# 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**

(other than OPCs and Small Companies)

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company **Pre-fill** L40300MH1989PLC052574 Global Location Number (GLN) of the company \* Permanent Account Number (PAN) of the company AAACB1751C (ii) (a) Name of the company BHAGERIA INDUSTRIES LIMITEI (b) Registered office address Office No. 1002, 10th Floor, Topiwala Centre, Off S.V. Road, Goregaon (West), MUMBAI Mumbai City Maharashtra 100000 (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 (iv) **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.	S. No. Stock Exchange Name Code						7
	1		BSE Limited (BSE)	BSE Limited (BSE)			1	
	2	National Stoc	k Exchange of India	Limited	(NSE)		1,024	_
	(b) CIN of	the Registrar and Trar	nsfer Agent			U67190MF	11999PTC118368	Pre-fill
	Name of	the Registrar and Tran	sfer Agent					
		ME INDIA PRIVATE LIMIT	ED					
	Registere	d office address of the	Registrar and Tra	ansfer Ag	gents			
		Floor, 247 Park, ur Shastri Marg, Vikhroli	(West)					
(vii)	*Financial	year From date 01/04	4/2021	(DD/MN	M/YYYY)	To date	31/03/2022	(DD/MM/YYYY)
(viii)	*Whether	Annual general meetir	ng (AGM) held		Ye	es 🔿	No	
	(a) If yes,	date of AGM	30/07/2022					
	(b) Due da	ate of AGM	30/09/2022					
	(c) Wheth	er any extension for A	GM granted		$\bigcirc$	Yes	• No	
II. F	PRINCIP	AL BUSINESS AC	TIVITIES OF T	HE CO	MPAN	Y		

\*Number of business activities 2

	Main Activity group code		Business Activity Code	Description of Business Activity	% of turnover of the company
1	с	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	95.23
2	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	4.77

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

\*No. of Companies for which information is to be given 2 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	BHAGERIA EXIM PRIVATE LIMIT	U51909MH2020PTC342108	Subsidiary	100

С	  BHAGERIA & JAJODIA PHARM/		Subsidiary	51
Z		0241000002008F1C178713	Subsidiary	51

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

## (i) \*SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	lssued capital	Subscribed capital	Paid up capital
Total number of equity shares	50,000,000	43,644,180	43,644,180	43,644,180
Total amount of equity shares (in Rupees)	250,000,000	218,220,900	218,220,900	218,220,900
	250,000,000	218,220,900	218,220,90	00

#### Number of classes

Class of Shares Equity shares of Rs 5 each	Authoricod	capital	Subscribed capital	Paid up capital
Number of equity shares	50,000,000	43,644,180	43,644,180	43,644,180
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	250,000,000	218,220,900	218,220,900	218,220,900

1

#### (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

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

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	Physical	DEMAT	Total			
At the beginning of the year	587,829	43,056,351	43644180	218,220,900	218,220,90	
Increase during the year	0	14,300	14300	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	14,300	14300	0	0	
Shares dematerialized	Ű	11,000	11000	Ŭ		
Decrease during the year	14,300	0	14300	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	14,300	0	14300	0	0	
Shares dematerialized At the end of the year						
	573,529	43,070,651	43644180	218,220,900	218,220,90	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE354C01027

(ii) Details of stock spl	it/consolidation during t	he year (for each class o	of shares)	0
Class c	f shares	(i)	(ii)	(iii)
Before split /	Number of shares			
Consolidation	Face value per share			
After split /	Number of shares			
Consolidation	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]	$\bigcirc$	Yes	$(\bullet)$	No	$\bigcirc$	Not Applicable
	Ŭ		Ŭ		Ŭ	
	_		_			
Separate sheet attached for details of transfers	igodoldoldoldoldoldoldoldoldoldoldoldoldol	Yes	$\bigcirc$	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	31/07/2021
Date of the previous annual general meeting	31/07/2021

Date of registration c	f transfer (Date Mont	h Year)			
Type of transfe	r	]1 - Equ	uity, 2- Preference Shares,3 -	Debentures, 4 - Stock	
Number of Shares/ Debentures/       Amount per Share/         Units Transferred       Debenture/Unit (in Rs.)					
Ledger Folio of Trans	sferor				
Transferor's Name					
	Surname		middle name	first name	
Ledger Folio of Trans	sferee				
Transferee's Name					
	Surname		middle name	first name	
Date of registration of transfer (Date Month Year)					
Date of registration c	f transfer (Date Mont	h Year)			
Date of registration of Type of transfe		_	uity, 2- Preference Shares,3 -	Debentures, 4 - Stock	
	r	_	uity, 2- Preference Shares,3 - Amount per Share/ Debenture/Unit (in Rs.)	Debentures, 4 - Stock	
Type of transfe Number of Shares/ E	r	_	Amount per Share/	Debentures, 4 - Stock	
Type of transfe Number of Shares/ D Units Transferred	r	_	Amount per Share/	Debentures, 4 - Stock	
Type of transfer Number of Shares/ E Units Transferred Ledger Folio of Trans	r	_	Amount per Share/	Debentures, 4 - Stock	
Type of transfer Number of Shares/ E Units Transferred Ledger Folio of Trans	r Debentures/ sferor Surname	_	Amount per Share/ Debenture/Unit (in Rs.)		
Type of transfer Number of Shares/ E Units Transferred Ledger Folio of Trans Transferor's Name	r Debentures/ sferor Surname	_	Amount per Share/ Debenture/Unit (in Rs.)		

