

## 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]



सत्यमेव जयते

## 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

L31100KA1946PLC000415

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCK2721Q

(ii) (a) Name of the company

KIRLOSKAR ELECTRIC COMPAN

(b) Registered office address

No.19, 2nd Main Road, Peenya 1st Stage  
Phase-1, Peenya  
Bengaluru  
Bangalore  
Karnataka  
560050

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

investors@kirloskarelectric.com

(d) \*Telephone number with STD code

08028397256

(e) Website

www.kirloskarelectric.com

(iii) Date of Incorporation

26/07/1946

(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

U74900TN2015PTC101466

Pre-fill

Name of the Registrar and Transfer Agent

INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

2nd Floor Kences Towers ,1 Ramakrishna Street  
North Usman Road T Nagar

(vii) \*Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 14/08/2023

(b) Due date of AGM 30/09/2023

(c) Whether any extension for AGM granted ☐ Yes ☒ No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	92.71

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

\*No. of Companies for which information is to be given 6

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	KELBUZZ TRADING PRIVATE LI	U51109KA2014PTC077631	Subsidiary	100
2	LUXQUISITE PARKLAND PRIVA	U51100KA2014PTC077510	Subsidiary	100

3	SKG TERRA PROMENADE PRIV/	U70100KA2014PTC077579	Subsidiary	100
4	SLPKG ESTATE HOLDINGS PRIV	U70109KA2014PTC077504	Subsidiary	100
5	KIRLOSKAR MALAYSIA SDN BH		Associate	30
6	Kirsons Trading PTE LTD		Joint Venture	7.5

#### 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	85,000,000	66,414,071	66,414,071	66,414,071
Total amount of equity shares (in Rupees)	850,000,000	664,140,710	664,140,710	664,140,710

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	85,000,000	66,414,071	66,414,071	66,414,071
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	850,000,000	664,140,710	664,140,710	664,140,710

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	3,000,000	0	0	0
Total amount of preference shares (in rupees)	300,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares				
Number of preference shares	3,000,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	300,000,000	0	0	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 shares			Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	3,405,250	63,008,821	66414071	664,140,710	664,140,710	
<b>Increase during the year</b>	0	18,554	18554	185,540	185,540	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		18,554	18554	185,540	185,540	
18554 Equity shares dematerialized						
<b>Decrease during the year</b>	18,554	0	18554	185,540	185,540	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	18,554		18554	185,540	185,540	
18554 Equity shares dematerialized						
<b>At the end of the year</b>	3,386,696	63,027,375	66414071	664,140,710	664,140,710	
<b>Preference shares</b>						

At the beginning of the year	0	0	0	0	0	
Increase during the year	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						
Decrease during the year	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						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE134B01017

(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		12/08/2022	
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			
	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 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			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	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
<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
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**

4,735,479,921

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

-2,392,009,107.93

**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	12,075,132	18.18	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)	20,806,985	31.33	0	
10.	Others	0	0	0	
	<b>Total</b>	32,882,117	49.51	0	0

**Total number of shareholders (promoters)**

10

**(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	27,072,145	40.76	0	
	(ii) Non-resident Indian (NRI)	752,214	1.13	0	
	(iii) Foreign national (other than NRI)	618	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	890,741	1.34	0	
4.	Banks	163,699	0.25	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	958,495	1.44	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,614,387	5.44	0	
10.	Others Clearing member, Trusts, N	79,655	0.12	0	
	<b>Total</b>	33,531,954	50.48	0	0

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

62,202

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

62,212

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

5

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
PEREGRINE CAPITAL L	CITIBANK N.A., (CUSTODY SERVICE)			50	0
ACADIAN EMERGING I	DEUTSCHE BANK AG, DB HOUSE, F			305,942	0.46
COPTHALL MAURITIUS	J.P.MORGAN CHASE BANK N.A., IN			612	0
MCKINLEY CAPITAL M	HSBC SECURITIES SERVICES, 11TH			181,697	0.27

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
HONGKONG VICTORY	ICICI BANK LTD, SMS DEPT 1ST FLC			470,194	0.71

**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	10	10
Members (other than promoters)	57,891	62,202
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	1	1	1	17.9	0.28
<b>B. Non-Promoter</b>	1	7	2	8	0	0
(i) Non-Independent	1	1	2	1	0	0
(ii) Independent	0	6	0	7	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>	2	8	3	9	17.9	0.28

