

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

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
- Global Location Number (GLN) of the company
- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- VILLAGE BILLANWALI, BADDI
BADDI
Himachal Pradesh
173205
India
- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (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

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

383 LAKE GARDENS
1ST FLOOR

(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	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				

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	152,125,000	7,866,016	7,866,016	7,866,016
Total amount of equity shares (in Rupees)	304,250,000	15,732,032	15,732,032	15,732,032

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	152,125,000	7,866,016	7,866,016	7,866,016
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	304,250,000	15,732,032	15,732,032	15,732,032

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	7,500	0	0	0
Total amount of preference shares (in rupees)	750,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	7,500	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	750,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	5,000,000

(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	7,866,016	15,732,032	15,732,032	

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	7,866,016	15,732,032	15,732,032	
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	29/09/2018		
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"/>
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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

(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			1,253,504,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			1,253,504,000

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**

3,237,930,000

(ii) Net worth of the Company

1,467,465,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3,504,888	44.56	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)	808,320	10.28	0	
10.	Others	0	0	0	
	Total	4,313,208	54.84	0	0

Total number of shareholders (promoters)

20

(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	617,114	7.85	0	
	(ii) Non-resident Indian (NRI)	28,078	0.36	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	36,375	0.46	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,008,152	12.82	0	
10.	Others TRUST, OTHERS - GOVT ANE	1,863,089	23.69	0	
	Total	3,552,808	45.18	0	0

Total number of shareholders (other than promoters)

3,134

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

3,154

**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	21	20
Members (other than promoters)	3,125	3,137
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	2	1	2	0	22.08	0
B. Non-Promoter	0	4	0	4	0	0.03
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	4	0	4	0	0.03
C. Nominee Directors representing	0	1	0	2	0	0
(i) Banks & FIs	0	1	0	2	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	6	22.08	0.03

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

(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)
VIJAY AGGARWAL	00094141	Managing Director	746,633	
RAJIV AGGARWAL	00094198	Managing Director	990,306	
RAVIKANT DHAWAN	00101878	Director	500	
RAJENDRA PRASAD S	02129566	Director	0	
PRADEEP KUMAR	03052477	Additional director	0	
PURSHOTAM LAL SHA	03509280	Additional director	0	
BASKARAN KESAVAR	07176788	Nominee director	0	
BHAVANA RAO	00956209	Nominee director	0	
SNEHAL ATULKUMAR	AWUPC8481B	Company Secretar	0	
SHAILESH GANDHI	ABPPG1878G	CFO	0	

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

10

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)
ANJU AGGARWAL	00094267	Director	22/11/2018	CESSATION
PRADEEP KUMAR	03052477	Additional director	29/09/2018	CESSATION
PURSHOTAM LAL SHAH	03509280	Additional director	29/09/2018	CESSATION
BASKARAN KESAVAR	07176788	Nominee director	29/09/2018	CESSATION
BHAVANA RAO	00956209	Nominee director	29/09/2018	CESSATION
PRADEEP KUMAR	03052477	Additional director	29/09/2018	APPOINTMENT
PURSHOTAM LAL SHAH	03509280	Additional director	29/09/2018	APPOINTMENT
BASKARAN KESAVAR	07176788	Nominee director	29/09/2018	APPOINTMENT
BHAVANA RAO	00956209	Nominee director	29/09/2018	APPOINTMENT
SNEHAL ATULKUMAR	AWUPC8481B	Company Secretary	01/06/2018	APPOINTMENT

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	29/09/2018	3,146	18	54.53

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2018	8	7	87.5
2	14/08/2018	9	8	88.89
3	29/09/2018	9	5	55.56

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	13/11/2018	9	7	77.78
5	16/01/2019	8	6	75
6	14/02/2019	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

