

# 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]



# 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

L29113PN1920PLC000670

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACK7300E

(ii) (a) Name of the company

KIRLOSKAR BROTHERS LIMITED

(b) Registered office address

Yamuna, Survey No. 98 / 3 to 7, Plot No. 3,  
Baner  
Pune  
Pune  
Maharashtra  
411045

(c) \*e-mail ID of the company

sandeep.phadnis@kbl.co.in

(d) \*Telephone number with STD code

02027212721

(e) Website

www.kirloskarpumps.com

(iii) Date of Incorporation

15/01/1920

(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 Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD  
SAKINAKA

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (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	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	84.22

## 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	Karad Projects and Motors Lim	U45203PN2001PLC149623	Subsidiary	100
2	The Kolhapur Steel Limited	U27106MH1965PLC013212	Subsidiary	99.74

3	Kirloskar Corrocoat Private Lim	U28920PN2006PTC022240	Subsidiary	65
4	Kirloskar Brothers Internationa		Subsidiary	100
5	Kirloskar Pompen B.V.		Subsidiary	100
6	Rodelta Pumps International B		Subsidiary	100
7	Rotaserve B.V.		Subsidiary	100
8	SPP Pumps Limited		Subsidiary	100
9	SPP France SAS		Subsidiary	100
10	SPP Pumps Inc.		Subsidiary	100
11	Syncroflo Inc.		Subsidiary	100
12	Rotaserve Limited		Subsidiary	100
13	SPP Pumps MENA LLC		Subsidiary	100
14	Kirloskar Brothers (Thailand) Li		Subsidiary	100
15	SPP Pumps Real Estate LLC		Subsidiary	100
16	SPP Pumps (Asia) Co. Limited		Subsidiary	100
17	SPP Pumps (Singapore) Pte. Li		Subsidiary	100
18	Micawber 784 (Proprietary) Lin		Subsidiary	100
19	SPP Pumps International Pty. L		Subsidiary	100
20	Braybar Pumps (Proprietary) Li		Subsidiary	100
21	SPP Pumps (South Africa) (Pty)		Subsidiary	100
22	Rotaserve Mozambique		Subsidiary	100
23	SPP Neviz Pumps Solutions Pty		Associate	100
24	Kirloskar Ebara Pumps Limited	U29120MH1988PLC045865	Associate	45
25	KBL Synerge LLP		Associate	0

#### 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	250,000,000	79,408,926	79,408,926	79,408,926
Total amount of equity shares (in Rupees)	500,000,000	158,817,852	158,817,852	158,817,852

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	250,000,000	79,408,926	79,408,926	79,408,926
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	500,000,000	158,817,852	158,817,852	158,817,852

(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	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>				
<b>At the beginning of the year</b>	79,408,926	158,817,852	158,817,852	

<b>Increase during the year</b>	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				
<b>Decrease during the year</b>	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				
<b>At the end of the year</b>	79,408,926	158,817,852	158,817,852	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	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				
<b>Decrease during the year</b>	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				
<b>At the end of the year</b>	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			
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		<input type="text"/>	
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		<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			3,092,841,486
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			1,905,706
Deposit			0
<b>Total</b>			<b>3,094,747,192</b>

**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
<b>Total</b>					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

**(i) Turnover**

20,970,322,301

**(ii) Net worth of the Company**

9,766,723,622

**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	33,032,719	41.6	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)	19,329,956	24.34	0	
10.	Others	0	0	0	
	<b>Total</b>	52,362,675	65.94	0	0

**Total number of shareholders (promoters)**

14

**(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	13,005,217	16.38	0	
	(ii) Non-resident Indian (NRI)	343,057	0.43	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	3,033,558	3.82	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	6,262,603	7.89	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	851,015	1.07	0	
10.	Others      Foreign Portfolio Investors,	3,550,801	4.47	0	
	<b>Total</b>	27,046,251	34.06	0	0

**Total number of shareholders (other than promoters)**

16,610

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

16,624

**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	14	14
Members (other than promoters)	17,263	16,610
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

<b>A. Promoter</b>	1	2	1	2	22.48	0.01
<b>B. Non-Promoter</b>	0	7	0	6	0	0.02
(i) Non-Independent	0	1	0	1	0	0.02
(ii) Independent	0	6	0	5	0	0
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	1	9	1	8	22.48	0.03

