

**Form No. MGT-9  
EXTRACT OF ANNUAL RETURN****for the financial year ended on 31 March, 2020**

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

(i) CIN	L29130HR1971PLC034365
(ii) Registration Date	23 December, 1971
(iii) Name of the Company	Bharat Gears Limited
(iv) Category/Sub-Category of the Company	Public Limited Company
(v) Address of the Registered office and contact details	20 K.M. Mathura Road, P.O. Amar Nagar Faridabad-121003, Haryana Ph: 0129-4288888 Fax: 0129-4288822-23 E-mail: <a href="mailto:info@bglindia.com">info@bglindia.com</a>
(vi) Whether listed company Yes/No	Yes
(vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited Noble Heights, 1 <sup>st</sup> floor, Plot no NH-2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058 Ph: 011-49411000 Fax: 011-41410591 E-mail: <a href="mailto:delhi@linkintime.co.in">delhi@linkintime.co.in</a>

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

All the business activities contributing 10% or more of the total turnover of the Company shall be stated:

S. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the Company
1.	Automotive Gears and Components	Group 293-Manufacture of parts and accessories for motor vehicles	92.19%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

S. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1.	-	-	-	-	-



**IV. SHARE HOLDING PATTERN:  
(Equity Share Capital Breakup as percentage of Total Equity)**

**(i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/HUF	2628920	605	2629525	32.29	3367570	605	3368175	36.19	3.90
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt (s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	1837213	0	1837213	22.56	1780010	0	1780010	19.13	(3.43)
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (A) (1):-</b>	<b>4466133</b>	<b>605</b>	<b>4466738</b>	<b>54.85</b>	<b>5147580</b>	<b>605</b>	<b>5148185</b>	<b>55.32</b>	<b>0.47</b>
<b>(2) Foreign</b>	0	0	0	0	0	0	0	0.00	0.00
a) NRIs – Individuals	0	0	0	0	0	0	0	0.00	0.00
b) Others – Individuals	0	0	0	0	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0	0	0	0	0.00	0.00
d) Banks / FI	0	0	0	0	0	0	0	0.00	0.00
e) Any Other....	0	0	0	0	0	0	0	0.00	0.00
<b>Sub-total (A) (2):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>4466133</b>	<b>605</b>	<b>4466738</b>	<b>54.85</b>	<b>5147580</b>	<b>605</b>	<b>5148185</b>	<b>55.32</b>	<b>0.47</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	0	200	200	0.00	0	200	200	0.00	0.00
b) Banks/ FI	10027	1412	11439	0.14	16	1412	1428	0.02	(0.12)
c) Central Govt/ State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
e) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
f) FIs	0	0	0	0.00	0	0	0	0.00	0.00
g) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
h) Others									
I. UTI	0	2700	2700	0.03	0	1500	1500	0.01	(0.02)
<b>Sub-total (B)(1):-</b>	<b>10027</b>	<b>4312</b>	<b>14339</b>	<b>0.17</b>	<b>16</b>	<b>3112</b>	<b>3128</b>	<b>0.03</b>	<b>(0.14)</b>
<b>2.Non-Institutions</b>									
a) Bodies Corp.									
I. Indian	327407	2972	330379	4.06	327749	1922	329671	3.54	(0.52)
II. Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
I. Individual shareholders holding nominal share capital upto ₹ 1 lakh	2317764	99794	2417558	29.69	2613944	91478	2705422	29.07	(0.62)
II. Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	444349	0	444349	5.46	609476	0	609476	6.55	1.09
c) NBFCs registered with RBI	1500	0	1500	0.02	0	0	0	0.00	(0.02)
d) Others (specify)									
I. Trusts	5850	0	5850	0.07	5715	0	5715	0.06	0.01
II. Non-Resident	145525	0	145525	1.79	173094	0	173094	1.86	0.07



Indians									
III. Clearing Members	56825	0	56825	0.70	19985	0	19985	0.21	(0.49)
IV. Hindu Undivided Families	169936	0	169936	2.09	212963	0	212963	2.29	0.20
V. Investor Education and Protection Fund	89834	0	89834	1.10	98456	0	98456	1.06	(0.04)
<b>Sub-total (B)(2):-</b>	<b>3558990</b>	<b>102766</b>	<b>3661756</b>	<b>44.98</b>	<b>4061382</b>	<b>93400</b>	<b>4154782</b>	<b>44.64</b>	<b>(0.33)</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>3569017</b>	<b>107078</b>	<b>3676095</b>	<b>45.15</b>	<b>4061398</b>	<b>96512</b>	<b>4157910</b>	<b>44.68</b>	<b>(0.47)</b>
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0.00	0.00
<b>Grand Total (A+B+C)</b>	<b>8035150</b>	<b>107683</b>	<b>8142833</b>	<b>100.00</b>	<b>9208978</b>	<b>97117</b>	<b>9306095</b>	<b>100.00</b>	