10

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 COMM	30/05/2018	4	3	75
2	AUDIT COMM	14/08/2018	4	3	75
3	AUDIT COMM	13/11/2018	4	4	100
4	NOMINATION	14/08/2018	3	2	66.67
5	NOMINATION	29/09/2018	3	2	66.67
6	SHARE TRAN	07/01/2019	3	3	100
7	AUDIT COMM	14/02/2019	4	4	100
8	STAKEHOLDE	14/02/2019	3	2	66.67
9	CSR COMMIT	14/02/2019	3	2	66.67
10	SHARE TRAN	15/03/2019	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	28/09/2019
								(Y/N/NA)
1	VIJAY AGGARWAL	6	6	100	2	2	100	Yes
2	RAJIV AGGARWAL	6	6	100	8	8	100	Yes
3	RAVIKANT DHANRAJ	6	3	50	10	3	30	No

4	RAJENDRA P	6	5	83.33	2	1	50	No
5	PRADEEP KU	6	4	66.67	9	8	88.89	No
6	PURSHOTAM	6	5	83.33	7	6	85.71	No
7	BASKARAN K	6	4	66.67	0	0	0	No
8	BHAVANA RA	5	3	60	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAJIV AGGARWAL	MANAGING DIF	3,360,000	0	0	281,400	3,641,400
2	VIJAY AGGARWAL	MANAGING DIF	3,420,000	0	0	284,400	3,704,400
	Total		6,780,000	0	0	565,800	0

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	SNEHAL ATULKUM	CS	211,000	0	0	0	211,000
2	SHAILESH GANDH	CFO	440,000	0	0	0	440,000
	Total		651,000	0	0	0	0

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAJENDRA PRASA	DIRECTOR	0	0	0	25,000	25,000
2	RAVIKANT DHWAN	DIRECTOR	0	0	0	15,000	15,000
3	PRADEEP KUMAR	DIRECTOR	0	0	0	25,000	25,000
4	PURSHOTAM LAL	DIRECTOR	0	0	0	30,000	30,000
5	ANJU AGGARWAL	DIRECTOR	0	0	0	20,000	20,000
6	K. BASKARAN	DIRECTOR	0	0	0	20,000	20,000
7	BHAVANA RAO	DIRECTOR	0	0	0	15,000	15,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		0	0	0	150,000	0

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

(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

DINESH MEHTA

Whether associate or fellow

Associate Fellow

Certificate of practice number

8419

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:

- 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
aggarwal
Digitally signed
by rajiv aggarwal
Date: 2019.12.05
15:52:49 +05'30'

DIN of the director

To be digitally signed by

DINESHCHAND
RA
MANGALDAS
MEHTA
Digitally signed by DINESHCHAND
RA MANGALDAS MEHTA
DN: cn=DINESHCHAND RA
MANGALDAS MEHTA, o=RA
MANGALDAS MEHTA, email=DINESHCHAND
RA MANGALDAS MEHTA@
MANGALDASMEHTA.COM, c=IN
Date: 2019.12.05 15:52:49 +05'30'

- 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

List of attachments

Form MGT-8_GAGL_FINAL-27-11-19.pdf
TRANSFER LIST_GAGL_31-03-2019.pdf

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

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 HIM Technoforge Limited (Formerly known as Gujarat Automotive Gears Limited) (the Company) (CIN: L29130HP1971PLC000904) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31/03/2019. 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 complied with provisions of the Act & Rules made there under in respect of:

1. The company is public limited company as per the Act.
2. The company has kept and maintained all registers as stated in **Annexure 'A'** to this Certificate, as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded;
3. The company has duly filed the forms and returns with the Registrar of Companies, within the time prescribed under the Act and the rules made there under except forms as stated in **Annexure 'B'**.

There was no form filed with Central Government, the Regional Director, Court or other authorities.

4. The Board of Directors duly met five times on dates as stated in Annual return in respect of which proper notices were given and the proceedings were properly recorded and signed in the minute book maintained for the purpose.

The Audit committee duly met on the dates as stated in Annual return in respect of which proper notices were given and the proceedings were properly recorded and signed in the minute book maintained for the purpose.

The Nomination and remuneration committee duly met on the dates as stated in the Annual return and in respect of which proper notices were given and the proceedings were properly recorded and signed in the minute book maintained for the purpose.

The Stakeholders relationship committee duly met on the dates as stated in the Annual return and in respect of which proper notices were given and the proceedings were properly recorded and signed in the minute book maintained for the purpose.



