

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

L29249GJ1986PLC009126

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACE2669L

(ii) (a) Name of the company

ELECTROTHERM (INDIA) LIMITED

(b) Registered office address

A-1, SKYLARK APARTMENT, SATELLITE ROAD, SATELLITE
AHMEDABAD
Gujarat
380015
India

(c) *e-mail ID of the company

sec@electrotherm.com

(d) *Telephone number with STD code

07926768844

(e) Website

www.electrotherm.com

(iii) Date of Incorporation

29/10/1986

(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

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 09/08/2023

(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 3

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	66.18
2	C	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	32.54
3	C	Manufacturing	C11	Motor vehicles, trailers, semi trailers and other Transport Vehicles	1.28

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
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1	JINHUA INDUS ENTERPRISES LI +		Subsidiary	100
2	JINHUA JAHARI ENTERPRISES L +		Subsidiary	100
3	BHASKARPARA COAL COMPAN +	U10100CT2008PLC020943	Joint Venture	52.63
4	ET ELEC-TRANS LIMITED	U34102GJ2008PLC055557	Subsidiary	80.49
5	HANS ISPAT LIMITED	U51109GJ1991PLC057955	Subsidiary	100
6	SHREE RAM ELECTRO CAST LIM +	U27109GJ2004PLC066347	Subsidiary	100
7	ELECTROTHERM SERVICES LIM +	U74110GJ1995PLC064736	Subsidiary	100

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	25,000,000	12,742,814	12,742,814	12,742,814
Total amount of equity shares (in Rupees)	250,000,000	127,428,140	127,428,140	127,428,140

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Fully Paid Equity Shares				
Number of equity shares	25,000,000	12,742,814	12,742,814	12,742,814
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	250,000,000	127,428,140	127,428,140	127,428,140

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	53,590,000	12,000,000	12,000,000	12,000,000
Total amount of preference shares (in rupees)	535,900,000	120,000,000	120,000,000	120,000,000

Number of classes

2

Class of shares 6% Non-Cumulative Redeemable Preference Share ⁺	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	25,000,000	12,000,000	12,000,000	12,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	250,000,000	120,000,000	120,000,000	120,000,000
Class of shares Partially Convertible Partially Redeemable Preference Share ⁺	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	28,590,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	285,900,000	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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	1,109,932	11,632,882	12742814	127,428,140 ⁺	127,428,140 ⁺	
Increase during the year	0	0	0	0	0	0
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	
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
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	
x. Others, specify						

Decrease during the year	0	0	0	0	0	0
i. Buy-back 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						
At the end of the year	1,109,932	11,632,882	12742814	127,428,140	127,428,140	

Preference shares

At the beginning of the year	12,000,000	0	12000000	120,000,000	120,000,000	
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						
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						
At the end of the year	12,000,000	0	12000000	120,000,000	120,000,000	

ISIN of the equity shares of the company

(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 style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)				<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100px;" type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 100px;" type="text"/>	
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>			
Transferor's Name	<input style="width: 100px;" type="text"/>	<input style="width: 100px;" type="text"/>	<input style="width: 100px;" type="text"/>		
	Surname	middle name	first name		
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>			
Transferee's Name	<input style="width: 100px;" type="text"/>	<input style="width: 100px;" type="text"/>	<input style="width: 100px;" type="text"/>		
	Surname	middle name	first name		
Date of registration of transfer (Date Month Year)				<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	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
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**

30,740,475,507

(ii) Net worth of the Company

-11,977,930,037

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	2,468,325	19.37	1,200,000	10
	(ii) Non-resident Indian (NRI)	512,500	4.02	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	975,000	7.65	1,050,000	8.75
10.	Others	0	0		0
	Total	3,955,825	31.04	2,250,000	18.75

Total number of shareholders (promoters)

