

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

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

L35912MH1970PLC014819

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCK1299B

(ii) (a) Name of the company

KINETIC ENGINEERING LTD

(b) Registered office address

D1 Block,Plot No.18/2
,Chinchwad,Pune
PUNE
Maharashtra
411019
India

(c) *e-mail ID of the company

ajinkya@kineticindia.com

(d) *Telephone number with STD code

02066142078

(e) Website

www.kineticindia.com

(iii) Date of Incorporation

10/8/70

(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	BOMBAY STOCK EXCHANGE LTD.	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 01/04/2017 (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 29/09/2018

(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	C11	Motor vehicles, trailers, semi trailers and other Transport Vehicles	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	53013932	17708621	17708621	17708621
Total amount of equity shares (in Rupees)	530139320	177086210	177086210	177086210

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	53013932	17708621	17708621	17708621
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	530139320	177086210	177086210	177086210

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	41699220	2429304	2429304	2429304
Total amount of preference shares (in rupees)	1423697610	196352260	196352260	196352260

Number of classes

6

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	15000000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	150000000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	3750980	422500	422500	422500
Nominal value per share (in rupees)	156	156	156	156
Total amount of preference shares (in rupees)	585152880	65910000	65910000	65910000

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	6239150	2006804	2006804	2006804
Nominal value per share (in rupees)	65	65	65	65
Total amount of preference shares (in rupees)	405544750	130442260	130442260	130442260
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	500000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	50000000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	5909090	0	0	0
Nominal value per share (in rupees)	22	22	22	22
Total amount of preference shares (in rupees)	129999980	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	10300000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	103000000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	524560

(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				
At the beginning of the year	16730708	167307080	167307080	
Increase during the year	977913	9779130	9779130	0
i. Public Issues	0	0	0	
ii. Rights issue	0	0	0	0

iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	977913	9779130	9779130	
v. ESOPs	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 				
Decrease during the year	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 				
At the end of the year	17708621	177086210	177086210	
Preference shares				
At the beginning of the year	3421943	218190318	218190318	
Increase during the year	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 				
Decrease during the year	992639	21838058	21838058	0
i. Redemption of shares	0	0	0	
ii. Shares forfeited	0	0	0	
iii. Reduction of share capital	0	0	0	0
iv. Others, specify Redemption of OCCPS shares	992639	21838058	21838058	

At the end of the year	2429304	196352260	196352260	
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(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			
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)	
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Type of transfer	▼	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
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Ledger Folio of Transferor	
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Transferor's Name			
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	Surname	middle name	first name
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Ledger Folio of Transferee	
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Transferee's Name			
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	Surname	middle name	first name
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(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			101121106
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			606285037
Deposit			0
Total			707406143

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**

1009377560

(ii) Net worth of the Company

320656000

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	4746123	26.8	0	0
	(ii) Non-resident Indian (NRI)	0	0	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)	3953683	22.33	2429304	100
10.	Others	0	0	0	0
	Total	8699806	49.13	2429304	100

Total number of shareholders (promoters)

5

(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	5572028	31.47	0	0
	(ii) Non-resident Indian (NRI)	87806	0.5	0	0
	(iii) Foreign national (other than NRI)	530516	3	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	72179	0.41	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	256	0	0	0
7.	Mutual funds	694	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	2666773	15.06	0	0
10.	Others Trusts, clearing agents etc	78563	0.44	0	0
	Total	9008815	50.88	0	0

Total number of shareholders (other than promoters)

22256

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

22261

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

3

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
MORGAN STANLY DE	C/O STANDARD CHARTERED BANK			64	0
MERRILL LYNCH INDIA	CITIBANK N.A. (CUSTODY SERVICE)			180	0
DOCTORS CAPITALMA	SUB ACCOUNT DCM INVENTURE IN			12	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	6	5
Members (other than promoters)	21090	22261
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	3	1	3	1	7.18	19.48
B. Non-Promoter	0	5	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	5	0	4	0	0
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	3	6	3	5	7.18	19.48

