# 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**

(v) Whether company is having share capital

# I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company **Pre-fill** L99999MH1938PLC002869 Global Location Number (GLN) of the company \* Permanent Account Number (PAN) of the company AAACG6146L (ii) (a) Name of the company G. G. DANDEKAR MACHINE WC (b) Registered office address 211 / A, MIDC, Buti Bori Industrial Area Village Kinhi, Tal. Hingana, Dist. Nagpur Nagpur Maharashtra 441122 (c) \*e-mail ID of the company cs@ggdandekar.com (d) \*Telephone number with STD code 07104667300 (e) Website www.ggdandekar.com Date of Incorporation (iii) 08/12/1938 Type of the Company Category of the Company Sub-category of the Company (iv) **Public Company** Company limited by shares Indian Non-Government company

 $(\bullet)$ 

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    |
|        |                       |      |

| (b) CIN of the Registrar and Tra                                 | nsfer Agent         |               | U67190MH | 1999PTC118368 | Pre-fill     |
|--|---------------------|---------------|----------|---------------|--------------|
| Name of the Registrar and Trar                                   | nsfer Agent         | L             |          |               |              |
| LINK INTIME INDIA PRIVATE LIMIT                                  | ſED                 |               |          |               |              |
| Registered office address of the                                 | e Registrar and Tra | ansfer Agents |          |               |              |
| C-101, 1st Floor, 247 Park,<br>Lal Bahadur Shastri Marg, Vikhrol | i (West)            |               |          |               |              |
| (vii) *Financial year From date 01/0                             | 4/2017              | (DD/MM/YYYY)  | To date  | 31/03/2018    | (DD/MM/YYYY) |
| (viii) *Whether Annual general meeti                             | ng (AGM) held       | • Ye          | s 🔿      | No            | '            |
| (a) If yes, date of AGM  | 21/09/2018          |               |          |               |              |
| (b) Due date of AGM  | 30/09/2018          |               |          |               |              |
| (c) Whether any extension for A                                  | -                   |               | Yes      | No            |              |

\*Number of business activities 1

| S.No | Main<br>Activity<br>group code |               | Business<br>Activity<br>Code |   | % of turnover<br>of the<br>company |
|------|--------------------------------|---------------|------------------------------|---|------------------------------------|
| 1    | с                              | Manufacturing | C10                          | Electrical equipment, General Purpose and<br>Special purpose Machinery & equipment, | 100                                |

# 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 / FCRN | Holding/ Subsidiary/Associate/<br>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<br>capital | Subscribed capital | Paid up capital |
|---|--------------------|-------------------|--------------------|-----------------|
| Total number of equity shares             | 20,000,000         | 4,761,387         | 4,761,387          | 4,761,387       |
| Total amount of equity shares (in Rupees) | 20,000,000         | 4,761,387         | 4,761,387          | 4,761,387       |

Number of classes

|   |                    | <b>_</b>          |                    |                 |
|---|--------------------|-------------------|--------------------|-----------------|
| Class of Shares<br>EQUITY                 | Authorised capital | Issued<br>capital | Subscribed capital | Paid up capital |
| Number of equity shares                   | 20,000,000         | 4,761,387         | 4,761,387          | 4,761,387       |
| Nominal value per share (in rupees)       | 1                  | 1                 | 1                  | 1               |
| Total amount of equity shares (in rupees) | 20,000,000         | 4,761,387         | 4,761,387          | 4,761,387       |

1

## (b) Preference share capital

| Particulars                                   | Authorised capital | Issued<br>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 | Laula | 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<br>shares | Total nominal<br>amount | Total Paid-up<br>amount | Total premium |
|------------------------------|---------------------|-------------------------|-------------------------|---------------|
| Equity shares                |                     |                         |                         |               |
| At the beginning of the year | 4,761,387           | 4,761,387               | 4,761,387               |               |