Annual general meeting was conducted at Village Billanwali, Baddi-173205 District: Solan (Himachal Pradesh) on 29th September, 2018 after giving due notice to the members of the Company and the proceedings were properly recorded and signed in the minutes book maintained for the purpose.

5. The Company has closed its Register of Members / Security holders from Friday, the 21st September, 2018 to Saturday, the 29th September, 2018 during the financial year.
6. No Advances / loans have been given to its directors and/or persons or firms or companies referred in section 185 of the Act during the financial year.
7. The Company has entered into contracts/arrangements at arm's length basis, under section 188 of the Companies Act, 2013 by passing resolution at the meeting of the Board of Directors held on 30th May, 2018 with following related parties:
 - a. Globe Precision Industries Private Limited for purchase and sale of materials and for availing and rendering job work services.
 - b. Himachal Shots & Metals Private Limited for purchase and sale of materials.
 - c. Him Overseas for purchase and sale of goods and availing and rendering job work services.
8. Company has not issued any securities during the year 2018-19.

The company has delivered all the certificates on lodgment of shares for transfer within the time prescribed under section 56(4)(c) of the Companies Act, 2013.

There was no buy back of securities/ redemption of preference shares or debentures/ reduction of share capital/ conversion of shares/ securities during the year.

9. There were no transactions necessitating the company to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer or shares.
10. The Company has declared Rs. 0.40(20%) Per Equity Share of Rs.2/- each as dividend in the Annual General Meeting held on 29/09/2018 during the year.

Transfer of unpaid/ unclaimed dividend to the Investor Education and Protection Fund in accordance with section 125 of the Act has been duly complied during the year. Company has transferred Rs. 11,47,500/- for the unpaid & unclaimed dividend for the financial year 2010-11 to Investor Education and Protection Fund during the year.
11. Audited financial statement has been duly signed 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. The Board of Directors of the Company is duly constituted. The following were the changes in the composition of the Board during the Financial year 2018-19:



Sr. No.	Name of Director	Designation	Date of appointment / re-appointment	Date of Cessation
1	Ms. Anju Aggarwal [DIN:00094267]*	Non-Executive Director	NA	22.11.2018
2	Mr. Baskaran Kesavareddiyar (DIN: 07176788)	Nominee Director	NA	29.09.2018
3	Ms. Bhavna Rao [DIN: 00956209]	Nominee Director	NA	29.09.2018
4	Mr. Purshotam Lal Sharma (DIN: 03509280)	Non-Executive Independent Director	NA	29.09.2018
5	Mr. Pradeep Kumar (DIN: 03052477)	Non-Executive Independent Director	NA	29.09.2018
6	Mr. Baskaran Kesavareddiyar (DIN: 07176788)	Additional Nominee Director	29.09.2018	NA
7	Ms. Bhavna Rao [DIN: 00956209]	Additional Nominee Director	29.09.2018	NA
8	Mr. Purshotam Lal Sharma (DIN: 03509280)	Additional Director	29.09.2018	NA
9	Mr. Pradeep Kumar (DIN: 03052477)	Additional Director	29.09.2018	NA

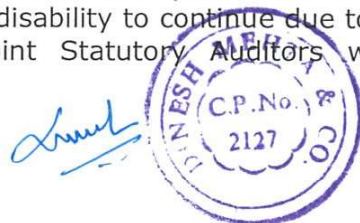
Ms. Bhavna Rao was appointed as Non-Executive Director/ Nominee Director at the meeting of the Board of Directors held on 30.05.2018.

The directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.

Remuneration has been paid to the Managing Director within the ceiling prescribed under section 197 of the Companies Act, 2013.

13. M/s M. L. BHUWANIA AND CO. LLP (FRN: 101484W/W100197) And M/S PRA ASSOCIATES (FRN: 2355N), Chartered Accountants, were appointed as the Joint Auditors of the Company for the period of 5(five) years who shall hold the office as Joint Auditors of the Company till 51st Annual General Meeting of the company to be held in the year 2022.

M/s M. L. BHUWANIA AND CO. LLP (FRN: 101484W/W100197), Chartered Accountants, expressing its disability to continue due to their pre occupation and voluntarily resigned as Joint Statutory Auditors w.e.f. 3rd August, 2018.