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

9

(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)
ARUN HASTIMAL FIRCI	00057324	Whole-time director	141230	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
JAYASHREE ARUN FIF	00328499	Director	3475222	
SULAJJA FIRODIA MO	00052851	Whole-time director	616	
AJINKYA ARUN FIROD	00332204	Managing Director	1129055	
SHRISH RATANLAL KC	00170659	Director	0	
RAMESH JANKIRAM K	00306688	Director	525	
JINENDRA HIRACHAN	00049838	Director	28712	
SUDHIR SANGHI	00033352	Director	32	
DEEPAL SHAH	COIPS7234C	Company Secretar	0	

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

4

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)
KANTILAL HASTIMAL S	00872400	Director	26/05/2017	CESSATION
SOURAV CHOWDHUR	AROPC1752C	Company Secretar	13/09/2017	CESSATION
DEEPAL SHAH	COIPS7234C	Company Secretar	14/09/2017	APPOINTMENT
JAYASHREE ARUN FIF	00328499	Director	27/10/2017	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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EOGM THROUGH POSTAL	16/05/2017	21082	8	44.81
ANNUAL GENERAL MEETI	29/09/2017	21016	38	42.77

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	08/04/2017	8	6	75
2	29/05/2017	7	5	71.43
3	31/08/2017	7	6	85.71
4	29/09/2017	7	5	71.43
5	27/10/2017	8	5	62.5
6	21/11/2017	8	6	75
7	11/12/2017	8	8	100
8	05/02/2018	8	5	62.5
9	12/02/2018	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

11

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	NOMINATION	08/04/2017	3	3	100
2	STAKEHOLDER	29/05/2017	3	3	100
3	AUDIT COMMITTEE	29/05/2017	3	3	100
4	AUDIT COMMITTEE	31/08/2017	3	2	66.67
5	NOMINATION	31/08/2017	3	2	66.67
6	STAKEHOLDER	29/09/2017	3	2	66.67
7	AUDIT COMMITTEE	29/09/2017	3	2	66.67
8	STAKEHOLDER	11/12/2017	3	3	100
9	AUDIT COMMITTEE	11/12/2017	3	3	100
10	STAKEHOLDER	12/02/2018	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	9/29/18
								(Y/N/NA)
1	ARUN HASTII	9	9	100	0	0	0	Yes
2	JAYASHREE .	4	3	75	0	0	0	Not Applicable
3	SULAJJA FIR	9	9	100	0	0	0	Yes
4	AJINKYA ARU	9	9	100	0	0	0	Yes
5	SHRISH RATA	9	8	88.89	11	11	100	Yes
6	RAMESH JAN	9	9	100	11	6	54.55	No
7	JINENDRA HI	9	4	44.44	11	8	72.73	No
8	SUDHIR SAN	9	3	33.33	0	0	0	No

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	AJINKYA ARUN FIF	MANAGING DIF	4730930	630000	0	0	0
	Total		4730930	630000	0	0	5360930

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	DEEPAL SHAH	COMPANY SEC	367930	0	0	0	0
	Total		367930	0	0	0	367930

Number of other directors whose remuneration details to be entered

0

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

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

SNEHAL AMOL PHIRANGE

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

8064

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

Ajinkya Arun
Firodia

DIN of the director

00332204

To be digitally signed by

DEEPA
L SHAH

☒ Company Secretary

☐ Company secretary in practice

Membership number

24686

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_2017-18.pdf
Form MGT-8-final-KEL 2017-18.pdf
Committee Meeting Details 12022018.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

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OF
CORPORATE
AFFAIRS

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CORPORATE AFFAIRS
DN: cn=DS MINISTRY OF CORPORATE AFFAIRS, o=MINISTRY OF CORPORATE AFFAIRS, ou=MINISTRY OF CORPORATE AFFAIRS, email=ds@nic.gov.in, c=IN
Date: 2018.08.10 12:58:18 +05'30'