| 0         | 0   | 0   | 0   |
|-----------|---|---|---|
| 0         | 0   | 0   | 0   |
| 0         | 0   | 0   | 0   |
| 0         | 0   | 0   | 0   |
| 0         | 0   | 0   | 0   |
| 0         | 0   | 0   | 0   |
| 0         | 0   | 0   | 0   |
| 0         | 0   | 0   | 0   |
| 0         | 0   | 0   | 0   |
| 0         | 0   | 0   | 0   |
|           |   |   |   |
| 0         | 0   | 0   | 0   |
| 0         | 0   | 0   | 0   |
| 0         | 0   | 0   | 0   |
| 0         | 0   | 0   | 0   |
|           |   |   |   |
| 4,761,387 | 4,761,387   | 4,761,387   |   |
|           |   |   |   |
| 0         | 0   | 0   |   |
| 0         | 0   | 0   | 0   |
| _         |   |   | 1   |
| 0         | 0   | 0   | 0   |
|           | 0   | 0   | 0   |
| 0         |   |   |   |
| 0         |   |   |   |
|           | 0<br>0<br>0<br>0<br>0<br>0<br>0<br>0<br>0<br>0<br>0<br>0<br>0<br>0<br>0<br>0<br>0<br>0<br>0 | 0       0         0       0         0       0         0       0         0       0         0       0         0       0         0       0         0       0         0       0         0       0         0       0         0       0         0       0         0       0         0       0         0       0         0       0         0       0         4,761,387       4,761,387 | 0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         1       1       1         1       1       1         0       0       0         0       0       0         0       0       0         0       0       0         0       0       0         0       0       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 /  | 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<br>[Details being provided in a CD/Digital Media] | $\bigcirc$          | Yes | ۲          | No | $\bigcirc$ | Not Applicable |
|---|---------------------|-----|------------|----|------------|----------------|
| Separate sheet attached for details of transfers      | $oldsymbol{igodol}$ | 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 genera   | Il meeting 09/ | /08/2017                                     |  |  |  |  |  |
|--|----------------|--|--|--|--|--|--|
| Date of registration of transfer (Date Month Year)                           |                |  |  |  |  |  |  |
| Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock |                |  |  |  |  |  |  |
| Number of Shares/ Debentures/<br>Units Transferred                           |                | Amount per Share/<br>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) |         |             |  |                       |  |  |  |
|--|---------|-------------|--|-----------------------|--|--|--|
| Type of transfe                                    | r       | 1 - Equity, | 2- Preference Shares,3 -                     | Debentures, 4 - Stock |  |  |  |
| Number of Shares/ Debentures/<br>Units Transferred |         |             | Amount per Share/<br>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            |  |  |  |

# (iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)

| Particulars   | Number of units | Nominal value per<br>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<br>outstanding/accrued but not due for<br>payment) excluding deposits   |                 |                           | 0           |
| Unsecured Loans (including interest<br>outstanding/accrued but not due for<br>payment) excluding deposits |                 |                           | 0           |
| Deposit   |                 |                           | 106,000     |
| Total   |                 |                           | 106,000     |

## **Details of debentures**

| Class of debentures           | Outstanding as at the beginning of the year | - | Decrease during the<br>year | Outstanding as at<br>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

| (1) 0000111000 (1     |                         |                               |                        | <b>-</b>                   |                     |
|-----------------------|-------------------------|-------------------------------|------------------------|----------------------------|---------------------|
| Type of<br>Securities | Number of<br>Securities | Nominal Value of<br>each Unit | Total Nominal<br>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

88,007,216

(ii) Net worth of the Company

403,009,181

## VI. (a) \*SHARE HOLDING PATTERN - Promoters

| S. No. | Category | Equity | Preference |
|--------|----------|--------|------------|
|        |          |        |            |

|     |   | Number of shares | Percentage | Number of shares | Percentag |
|-----|---|------------------|------------|------------------|-----------|
| 1.  | Individual/Hindu Undivided Family       |                  |            |                  |           |
|     | (i) Indian                              | 2,866,320        | 60.2       | 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                |           |
| б.  | Foreign institutional investors         | 0                | 0          | 0                |           |
| 7.  | Mutual funds                            | 0                | 0          | 0                |           |
| 8.  | Venture capital                         | 0                | 0          | 0                |           |
| 9.  | Body corporate<br>(not mentioned above) | 150              | 0          | 0                |           |
| 10. | Others                                  | 0                | 0          | 0                |           |
|     | Tot                                     | al 2,866,470     | 60.2       | 0                | 0         |