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

13

**(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 Ravindra Kirloskar	00031253	Whole-time director	11,890,618	
Meena Kirloskar	00286774	Director	184,514	
Kamlesh Suresh Gandhi	00004969	Director	500	
Ashok Misra	00006051	Director	0	
Anil Kumar Bhandari	00031194	Director	500	
Sarosh Jehangir Ghandi	00031237	Director	615	02/06/2023
Mahendra Vellore Padm	00033270	Director	2,533	30/05/2023
Satyanarayan Agarwal	00111187	Director	500	
Suresh Kumar	02741371	Director	0	
Anand Balaramacharya	06650798	Managing Director	1,208	
Sanjeev Kumar Shivappa	08673340	Whole-time director	0	
Ravi Ghai	08715119	Director	0	
Mahabaleshwar Bhat	ALMPB7927Q	Company Secretary	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)
SWAPNA LATHA SATY	ALEPK0183F	Company Secretary	20/04/2022	Cessation
Ravi Ghai	08715119	Director	12/07/2022	Appointment
Anand Balaramacharya	06650798	Managing Director	12/07/2022	Appointment
Mahabaleshwar Bhat	ALMPB7927Q	Company Secretary	12/07/2022	Appointment
Sanjeev Kumar Shivappa	08673340	Whole-time director	14/02/2023	Reappointment

**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	12/08/2022	59,659	91	50.27

## B. BOARD MEETINGS

\*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/04/2022	10	9	90
2	28/05/2022	10	9	90
3	12/07/2022	10	10	100
4	12/08/2022	12	11	91.67
5	30/09/2022	12	11	91.67
6	29/10/2022	12	9	75
7	25/01/2023	12	11	91.67

## 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 Committee	28/05/2022	5	4	80
2	Audit Committee	12/07/2022	5	5	100
3	Audit Committee	12/08/2022	5	4	80
4	Audit Committee	30/09/2022	5	4	80
5	Audit Committee	29/10/2022	5	3	60
6	Audit Committee	25/01/2023	5	4	80
7	Nomination & Remuneration Committee	12/07/2022	4	4	100
8	Nomination & Remuneration Committee	30/09/2022	4	3	75
9	Nomination & Remuneration Committee	25/01/2023	4	3	75

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
10	Stakeholder R	25/01/2023	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	14/08/2023
								(Y/N/NA)
1	Vijay Ravindra	7	7	100	1	1	100	Yes
2	Meena Kirlosk	7	7	100	3	3	100	Yes
3	Kamlesh Sure	7	7	100	6	6	100	Yes
4	Ashok Misra	7	7	100	0	0	0	Yes
5	Anil Kumar Bh	7	6	85.71	10	8	80	Yes
6	Sarosh Jehan	7	4	57.14	9	5	55.56	No
7	Mahendra Vel	7	6	85.71	7	7	100	No
8	Satyanarayan	7	5	71.43	9	7	77.78	Yes
9	Suresh Kumar	7	6	85.71	0	0	0	Yes
10	Anand Balarar	4	4	100	0	0	0	Yes
11	Sanjeev Kuma	7	7	100	0	0	0	Yes
12	Ravi Ghai	4	4	100	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Vijay Ravindra Kirlo	Executive Chairn	28,753,556	0	0	0	28,753,556
2	Anand Balaramach	Managing Direct	7,392,092	0	0	0	7,392,092
3	Sanjeev Kumar Shiv	Director (Financ	4,195,754	0	0	0	4,195,754
	Total		40,341,402	0	0	0	40,341,402

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	Sanjeev Kumar Shiv	Director (Financ	4,195,754	0	0	0	4,195,754
2	Mahabaleshwar Bha	Company Secre	2,015,443	0	0	0	2,015,443
	Total		6,211,197	0	0	0	6,211,197

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	Meena Kirloskar	Non Executive D	0	0	0	150,000	150,000
2	Kamlesh Suresh Ga	Independent Dir	0	0	0	195,000	195,000
3	Ashok Misra	Independent Dir	0	0	0	105,000	105,000
4	Anil Kumar Bhandal	Independent Dir	0	0	0	210,000	210,000
5	Sarosh Jehangir Gr	Independent Dir	0	0	0	135,000	135,000
6	Mahendra Vellore P	Independent Dir	0	0	0	195,000	195,000
7	Satyanarayan Agan	Independent Dir	0	0	0	180,000	180,000
8	Suresh Kumar	Non Executive D	0	0	0	90,000	90,000
9	Ravi Ghai	Independent Dir	0	0	0	60,000	60,000
	Total		0	0	0	1,320,000	1,320,000

**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

(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

Sudheendra Prakash Ghali

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

7537

**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

ANAND. B. Digitally signed by  
ANAND. B. HUNNUR  
Date: 2023.10.09  
14:21:05 +0530'

DIN of the director

06650798

To be digitally signed by

MAHABALE Digitally signed by  
SHWAR BHAT  
Date: 2023.10.09  
14:18:55 +0530'

- ☒ 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 Attachement(s), if any

Attach

Attach

Attach

Attach

### List of attachments

List\_of\_Shareholders\_31032023.pdf  
Form MGT-8\_KEC.pdf  
Share\_transmission\_Details\_01042022\_to

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