

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

U27109TZ2008FTC017737

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADCR9839E

(ii) (a) Name of the company

RENOLD CHAIN INDIA PRIVATE

(b) Registered office address

568/1A, 569/1 & 2, D.Gudalur Post
Guziliamparai Taluk
Dindigul
Dindigul
Tamil Nadu
624630

(c) *e-mail ID of the company

t.vinothkumar@renold.com

(d) *Telephone number with STD code

04324302503

(e) Website

(iii) Date of Incorporation

01/05/2008

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private Company	Company limited by shares	Subsidiary of Foreign Company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☐ Yes ☒ No

(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 30/09/2019

(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	C7	Metal and metal products	100

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

No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Renold International Holding L		Holding	75

V. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

) *SHARE CAPITAL

(a) Equity share capital

Equity Share Capital				
Total number of equity shares	41,000,000	41,000,000	41,000,000	41,000,000
Total amount of equity shares (in Rupees)	410,000,000	410,000,000	410,000,000	410,000,000

Number of classes

1

Equity Share Capital				
Number of equity shares	41,000,000	41,000,000	41,000,000	41,000,000

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	410,000,000	410,000,000	410,000,000	410,000,000

(b) Preference share capital

Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	0	0		

(c) Unclassified share capital

Total amount of unclassified shares	0
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(d) Break-up of paid-up share capital

	Number of Shares	Rs. in Lakhs	Rs. in Crores	
Equity shares				
At the beginning of the year	41,000,000	410,000,000	410,000,000	
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

iii. Conversion of Debentures	0	0	0	0
x. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
. Buy-back of shares	0	0	0	0
i. Shares forfeited	0	0	0	0
ii. Reduction of share capital	0	0	0	0
v. Others, specify				
At the end of the year	41,000,000	410,000,000	410,000,000	

Preference shares

At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
. Issues of shares	0	0	0	0
i. Re-issue of forfeited shares	0	0	0	0
ii. Others, specify				
Decrease during the year	0	0	0	0
. Redemption of shares	0	0	0	0
i. Shares forfeited	0	0	0	0
ii. Reduction of share capital	0	0	0	0
v. Others, specify				
At the end of the year	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		<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: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>	
Transferee's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)				<div></div>	
Type of transfer	<div></div>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		<div></div>	Amount per Share/ Debenture/Unit (in Rs.)		<div></div>
Ledger Folio of Transferor		<div></div>			
Transferor's Name	<div></div>	<div></div>	<div></div>		
	Surname		middle name	first name	
Ledger Folio of Transferee		<div></div>			
Transferee's Name	<div></div>	<div></div>	<div></div>		
	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			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			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					

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

(i) Turnover

1,049,267,000

(ii) Net worth of the Company

622,843,000

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	0	0	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)	30,750,000	75	0	
10.	Others	0	0	0	
	Total	30,750,000	75	0	0

Total number of shareholders (promoters)

2

(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	0	0	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)	10,250,000	25	0	
10.	Others	0	0	0	
	Total	10,250,000	25	0	0

Total number of shareholders (other than promoters)

1

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

3

II. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Promoters	2	2
Members (other than promoters)	1	1
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	0	0	0	0	0	0
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	3	1	3	0	0
(ii) Independent	0	0	0	0	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	1	3	1	3	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 5

(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)
Sivavadivelu Ramachari	03535894	Managing Director	0	
Balakrishnan Vijayakumar	00015583	Director	0	
Ian Lloyd Scapens	07736307	Director	0	
Michael Peter Wallwork	07291292	Director	0	
Thiyagarajan Vinothkumar	AICPV6911F	Company Secretary	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)
Conyers Graham	06521934	Director	25/04/2018	Cessation
Michael Peter Wallwork	07291292	Additional director	25/04/2018	Appointment as Additional Director
Michael Peter Wallwork	07291292	Director	26/09/2018	Change in Designation as Director
Lingappa Gounder Anand	AKUPA7806N	CFO	31/10/2018	Cessation

K. 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	26/09/2018	3	2	100

L. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/04/2018	4	2	50
2	22/05/2018	4	3	75
3	28/07/2018	4	2	50
4	03/09/2018	4	2	50
5	23/10/2018	4	2	50
6	30/01/2019	4	2	50
7	22/03/2019	4	2	50

M. COMMITTEE MEETINGS

Number of meetings held

3

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	CSR	23/07/2018	3	2	66.67
2	CSR	15/10/2018	3	2	66.67
3	CSR	25/01/2019	3	2	66.67

N. *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	30/09/2019
								(Y/N/NA)
1	Sivavadivelu F	7	4	57.14	3	3	100	Yes
2	Balakrishnan V	7	4	57.14	3	3	100	Yes
3	Ian Lloyd Scap	7	3	42.86	3	0	0	No
4	Michael Peter	7	4	57.14	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	Sivavadivelu Ramar	Managing Director	5,112,000	0	0	0	5,112,000
	Total		5,112,000	0	0	0	5,112,000

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Lingappa Gounder	CFO	1,424,000	0	0	0	1,424,000
2	Thiyagarajan Vinoth	Company Secretary	1,311,000	0	0	0	1,311,000
	Total		2,735,000	0	0	0	2,735,000