# Total number of shareholders (promoters)

12

# (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                              | 1,759,237        | 36.95      | 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                     | 135,680   | 2.85 | 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<br>(not mentioned above) | 0         | 0    | 0 |   |
| 10. | Others                                  | 0         | 0    | 0 |   |
|     | Total                                   | 1,894,917 | 39.8 | 0 | 0 |

Total number of shareholders (other than promoters)

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

| 2,470 |  |
|-------|--|
| 2,482 |  |

## 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                         | 15                           | 12                     |
| Members<br>(other than promoters) | 2,702                        | 2,470                  |
| Debenture holders                 | 0                            | 0                      |

# VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

# (A) \*Composition of Board of Directors

| Category | Number of directors at the |               | Number of directors at the end |               | Percentage of shares held by    |               |
|----------|----------------------------|---------------|--------------------------------|---------------|---------------------------------|---------------|
|          | beginning of the year      |               | of the year                    |               | directors as at the end of year |               |
|          | Executive                  | Non-executive | Executive                      | Non-executive | Executive                       | Non-executive |

| A. <b>Promoter</b>                   | 0 | 1 | 0 | 1 | 0 | 0 |
|--------------------------------------|---|---|---|---|---|---|
| B. Non-Promoter                      | 1 | 4 | 1 | 4 | 0 | 0 |
| (i) Non-Independent                  | 1 | 1 | 1 | 1 | 0 | 0 |
| (ii) Independent                     | 0 | 3 | 0 | 3 | 0 | 0 |
| C. Nominee Directors<br>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 | 5 | 1 | 5 | 0 | 0 |

# Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 7

## (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) |
|----------------------|------------|--------------------|--------------------------------|--|
| Nihal Kulkarni       | 01139147   | Director           | 0                              |  |
| Madhav Chandrachud   | 06419028   | Director           | 0                              |  |
| Rajesh Phadke        | 02749329   | Director           | 0                              |  |
| Saurabh Patwardhan   | 03056479   | Director           | 0                              |  |
| Savita Sahastrabudhe | 06926402   | Director           | 0                              |  |
| Mangesh Joshi        | 07244555   | Whole-time directo | 1                              |  |
| Sanket Gunjikar      | ALMPG0286B | CFO                | 0                              | 03/12/2018   |

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

| Name           |            | beginning / during | change in designation/ | Nature of change (Appointment/<br>Change in designation/ Cessation) |
|----------------|------------|--------------------|------------------------|---|
| SAURABH SOMANI | BHCPS6976D | Company Secretar   | 13/12/2017             | CESSATION   |

1

# 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<br>Members entitled to<br>attend meeting | Attend | lance                   |
|                         |                 | C C  |        | % of total shareholding |
| ANNUAL GENERAL MEETI    | 09/08/2017      | 2,482  | 16     | 63.04                   |

### **B. BOARD MEETINGS**

| *Number of r | neetings held 5 |   |                              |                 |  |
|--------------|-----------------|---|------------------------------|-----------------|--|
| S. No.       | Date of meeting | Total Number of directors associated as on the date | Attendance                   |                 |  |
|              |                 | of meeting  | Number of directors attended | % of attendance |  |
| 1            | 09/05/2017      | 6   | 6                            | 100             |  |
| 2            | 09/08/2017      | 6   | 6                            | 100             |  |
| 3            | 20/11/2017      | 6   | 6                            | 100             |  |
| 4            | 13/12/2017      | 6   | 6                            | 100             |  |
| 5            | 22/01/2018      | 6   | 6                            | 100             |  |

## C. COMMITTEE MEETINGS

| Number of meetin | igs held           |                 | 6  |                            |                               |
|------------------|--------------------|-----------------|--|----------------------------|-------------------------------|
| S. No.           | Type of<br>meeting | Date of meeting | Total Number<br>of Members as<br>on the date of<br>the meeting | Number of members attended | Attendance<br>% of attendance |
| 1                | AUDIT COMM         | 09/05/2017      | 4  | 4                          | 100                           |
| 2                | NRC                | 09/05/2017      | 3  | 3                          | 100                           |
| 3                | AUDIT COMM         | 09/08/2017      | 4  | 4                          | 100                           |
| 4                | AUDIT COMM         | 20/11/2017      | 4  | 4                          | 100                           |
| 5                | NRC                | 20/11/2017      | 3  | 3                          | 100                           |
| 6                | AUDIT COMM         | 22/01/2018      | 4  | 4                          | 100                           |