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

11

**(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)
Mr. Sanjay C. Kirloskar	00007885	Managing Director	17,847,465	
Mr. Pratap B. Shirke	00104902	Director	20,000	
Mr. Alok Kirloskar	05324745	Director	6,187	
Mr. Kishor Anant Chauk	00033830	Director	0	25/09/2020
Ms. Rama Kirloskar	07474724	Director	0	
Dr. Rakesh Mohan	02790744	Director	0	
Mr. Rajeev Kher	01192524	Director	0	
Ms. Shailaja Kher	08450568	Director	0	
Mr. Pradyumna Vyas	02359563	Director	0	
Mr. Chittaranjan M. Mat	AAUPM9365N	CFO	0	
Mr. Sandeep Phadnis	AARPP3020E	Company Secretar	0	

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

5

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)
Ms. Shailaja Kher	08450568	Additional director	16/05/2019	Appointment
Mr. Pradyumna Vyas	02359563	Additional director	16/05/2019	Appointment
Mr. TILAK DHAR	00204912	Additional director	01/07/2019	Cessation
Ms. Shailaja Kher	08450568	Director	12/08/2019	Change in Designation
Mr. Pradyumna Vyas	02359563	Director	12/08/2019	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	
AGM	12/08/2019	17,007	Number of members attended	% of total shareholding

### B. BOARD MEETINGS

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/05/2019	10	8	80
2	12/08/2019	9	9	100
3	04/11/2019	9	6	66.67
4	14/02/2020	9	8	88.89
5	19/03/2020	9	8	88.89

### C. COMMITTEE MEETINGS

Number of meetings 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 and Financial	16/05/2019	3	3	100
2	udit and Financial Audit and Financial Audit and Financial Audit and Financial Audit and Financial	12/08/2019	3	3	100
3	udit and Financial Audit and Financial Audit and Financial Audit and Financial Audit and Financial	04/11/2019	4	3	75
4	udit and Financial Audit and Financial Audit and Financial Audit and Financial Audit and Financial	14/02/2020	4	4	100
5	udit and Financial Audit and Financial Audit and Financial Audit and Financial Audit and Financial	19/03/2020	4	4	100
6	Stakeholders F	19/03/2020	3	3	100
7	Nomination Re	16/05/2019	4	4	100
8	Corporate Soc	16/05/2019	4	4	100
9	Corporate Soc	19/03/2020	4	4	100

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 25/09/2020 (Y/N/NA)
		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	
1	Mr. Sanjay C.	5	5	100	4	4	100	Yes
2	Mr. Pratap B.	5	5	100	5	5	100	Yes
3	Mr. Alok Kirlos	5	5	100	1	1	100	Yes
4	Mr. Kishor Anan	5	5	100	9	9	100	Yes
5	Ms. Rama Kirlos	5	5	100	1	1	100	Yes
6	Dr. Rakesh Mehta	5	4	80	6	5	83.33	Yes
7	Mr. Rajeev Khanna	5	5	100	6	6	100	Yes
8	Ms. Shailaja K	5	3	60	0	0	0	Yes
9	Mr. Pradyumn	5	3	60	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Sanjay C. Kirlos	Chairman and MD	11,250,000	32,000,000	0	4,476,894	47,726,894
	Total		11,250,000	32,000,000	0	4,476,894	47,726,894

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Chittaranjan Ma	Chief Financial Officer	8,158,911	0	0	0	8,158,911
2	Mr. Sandeep Phadnis	Company Secretary	4,087,462	0	0	0	4,087,462
	Total		12,246,373	0	0	0	12,246,373

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Shyamprasad Limaye

Whether associate or fellow

Associate  Fellow

Certificate of practice number

572

**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. . .

NA

dated

27/05/2013

(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

Sanjay Chandrakan  
Kirloskar  
Digitally signed by  
Sanjay Chandrakan  
Kirloskar  
Date: 2020.12.28  
16:38:34 +05'30'

DIN of the director

00007885

**To be digitally signed by**

SANDEEP  
ANIL  
PHADNIS  
Digitally signed by  
SANDEEP ANIL  
PHADNIS  
Date: 2020.12.28  
17:28:28 +05'30'

Company Secretary

Company secretary in practice

Membership number

11530

Certificate of practice number

[Redacted]

#### 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

KBL\_Shareholders-MGT\_7\_31032020.pdf  
KBL MGT 8 2020.pdf  
**KBL\_ROC\_TRF\_201920.pdf**

**Remove attachment**

**Modify**

**Check Form**

**Prescrutiny**

**Submit**

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**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**