

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

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
624 622

(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 (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

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

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

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

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	100

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

(i) *SHARE CAPITAL

(a) Equity share capital

Total number of equity shares	41,000,000	30,750,000	30,750,000	30,750,000
Total amount of equity shares (in Rupees)	410,000,000	307,500,000	307,500,000	307,500,000

Number of classes

Number of equity shares	41,000,000	30,750,000	30,750,000	30,750,000
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Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	410,000,000	307,500,000	307,500,000	307,500,000

(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)				

(c) Unclassified share capital

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

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

viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify	0	0	0	
0				
Decrease during the year	10,250,000	102,500,000	102,500,000	0
i. Buy-back of shares	10,250,000	102,500,000	102,500,000	
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify	0	0	0	
0				
At the end of the year	30,750,000	307,500,000	307,500,000	
Preference shares				
At the beginning of the year	0	0	0	
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	0	0	0	
0				
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	0	0	0	
0				
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				
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) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	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					

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

(i) Turnover

968,643,000

(ii) Net worth of the Company

545,291,000

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	100	0	
10.	Others	0	0	0	
	Total	30,750,000	100	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)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

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

2

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

Promoters	2	2
Members (other than promoters)	1	0
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 6

(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 RAMA	03535894	Managing Director	0	
MICHAEL PETER WAL	07291292	Director	0	
SIMON PETER VENAB	08675187	Additional director	0	
Ian Lloyd Scapens	07736307	Director	0	15/06/2020
Rakesh Kailash Sharma	BPWPS7845M	CFO	0	
Thiyagarajan Vinothkum	AICPV6911F	Company Secretar	0	

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

3

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)
Rakesh Kailash Sharma	BPWPS7845M	CFO	18/10/2019	Appointment
Balakrishnan Vijayakum	00015583	Director	08/11/2019	Cessation
SIMON PETER VENAB	08675187	Additional director	31/01/2020	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

3

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	30/09/2019	3	2	100
Extra Ordinary General Meeting	01/11/2019	3	3	100
Extra Ordinary General Meeting	05/11/2019	3	3	100

B. BOARD MEETINGS

*Number of meetings held

11

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/04/2019	4	2	50
2	18/07/2019	4	2	50
3	28/08/2019	4	2	50
4	18/10/2019	4	2	50
5	01/11/2019	4	2	50
6	04/11/2019	4	2	50
7	08/11/2019	3	2	66.67
8	16/12/2019	3	2	66.67
9	20/01/2020	3	2	66.67
10	31/01/2020	3	2	66.67
11	05/03/2020	4	3	75

C. COMMITTEE MEETINGS

Number of meetings held

2

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	10/01/2020	3	2	66.67
2	CSR	03/01/2020	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	30/09/2020
								(Y/N/NA)
1	SIVAVADIVEL	11	4	36.36	2	0	0	Yes
2	MICHAEL PE	11	7	63.64	2	2	100	No
3	SIMON PETE	1	1	100	0	0	0	No
4	Ian Lloyd Scar	11	7	63.64	2	2	100	Not Applicable

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 Ramad	Managing Direct	6,105,000	0	0	0	6,105,000
	Total		6,105,000	0	0	0	6,105,000

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	Rakesh Kailash Sha	CFO	951,000	0	0	0	951,000
2	THIYAGARAJAN V	Company Secre	1,227,000	0	0	0	1,227,000
	Total		2,178,000	0	0	0	2,178,000

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
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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

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
Date: 2015.12.28
13:58:27 +05'30'

DIN of the director

To be digitally signed by

Digitally signed by
ESWARAM
OORTHY P
Date: 2015.12.28
14:28:36 +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

Attach

Attach

Attach

Attach

List of attachments

Form MGT-8.pdf
List of Shareholders.pdf
Gmail - UDIN generation.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



P. Eswaramoorthy and Company

Company Secretaries

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

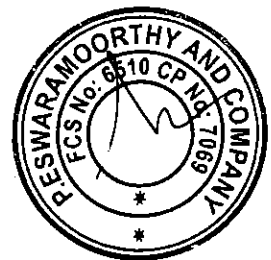
FORM NO. MGT – 8

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

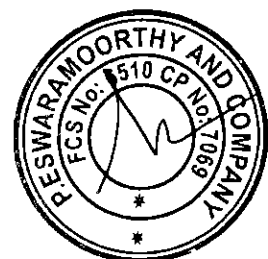
CERTIFICATE BY A COMPANY SECRETARY IN PRATICE

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, 2020. 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, 2020 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 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 Circular resolutions and 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. Buy back of securities made as per the provisions of the Act and there was no occasion of issue or allotment or transfer or transmission / 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 Articles of Association as per the provisions and no alteration was made in the Memorandum of Association of the Company;

UDIN: F006510B001630330

Date: 24.12.2020

Place: Coimbatore

**P.ESWARAMOORTHY AND COMPANY
COMPANY SECRETARIES**

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



List of shareholders as on 31st March 2020

S.NO	NAME OF THE SHAREHOLDER	NO OF SHARES	PERCENTAGE
1	Renold International Holdings Limited - UK	3,07,49,997	100%
2	Renold PLC - UK	3	-
Total		3,07,50,000	100%

For Renold Chain India Private Limited


Vinothkumar
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,
Guziliamparai 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