## **D. \*ATTENDANCE OF DIRECTORS**

|           |                         |   | Board Meetings |      | Committee Meetings |          |                    | Whether attended AGM              |
|-----------|-------------------------|---|----------------|------|--------------------|----------|--------------------|-----------------------------------|
| S.<br>No. | Name<br>of the director |   | Meetings       | % of |                    | Meetings | % of<br>attendance | held on<br>21/09/2018<br>(Y/N/NA) |
| 1         | Nihal Kulkarni          | 5 | 5              | 100  | 0                  | 0        | 0                  | No                                |
| 2         | Madhav Chan             | 5 | 5              | 100  | 6                  | 6        | 100                | Yes                               |
| 3         | Rajesh Phadk            | 5 | 5              | 100  | 6                  | 6        | 100                | Yes                               |
| 4         | Saurabh Patw            | 5 | 5              | 100  | 4                  | 4        | 100                | No                                |
| 5         | Savita Sahasti          | 5 | 5              | 100  | 6                  | 6        | 100                | Yes                               |
| 6         | Mangesh Josh            | 5 | 5              | 100  | 0                  | 0        | 0                  | Yes                               |

## X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

| 5. No.  | Name              | Designation         | Gross Salary      | Commission           | Stock Option/<br>Sweat equity | Others  | Total<br>Amount |
|---------|-------------------|---------------------|-------------------|----------------------|-------------------------------|---------|-----------------|
| 1       | Mangesh Joshi     | Executive Direct    | 4,304,022         | 0                    | 0                             | 144,000 | 4,448,022       |
| -       | Total             |                     | 4,304,022         | 0                    | 0                             | 144,000 | 4,448,022       |
| mber of | FCEO, CFO and Com | pany secretary whos | se remuneration d | etails to be entered | d                             | 2       |                 |
| 3. No.  | Name              | Designation         | Gross Salary      | Commission           | Stock Option/<br>Sweat equity | Others  | Total<br>Amount |
| 1       | Sanket Gunjikar   | Chief Financial (   | 815,504           | 0                    | 0                             | 26,544  | 842,048         |
| 2       | Saurabh Somani    | Company Secre       | 333,169           | 0                    | 0                             | 13,021  | 346,190         |
| -       | Total             |                     | 1,148,673         | 0                    | 0                             | 39,565  | 1,188,238       |

| S. No. | Name            | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others  | Total<br>Amount |   |
|--------|-----------------|-------------|--------------|------------|-------------------------------|---------|-----------------|---|
| 3      | RAJESH D. PHADK | DIRECTOR    | 0            | 0          | 0                             | 55,000  | 55,000          |   |
| 4      | SAURABH B. PATV | DIRECTOR    | 0            | 0          | 0                             | 45,000  | 45,000          | Ì |
| 5      | SAVITA P.SAHASR | DIRECTOR    | 0            | 0          | 0                             | 55,000  | 55,000          | Ì |
|        | Total           |             | 0            | 0          | 0                             | 235,000 | 235,000         |   |

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

- \* A. Whether the company has made compliances and disclosures in respect of applicable Yes No provisions of the Companies Act, 2013 during the year
  - B. If No, give reasons/observations

As per attached attachment

## XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NI

 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 NI

| Name of the | Name of the court/<br>concerned<br>Authority | ISECTION LINGER WHICH | Amount of compounding (in<br>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

MAHESH ATHAVALE

Whether associate or fellow

Associate 💿 Fellow

1488

#### 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. .. 09 dated 25/07/2015

(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.

