

# 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

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

L31100KA1946PLC000415

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCK2721Q

(ii) (a) Name of the company

KIRLOSKAR ELECTRIC COMPAN

(b) Registered office address

INDUSTRIAL SUBURB,RAJAJINAGR,  
BANGALORE  
KARNATAKA  
Karnataka  
560010

(c) \*e-mail ID of the company

investors@kirloskarelectric.con

(d) \*Telephone number with STD code

08023374865

(e) Website

(iii) Date of Incorporation

26/07/1946

(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
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U74900TN2015PTC101466

Pre-fill

Name of the Registrar and Transfer Agent

INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

2nd Floor Kences Towers ,1 Ramakrishna Street  
North Usman Road T Nagar

(vii) \*Financial year From date 01/04/2017 (DD/MM/YYYY) To date 31/03/2018 (DD/MM/YYYY)

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

(a) If yes, date of AGM 21/09/2018

(b) Due date of AGM 30/09/2018

(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,	90.95

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

\*No. of Companies for which information is to be given 7

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SKG TERRA PROMENADE PRIVA	U70100KA2014PTC077579	Subsidiary	100
2	SLPKG ESTATE HOLDINGS PRIV	U70109KA2014PTC077504	Subsidiary	100

3	LUXQUISITE PARKLAND PRIVATE LIMITED	U51100KA2014PTC077510	Subsidiary	100
4	KELBUZZ TRADING PRIVATE LIMITED	U51109KA2014PTC077631	Subsidiary	100
5	SWAKI HABITAT PRIVATE LIMITED	U70100KA2015PTC079374	Subsidiary	100
6	KESVIK DEVELOPERS PRIVATE LIMITED	U70100KA2015PTC079459	Subsidiary	100
7	KIRLOSKAR MALAYSIA SDN BHD		Associate	30

#### 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	85,000,000	66,414,071	66,414,071	66,414,071
Total amount of equity shares (in Rupees)	850,000,000	664,140,710	664,140,710	664,140,710

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	85,000,000	66,414,071	66,414,071	66,414,071
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	850,000,000	664,140,710	664,140,710	664,140,710

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	3,000,000	0	0	0
Total amount of preference shares (in rupees)	300,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares				
Number of preference shares	3,000,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	300,000,000	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
<b>Equity shares</b>				
<b>At the beginning of the year</b>	66,414,071	664,140,710	664,140,710	
<b>Increase during the year</b>	0	0	0	0
i. Public 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				
<b>Decrease during the year</b>	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				
<b>At the end of the year</b>	66,414,071	664,140,710	664,140,710	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	

<b>Increase during the year</b>	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				
<b>Decrease during the year</b>	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				
<b>At the end of the year</b>	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

21/09/2017

Date of registration of transfer (Date Month Year) <input style="width: 400px;" type="text"/>			
Type of transfer	<input style="width: 100%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 180px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 480px;" type="text"/>	
Transferor's Name	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 480px;" type="text"/>	
Transferee's Name	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input style="width: 400px;" type="text"/>			
Type of transfer	<input style="width: 100%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 180px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 480px;" type="text"/>	
Transferor's Name	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 480px;" type="text"/>	
Transferee's Name	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>
	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			2,050,283,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			366,807,000
<b>Total</b>			<b>2,417,090,000</b>

**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
<b>Total</b>					

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

3,791,256,000

**(ii) Net worth of the Company**

-1,107,655,107.93

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	12,025,132	18.11	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)	20,801,895	31.32	0	
10.	Others	0	0	0	
	<b>Total</b>	32,827,027	49.43	0	0

**Total number of shareholders (promoters)**

10

**(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	24,007,805	36.15	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	1,699	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	3,240,824	4.88	0	
4.	Banks	409,380	0.62	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	520,644	0.78	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,385,436	6.6	0	
10.	Others Others includes NBFC regis	1,021,256	1.54	0	
	<b>Total</b>	33,587,044	50.57	0	0

**Total number of shareholders (other than promoters)**

54,640

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

54,650

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
PEREGRINE CAPITAL L	CITIBANK N.A, (CUSTODY SERVICE)		IN	50	0
MONTROSE ADVISORS	CITIBANK N. A (CUSTODY SERVICE)		IN	400	0
HONGKONG VICTORY	ICICI BANK LTD, SMS DEPT, 1ST FL		IN	470,194	0.7
CAPSTON CAPITAL PA	4TH FLOOR 19 BANK, EBENE MAUF			50,000	0.08

**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	10	10
Members (other than promoters)	45,813	54,640
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
<b>A. Promoter</b>	1	1	1	1	17.83	0.28
<b>B. Non-Promoter</b>	2	7	1	7	0	0
(i) Non-Independent	2	0	1	1	0	0
(ii) Independent	0	7	0	6	0	0
<b>C. Nominee Directors representing</b>	0	1	0	1	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	1	0	1	0	0
Total	3	9	2	9	17.83	0.28