## (iv) \*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
Total			0

### **Details of debentures**

Class of debentures	Outstanding as at the beginning of 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	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

5,962,211,811.48

### (ii) Net worth of the Company

3,660,532,127

## 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	19,262,391	44.14	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)	11,914,222	27.3	0	
10.	Others	0	0	0	
	Tota	al 31,176,613	71.44	0	0

## Total number of shareholders (promoters)

27

## (b) \*SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	7,249,201	16.61	0	
	(ii) Non-resident Indian (NRI)	435,095	1	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)	4,424,083	10.14	0	
10.	Others Foreign Portfolio Investors,	359,188	0.82	0	
	Total	12,467,567	28.57	0	0

Total number of shareholders (other than promoters)

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

14,954	
14,981	

#### 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	28	27
Members (other than promoters)	11,282	14,954
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			ectors at the end e 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	0	3	0	12.76	0
B. Non-Promoter	0	5	0	4	0	0.29
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	5	0	4	0	0.29
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	3	4	12.76	0.29

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

(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)
SURESH KESHAVDEO	00540285	Whole-time directo	3,990,334	
VINOD KESHAWDEO E	00540308	Managing Director	9,036	
VIKAS SURESHKUMAF	02976966	Whole-time directo	1,571,456	
SURENDRA SHRIRAM	01147494	Director	125,344	
MUKUND MANOHAR C	00101004	Director	0	
GANAPATHI DADASAH	02235661	Director	0	
AMEYA PRAKASH JAD	08696918	Director	0	
RAKESH L KACHHADI'	AXBPK1816A	CFO	0	
Krunal Sanjaykumar Wa	ABPPW1090C	Company Secretar	0	

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

Name		beginning / during	ichange in designation/	Nature of change (Appointment/ Change in designation/ Cessation)
SHASHIKANT PARMAN	00018156	Director	17/05/2021	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



1

9

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance		
		-		% of total shareholding	
Annual General Meeting	31/07/2021	14,821	46	41.15	

#### **B. BOARD MEETINGS**

\*Number of meetings held 4

	I				
S. No.	Date of meeting	Total Number of directors associated as on the date			
		of meeting	Number of directors attended	% of attendance	
1	15/05/2021	8	7	87.5	
2	27/07/2021	7	7	100	
3	29/10/2021	7	7	100	
4	28/01/2022	7	7	100	
		1		I	

#### C. COMMITTEE MEETINGS

per of meet	ings held		9			
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 Committe	15/05/2021	3	3	100	
2	Audit Committe	27/07/2021	3	3	100	
3	Audit Committe	29/10/2021	3	3	100	
4	Audit Committe	28/01/2022	3	3	100	
5	Nomination an	15/05/2021	3	3	100	
6	Stakeholders F	28/01/2022	3	3	100	
7	Corporate Soc	15/05/2021	3	3	100	
8	Risk Managerr	27/07/2021	4	4	100	
9	Risk Managerr	22/01/2022	4	4	100	

### D. \*ATTENDANCE OF DIRECTORS

		Board Meetings			Committee Meetings			Whether attended AGM
S. No.	Name of the director	Number of Meetings which director was	Meetings	% of attendance	Intector was INI		% of attendance	held on
		entitled to attend	attended	allendarice	entitled to attended attend			30/07/2022
								(Y/N/NA)
1	SURESH KES	4	4	100	3	3	100	Yes
2	VINOD KESH,	4	4	100	3	3	100	Yes
3	VIKAS SURES	4	4	100	0	0	0	No
4	SURENDRA S	4	4	100	9	9	100	Yes
5		4	4	100	5	5	100	Yes
6	GANAPATHI I	4	4	100	2	2	100	Yes
7	AMEYA PRAK	4	4	100	7	7	100	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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SURESH KESHAVI	Whole-time dire	10,800,000	0	0	0	10,800,000
2	VINOD KESHAWDI	Managing Direct	1,050,000	0	0	0	1,050,000
3	VIKAS SURESHKU	Whole-time dire	9,000,000	0	0	0	9,000,000
	Total		20,850,000	0	0	0	20,850,000

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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAKESH L KACHH	CFO	1,154,954	0	0	0	1,154,954
2	Krunal Sanjaykuma	Company Secre	724,109	0	0	0	724,109
	Total		1,879,063	0	0	0	1,879,063

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount

3

2

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MUKUND MANOH/	Director	0	0	0	230,000	230,000
2	SURENDRA SHRIF	Director	0	0	0	260,000	260,000
3	GANAPATHI DADA	Director	0	0	0	220,000	220,000
4	AMEYA PRAKASH	Director	0	0	0	240,000	240,000
	Total		0	0	0	950,000	950,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- \* A. Whether the company has made compliances and disclosures in respect of applicable Yes O No provisions of the Companies Act, 2013 during the year
  - 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	 Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/	Details of appeal (if any) including present status

#### (B) DETAILS OF COMPOUNDING OF OFFENCES 🕅 Nil

Name of the	Name of the court/ concerned Authority		ISECTION LINNER WHICH	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

CS Sonia Chettiar

Whether associate or fellow

Associate 
 Fellow

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 01/08/2015

(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 compiled 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.

16

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	SURESH Digitally signed by SURESH KESHAVDEO BHAGERIA BHAGERIA	
DIN of the director	00540285	
To be digitally signed by	KRUNAL SANJAYKU MAR WALA MAR WALA 1701:37+0930	
Company Secretary		
Company secretary in practice	e	
Membership number 42515		Certificate of practice number

#### Attachments

#### List of attachments

<ol> <li>List of share holders, debenture holders</li> <li>Approval letter for extension of AGM;</li> <li>Copy of MGT-8;</li> </ol>	Attach Attach Attach	List of Shareholders.pdf List of Transfer_Transmission etc.pdf MGT-8 Certificate BHAGERIA 2021-2022.
4. Optional Attachement(s), if any	Attach	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