

FORM NO. MGT-7

[Pursuant to sub-section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of 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

L27109PN1999PLC016417

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACJ9917A

(ii) (a) Name of the company

ISMT LIMITED

(b) Registered office address

LUNKAD TOWERS, VIMANNAGAR,
PUNE
Maharashtra
INDIA
411014

(c) *email-ID of the company

secretarial@ismt.co.in

(d) *Telephone number with STD code

02041434100

(e) Website

www.ismt.com

(iii) Date of Incorporation

01/09/1999

(iv)	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	Bombay Stock Exchange	1
2	National Stock Exchange of India Ltd	1,024

(b) CIN of the Registrar and Transfer Agent

U67120MH2004PTC148994

Pre-fill

Name of the Registrar and Transfer Agent

SHAREPRO SERVICES (INDIA) PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

13AB Samhita Warehousing Complex, 2nd Floor,
Andheri-Kurla Road, Behind Sakinaka Tel. Exch.

(vii) *Financial year From (DD/MM/YYYY) To (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	ISMT Enterprises SA		Subsidiary	99.62
2	TRIDEM PORT AND POWER CO	U10101TN2007PTC070594	Subsidiary	100

3	Indian Seamless Inc.		Subsidiary	100
4	Structo Hydraulics AB		Subsidiary	100
5	ISMT Europe AB		Subsidiary	100
6	Structo (UK) Limited		Subsidiary	100
7	Nagapattinam Energy Private I	U40100TN2008PTC069515	Subsidiary	100
8	PT ISMT Resources		Subsidiary	100
9	BEST EXIM PRIVATE LIMITED	U51399PN2004PTC019783	Subsidiary	100
10	SUCCESS POWER AND INFRAP	U40108PN1996PTC099133	Subsidiary	100
11	MARSHAL MICROWARE INFRA	U45203PN2007PTC129795	Subsidiary	100

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	175,000,000	146,501,383	146,501,383	146,501,383
Total amount of equity shares (in rupees)	875,000,000	732,506,915	732,506,915	732,506,915

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	175,000,000	146,501,383	146,501,383	146,501,383
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	875,000,000	732,506,915	732,506,915	732,506,915

(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)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	710,000,000

(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	146,501,383	732,506,915	732,506,915	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	
ii. Rights issue	0	0	0	
iii. Bonus issue	0	0	0	
iv. Private Placement/ Preferential allotment	0	0	0	
v. ESOPs	0	0	0	
vi. Sweat equity shares allotted	0	0	0	
vii. Conversion of Preference share	0	0	0	
viii. Conversion of Debentures	0	0	0	
ix. GDRs/ADRs	0	0	0	
x. Others, specify 0	0	0	0	
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	
ii. Shares forfeited	0	0	0	
iii. Reduction of share capital	0	0	0	

iv. Others, specify 0	0	0	0	
At the end of the year	146,501,383	732,506,915	732,506,915	
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	
ii. Re-issue of forfeited shares	0	0	0	
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	
ii. Shares forfeited	0	0	0	
iii. Reduction of share capital	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 Previous AGM	<input type="text" value="26/09/2014"/>
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Date of Registration of Transfer	<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

Date of Registration of Transfer	<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			
Transferor's Name			
	Surname	Middle Name	First Name
Ledger Folio of Transferee			
Transferee's Name			
	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			21,194,442,929
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			786,589,681
Deposit			0
Total	0		21,981,032,610

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

23,201,490,620

(ii) Net worth of the Company

444,157,109

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	4,976,833	3.4	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)	70,822,532	48.34	0	

10.	Others	0	0	0	
Total			75,799,365	51.74	0

Total number of shareholders (promoters)

34

(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	43,600,582	29.76	0	
	(ii) Non-resident Indian (NRI)	3,611,080	2.46	0	
	(iii) Foreign national (other than NRI)	1,900	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	10,640	0.01	0	
5.	Financial institutions	1,983,208	1.35	0	
6.	Foreign institutional investors	4,741,471	3.24	0	
7.	Mutual funds	75,695	0.05	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	11,398,331	7.78	0	
10.	Others a)Trusts	5,279,111	3.6	0	
Total		70,702,018	48.26	0	0

Total number of shareholders (other than promoters)

128,080

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

128,114

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

10

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
East Coast Securities L	LES CASCADES, EDITH CAVELL STR			4,722,676	3.22
Morgan Stan Asset Mg	THE HONGKONG & SHANGHAI BAN			7,100	0
John Govrtrt & Co. Ltd.	THE HONGKONG & SHANGHAI BAN			3,900	0
Emerging India Focus	Standard Chartered Bank, Crescen			3,000	0
Stock Holding Corpora	44/1 KALICHARAN MEHRA ESTATE			3,000	0
Morgan Stanley Asset	THE HONGKONG & SHANGHAI BAN			1,300	0
The Jaguar Fund N.V.	C/O STANDARD CHARTERED BANK			202	0
Heritage Asset Manag	CITI BANK N A (CUSTORY SERVICES			100	0
Tiger Management Cc	44/1 KALICHARAN MEHRA ESTATE			93	0
Tiger Management Cc	C/O STANDARD CHARTERED BANK			100	0