**(ii) Shareholding of Promoters:**

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Late Dr. Raunaq Singh	605	0.01	0.00	605	0.01	0.00	0.00
2	Mr. Surinder Paul Kanwar	2628920	32.29	0.00	3367570	36.19	0.00	3.90
3	Ultra Consultants Private Limited	766038	9.41	0.00	1411109	15.16	0.00	5.75
4	Vibrant Reality Infra Private Limited (Formerly known as Vibrant Finance and Investment Private Limited)	132804	1.63	0.00	132804	1.43	0.00	(0.20)
5	Raunaq EPC International Limited	293300	3.60	0.00	236097	2.54	0.00	(1.06)
6	Future Consultants Private Limited	645071	7.92	0.00	0	0.00	0.00	(7.92)
	<b>Total</b>	<b>4466738</b>	<b>54.85</b>	<b>0.00</b>	<b>5148185</b>	<b>55.32</b>	<b>0.00</b>	<b>0.47</b>

**(iii) Change in Promoter's Shareholding (please Specify, if there is no change):**

S. No.	Name of Promoter	Shareholding at the beginning of the year		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1.	Late Dr. Raunaq Singh	605	0.01	01/04/2019				
				31/03/2020	-	No change in shareholding	605	0.01
2.	Mr. Surinder Paul Kanwar	2628920	32.29	01/04/2019				
				17/05/2019	738650 (I)	Allotment-Rights Issue	3367570	36.19
				31/03/2020			3367570	36.19
3.	Ultra Consultants Private Limited	766038	9.41	01/04/2019				
				31/12/2019	645071 (I)	Amalgamation of Future Consultants Private Limited	1411109	15.16
				31/03/2020			1411109	15.16
4.	Vibrant Reality Infra Private Limited (Formerly known as Vibrant Finance and Investment Private Limited)	132804	1.63	01/04/2019				
					-	No change in		



						shareholding		
				31/03/2020			132804	1.43
5.	Raunaq EPC International Limited	293300	3.60	01/04/2019				
				07/06/2019	320 (D)	Transfer	292980	3.15
				29/11/2019	39568 (D)	Transfer	253412	2.72
				31/12/2019	17315 (D)	Transfer	236097	2.54
				31/03/2020			236097	2.54
6.	Future Consultants Private Limited	645071	7.92	01/04/2019				
				27/12/2019	645071(D)	Amalgamation with Ultra Consultants Private Limited		
				31/03/2020			0	0.00

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

S. No.	Name of Shareholder	Shareholding at the beginning of the year		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1.	SMC GLOBAL SECURITIES LTD	102563	1.26	01/04/2019				
				05/04/2019	495(I)	Purchase	103058	1.27
				12/04/2019	53(D)	Transfer	103005	1.26
				19/04/2019	158(I)	Purchase	103163	1.27
				26/04/2019	125(I)	Purchase	103288	1.27
				03/04/2019	333(D)	Transfer	102955	1.26
				10/05/2019	283(D)	Transfer	102672	1.26
				17/05/2019	25755(I)	Allotment-Rights Issue	128427	1.38
				17/05/2019	194(D)	Transfer	128233	1.38
				24/05/2019	265(I)	Purchase	128498	1.38
				31/05/2019	626(D)	Transfer	127872	1.37
				07/06/2019	9363(D)	Transfer	118509	1.27
				14/06/2019	775(I)	Purchase	119284	1.28
				21/06/2019	1200(I)	Purchase	120484	1.29
				29/06/2019	733(D)	Transfer	119751	1.29
				05/07/2019	80(I)	Purchase	119831	1.29
				12/07/2019	16(I)	Purchase	119847	1.29
				19/07/2019	50(I)	Purchase	119897	1.29
				26/07/2019	57(I)	Purchase	119954	1.29
				02/08/2019	20(D)	Transfer	119934	1.29
				09/08/2019	52(I)	Purchase	119986	1.29
				16/08/2019	1000(D)	Transfer	118986	1.28
				23/08/2019	23(I)	Purchase	119009	1.28
				30/08/2019	25(I)	Purchase	119034	1.28
				06/09/2019	30(I)	Purchase	119064	1.28
				13/09/2019	50(D)	Transfer	119014	1.28
				20/09/2019	80(I)	Purchase	119094	1.28
				27/09/2019	100(D)	Transfer	118994	1.28
				30/09/2019	4135(D)	Transfer	114859	1.23
				04/10/2019	201(I)	Purchase	115060	1.24
				11/10/2019	381(I)	Purchase	115441	1.24
				18/10/2019	25(D)	Transfer	115416	1.24
				25/10/2019	50(I)	Purchase	115466	1.24
				01/11/2019	110(I)	Purchase	115576	1.24
				08/11/2019	791(I)	Purchase	116367	1.24
				15/11/2019	946(D)	Transfer	115421	1.24
				22/11/2019	74(I)	Purchase	115495	1.24
				29/11/2019	195(D)	Transfer	115300	1.24
				06/12/2019	150(D)	Transfer	115150	1.24
				13/12/2019	71(D)	Transfer	115079	1.24
				20/12/2019	87(I)	Purchase	115166	1.24
				27/12/2019	319(I)	Purchase	115485	1.24



