

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 (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

L29120PN1974PLC110307

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACK2479C

(ii) (a) Name of the company

KIRLOSKAR PNEUMATIC COMP

(b) Registered office address

HADAPSAR INDUSTIALESTATE NA
PUNE
Maharashtra
411013
India

(c) * e-mail ID of the company

kpclsec@kirloskar.com

(d) *Telephone number with STD code

02026727000

(e) Website

www.kirloskarpneumatic.com

(iii) Date of Incorporation

08/11/1974

(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 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM 20/07/2023

(b) Due date of AGM 30/09/2023

(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	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	100

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

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

0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	187,500,000	64,634,690	64,634,690	64,634,690
Total amount of equity shares (in Rupees)	375,000,000	129,269,380	129,269,380	129,269,380

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	187,500,000	64,634,690	64,634,690	64,634,690
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	375,000,000	129,269,380	129,269,380	129,269,380

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	2,201,555	62,243,735	64445290	128,890,580	128,890,580	

Increase during the year	0	444,390	444390	888,780	888,780	25,163,200
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	189,400	189400	378,800	378,800	25,163,200
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	254,990	254990	509,980	509,980	0
Dematerialized during the year						
Decrease during the year	254,990	0	254990	509,980	509,980	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	254,990	0	254990	509,980	509,980	
Dematerialized during the year						
At the end of the year	1,946,565	62,688,125	64634690	129,269,380	129,269,380	
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	
NA						
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
NA						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE811A01020

(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	<input type="text"/>
Date of registration of transfer (Date Month Year)	<input type="text"/>
Type of transfer	<input type="text"/> 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<input type="text"/> Amount per Share/ Debenture/Unit (in Rs.) <input type="text"/>

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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			0

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

12,393,373,291.34

(ii) Net worth of the Company

6,651,742,162

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	18,785,775	29.06	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)	6,424,150	9.94	0	
10.	Others NA	0	0	0	
	Total	25,209,925	39	0	0

Total number of shareholders (promoters)

24

(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	16,124,916	24.95	0	
	(ii) Non-resident Indian (NRI)	561,135	0.87	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	1,938,585	3	0	
4.	Banks	5,715	0.01	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	16,241,345	25.13	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,546,084	3.94	0	
10.	Others (ALTERNATE INVESTMENT F	2,006,985	3.11	0	
	Total	39,424,765	61.01	0	0

Total number of shareholders (other than promoters)

30,005

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

30,029

**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	24
Members (other than promoters)	26,259	30,005
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	1	2	1	1	11.6	9.45
B. Non-Promoter	1	8	1	7	0.18	0.02
(i) Non-Independent	1	2	1	1	0.18	0.01
(ii) Independent	0	6	0	6	0	0.01
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	2	10	2	8	11.78	9.47

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)
RAHUL CHANDRAKAN	00007319	Whole-time director	7,496,150	
ATUL CHANDRAKANT	00007387	Director	6,107,523	
MAHESH RAMCHAND	00166049	Director	9,325	
GAJAVILLI KRISHNA R	00058985	Director	0	
SUNIL SHAH SINGH	00233918	Director	5,000	
AJAY KUMAR DUA	02318948	Director	0	
NALINI VENKATESH	06891397	Director	230	
TEJAS PADMANABH D	01942507	Director	0	
PRAVIR KUMAR VOHF	00082545	Director	0	
KRISHNASWAMY SRIN	00088424	Managing Director	117,800	
SUHAS SIDHESHWAR	ABRPK1999G	CFO	17,040	
JITENDRA RAJARAM S	AVPPS2224L	Company Secretar	3,200	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 5

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)
DATTATRAYA SWAR F	00007495	Director	20/07/2022	Cessation due to retirement and did r
KRISHNAMURTI VENK	00001647	Director	27/07/2022	Cessation on account of completion o
PRAVIR KUMAR VOHF	00082545	Additional director	19/10/2022	Appointment as an Additional and Inc
VIKRAM SHREEKANT	00007907	Director	29/11/2022	Cessation due to demise
PRAVIR KUMAR VOHF	00082545	Director	28/12/2022	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