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                        | MANGESH<br>SURYAKAN<br>T JOSHI |                                |  |  |  |
|---------------------------------|--------------------------------|--------------------------------|--|--|--|
| DIN of the director             | 07244555                       |                                |  |  |  |
| To be digitally signed by       | Mahesh<br>Anant<br>Athavale    |                                |  |  |  |
| Company Secretary               |                                |                                |  |  |  |
| • Company secretary in practice |                                |                                |  |  |  |
| Membership number 2412          |                                | Certificate of practice number |  |  |  |

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## 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> <li>Optional Attachement(s), if any</li> </ol> | Attach<br>Attach<br>Attach<br>Attach | GGD_MGT-8_2018.pdf<br>GGD_Share Transfer Sheet_2018.pdf<br>GGD_XI_Other Attachment.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

3-4, 'Aishwarya Sankul', S. No. 17, Opp. Joshi Railway Museum, Kothrud Pune - 411 038.INDIA Tel. : +91 20 2546 6265 | 6265 6520 | 6529 6055 | www.kanjcs.com | GSTIN 27AATFK2284M1ZK A Partnership Registered Under The Limited Liability Partnership Act, 2008 With Limited Liability



#### Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

## CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of G.G. DANDEKAR MACHINE WORKS LIMITED (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31<sup>st</sup> March 2018 (the period under review). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year, the Company has adequately complied with provisions of the Act & Rules made there under in respect of:
  - 1. its status under the Act;
  - 2. maintenance of registers/records & making entries therein within the time prescribed therefore;
  - 3. filing of forms and returns as and when required, the Company has filed the forms MGT-14, MGT-15, AOC-4 XBRL with the Registrar of Companies within the prescribed time except few e-forms like MGT-7 for the FY 2016-17, IEPF-6, MGT-14, IEPF-1 and IEPF-4 were filed with additional fees and e-Forms IEPF-2 is yet to be filed. There were no instances for the filing of other forms and returns with the Central Government, Regional Director, Tribunal, Court or other authorities;
  - 4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, 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 Minute Book/registers maintained for the purpose and the same have been signed.
  - 5. closure of Register of Members/Security holders, as the case may be;
  - the Company has not given any loan/advance to its Directors and/or persons or firms or companies referred in Section 185 of the Companies Act;
  - 7. the Company has entered in contracts/arrangements with related parties as specified in section 188 of the Act during the period under review. However, all contracts/ arrangements/transactions entered by the Company during the financial year with the related parties were in ordinary course of business and at an arm's length basis;
  - issue or allotment or transfer or transmission or buy back securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities and issue of security certificate in all instances.





However, the Company has not issued or allotted or bought back or redeemed preference shares or debentures or altered or reduced the Share Capital or converted any Securities during the period under review therefore the Company was not required to comply with the relevant provisions of the Companies Act, 2013;

- Keeping in abeyance the right to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act. However, the Company was not required to keep 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.

During the period under review, the Company has not declared any dividend therefore the Company was not required to comply with the relevant provisions of the Companies Act, 2013. In relation to transfer of unpaid/unclaimed dividend/other amounts to the Investor Education and Protection Fund, the unclaimed dividend amount and shares was transferred with a delay. The Company has yet to file e-Form IEPF-2.

- 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/ re-appointments/ retirement/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. However, Mr. Surabh Somani, Company Secretary, was resigned on 13th Dec. 2017. During the period under review, the Company was complied with the relevant provisions of the Companies Act, 2013;
- 13. appointment/reappointment/filling up casual vacancies of auditors as per the provisions of Section 139 of the Companies Act; 2013;
- 14. the Company was not required to obtain any approval from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the provisions of the Act.
- Acceptance/renewal/repayment of deposits. However, the Company was not required to comply with the provisions of acceptance/ renewal/ repayment of deposits as the Company has not accepted/renewed/repaid any deposits;
- 16. Borrowing from its director, Members, public financial institutions, banks and other and creation/modification/satisfaction of charge in that respect, wherever applicable. However, the Company has not borrowed from its Directors, Public Financial Institutions, Banks and others therefore the Company was not required to comply with the relevant provisions of the Companies Act, 2013.
- 17. Loans and investments or guarantees give or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act.

However, the company has not made any loans and investments or guarantees give or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act.





