

# 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 (other than OPCs and Small Companies)

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

L29130HP1971PLC000904

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACG8584G

(ii) (a) Name of the company

HIM TEKNOFORGE LIMITED

(b) Registered office address

VILLAGE BILLANWALI, BADDI  
BADDI  
Himachal Pradesh  
173205  
India

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

gujarat.gears@gmail.com

(d) \*Telephone number with STD code

1795246351

(e) Website

www.gagl.net

(iii) Date of Incorporation

27/03/1971

(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
	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
Equity Shares				
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	500,000

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	48,855	7,817,161	7866016	15,732,032	15,732,032	

<b>Increase during the year</b>	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	
buy sell						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
OTHERS						
<b>At the end of the year</b>	48,855	7,817,161	7866016	15,732,032	15,732,032	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
OTHERS						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0		
<input type="text" value="OTHERS"/>						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

Nil  
 [Details being provided in a CD/Digital Media]  Yes  No  Not Applicable

Separate sheet attached for details of transfers  Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>
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	

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) \* 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

Particulars	Number of units	Nominal value per unit	Total value
<b>Total</b>			0

**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
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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**

2,388,948,000

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

1,383,887,000

**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	3,491,669	44.39	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)	799,320	10.16	0	
10.	Others	0	0	0	
	<b>Total</b>	4,290,989	54.55	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	718,468	9.13	0	
	(ii) Non-resident Indian (NRI)	22,044	0.28	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	60,675	0.77	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)	959,374	12.2	0	
10.	Others TRUST, GOVT AND HUF & O	1,814,466	23.07	0	
	<b>Total</b>	3,575,027	45.45	0	0

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

2,814

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

2,834

**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	20	20
Members (other than promoters)	3,071	2,814
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>	2	0	2	0	22.07	0
<b>B. Non-Promoter</b>	0	4	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	0	2	0	2	0	0
(i) Banks & FIs	0	2	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	22.07	0

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	746,033	
Rajiv Aggarwal	00094198	Managing Director	990,306	
Pradeep Kumar	03052477	Director	0	
Purshotam Lal Sharma	03509280	Director	0	
Kuldip Narain Gupta	02315331	Additional director	0	
Kiran Raghuvinder Sing	09008800	Additional director	0	
Sanjay Kumar	08805058	Nominee director	0	
Bhavana Rao	00956209	Nominee director	0	
Abhishek Misra	CMEPM5986M	Company Secretar	0	
Aditya Aggarwal	BNYPA1836J	CFO	0	30/10/2021

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

8

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)
BASKARAN KESAVAR	07176788	Nominee director	31/07/2020	Cessation
Sanjay Kumar	08805058	Nominee director	01/08/2020	Appointment
Shailesh Gandhi	ABPPG1878G	CFO	17/09/2020	Cessation
Ravikant Dhawan	00101878	Director	28/09/2020	Cessation
Rajendra Prasad Sinha	02129566	Director	28/09/2020	Cessation
Kuldip Narain Gupta	02315331	Additional director	26/12/2020	Appointment
Kiran Raghuvinder Sing	09008800	Additional director	26/12/2020	Appointment
Aditya Aggarwal	BNYPA1836J	CFO	12/02/2021	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	27/10/2020	3,028	22	42.94

### 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	29/07/2020	8	8	100
2	15/09/2020	8	8	100
3	12/11/2020	6	6	100
4	26/12/2020	6	6	100
5	12/02/2021	8	8	100

### 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 Committee	29/07/2020	3	3	100
2	Audit Committee	15/09/2020	3	3	100
3	Audit Committee	12/11/2020	3	3	100
4	Audit Committee	26/12/2020	3	3	100
5	Audit Committee	12/02/2021	3	3	100
6	Nomination and Remuneration	26/12/2020	3	3	100
7	Nomination and Remuneration	12/02/2021	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
8	Stakeholder R	12/02/2021	3	3	100
9	Corporate Soc	16/02/2021	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	28/09/2021
								(Y/N/NA)
1	Vijay Aggarwa	5	5	100	0	0	0	Yes
2	Rajiv Aggarwa	5	5	100	7	7	100	Yes
3	Pradeep Kuma	5	5	100	9	9	100	No
4	Purshotam La	5	5	100	9	9	100	Yes
5	Kuldip Narain	1	1	100	1	1	100	No
6	Kiran Raghuv	1	1	100	0	0	0	No
7	Sanjay Kumar	4	4	100	1	1	100	Yes
8	Bhavana Rao	5	5	100	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	Vijay Aggarwal	Managing Direct	7,020,000	0	0	0	7,020,000
2	Rajiv Aggarwal	Joint Managing I	6,680,000	0	0	0	6,680,000
	Total		13,700,000	0	0	0	13,700,000