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	20/07/2022	26,434	62	35.5

B. BOARD MEETINGS

Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/04/2022	12	11	91.67
2	19/07/2022	12	11	91.67
3	19/10/2022	11	10	90.91
4	25/01/2023	10	10	100
5	09/03/2023	10	10	100

C. COMMITTEE MEETINGS

Number of meetings held

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	27/04/2022	5	5	100
2	AUDIT COMM	19/07/2022	5	5	100
3	AUDIT COMM	19/10/2022	4	4	100
4	AUDIT COMM	25/01/2023	4	4	100
5	AUDIT COMM	09/03/2023	5	5	100
6	NOMINATION	27/04/2022	4	4	100
7	NOMINATION	19/07/2022	4	4	100

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
8	NOMINATION	19/10/2022	4	4	100
9	NOMINATION	25/01/2023	4	4	100
10	NOMINATION	09/03/2023	4	4	100

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	20/07/2023
								(Y/N/NA)
1	RAHUL CHAN	5	5	100	11	11	100	Yes
2	ATUL CHAND	5	4	80	2	2	100	Yes
3	MAHESH RAM	5	5	100	5	5	100	Yes
4	GAJAVILLI KF	5	5	100	19	18	94.74	Yes
5	SUNIL SHAH	5	5	100	16	16	100	Yes
6	AJAY KUMAR	5	5	100	12	12	100	Yes
7	NALINI VENK	5	5	100	1	1	100	Yes
8	TEJAS PADM	5	5	100	3	3	100	Yes
9	PRAVIR KUM	3	3	100	1	1	100	Yes
10	KRISHNASW	5	5	100	9	9	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	RAHUL CHANDRA	EXECUTIVE CH	34,450,864	27,500,000	0	10,600,000	72,550,864
2	KRISHNASWAMY	MANAGING DIR	22,500,121	22,500,000	0	3,434,400	48,434,521
	Total		56,950,985	50,000,000	0	14,034,400	120,985,385

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	SUHAS SIDHESHV	CFO	16,110,758	0	0	814,111	16,924,869
2	JITENDRA RAJAR/	COMPANY SEC	4,639,699	0	0	266,178	4,905,877
	Total		20,750,457	0	0	1,080,289	21,830,746

Number of other directors whose remuneration details to be entered

11

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ATUL CHANDRAK/	Director	0	500,000	0	425,000	925,000
2	MAHESH RAMCHA	Director	0	750,000	0	600,000	1,350,000
3	GAJAVILLI KRISHN	Director	0	1,500,000	0	1,125,000	2,625,000
4	SUNIL SHAH SING	Director	0	1,550,000	0	1,100,000	2,650,000
5	AJAY KUMAR DUA	Director	0	1,600,000	0	1,000,000	2,600,000
6	NALINI VENKATES	Director	0	500,000	0	425,000	925,000
7	TEJAS PADMANAE	Director	0	950,000	0	625,000	1,575,000
8	PRAVIR KUMAR V	Director	0	450,000	0	375,000	825,000
9	DATTATRAYA SW	NA	0	500,000	0	225,000	725,000
10	KRISHNAMURTI VI	NA	0	550,000	0	225,000	775,000
11	VIKRAM SHREEKA	NA	0	100,000	0	50,000	150,000
	Total		0	8,950,000	0	6,175,000	15,125,000

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

Whether associate or fellow Associate Fellow

Certificate of practice number

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:

- 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.
- 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

Srinivasan K
Digitally signed by Srinivasan K
Date: 2023.09.16
15:03:36 +05'30'

DIN of the director

00088424

To be digitally signed by

Jitendra Rajaram Shah
Digitally signed by Jitendra Rajaram Shah
Date: 2023.09.16
15:04:19 +05'30'

Company Secretary

Company secretary in practice

Membership number

17243

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 of Shareholders 31 March 2023.pdf
KPCL_MGT-8_signed.pdf
Signed Explanatory Letter.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