18. Alteration of the provisions of the Memorandum and/or Article of Association of the Company.

However, the Company has not altered the provisions of the Memorandum and/or Articles of Association of the Company during the period under review;

For Kanj &Co. LLP, Company Secretaries

Sd/-

Mahesh Athavale Partner FCS NO.: 2412 C.P. NO.: 1488

Place: Pune Date: 31.12.2018

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| G G Dandekar Machine Works Limited<br>Details of shares/debentures transfers from |      |       | 01/04/2017 | To 31/03/20 | 18                   | Closure Date : | 31-03-2017 |                      |
|---|------|-------|------------|-------------|----------------------|----------------|------------|----------------------|
| TRANSFER DATE   | TYPE | SH/DB | AMTPERSH   | FOLIO       | SELLER NAME          |                | FOLIO      | BUYER NAME           |
| 13/04/2017  | 1    | 270   | 000001     | 00M00246    | MAULIK ROHIT MARTHAK |                | CD000001   | CENTRAL DEPOSITORY S |
| 17/04/2017  | 1    | 450   | 000001     | 00K00340    | KAMAL RAJAN          |                | ND000001   | NATIONAL SECURITY DE |
| 19/07/2017  | 1    | 900   | 000001     | 00P00204    | MAFATLAL BECHARDAS P |                | ND000001   | NATIONAL SECURITY DE |
| 08/08/2017  | 1    | 450   | 000001     | 00H00034    | HEMLATABEN P PATEL   |                | ND000001   | NATIONAL SECURITY DE |
| 24/08/2017  | 1    | 630   | 000001     | 00M00358    | MOHAN GAJANAN BAL    |                | ND000001   | NATIONAL SECURITY DE |
| 31/08/2017  | 1    | 450   | 000001     | 00G00173    | KUSUM GUPTA          |                | ND000001   | NATIONAL SECURITY DE |
| 18/09/2017  | 1    | 86    | 000001     | CD000001    | CENTRAL DEPOSITORY S |                | 00K00341   | KIRTI L GANGAR       |
| 16/11/2017  | 1    | 630   | 000001     | 00K00334    | KAVITA ANAND JOG     |                | CD000001   | CENTRAL DEPOSITORY S |
| 01/01/2018  | 1    | 450   | 000001     | 00V00050    | HINA PRAVIN VAKIL.   |                | 00H00035   | HINA PRAVIN VAKIL.   |
| 02/02/2018  | 1    | 90    | 000001     | 00G00098    | SHAILA NITIN GANU.   |                | ND000001   | NATIONAL SECURITY DE |
| 19/02/2018  | 1    | 180   | 000001     | 00U00012    | LATA SOMANATHA UPADY |                | ND000001   | NATIONAL SECURITY DE |
| 05/03/2018  | 1    | 1260  | 000001     | 00B00152    | INDUMATI MADHAV BHAV |                | 00M00361   | MILIND MADHAV BHAVE  |
| 19/03/2018  | 1    | 70    | 000001     | CD000001    | CENTRAL DEPOSITORY S |                | 00N00079   | NEHAL K GANGAR       |
| 23/03/2018  | 1    | 450   | 000001     | 00H00035    | HINA JAYESH DAMANIA  |                | CD000001   | CENTRAL DEPOSITORY S |
| 26/03/2018  | 1    | 900   | 000001     | 00\$00652   | SIVARAMAN            |                | ND000001   | NATIONAL SECURITY DE |

- **A.** Whether the Company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year- **NO**
- **B.** If No, give reasons/observations
  - 1. filing of forms and returns as and when required, the Company has filed the forms MGT-14, MGT-15, AOC-4 XBRL with the Registrar of Companies within the prescribed time except few e-forms like MGT-7 for the FY 2016-17, IEPF-6, MGT-14, IEPF-1 and IEPF-4 were filed with additional fees and e-Forms IEPF-2 is yet to be filed. There were no instances for the filing of other forms and returns with the Central Government, Regional Director, Tribunal, Court or other authorities;
  - 2. 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.

During the period under review, the Company has not declared any dividend therefore the Company was not required to comply with the relevant provisions of the Companies Act, 2013. In relation to transfer of unpaid/unclaimed dividend/other amounts to the Investor Education and Protection Fund, the unclaimed dividend amount and shares was transferred with a delay. The Company has yet to file e-Form IEPF-2.