				31/12/2019	325(D)	Transfer	115160	1.24
				03/01/2020	90(D)	Transfer	115070	1.24
				10/01/2020	255(I)	Purchase	115325	1.24
				17/01/2020	190(D)	Transfer	115135	1.24
				24/01/2020	2025(I)	Purchase	117160	1.25
				31/01/2020	2651(I)	Purchase	119811	1.29
				07/02/2020	50(D)	Transfer	119761	1.29
				14/02/2020	100(I)	Purchase	119861	1.29
				21/02/2020	150(I)	Purchase	120011	1.29
				28/02/2020	250(D)	Transfer	119761	1.29
				06/03/2020	300(I)	Purchase	120061	1.29
				13/03/2020	200(D)	Transfer	119861	1.29
				20/03/2020	100(D)	Transfer	119761	1.29
				27/03/2020	951(D)	Transfer	118810	1.28
				31/03/2020			118810	1.28
2.	BHARAT JAMNADAS DATTANI	63367	0.78	01/04/2019				
				17/05/2019	15839(I)	Purchase	79206	0.85
				31/03/2020			79206	0.85
3.	ANKIT JAIN	0	0	01/04/2019				
				05/07/2019	65026(I)	Purchase	65026	0.70
				31/03/2020			65026	0.70
4.	BHARATI BHARAT DATTANI	45909	0.56	01/04/2019				
					11477(I)	Purchase	57386	0.62
				31/03/2020			57386	0.62
5.	ADITYA OMPRAKASH DAMANI	53325	0.65	01/04/2019				
				12/04/2019	10000(D)	Transfer	43325	0.53
				17/05/2019	11000(I)	Allotment-Rights Issue	54325	0.58
				17/05/2019	830(I)	Purchase	55155	0.59
				31/03/2020			55155	0.59
6.	ANIL KUMAR GOYAL	48189	0.59	01/04/2019				
				10/05/2019	8189(D)	Transfer	40000	0.43
				31/03/2020			40000	0.43
7.	RAJENDRAKUMAR MAFATLAL PATEL	28764	0.35	01/04/2019				
				17/05/2019	4110(I)	Purchase	32874	0.35
				31/03/2020			32874	0.35
8.	BHARAT JAMNADAS HUF	25791	0.32	01/04/2019				
				17/05/2019	5197(I)	Allotment-Rights Issue	30988	0.33
				17/05/2019	1251(I)	Purchase	32239	0.35
				31/03/2020			32239	0.35
9.	ADIL EDDIE BHARUCHA	23000	0.29	01/04/2019				
				17/05/2019	5749(I)	Purchase	28749	0.31
				31/03/2020			28749	0.31
10.	KUNAL ARVINDBHAI PATEL	9150	0.11	01/04/2019				
				17/05/2019	1308 (I)	Purchase	10458	0.11
				09/08/2019	11908 (I)	Purchase	22366	0.24
				23/08/2019	2150 (I)	Purchase	24516	0.26
				20/03/2020	3250 (I)	Purchase	27766	0.30
				27/03/2020	600 (I)	Purchase	28366	0.30
				31/03/2020			28366	0.30

I = Increase, D= Decrease



Note—Shares held by the Investor Education and Protection Fund Authority (IEPF Authority) have not been considered under Top 10 shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) (No. of Shares held as on 31/03/2020: 98456)

**(v) Shareholding of Directors and Key Managerial Personnel:**

S. No.	Name	Shareholding at the beginning of the year		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
<b>A. Directors</b>								
1.	Mr. Surinder Paul Kanwar	2628920	32.29	01/04/2019				
				17/05/2019	738650 (I)	Allotment-Rights Issue		
				31/03/2020			3367570	36.19
2.	Mr. Sameer Kanwar	0	0.00	01/04/2019				
					-	Nil Holding/movement during the year		
				31/03/2020			0	0.00
3.	Mr. W.R. Schilha	0	0.00	01/04/2019				
					-	Nil Holding/movement during the year		
				31/03/2020			0	0.00
4.	Mr. Rakesh Chopra	0	0.00	01/04/2019				
					-	Nil Holding/movement during the year		
				31/03/2020			0	0.00
5.	Mr. V.K. Pargal	100	0.00	01/04/2019				
					-	No change in shareholding		
				31/03/2020			100	0.00
6.	Mr. N.V. Srinivasan	0	0.00	01/04/2019				
					-	Nil Holding/movement during the year		
				31/03/2020			0	0.00
7.	Ms. Hiroo Suresh Advani	0	0.00	01/04/2019				
					-	Nil Holding/movement during the year		
				31/03/2020			0	0.00
<b>B. Key Managerial Personnel (KMP's)</b>								
1.	Mr. Milind Pujari Chief Financial Officer	0	0.00	01/04/2019				
					-	Nil Holding/movement during the year		
				31/03/2020			0	0.00
2.	Mr. Prashant Khattry Head (Legal) and Company Secretary	0	0.00	01/04/2019				
					-	Nil Holding/movement during the year		
				31/03/2020			0	0.00