Whereas, M/S. PRA ASSOCIATES (FRN: 2355N) continued to act as Statutory Auditors of the Company.

M/s. Ashish Mehta & Associates, Chartered Accountants, Vadodara for Baroda Unit and M/s Anand Saklecha & Co., Chartered Accountants, for Indore Unit I & II, have been appointed as Internal Auditors of the Company in terms of Section 138 of the Companies Act, 2013 and rules & recognition, made thereunder, for the Financial Year 2018-19 by the Board of Directors at their meeting held on 30/05/2018, upon recommendation of the Audit Committee.

14. Company was not required to take approvals from the Regional Director, Central Government, Registrar, Court or such other authorities under the various provisions of the Act.
15. There was no acceptance/ renewal/ repayment of deposits during the year.
16. The Company has not borrowed money from its members.

However, the Company has modified existing charge on 26th March, 2019 (Ch. Id: 100245391) by hypothecation on movable property and corporate guarantee provided by M/s. Metalchem India Private Limited.

The Company has also created charges during the Financial year 2018-19 as stated in **Annexure C**

17. There was no instance of making investments or providing guarantees or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act.

There was no alteration of the provisions of the Articles of Association and Memorandum of Association of the Company.

For Dinesh Mehta & Co.
Company Secretaries

Dinesh Mehta
Proprietor
C.P. No.: 2127
Date: 30-09-2019



Annexure A

Registers as maintained by HIM TEKNOFORGE LIMITED (Formerly known as GUJARAT AUTOMOTIVE GEARS LIMITED.)

1. Reg. of Members u/s 88(1)(a).
2. Reg. of Directors and their shareholding u/s 170.
3. Reg. of renewed and duplicate share certificate u/s 46(3).
4. Reg. of charges u/s 85.
5. Reg. of Loans, Guarantee, Security and acquisition made by Company u/s 186(9)
6. Reg. of Contracts with related party and contracts in which directors are interested u/s 189(1)
7. Reg. for transfer of shares.

Annexure B

Forms and returns filed by HIM TEKNOFORGE LIMITED (Formerly known as GUJARAT AUTOMOTIVE GEARS LIMITED) during the year 2018-19. Attached herewith.

Annexure C

Details of Charges Created, Modified and Satisfied by HIM TEKNOFORGE LIMITED (Formerly Known as GUJARAT AUTOMOTIVE GEARS LIMITED.)

CHARGE ID	CHARGE HOLDER NAME	DATE OF CREATION	DATE OF MODIFICATION	AMOUNT IN RS.
100255961	ELECTRONICA FINANCE LIMITED	18/03/2019	NA	55,51,900
100245391	TATA CAPITAL FINANCIAL SERVICES LIMITED	13/03/2019	26/03/2019	15,00,00,000
100251249	ELECTRONICA FINANCE LIMITED	25/02/2019	NA	38,34,482
100238566	ELECTRONICA FINANCE LIMITED	21/01/2019	NA	25,72,400
100228158	SIEMENS FINANCIAL SERVICES PRIVATE LIMITED	13/11/2018	NA	44,25,000
100220090	ELECTRONICA FINANCE LIMITED	12/11/2018	NA	43,07,000




100227800	SIEMENS FINANCIAL SERVICES PRIVATE LIMITED	31/10/2018	NA	64,90,000
100223421	ELECTRONICA FINANCE LIMITED	29/10/2018	NA	31,27,000
100218994	SIEMENS FINANCIAL SERVICES PRIVATE LIMITED	16/10/2018	NA	22,83,300
100219467	SIEMENS FINANCIAL SERVICES PRIVATE LIMITED	12/10/2018	NA	36,42,660
100240482	SUNDARAM FINANCE LIMITED	04/10/2018	NA	16,50,000
100217623	SIEMENS FINANCIAL SERVICES PRIVATE LIMITED	10/09/2018	NA	64,09,170
100209551	DEWAN HOUSING FINANCE CORPORATION LIMITED	30/08/2018	NA	42,81,000
100217934	SIEMENS FINANCIAL SERVICES PRIVATE LIMITED	21/08/2018	NA	58,41,000
5841000.0	DEWAN HOUSING FINANCE CORPORATION LIMITED	28/07/2018	NA	74,73,000
100242305	HDFC BANK LIMITED	03/07/2018	NA	7,50,000
100244091	SUNDARAM FINANCE LIMITED	25/06/2018	NA	6,00,000
100218941	TOYOTA FINANCIAL SERVICES INDIA LIMITED	25/06/2018	NA	6,00,000
100190912	DEWAN HOUSING FINANCE CORPORATION	18/05/2018	NA	33,97,000



