

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

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
411014
India

(c) *e-mail 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	BSE Ltd.	1
2	National Stock Exchange Of India Ltd	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Karvy Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(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 28/09/2019

(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

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

*No. of Companies for which information is to be given 10

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	99.62
5	ISMT Europe AB		Subsidiary	99.62
6	MARSHAL MICROWARE INFRA	U45203PN2007PTC129795	Subsidiary	100
7	Nagapattinam Energy Private L	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

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
Equity shares				
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	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				
Decrease during the year	0	0	0	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				
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	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
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				
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 type="text" value="28/12/2018"/>
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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

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
------------------	----------------------	--

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"/>		
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			30,553,329,234
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			486,781,427
Deposit			0
Total			31,040,110,661

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)

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

18,250,988,225

(ii) Net worth of the Company

-8,190,713,677

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	4,877,960	3.33	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)	70,645,149	48.22	0	

10.	Others	0	0	0	
	Total	75,523,109	51.55	0	0

Total number of shareholders (promoters)

23

(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	36,264,619	24.75	0	
	(ii) Non-resident Indian (NRI)	10,234,495	6.99	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	1,990,837	1.36	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	1,495	0	0	
7.	Mutual funds	47,570	0.03	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	11,113,760	7.59	0	
10.	Others Trusts, IEPF, HUF	11,323,598	7.73	0	
	Total	70,978,274	48.45	0	0

Total number of shareholders (other than promoters)

85,434

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

85,457

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

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

**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	27	23
Members (other than promoters)	95,327	85,434
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	0	1	0	0.01	0
B. Non-Promoter	1	4	1	5	0	0.08
(i) Non-Independent	1	1	1	2	0	0.05
(ii) Independent	0	3	0	3	0	0.03
C. Nominee Directors representing	0	1	0	0	0	0
(i) Banks & FIs	0	1	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	2	5	2	5	0.01	0.08

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 share(s) held	Date of cessation (after closure of financial year : If any)
Baldev Raj Taneja	00328615	Managing Director	9,033	
Rajiv Goel	00328723	Whole-time director	2,000	
Omprakash Kakkar	00329426	Director	75,000	
Deepa Mathur	00449912	Director	1,204	
Shyam Powar	01679598	Director	47,865	
Ramasubramaniam Poo	00955742	Director	0	
Kanakraj Madhavan	08373391	Director	2,254	
Chetan Nathani	AGQPN4648D	Company Secretar	0	

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

9

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)
Satish Chandra Gupta	00025780	Director	29/12/2018	Cessation
Kanakraj Madhavan	08373391	Additional director	01/03/2019	Appointment
Chetan Nathani	AGQPN4648D	Company Secretar	11/06/2018	Appointment
Shashank Dixit	08029761	Nominee director	18/01/2019	Cessation
Deepa Mathur	00449912	Director	29/12/2018	Cessation
Deepa Mathur	00449912	Additional director	29/12/2018	Appointment
Ramasubramaniam Poo	00955742	Additional director	28/12/2018	Appointment
Baldev Raj Taneja	00328615	Managing Director	01/12/2018	Change in designation
Rajiv Goel	00328723	Whole-time director	01/10/2018	Change in designation

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

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	28/12/2018	85,544	107	51.3

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	11/06/2018	7	4	57.14
2	10/08/2018	7	7	100
3	01/10/2018	7	7	100
4	05/11/2018	7	7	100
5	28/12/2018	8	6	75
6	12/02/2019	7	6	85.71
7	14/02/2019	7	3	42.86
8	01/03/2019	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	% of attendance
1	Audit committee	27/04/2018	3	3	100
2	Audit committee	11/06/2018	3	2	66.67
3	Audit committee	10/08/2018	3	3	100
4	Audit committee	05/11/2018	3	3	100
5	Audit committee	12/02/2019	3	2	66.67
6	Audit committee	14/02/2019	3	2	66.67
7	Nomination and	11/06/2018	3	2	66.67
8	Nomination and	01/10/2018	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
9	Nomination an	28/12/2018	3	2	66.67
10	Nomination an	01/03/2019	4	2	50

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	28/09/2019
								(Y/N/NA)
1	Baldev Raj Ta	8	6	75	0	0	0	Yes
2	Rajiv Goel	8	8	100	0	0	0	Yes
3	Omprakash Ka	8	5	62.5	0	0	0	Yes
4	Deepa Mathur	8	7	87.5	14	13	92.86	No
5	Shyam Powar	8	4	50	14	6	42.86	No
6	Ramasubrama	4	4	100	3	3	100	Yes
7	Kanakraj Madl	0	0	0	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Baldeveraj Taneja	Managing Direct	16,800,000			2,000,000	0
2	Rajiv Goel	Chief Financial C	6,900,000			5,409,600	0
	Total		23,700,000	0		7,409,600	31,109,600

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	Chetan Nathani	Company Secre	833,874	0	0	61,826	0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		833,874	0	0	61,826	895,700

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Deepa Mathur	Independent Dir	940,000	0	0	0	0
2	S C Gupta	Independent Dir	940,000	0	0	0	0
3	R Poornalingam	Independent Dir	400,000	0	0	0	0
4	Shyam Powar	Independent Dir	680,000	0	0	0	0
5	Shashank Dixit	Non-Executive D	240,000	0	0	0	0
6	O.P.Kakkar	Non-Executive D	300,000	0	0	0	0
7	Deepa Mathur	Non-Executive D	300,000	0	0	0	0
8	S C Gupta	Non-Executive D	140,000	0	0	0	0
	Total		3,940,000	0	0	0	3,940,000

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

1. Due to pre-scrutiny/ technical error on MCA website, the Company could not file form DIR-12 with ROC in relation to the appointment of Mr. S C Gupta as additional director & re-appointment of Mr. Raiiv Goel as Whole-time Director during FY2018-19. However, the said forms were filed through form

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

Vijayendra G. Padaki

Whether associate or fellow

Associate Fellow

Certificate of practice number

17832

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:

- 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.
- 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

BALDEVRAJ
TOPANRAM
TANEJA

DIN of the director

00328615

To be digitally signed by

CHETAN
MANOHAR
NATHANI

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

MGT-8-2019-ISMT.pdf
FII.pdf
Additional details - Committee Meetings.pdf
Clarification Letter.pdf
Share Transfers-2018-19-ISMT.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