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						

I. 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

II. PENALTY AND PUNISHMENT - DETAILS THEREOF

Y) 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

P Eswaramoorthy

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

7069

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.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

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

Digitally signed by
SIVAVADIVELU
RAMACHANDRAN
AN
Date: 2019.12.28
10:48:11 +05'30'

DIN of the director

To be digitally signed by

Digitally signed by
ESWARAM
OORTHY P
Date: 2019.12.28
11:07:42 +05'30'

- ☐ 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 Attachment(s), if any

List of attachments

List of Shareholders as on 31st March 201
Form MGT-8.pdf

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



RENOLD

Superior Chain Technology

27.12.2019






List of shareholders as on 31st March 2019

S.NO	NAME OF THE SHAREHOLDER	NO OF SHARES	PERCENTAGE
1	Renold International Holdings Limited - UK	3,07,49,997	75%
2	Renold PLC - UK	3	-
3	L.G.Balakrishnan & Bros Limited	1,02,50,000	25%
Total		4,10,00,000	100%

For Renold Chain India Private Limited.,


T.V. Mohankumar
Company Secretary

Our values:

-  Operate with integrity
-  Value our people
-  Work together to achieve excellence
-  Accept accountability
-  Be open-minded

Registered Office & Factory:

Renold Chain India Private Limited

S.F.No.568/1A,569/1&2, D.Gudalur Post - 624 620, Via Karur,
Vedasanthur Taluk, Dindigul District, Tamil Nadu, India.
Tel : +91-4324 302518 Email : indlmtg@renold.com
CIN : U27109TZ2008FTC017737
GSTIN : 33AADCR9839E1Z8



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OHSAS 18001-2007
www.tuv.com ID 9105034949, 9105080306

www.renold.in



P. Eswaramoorthy and Company

Company Secretaries

PS P. Eswaramoorthy B.Sc., LLB., FCS.,

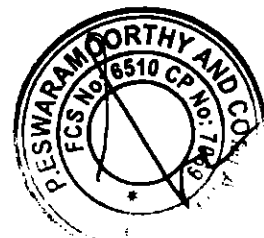
FORM NO. MGT – 8

(Pursuant to Section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rule, 2014)

CERTIFICATE BY A COMPANY SECRETARY IN PRATICE

I have examined the registers, records and books and papers of RENOLD CHAIN INDIA PRIVATE LIMITED (CIN: U27109TZ2008FTC017737) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March, 2019. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A.** the Annual Return states the facts as at the close of the financial year 31st March, 2019 correctly and adequately.
- B.** during the aforesaid financial year, the Company has complied with the provisions of the Act & Rules made thereunder in respect of:
 1. its status under the Act.
 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies but delay in certain cases, however in compliance with the provisions of Section 403 of the Act. There was no occasion of filing forms with Regional Director, Central Government, the Tribunal, Court or other authorities during the aforesaid financial year;



4. calling, convening, holding meetings of the Board of Directors including Circular resolution, CSR Committee, Sexual Harassment Committee and the meetings of the members of the company on due dates, as stated in the Annual Return, in respect of which meetings, proper notices were given and the proceedings have been properly recorded in the Minutes Book / registers maintained for the purpose and the same have been signed. Formation of other committees and convening of meeting for the same does not arise. There was no resolutions by postal ballot passed during the aforesaid financial year;
5. the closure of Register of Members / Security holders, as the case may be does not arise;
6. advances / loans to its directors and / or persons or firms or companies referred in section 185 of the Act does not arise;.
7. Contracts / arrangements with related parties as specified in section 188 of the Act.
8. there was no occasion of issue or allotment or transfer or transmission or buy back of securities / redemption of preference shares or debentures / alteration or reduction of share capital/ conversion of shares/ securities during the aforesaid financial year;.
9. there were no transactions necessitating the company keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
10. declaration / payment of dividend; transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act does not arise;
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;



12. constitution, appointment, resignation, disclosures of Directors, Key Managerial Personnel and the remuneration paid to them. There was no occasion of re-appointments, retirement, filling up casual vacancies during the aforesaid financial year;
13. re-appointment of auditors as per the provisions of Section 139 of the Act. There was no occasion of appointment and filling up casual vacancies during the aforesaid financial year;
14. approvals required to be taken from the Registrar under the various provisions of the Act. There was no occasion for the approvals required to be taken from Central Government, Tribunal, Regional Director, Court or such other authorities during the aforesaid financial year;.
15. acceptance / renewal/ repayment of deposits does not arise;.
16. borrowings from banks and filing of forms for modification of charges wherever applicable. There was no occasion of filing of forms for creation and satisfaction of charges and no borrowings from its members, directors and their relatives, public financial institutions and others during the aforesaid financial year,
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act, does not arise:
18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company does not arise;

Place: Coimbatore

Date: 25.12.2019

UDIN: F006510A000482964

P.ESWARAMOORTHY AND COMPANY
COMPANY SECRETARIES

P.ESWARAMOORTHY
Proprietor
FCS No: 6510 CP No: 7069