	LIMITED			
100190926	DEWAN HOUSING FINANCE CORPORATION LIMITED	27/04/2018	NA	48,49,000

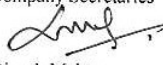
For Dinesh Mehta & Co.
Company Secretaries


Dinesh Mehta
Proprietor
C.P. No.: 2127
Date: 30-09-2019



Sr. No.	Particulars	E-Form	Event Date	Date of Filing	Due Date	SRN
1	Statement of unclaimed or unpaid amounts to be transferred to the Investor Education and Protection Fund	IEPF-6	01.04.2018	30.04.2018	30.04.2018	G85625952
2	Appointment of Internal Auditor, Secretarial Auditor,	MGT-14	30.05.2018	19.06.2018	29.06.2018	G89838395
3	Appointment of Nominee Director - Ms. Bhavana Rao & Company Secretary	DIR-12	30.05.2018	25.06.2018	29.06.2018	G90378647
4	Creation of Charge- Dewan Housing - CH ID- 100190912	CHG-1	18.05.2018	23.07.2018	17.06.2018	G93583334
5	Creation of Charge- Dewan Housing - CH ID- 100190926	CHG-1	27.04.2018	23.07.2018	26.05.2018	G93592152
6	Cost Auditor Appointment	CRA-2	30.05.2018	25.08.2018	29.06.2018	H04003695
7	Kyc-Rajiv Aggarwal	DIR-3 KYC	-	11.09.2018	05.10.2018	H09720327
8	Approval of Board Report- F.Y. 2017-18	MGT-14	14.08.2018	11.09.2018	13.09.2018	H09565227
9	KYC - P.L.Sharma	DIR-3 KYC	-	12.09.2018	05.10.2018	H10486942
10	KYC-R P Sinha	DIR-3 KYC	-	12.09.2018	05.10.2018	H10756724
11	Re-appointment of Mr. Rajiv Aggarwal (JMD)	DIR-12	14.08.2018	13.09.2019	13.09.2018	H11068640
12	For transfer of Charges - Him Teknoforge Limited	GNL-2	-	20.09.2018	NA	H14498786
13	Special Reso-AGM	MGT-14	29.09.2018	04.10.2018	28.10.2018	H18310409
14	Report on AGM	MGT-15	29.09.2018	05.10.2018	28.10.2018	H19193556
15	Re-appointment of Mr. Rajiv Aggarwal (JMD)	MR-1	14.08.2018	11.10.2018	13.10.2018	H20486031
16	Cessation of Directors	DIR-12	29.09.2018	15.10.2018	28.10.2018	H21428628
17	Cost Auditor Appointment - F.Y. 2017-18-Him Teknoforge	CRA-2	05.09.2017	17.10.2018	28.10.2018	H21832704
18	Appointment of Directors	DIR-12	29.09.2018	20.10.2018	28.10.2018	H22333702
19	Cost Audit Report	CRA-4	14.08.2018	29.10.2018	13.09.2018	H25333279
20	Modification of Charge- SBI - CH ID- 10529246	CHG-1	18.08.2018	15.11.2018	17.09.2018	H27973965
21	KYC of Director - Anju Aggarwal	DIR-3 KYC	-	16.11.2018	05.10.2018	H28137107
22	Creation of Charge- Siemens - CH ID- 100217623	CHG-1	08.09.2018	27.11.2018	09.10.2018	H29903564