15

(b) *SHARE HOLDING PATTERN - Public/Other than 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	4,256,052	33.4	0	0
	(ii) Non-resident Indian (NRI)	88,163	0.69	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	100	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	9,800	0.08	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	3,741,401	29.36	0	0
10.	Others Foreign Portfolio Investors, +	691,473	5.43	9,750,000	81.25
	Total	8,786,989	68.96	9,750,000	81.25

Total number of shareholders (other than promoters)

10,404

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

10,419

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	16	15
Members (other than promoters)	10,001	10,404
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	2	1	2	1	7.3	6.35
B. Non-Promoter	0	3	0	3	0	0.02
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	0	3	0	0.02
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	4	2	4	7.3	6.37

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

7

(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)
SHAILESH BHANWARI	00058866	Managing Director	848,275	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SURAJ SHAILESH BHANWARLAL	07296523	Whole-time director	81,100	
MUKESH BHANWARLAL	00014511	Director	809,500	
DINESH SHANKAR MURTHY	07909551	Director	3,000	
PRATAP MOHAN	03536047	Director	100	
NIVEDITA RAVINDRA SINGH	00938666	Director	0	
JIGAR HARSHADKUMAR	ANEPS2005E	Company Secretary	0	

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

1

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)
JIGAR HARSHADKUMAR	ANEPS2005E	Company Secretary	02/08/2022	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	31/08/2022	10,681	38	22.48

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	30/05/2022	6	4	66.67
2	02/08/2022	6	5	83.33
3	12/08/2022	6	4	66.67
4	14/11/2022	6	5	83.33

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
5	30/01/2023	6	5	83.33
6	14/02/2023	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held

17

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	30/05/2022	3	2	66.67
2	AUDIT COMM	02/08/2022	3	2	66.67
3	AUDIT COMM	12/08/2022	3	2	66.67
4	AUDIT COMM	14/11/2022	3	3	100
5	AUDIT COMM	14/02/2023	3	3	100
6	NOMINATION	02/08/2022	3	3	100
7	NOMINATION	12/08/2022	3	2	66.67
8	NOMINATION	30/01/2023	3	3	100
9	NOMINATION	30/03/2023	3	3	100
10	STAKEHOLDER	30/05/2022	3	2	66.67

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	09/08/2023
								(Y/N/NA)
1	SHAILESH BH	6	6	100	8	8	100	Yes
2	SURAJ SHAIL	6	6	100	1	1	100	Yes
3	MUKESH BHA	6	0	0	0	0	0	Yes
4	DINESH SHAI	6	6	100	13	13	100	Yes

5	PRATAP MOHAN	6	6	100	16	16	100	Yes
6	NIVEDITA RAO	6	4	66.67	13	7	53.85	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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Jigar Shah	Company Secretary	817,029	0	0	0	817,029
	Total		817,029	0	0	0	817,029

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	DINESH SHANKAR	Independent Director	0	0	0	375,000	375,000
2	PRATAP MOHAN	Independent Director	0	0	0	375,000	375,000
3	NIVEDITA RAO	Independent Director	0	0	0	300,000	300,000
	Total		0	0	0	1,050,000	1,050,000

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

As per attached Form MGT-8 certified by Company Secretary in Whole time practice.

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 BHARAT PRAJAPATI

Whether associate or fellow ☐ Associate ☒ Fellow

Certificate of practice number 10788

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. ... 25 dated 11/02/2020

(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

DIN of the director

00058866

To be digitally signed by

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

4958

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

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

**MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD
OF DIRECTORS**

C. COMMITTEE MEETINGS:

Sr. 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
11.	Stakeholders Relationship Committee	02/08/2022	3	2	66.67
12.	Stakeholders Relationship Committee	14/11/2022	3	3	100
13.	Stakeholders Relationship Committee	14/02/2023	3	3	100
14.	Corporate Social Responsibility (CSR) Committee	02/08/2022	3	3	100
15.	Corporate Social Responsibility (CSR) Committee	12/08/2022	3	3	100
16.	Corporate Social Responsibility (CSR) Committee	14/11/2022	3	3	100
17.	Management Committee	14/02/2023	3	3	100