. R. Chhabria	7	7	100	2	2	100	No
9	V. M. Varma	7	7	100	12	12	100	Yes
10	M. V. Kotwal	7	5	71.43	10	8	80	Yes
11	Venkataraman	5	5	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	R. V. Gumaste	Managing Director	20,700,515	120,000,000	10,614,250	0	151,314,765
	Total		20,700,515	120,000,000	10,614,250	0	151,314,765

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	R. S. Srivatsan	Chief Financial Officer	13,567,901	0	4,210,470	0	17,778,371
2	M. V. Gharpure	Company Secretary	2,516,561	0	0	0	2,516,561
	Total		16,084,462	0	4,210,470	0	20,294,932

Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Atul Kirloskar	Chairman	0	2,000,000	0	650,000	2,650,000
2	Rahul Kirloskar	Vice Chairman	0	2,000,000	0	400,000	2,400,000
3	A. N. Alawani	Director	0	4,450,000	0	950,000	5,400,000
4	R. Sampathkumar	Independent Director	0	700,000	0	500,000	1,200,000
5	Nalini Venkatesh	Independent Director	0	1,450,000	0	600,000	2,050,000
6	Y. S. Bhawe	Independent Director	0	700,000	0	450,000	1,150,000
7	M. R. Chhabria	Director	0	7,700,000	0	450,000	8,150,000
8	V. M. Varma	Independent Director	0	1,450,000	0	950,000	2,400,000
9	M. V. Kotwal	Independent Director	0	2,600,000	0	650,000	3,250,000
10	Venkataramani S.	Independent Director	0	500,000	0	250,000	750,000
	Total		0	23,550,000	0	5,850,000	29,400,000

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

Mahesh J. Risbud

Whether associate or fellow

Associate Fellow

Certificate of practice number

185

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
RAVINDRANATH
VENKATESH
GUMASTE
Date: 2022.09.29
14:45:02 +05'30'

DIN of the director

To be digitally signed by

Digitally signed by
MAYURESH
VINAYAK
GHARPURE
Date: 2022.09.29
14:46:10 +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

Attach

Attach

Attach

Attach

List of attachments

List_Debentureholders_310322.pdf
Form_MGT-8_Certificate.pdf
Annexure_Form_MGT-7.pdf
List_Transfer_Shares.pdf
List_Members_310322.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

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