23	Resignation of Mrs. Anju Aggarwal	DIR-12	22.11.2018	28.11.2018	21.12.2018	H30229850
24	Creation of Charge- Siemens - CH ID- 100217934	CHG-1	21.08.2018	28.11.2018	20.09.2018	H30182984
25	Resignation of Mrs. Anju Aggarwal	DIR-11	22.11.2018	29.11.2018	21.12.2018	H30287981
26	Creation of Charge- Toyota Finance - CH ID- 100218941	CHG-1	25.06.2018	01.12.2018	24.07.2018	H30809875
27	Creation of Charge- Siemens - CH ID- 100218994	CHG-1	16.10.2018	01.12.2018	15.11.2018	H30827380
28	Statement of amounts credited to Investor Education and Protection Fund	IEPF-1	-	03.12.2018		H31056765
29	Statement of amounts credited to IEPF on account of shares transferred to the fund	IEPF-7	29.09.2018	04.12.2018	30.10.2018	H31219207
30	Creation of Charge- Siemens - CH ID- 100219467	CHG-1	25.10.2018	04.12.2018	24.11.2018	H31220221
31	Satisfaction of Charge - State Bank of Patiala - CH ID - 10539003	CHG-4	05.12.2018	10.12.2018	04.01.2019	H32260598
32	Satisfaction of Charge - SIDBI - CH ID - 10534098	CHG-4	14.12.2019	14.12.2018	13.01.2019	H33097460
33	Financial Statement-F.Y. 2017-18	AOC-4-XBRL	29.09.2018	12.12.2018	31.12.2018	H34562314
34	Statement of unclaimed and unpaid amounts	IEPF-2	-	25.12.2018	-	H35745868
35	Annual Return - F.Y. 2017-18	MGT-7	29.09.2018	29.12.2018	31.12.2018	H37981586
36	Change in Place to keep Books	AOC-5	04.01.2019	05.01.2019	11.01.2019	H41063215
37	Creation of Charge- Siemens - CH ID- 100227800	CHG-1	31.10.2018	09.01.2019	30.11.2018	H41437252
38	Creation of Charge- Siemens - CH ID- 100228158	CHG-1	13.11.2018	10.01.2019	12.12.2018	H41553983
39	Creation of Charge- Electronica - CH ID- 100238566	CHG-1	21.01.2019	20.02.2019	20.02.2019	H45302932
40	Creation of Charge- Sundaram Finance - CH ID- 100240482	CHG-1	04.10.2018	28.02.2019	03.11.2018	H45895026
41	Creation of Charge- HDFC - CH ID- 100242305	CHG-1	03.07.2018	07.03.2019	02.08.2018	H46512760
42	Creation of Charge- Sundaram - CH ID- 100244091	CHG-1	25.06.2018	14.03.2019	24.07.2018	H47114046
43	Creation of Charge- Tata Capital - CH ID- 100245391	CHG-1	13.03.2019	18.03.2019	12.04.2019	H47558218
44	Statement of shares transferred to the IEPF	IEPF-4	-	23.03.2019	-	H48032593
45	Creation of Charge- Electronica - CH ID- 100251249	CHG-1	25.02.2019	08.04.2019	26.03.2019	H50213487