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	At the beginning of the year	At the end of the year
Promoters	33	34
Members (other than promoters)	131,941	128,080
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	1	2	1	1	0.06	0.08
B. Non-Promoter	1	3	1	3	0	0.06
(i) Non-Independent	1	1	1	1	0	0.06
(ii) Independent	0	2	0	2	0	0

C. Nominee Directors representing	0	1	0	1	0	0
(i) Banks and FIs	0	1	0	1	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	2	6	2	5	0.06	0.14

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

8

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any)
S C Gupta	00025780	Director	0	
B R Taneja	00328615	Managing Director	90,793	
Rajiv Goel	00328723	Whole-time director	2,000	
O P Kakkar	00329426	Director	85,204	
K K Rai	00629937	Director	0	
J P Sureka	00482176	Director	120,380	
Ajit Ingle	00066750	Nominee director	0	
Nilesh Jain	ADEPJ9245P	Company Secretary	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)
Salil Taneja	00328668	Whole-time director	01/12/2014	Cessation
Suresh Khatanhar	03022106	Nominee director	06/09/2014	Cessation
Ajit Ingle	00066750	Nominee director	06/09/2014	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/CLB/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 who attended the meeting	% of total shareholding of attended members
Annual General Meeting	26/09/2014	129,965	109	55.94

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	as %age of total directors
1	28/05/2014	8	7	87.5
2	13/08/2014	8	6	75
3	26/09/2014	8	7	87.5
4	14/11/2014	8	7	87.5
5	01/12/2014	8	5	62.5
6	12/02/2015	7	7	100
7	30/03/2015	7	4	57.14

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	as %age of total members
1	Audit Committee	27/05/2014	3	3	100
2	Audit Committee	13/08/2014	3	3	100
3	Audit Committee	26/09/2014	3	3	100
4	Audit Committee	14/11/2014	3	3	100
5	Audit Committee	27/01/2015	3	3	100
6	Audit Committee	12/02/2015	3	3	100
7	Nomination and	14/11/2014	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	as %age of total members
8	Nomination an	12/02/2015	3	3	100
9	Nomination an	11/03/2015	3	3	100
10	Stakeholders F	28/05/2014	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	26/09/2015
								(Y/N/NA)
1	S C Gupta	7	6	85.71	14	13	92.86	No
2	B R Taneja	7	5	71.43	0	0	0	Yes
3	Rajiv Goel	7	7	100	0	0	0	Yes
4	O P Kakkar	7	3	42.86	1	1	100	No
5	K K Rai	7	7	100	13	13	100	Yes
6	J P Sureka	7	5	71.43	14	14	100	No
7	Ajit Ingle	5	4	80	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

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	B.R.Taneja	Managing Direct	4,200,000	0	0	0	0
2	Salil Taneja	Whole Time Dire	4,972,000	0	0	0	0
3	Rajiv Goel	Whole Time Dire	7,234,684	0	0	0	0
	Total		16,406,684	0	0	0	16,406,684

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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Nilesh Jain	Company Secre	1,273,194	0	0	129,252	0
	Total		1,273,194	0	0	129,252	1,402,446

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	S C Gupta	Director	0	0	0	420,000	0
2	K K Rai	Director	0	0	0	440,000	0
3	J P Sureka	Director	0	0	0	380,000	0
4	Ajit Ingle	Nominee Directo	0	0	0	100,000	0
5	O P Kakkar	Director	3,600,000	0	0	0	0
6	B. R.Taneja	Director(from 01	2,400,000	0	0	0	0
	Total		6,000,000	0	0	1,340,000	7,340,000

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

The Company has not complied with provisions of Section 149(4) of the Companies Act,2013 as it does not have one third of total strength of directors as Independent Directors and the company has also not complied with provisions of Section 149(1) of the Companies Act, 2013 with respect to appointment of Woman Director

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

Milind Kasodekar

Whether associate or fellow

Associate Fellow

Certificate of practice number

1681

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 applicable 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

RAJIV
GOEL

DIN of the director

00328723

To be digitally signed by

KASODEKAR
MILIND
BALKRISHNA

Company Secretary

Company Secretary in Practice

Membership number

2756

Certificate of practice number

1681

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

ADDITIONAL DETAILS AS PER POINT D) MGT-8- Signed.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