

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	BSE 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 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

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

(a) If yes, date of AGM 28/08/2019

(b) Due date of AGM 30/09/2019

(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
Equity				
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

10

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Redeemable Non convertible Non Cumulative Prefe				
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
Optionally Convertible Cumulative Preference share				
Number of preference shares	1827900	422500	422500	422500
Nominal value per share (in rupees)	156	156	156	156
Total amount of preference shares (in rupees)	285152400	65910000	65910000	65910000

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Compulsorily Convertible Cumulative Preference shares				
Number of preference shares	1923080	0	0	0
Nominal value per share (in rupees)	156	156	156	156
Total amount of preference shares (in rupees)	300000480	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Convertible Cumulative Preference shares				
Number of preference shares	530000	0	0	0
Nominal value per share (in rupees)	65	65	65	65
Total amount of preference shares (in rupees)	34450000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Optionally Convertible Cumulative Preference shares				
Number of preference shares	3085500	830154	830154	830154
Nominal value per share (in rupees)	65	65	65	65
Total amount of preference shares (in rupees)	200557500	53960010	53960010	53960010
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
8.5% New Optionally Convertible Cumulative Preference shares				
Number of preference shares	1853650	1176650	1176650	1176650
Nominal value per share (in rupees)	65	65	65	65
Total amount of preference shares (in rupees)	120487250	76482250	76482250	76482250
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Redeemable Cumulative Preference shares				
Number of preference shares	770000	0	0	0
Nominal value per share (in rupees)	65	65	65	65
Total amount of preference shares (in rupees)	50050000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Redeemable Cumulative Preference shares				
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
8.5% Optionally Convertible Cumulative Preference				
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
New Redeemable Preference shares				
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	5245600

(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	17708621	177086210	177086210	
Increase during the year	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				

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	2429304	196352260	196352260	
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	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				
At the end of the year	2429304	196352260	196352260	

(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		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		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) *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			193866062
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			571408953
Deposit			0
Total			765275015

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

1157735000

(ii) Net worth of the Company

232445000

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	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	5749075	32.46	0	0
	(ii) Non-resident Indian (NRI)	92639	0.52	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	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)	2553943	14.42	0	0
10.	Others Trusts, Clearing members, N	540029	3.05	0	0
	Total	9008815	50.86	0	0

Total number of shareholders (other than promoters)

21151

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

21156

(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 STANLEY DE	C/O STANDARD CHARTERED BANK			64	0
MERRILL LYNCH INDIA	CITIBANK N.A. (CUSTODY SERVICE)			180	0
DOCTORS CAPITAL M	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	5	5
Members (other than promoters)	21901	21151
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	2	2	6.38	20.42
B. Non-Promoter	0	4	0	4	0	0.22
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	4	0	4	0	0.22
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	5	2	6	6.38	20.64

(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 FIRCHAND	00057324	Director	141230	
JAYASHREE ARUN FIRCHAND	00328499	Director	3475222	
SULAJJA FIRODIA MODI	00052851	Whole-time director	616	
AJINKYA ARUN FIRODIA	00332204	Managing Director	1129055	
SHIRISH RATANLAL KIRLOSKAR	00170659	Director	0	
RAMESH JANKIRAM KIRLOSKAR	00306688	Director	525	
MADIPALLI VENKATARAMAN	00041420	Director	37	01/04/2019
ROHIT PRAKASH BAFI	00590469	Director	10302	
DEEPAL SHAH	COIPS7234C	Company Secretary	1	03/06/2019
AJINKYA ARUN FIRODIA	AAGPF0983K	CFO	1129055	

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

6

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)
MADIPALLI VENKATARAMAN	00041420	Additional director	13/02/2019	APPOINTMENT
ROHIT PRAKASH BAFI	00590469	Additional director	13/02/2019	APPOINTMENT
JINENDRA HIRACHAND	00049838	Director	31/03/2019	CESSATION
SUDHIR SANGHI	00033352	Director	31/03/2019	CESSATION
ROHIT PRAKASH BAFI	00590469	Director	28/03/2019	Regularization of Director
MADIPALLI VENKATARAMAN	00041420	Director	28/03/2019	Regularization of Director

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 MEETI	29/09/2018	21886	36	37.79

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/05/2018	8	6	75
2	10/08/2018	8	7	87.5
3	14/11/2018	8	7	87.5
4	18/01/2019	8	5	62.5
5	13/02/2019	8	6	75

C. COMMITTEE MEETINGS

Number of meetings held

10

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	29/05/2018	3	2	66.67
2	STAKEHOLDE	29/05/2018	3	2	66.67
3	AUDIT COMM	10/08/2018	3	2	66.67
4	STAKEHOLDE	10/08/2018	3	2	66.67
5	NOMINATION	10/08/2018	3	2	66.67
6	AUDIT COMM	14/11/2018	3	3	100
7	STAKEHOLDE	14/11/2018	3	3	100
8	AUDIT COMM	13/02/2019	3	2	66.67
9	STAKEHOLDE	13/02/2019	3	2	66.67
10	NOMINATION	13/02/2019	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	8/28/19
								(Y/N/NA)
1	ARUN HASTII	5	5	100	0	0	0	Yes
2	JAYASHREE .	5	5	100	0	0	0	Yes
3	SULAJJA FIRI	5	5	100	0	0	0	No
4	AJINKYA ARUN	5	5	100	0	0	0	Yes
5	SHIRISH RAT	5	4	80	10	8	80	Yes
6	RAMESH JAN	5	3	60	10	7	70	No
7	MADIPALLI V	0	0	0	0	0	0	No
8	ROHIT PRAK	0	0	0	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	AJINKYA ARUN FIF	MANAGING DIF	5838932	0	0	0	0
	Total		5838932	0	0	0	5838932

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	CHAITNYA KORAN	CEO	5152684	0	0	0	0
2	AJINKYA ARUN FIF	CFO	0	0	0	0	0
3	DEEPAL SHAH	COMPANY SEC	620321	0	0	0	0
	Total		5773005	0	0	0	5773005

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	JINENDRA HIRACH	Director	0	0	0	12000	0
2	SHIRISH RATANLA	Director	0	0	0	14000	0
3	RAMESH JANKIRA	Director	0	0	0	12000	0
4	JAYASHREE ARUN	DIRECTOR	0	0	0	8000	0
	Total		0	0	0	46000	46000

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

DINESH BIRLA

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

13029

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

Arun
Hastimal
Firodia

DIN of the director

00057324

To be digitally signed by

Dinesh
Shivnarayan
Birla

☐ Company Secretary

☒ Company secretary in practice

Membership number

7658

Certificate of practice number

13029

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

List of shareholders equity and pref Final.ikel mgt 8.pdf Kinetic Engineering LimitedSHT.pdf Attendance of Directors.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

DS MINISTRY
OF
CORPORATE
AFFAIRS

Digitally signed by D5 MINISTRY OF
CORPORATE AFFAIRS
DN: cn=IN, postalCode=411044, st=Maharashtra,
street=PUNE, PCNTDA AKURDI RAILWAY
STATION,PUNE,PUNE,MAHARASHTRA,
2.5.4.51=GREEN BUILDING, o=REGISTRAR
OF COMPANIES, PUNE, o=MINISTRY OF
CORPORATE AFFAIRS, cn=D5 MINISTRY OF
CORPORATE AFFAIRS
Reason: I attest to the accuracy and integrity of
this document
Date: 2019.11.17 22:06:08 +05'30'