For Dinesh Mehta & Co.
Company Secretaries


Dinesh Mehta
Proprietor
C.P. No.: 2127
Date: 30-09-2019



HIM TEKNOFORGE LIMITED
 KALALI
 VADODARA
 390012
 L29130HP1971PLC000904
 CIN NO:
 FACE VALUE: 2

Data 01/04/2018 TO 31/03/2019

TCM	TYPE	SHARES	FACE VAL	FOLIO OF TRANSFEROR	TRANSFEROR'S NAME	FOLIO OF TRANSFEREE	TRANSFEREE'S NAME
31/07/18	1	000000250	000002	00000084	MANSUKHLAL MANSINGBHAI MEHTA	00000116	JYOTINDRA MANSUKHLAL MEHTA
20/01/19	1	000020342	000002	00000117	ROHAN AGGARWAL	00000155	ASHA AGGARWAL
28/02/19	1	000003554	000002	00000118	MEDHA AGGARWAL	00000158	MEDHA GUPTA
15/11/18	1	000002308	000002	00000143	POONAM KUMARI GUPTA	00000154	PUNAM KUMARI GUPTA
28/02/19	1	000000250	000002	A0000017	ASHOK KUMAR HARICHAND MAHESHWAR	00000156	ASHOKKUMAR HARICHAND MAHESHWARRI
28/02/19	1	000001000	000002	A0000068	ASHOK KUMAR HARICHAND MAHESHWARI	00000157	ASHOKKUMAR HARICHAND MAHESHWARRI
28/02/19	1	000000250	000002	A0000095	ANILKUMAR DAMODAR SAMPAT	00000099	ANILKUMAR DAMODAR SAMPAT
16/01/19	1	000000250	000002	C0000004	CHITTRANJAN CHIMANBHAI PATEL	07000001	IEPF A/C GUJARAT AUTOMOTIVE GEARS LIMITED 201
28/02/19	1	000000500	000002	C0000012	CHANDRAKANT SUNDERLAL PARIKH	00000086	HEMIL PARESH PARIKH
16/01/19	1	000000250	000002	D0000005	DILIP AMRATLAL SHAH	07000001	IEPF A/C GUJARAT AUTOMOTIVE GEARS LIMITED 201
15/11/18	1	000000500	000002	F0000005	FIZZA YOUSUF ALI	00000089	FIZZA YOUSUFALI
28/02/19	1	000000250	000002	H0000049	HARSHIDA RAMESH SHAH	00000091	NILISHA AKSHAY SHAH
28/02/19	1	000000250	000002	J0000005	JITENDRAKUMAR BANSILAL MODI	00000087	JYOTIKA R KANSARA
16/01/19	1	000000250	000002	J0000018	JAGDISH RATILAL KAMDAR	07000001	IEPF A/C GUJARAT AUTOMOTIVE GEARS LIMITED 201
16/01/19	1	000000250	000002	J0000056	JASWANT KUMAR BANNERJEE	07000001	IEPF A/C GUJARAT AUTOMOTIVE GEARS LIMITED 201
28/02/19	1	000000500	000002	K0000096	KANTILAL GANESHBHAI SHETH	00000098	MANHAR KANTILAL SHETH
16/01/19	1	000000250	000002	K0000100	K KRISHANAN RAJU	07000001	IEPF A/C GUJARAT AUTOMOTIVE GEARS LIMITED 201
16/01/19	1	000000250	000002	L0000006	LILAVATIBEN MANUBHAI PATEL	07000001	IEPF A/C GUJARAT AUTOMOTIVE GEARS LIMITED 201
16/01/19	1	000000250	000002	L0000010	LAJPATRAI PATEL	07000001	IEPF A/C GUJARAT AUTOMOTIVE GEARS LIMITED 201
16/01/19	1	000000250	000002	L0000027	Dr. (Miss) L. B. KAMAT	07000001	IEPF A/C GUJARAT AUTOMOTIVE GEARS LIMITED 201
28/02/19	1	000000250	000002	M0000016	MAGANLAL GANDHI	00000101	JAYPRAKASH MAGANLAL GANDHI
16/01/19	1	000001000	000002	N0000090	NEERU SANGHVI	07000001	IEPF A/C GUJARAT AUTOMOTIVE GEARS LIMITED 201
16/01/19	1	000000250	000002	P0000036	PANDWABEN BILLIMORIA	07000001	IEPF A/C GUJARAT AUTOMOTIVE GEARS LIMITED 201
16/01/19	1	000000250	000002	R0000093	RAMESH D MORE	07000001	IEPF A/C GUJARAT AUTOMOTIVE GEARS LIMITED 201
15/11/18	1	000000500	000002	S0000143	SAVITA KAPUR	00000094	JITENDRA NATH KAPUR
16/01/19	1	000000250	000002	S0000166	SADANAND UMAKANT SALASKAR	07000001	IEPF A/C GUJARAT AUTOMOTIVE GEARS LIMITED 201
05/03/19	1	000000500	000002	T0000006	TEJABHAI PATEL	00000159	MAGANBHAI TEJABHAI PATEL

16/01/19 1

000000250

000002

V0000016

VIRJIBHAI PATEL

07000001

Page 2
IEPF A/C GUJARAT AUTOMOTIVE GEARS
LIMITED 201

TOTAL NO. OF SHARES: 35204

TOTAL FOLIO : 28