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)
VIJAY RAVINDRA KIRL	00031253	Whole-time director	11,840,618	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
MEENA KIRLOSKAR	00286774	Director	184,514	
ANIL KUMAR BHANDA	00031194	Director	500	
ASHOK MISRA	00006051	Director	0	
KAMLESH SURESH GA	00004969	Director	500	
KRISHNAMURTHY GA	05160176	Nominee director	500	
MAHENDRA V P	00033270	Director	2,533	
SAROSH J GHANDY	00031237	Director	615	
SATYANARAYANA AG	00111187	Director	500	
ANAND BALARAMACH	06650798	Managing Director	1,208	
SHYAMANTA BARDOL	01720375	Director	0	
SANJEEV KUMAR SHI'	BJSPS3621M	CFO	0	
K S SWAPNA LATHA	ALEPK0183F	Company Secretar	0	

**(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)
VINAYAK NARAYAN B,	06936639	Managing Director	11/08/2017	CESSATION
SOUMENDRA KUMAR	AARPM8994Q	CFO	12/08/2017	CESSATION
SANJEEV KUMAR SHI'	BJSPS3621M	CFO	10/08/2017	APPOINTMENT
CHINMOY PATNAIK	AGPPP9195G	Company Secretar	31/10/2017	CESSATION
K S SWAPNA LATHA	ALEPK0183F	Company Secretar	12/02/2018	APPOINTMENT

**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 MEETING	21/09/2017	52,111	74	47.45

## 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	26/05/2017	12	10	83.33
2	10/08/2017	11	7	63.64
3	08/09/2017	11	9	81.82
4	21/09/2017	11	9	81.82
5	13/12/2017	11	9	81.82
6	12/02/2018	11	11	100

## C. COMMITTEE MEETINGS

Number of meetings held

8

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	26/05/2017	5	4	80
2	AUDIT COMM	10/08/2017	5	3	60
3	AUDIT COMM	08/09/2017	5	5	100
4	AUDIT COMM	13/12/2017	5	4	80
5	AUDIT COMM	12/02/2018	5	5	100
6	NOMINATION	26/05/2017	4	3	75
7	NOMINATION	10/08/2017	4	3	75
8	NOMINATION	12/02/2018	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	21/09/2018
								(Y/N/NA)
1	VIJAY RAVINI	6	6	100	0	0	0	Yes
2	MEENA KIRLO	6	5	83.33	3	3	100	No
3	ANIL KUMAR	6	6	100	8	8	100	No
4	ASHOK MISR	6	3	50	0	0	0	No
5	KAMLESH SU	6	6	100	5	5	100	Yes
6	KRISHNAMUF	6	2	33.33	0	0	0	Yes
7	MAHENDRA V	6	5	83.33	5	4	80	Yes
8	SAROSH J GH	6	4	66.67	8	4	50	Yes
9	SATYANARA	6	5	83.33	8	7	87.5	No
10	ANAND BALA	6	6	100	0	0	0	Yes
11	SHYAMANTA	6	6	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VIJAY RAVINDRA K	EXECUTIVE CH	16,800,000	0	0	0	16,800,000
2	VINAYAK NARAYA	MANAGING DIF	5,701,216	0	0	0	5,701,216
3	ANAND BALARAM	MANAGING DIF	5,931,688	0	0	0	5,931,688
	Total		28,432,904	0	0	0	28,432,904

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	CHINMOY PATNAI	COMPANY SEC	1,912,187	0	0	0	1,912,187
2	SOUMENDRA KUM	CFO	1,196,337	0	0	0	1,196,337

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	SANJEEV KUMAR	CFO	1,449,509	0	0	0	1,449,509
4	K S SWAPNA LATHI	COMPANY SEC	366,955	0	0	0	366,955
	Total		4,924,988	0	0	0	4,924,988

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SAROSH J GHANDHARI	INDEPENDENT	0	0	0	120,000	120,000
2	ANIL KUMAR BHANU	INDEPENDENT	0	0	0	210,000	210,000
3	MAHENDRA V P	INDEPENDENT	0	0	0	135,000	135,000
4	KAMLESH GANDHARI	INDEPENDENT	0	0	0	165,000	165,000
5	SATYANARAYAN A	INDEPENDENT	0	0	0	180,000	180,000
6	ASHOK MISRA	INDEPENDENT	0	0	0	45,000	45,000
7	MEENA KIRLOSKAR	NON INDEPENDENT	0	0	0	120,000	120,000
8	SHYAMANTA BARI	NON INDEPENDENT	0	0	0	90,000	90,000
	Total		0	0	0	1,065,000	1,065,000

#### 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

(In case of 'No', submit the details separately through the method specified in instruction kit)

**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

SWAROOP SURYANARAYANA

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

9997

**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. ... 118 dated 12/02/2018

(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

ANAND  
BALARAMACHA  
RYA HUNNUR

DIN of the director

06650798

**To be digitally signed by**

K S  
SWAPNA  
LATHA

- ☒ 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 Attachement(s), if any

Attach

Attach

Attach

Attach

#### List of attachments

Details of Share transfers.pdf  
MGT-8.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**