**V. INDEBTEDNESS:**

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

(₹ in lacs)

	Secured Loans excluding deposits	Unsecured Loans (*)	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i a) Principal Amount – Long-term	10321.10	-	-	10321.10
i b) Principal Amount – Short-term	2709.02	3225.92	-	5934.94
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	4.23	-	-	4.23
<b>Change in Indebtedness during the financial year</b>				
<input type="checkbox"/> <b>Addition</b>				
o Long-term	2500.00	-	-	2500.00
o Short-term	-	-	-	-
o Interest due but not paid	-	-	-	-
o Interest accrued but not due	0.92	-	-	0.92
<input type="checkbox"/> <b>Reduction</b>				
o Long-term	2125.05	-	-	2125.05
o Short-term	404.89	1305.67	-	1710.56
o Interest due but not paid	-	-	-	-
o Interest accrued but not due	4.23	-	-	4.23
<b>Net Change</b>	<b>(33.25)</b>	<b>(1305.67)</b>	<b>-</b>	<b>(1338.92)</b>
<b>Indebtedness at the end of the financial year</b>				
i a) Principal Amount – Long-term	10696.05	-	-	10696.05
i b) Principal Amount – Short-term	2304.13	1920.25	-	4224.38
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	0.92	-	-	0.92
<b>Total (i+ii+iii)</b>	<b>13001.10</b>	<b>1920.25</b>	<b>-</b>	<b>14921.35</b>

(\*) Represents sales invoice facility/bill discounting facility  
Excludes lease Liabilities having features of operating lease.


**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**
**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**
**(₹ in Lacs)**

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Mr. Surinder Paul Kanwar Chairman and Managing Director	Mr. Sameer Kanwar Joint Managing Director	
1.	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	200.00	120.00	320.00
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	38.82	38.90	77.72
	(c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-
5.	Others, Cos. Contribution to PF/SA	24.05	14.45	38.50
	<b>Total (A)</b>	<b>262.87</b>	<b>173.35</b>	<b>436.22</b>
	Ceiling as per the Act	Ceiling as per Schedule V to the Companies Act, 2013 ("the Act") (exclusive of perquisites specified in Part II of Section IV of Schedule V to the Act)		

**B. Remuneration to other directors:**
**(₹ in Lacs)**

S. No.	Particulars of Remuneration	Name of Director				Total Amount
		Mr. V.K. Pargal	Mr. Rakesh Chopra	Mr. W.R. Schilha	Ms. Hiroo Suresh Advani	
1.	<b>Independent Directors</b>					
	• Fee for attending board / committee meetings	2.30	3.00	0.60	2.60	8.50
	• Commission	-	-	-	-	-
	• Others, please specify	-	-	-	-	-
	<b>Total (1)</b>	<b>2.30</b>	<b>3.00</b>	<b>0.60</b>	<b>2.60</b>	<b>8.50</b>
2.	<b>Other Non-Executive Directors</b>					
	• Fee for attending board / committee meetings	1.30	-	-	-	-
	• Commission	-	-	-	-	-
	• Others, please specify	-	-	-	-	-
	<b>Total (2)</b>	<b>1.30</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total (B)=(1+2)</b>	<b>3.60</b>	<b>3.00</b>	<b>0.60</b>	<b>2.60</b>	<b>9.80</b>
	Total Managerial Remuneration					<b>446.02</b>
	Overall Ceiling as per the Act	₹ 1.00 Lacs sitting fees paid to director as per meeting of the Board or Committee				



**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:****(₹ in Lacs)**

S. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Mr. Milind Pujari Chief Financial Officer	Mr. Prashant Khattry Company Secretary	
1.	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	43.89	16.21	60.10
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	9.38	5.02	14.40
	(c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-
5.	Others, Cos. Contribution to PF/SA	2.05	3.17	5.22
	<b>Total</b>	<b>55.32</b>	<b>24.40</b>	<b>79.72</b>

**VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority [RD/NCLT /COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors

**Sd/-**  
**Surinder Paul Kanwar**  
**Chairman and Managing Director**  
**DIN: 00033524**