

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

L40300MH1989PLC052574

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACB1751C

(ii) (a) Name of the company

BHAGERIA INDUSTRIES LIMITED

(b) Registered office address

Office No. 1002, 10th Floor, Topiwala Centre,
Off S.V. Road, Goregaon (West),
MUMBAI
Mumbai City
Maharashtra
400062

(c) *e-mail ID of the company

info@bhageriagroup.com

(d) *Telephone number with STD code

02240436666

(e) Website

www.bhageriagroup.com

(iii) Date of Incorporation

12/07/1989

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 Limited	1
2	National Stock Exchange Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1994PTC077176

Pre-fill

Name of the Registrar and Transfer Agent

SHAREX DYNAMIC (INDIA) PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

UNIT NO.1, LUTHRA INDUSTRIAL PREMISES, SAFED POOL
ANDHERI KURLA ROAD, ANDHERI EAST

(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 21/07/2018

(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 2

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	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	93.32
2	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	6.68

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 / FCNR	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	28,000,000	15,879,560	15,879,560	15,879,560
Total amount of equity shares (in Rupees)	140,000,000	79,397,800	79,397,800	79,397,800

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share Of Rs. 5/- Each				
Number of equity shares	28,000,000	15,879,560	15,879,560	15,879,560
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	140,000,000	79,397,800	79,397,800	79,397,800

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up 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

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	0	0		

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(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	15,925,500	79,627,500	79,627,500	
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	
NIL				
Decrease during the year	45,940	229,700	229,700	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	45,940	229,700	229,700	
Cancellation of 45,940 Equity Shares of Rs.5/- each fully				
At the end of the year	15,879,560	79,397,800	79,397,800	
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	
NIL				
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	
NIL	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	02/12/2017		
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	<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

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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			840,395,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			840,395,000

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

4,118,703,000

(ii) Net worth of the Company

1,516,582,000

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	6,031,273	37.98	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)	2,510,010	15.81	0	
10.	Others	0	0	0	
	Total	8,541,283	53.79	0	0

Total number of shareholders (promoters)

29

(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	3,202,552	20.17	0	
	(ii) Non-resident Indian (NRI)	314,879	1.98	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	122,400	0.77	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	13,103	0.08	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)	3,649,213	22.98	0	
10.	Others OVERSEAS CORPORATE BO	36,130	0.23	0	
	Total	7,338,277	46.21	0	0

Total number of shareholders (other than promoters)

10,396

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

10,425

**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	29	29
Members (other than promoters)	9,609	10,396
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	4	0	4	0	14.71	0
B. Non-Promoter	0	6	0	6	0	0.08
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	6	0	6	0	0.08
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	4	6	4	6	14.71	0.08

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

(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)
VIKAS BHAGERIA	02976966	Whole-time director	783,932	
SHASHIKANT TULSIAN	00018156	Director	0	
SURESH KESHAVDEO	00540285	Whole-time director	1,107,026	
VINOD KESHAVDEO B	00540308	Managing Director	4,018	
OMPRAKASH ANANDI	00541174	Director	12,000	
SHYAM CHANDRABHA	00541214	Director	0	
PRADIPKUMAR SHANI	00541427	Director	0	
SURENDRA SHRIRAM	01147494	Director	0	
CHANDRAPRABHA SL	01444875	Whole-time director	448,686	
SANDEEP KUMAR SIN	02814440	Director	0	
RAKESH L KACHHADI	AXBPK1816A	CFO	0	
KETAN GAUR	BUIPG0469E	Company Secretar	0	

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

1

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)
SHRINATH TIWARI	AACPT3138Q	Company Secretar	31/10/2017	Cessation

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
Annual General Meeting	02/12/2017	10,163	73	12.99
Court Convened Meeting	03/10/2017	10,165	57	3.12

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	17/04/2017	10	6	60
2	09/05/2017	10	9	90
3	28/07/2017	10	10	100
4	28/10/2017	10	8	80
5	25/01/2018	10	9	90

C. COMMITTEE MEETINGS

Number of meetings held

14

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	17/04/2017	3	3	100

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
2	AUDIT COMM	09/05/2017	3	2	66.67
3	AUDIT COMM	28/07/2017	3	3	100
4	AUDIT COMM	28/10/2017	3	2	66.67
5	AUDIT COMM	25/01/2018	3	3	100
6	NOMINATION	09/05/2017	3	2	66.67
7	NOMINATION	28/10/2017	3	2	66.67
8	NOMINATION	25/01/2018	3	3	100
9	CORPORATE	09/05/2017	3	2	66.67
10	CORPORATE	25/01/2018	3	3	100

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	21/07/2018
								(Y/N/NA)
1	VIKAS BHAGI	5	4	80	0	0	0	Yes
2	SHASHIKANT	5	4	80	0	0	0	Yes
3	SURESH KES	5	5	100	0	0	0	Yes
4	VINOD KESH.	5	5	100	0	0	0	Yes
5	OMPRAKASH	5	5	100	14	14	100	Yes
6	SHYAM CHAN	5	3	60	14	11	78.57	No
7	PRADIPKUMA	5	3	60	14	10	71.43	Yes
8	SURENDRA S	5	4	80	0	0	0	Yes
9	CHANDRAPR	5	5	100	0	0	0	Yes
10	SANDEEP KU	5	4	80	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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SURESH BHAGER	CHAIRPERSON	2,400,000	10,800,000	0	0	13,200,000
2	VINOD KESHAVDE	MANAGING DIF	1,053,000	0	0	0	1,053,000
3	VIKAS BHAGERIA	JOINT MANAGI	3,600,000	7,300,000	0	0	10,900,000
4	CHANDRAPRABHA	WHOLE TIME D	1,200,000	600,000	0	0	1,800,000
	Total		8,253,000	18,700,000	0	0	26,953,000

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	Rakesh L Kachhadri	Chief Financial C	767,172	0	0	0	767,172
2	Shrinath Tiwari	Company Secre	175,000	0	0	0	175,000
3	Ketan Gaur	Company Secre	123,724	0	0	0	123,724
	Total		1,065,896	0	0	0	1,065,896

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	O.P Bubna	Non Executive II	0	0	0	125,000	125,000
2	P.S Dalvi	Non Executive II	0	0	0	75,000	75,000
3	S.S Gupta	Non Executive II	0	0	0	100,000	100,000
4	Sandeep Singh	Non Executive II	0	0	0	100,000	100,000
5	S.P Tulsian	Non Executive II	0	0	0	100,000	100,000
6	Shyam Agrawal	Non Executive II	0	0	0	75,000	75,000
	Total		0	0	0	575,000	575,000

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 SONIA CHETTIAR

Whether associate or fellow Associate Fellow

Certificate of practice number 10130

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

Digitally signed by
SURESH K BHAGERIA
Date: 2018.09.19 18:20:59 +05'30'

DIN of the director

To be digitally signed by

Digitally signed by
KETAN GAUR
Date: 2018.09.19 18:21:34 +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

530803-BDEQ-31032018-SHH.pdf
MGT-8 Certificate BHAGERIA.pdf
530803-BDEQ-31032018-SHT.pdf
Clarification Letter.pdf
List of Committe Meetings.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