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shailesh Gandhi	CFO	237,769	0	0	0	237,769
2	Abhishek Misra	CS	436,504	0	0	0	436,504
3	Aditya Aggarwal	CFO	886,003	0	0	0	886,003
	Total		1,560,276	0	0	0	1,560,276

Number of other directors whose remuneration details to be entered

9

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Purshotam Lal Sharma	Independent Dir	0	0	0	25,000	25,000
2	Pradeep Kumar	Independent Dir	0	0	0	25,000	25,000
3	Ravikant Dhawan	Independent Dir	0	0	0	10,000	10,000
4	Rajendra Prasad Singh	Independent Dir	0	0	0	10,000	10,000
5	Kuldip Narain Gupta	Independent Dir	0	0	0	5,000	5,000
6	Kiran Raghuvinder Singh	Independent Dir	0	0	0	5,000	5,000
7	BASKARAN KESAVA	Nominee Director	0	0	0	5,000	5,000
8	Bhavana Rao	Nominee Director	0	0	0	25,000	25,000
9	Sanjay Kumar	Nominee Director	0	0	0	20,000	20,000
	Total		0	0	0	130,000	130,000

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

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

B. If No, give reasons/observations

#### 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

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(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

Whether associate or fellow  Associate  Fellow

Certificate of practice number

**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

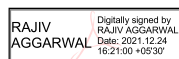
(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

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



DIN of the director

To be digitally signed by

Abhishek Misra  
Digitally signed by  
Abhishek Misra  
Date: 2021.12.24  
16:20:14 +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

Attach
Attach
Attach
Attach

**List of attachments**

Form MGT-8_HIM TEKNO_31-03-2021.pdf
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**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**



Dinesh Mehta & Co.,  
Company Secretaries

4, Rutu Villa,  
Gotri Telephone Exchange Road,  
Gotri, Baroda - 390 021,  
Ph. No. 2320760  
E-mail: dineshmehta1954@gmail.com

**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 Teknoforge Limited (the Company) (CIN: L29130HP1971PLC000904) (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31/03/2021. In our opinion and to the best of my 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 a listed public limited company.
  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 as stated in Annual Return with the Registrar of Companies, within the time prescribed under the Act and the rules made there under and as per general extensions provided by MCA from time to time as stated in **Annexure 'B'**.

There was no form filed with Regional Director, Central Government, the Tribunal, 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 through Video Conference ("VC")/Other Audio Visual means("OAVM") on 27<sup>th</sup> October, 2020 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.

There was no Extra-ordinary General Meeting held during the year under review.

5. The Company has closed its Register of Members / Security holders from Tuesday, the 20<sup>th</sup> October, 2020 to Tuesday, the 27<sup>th</sup> October, 2020 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 29<sup>th</sup> July, 2020 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.
  - d. Payment of salary to Mr. Manan Aggarwal, appointed to the office or place of profit in the Company as Vice President – Marketing.
  - e. Payment of salary to Mr. Mrinal Aggarwal, appointed to the office or place of profit in the Company as Vice President – Forging.
  - f. Payment of salary to Mr. Aditya Aggarwal, appointed to the office or place of profit in the Company as AGM – Finance and Accounts.
8. There was no issue or allotment or buy back or transfer / transmission of securities / redemption of preference shares or debentures/ alteration or reduction of share





capital / conversion of shares/ securities and issue of security certificates in all instances during the year.

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.

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. 0.20(10%) Per Equity Share of Rs.2/- each as dividend in the Annual General Meeting held on 27<sup>th</sup> October, 2020 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. 72,951/- for the unpaid & unclaimed dividend for the financial year 2012-13 to Investor Education and Protection Fund during the year.

11. Audited financial statements have 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 changes were made in the Company during the year under review.

Sr. No.	Name of Director	Designation	Date of appointment/Re-appointment	Date of Cessation
1.	Mr. Bhaskaran Kesavareddiyyar	Nominee Director	NA	31.07.2020
2.	Mr. Sanjay Kumar	Nominee Director	01.08.2020	NA
3.	Mr. Shailesh Gandhi	Chief Financial Officer (CFO)	NA	17.09.2020
4.	Mr. Ravikant Dhawan	Non-Executive Independent Director	NA	28.09.2020
5.	Mr. R P Sinha	Non-Executive Independent Director	NA	28.09.2020
6.	Mr. Kuldip Narain Gupta	Non-Executive Independent Director	26.12.2020	NA
7.	Mrs. Kiran Raghuvinder Singh	Non-Executive Independent Director	26.12.2020	NA
8.	Mr. Aditya Aggarwal	Chief Financial Officer (CFO)	12.02.2021	NA




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 PRA ASSOCIATES (FRN: 2355N), Chartered Accountants, were appointed as the Auditors of the Company for the period of 5 (Five) years who shall hold the office as Auditor of the Company till 51<sup>st</sup> Annual General Meeting of the Company to be held in the year 2022. The auditors were eligible to act as Auditors for the Financial Year 2020-21.



M/s Anand Saklecha & Co., Chartered Accountants, for Indore Units and M/s Jain Sachin & Associates, Chartered Accountants for Gear Division, Baddi, Himachal Pradesh have been appointed as Internal Auditors of the Company in terms of Section 138 of the Companies Act, 2013 and rules & regulations, made thereunder, for the Financial Year 2020-21 by the Board of Directors at their meeting held on 29<sup>th</sup> July, 2020.

Further, Board of the Directors of the Company, upon recommendation of the Audit Committee in its meeting held on 15<sup>th</sup> September, 2020 also appointed M/s JHS & Associates LLP, Chartered Accountant for Gujarat Unit and M/s Jain Sachin & Associates, Chartered Accountants for Baddi Units, Himachal Pradesh as Internal Auditors of the Company for the Financial Year 2020-21.

14. Company was not required to take approvals from the Central Government, Tribunal, Regional Director, 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 members.

However the company has borrowed funds from the public financial institutions and banks during the year under review. The details of the said charges created, modified and satisfied in favour of them during the year under review have been attached as **Annexure C**.

17. There was no instance of giving loans, 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 during the financial year 2020-21.
18. There was no alteration of the provisions of the Memorandum and/ or Articles of Association of the Company.

Place: VADODARA

Date: 27/11/2021

UDIN: F008419C001568560

For Dinesh Mehta & Co.  
Company Secretaries



DINESH MEHTA  
PROPRIETOR  
C.P. No.: 2127



## 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 2020-21. Attached herewith

## Annexure C

Details of Charges Created, Modified and Satisfied by HIM TEKNOFORGE LIMITED (Formerly Known as GUJARAT AUTOMOTIVE GEARS LIMITED.) during the year 2020-21 :

CHARGE ID	CHARGE HOLDER NAME	DATE OF CREATION	DATE OF MODIFICATION	DATE OF SATISFACTION	AMOUNT IN RS.
10415619	STATE BANK OF PATIALA	22/03/2013	NA	24/08/2020	11,50,00,000/-
10529246	STATE BANK OF INDIA	13/10/2014	22/09/2020	NA	142,07,62,790/-
100240482	SUNDARA MFINANCE LIMITED	04/10/2018	NA	11/01/2021	16,50,000/-
100420522	KOTAK MAHINDRA BANK LIMITED	03/02/2021	NA	NA	10,00,000/-



100413631	STATE BANK OF INDIA	15/02/2021	NA	NA	20,00,00,000/-
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Place: VADODARA  
Date: 27/11/2021  
UDIN: F008419C001568560

For Dinesh Mehta & Co.  
Company Secretaries



DINESH MEHTA  
PROPRIETOR  
C.P. No.: 2127

