

# 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

L29253MH2011PLC213963

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

NRB INDUSTRIAL BEARINGS LIA

(b) Registered office address

15, Dhannur, Sir P. M. Road, Fort NA  
Mumbai  
Mumbai City  
Maharashtra  
400001

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

investorcare@nibl.in

(d) \*Telephone number with STD code

02245417500

(e) Website

www.nrbindustrialbearings.co

(iii) Date of Incorporation

24/02/2011

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

U74200MH1991PTC062536

Pre-fill

Name of the Registrar and Transfer Agent

UNIVERSAL CAPITAL SECURITIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 247 Park, L.B.S. Marg,  
Vikhroli (West)

(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 27/09/2023

(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	C13	Other manufacturing including jewellery, musical instruments, medical instruments,	100

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

\*No. of Companies for which information is to be given 2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	NRB-IBC BEARINGS PRIVATE LTD	U29268MH2011PTC214811	Associate	35
2	NIBL-KORTA ENGINEERING PRIVATE LTD	U29299KA2007PTC043899	Associate	35



#### 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	25,000,000	24,230,650	24,230,650	24,230,650
Total amount of equity shares (in Rupees)	50,000,000	48,461,300	48,461,300	48,461,300

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	25,000,000	24,230,650	24,230,650	24,230,650
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	50,000,000	48,461,300	48,461,300	48,461,300

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

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	94,000,000	86,500,000	86,500,000	86,500,000
Total amount of preference shares (in rupees)	940,000,000	865,000,000	865,000,000	865,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Non- Convertible CRPS				
Number of preference shares	94,000,000	86,500,000	86,500,000	86,500,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	940,000,000	865,000,000	865,000,000	865,000,000

###### (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
Equity shares	Physical	DEMAT	Total			

At the beginning of the year	103,979	24,126,671	24230650	48,461,300	48,461,300	
					+	
Increase during the year	0	0	0	7,500	7,500	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						
Conversion from physical to De-mat				7,500	7,500	
Decrease during the year	0	0	0	7,500	7,500	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						
Conversion from physical to De-mat				7,500	7,500	
At the end of the year	103,979	24,126,671	24230650	48,461,300	48,461,300	
<b>Preference shares</b>						
At the beginning of the year	0	80,000,000	80000000	800,000,000	800,000,000	
				+	+	
Increase during the year	0	6,500,000	6500000	65,000,000	65,000,000	0
i. Issues of shares	0	6,500,000	6500000	65,000,000	65,000,000	
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	86,500,000	86500000	865,000,000	865,000,000	

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

Particulars	Number of units	Nominal value per unit	Total value
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**

807,274,472.8

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

-135,245,675.43

**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	6,058,478	25	86,500,000	100
	(ii) Non-resident Indian (NRI)	2,340,906	9.66	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0



	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others Promoter Trust	9,438,910	38.95	0	0
	<b>Total</b>	17,838,294	73.61	86,500,000	100

Total number of shareholders (promoters)

13

(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	5,818,302	24.01	0	0
	(ii) Non-resident Indian (NRI)	97,411	0.4	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0

6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	1,750	0.01	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	465,802	1.92	0	0
10.	Others      Clearing members	9,091	0.04	0	0
	<b>Total</b>	6,392,356	26.38	0	0

**Total number of shareholders (other than promoters)** 9,875

**Total number of shareholders (Promoters+Public/  
Other than promoters)** 9,888

**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	13	13
Members (other than promoters)	10,378	9,875
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	4.81	0.84
<b>B. Non-Promoter</b>	0	3	0	2	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	0	2	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
Total	1	4	1	3	4.81	0.84

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

6

(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)
Devesh Singh Sahney	00003956	Managing Director	1,165,830	
Aarti Sahney	08579914	Director	204,114	
Ashish Chhugani	00009654	Director	0	26/05/2023
Samrat Zaveri	00374104	Director	0	
Gulestan Kolah	CPMD0634	CFO	13,500	
Vandana Yadav	AKWPHY1591N	Company Secretar	1	

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

3

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)
Sushma Kadam	UPPV4282A	Company Secretar	24/05/2022	Cessation
Vandana Yadav	AKWPHY1591N	Company Secretar	24/05/2022	Appointment
Nikhilesh Panchal	00041080	Director	31/03/2023	Cessation

## 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

6



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	19/08/2022	10,045	60	9.27
Postal Ballot	18/03/2023	9,838	98	21.04
Postal Ballot	18/03/2023	9,838	93	2.99
Postal Ballot	18/03/2023	9,838	93	2.99
Postal Ballot	18/03/2023	9,838	92	2.98
Postal Ballot	18/03/2023	9,838	98	21.04

## B. BOARD MEETINGS

\*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/05/2022	5	4	80
2	05/08/2022	5	5	100
3	10/11/2022	5	5	100
4	09/02/2023	5	5	100

## 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	24/05/2022	4	3	75
2	Audit Committee	05/08/2022	4	4	100
3	Audit Committee	10/11/2022	4	4	100
4	Audit Committee	09/02/2023	4	4	100
5	Nomination and Remuneration Committee	24/05/2022	3	2	66.67
6	Nomination and Remuneration Committee	05/08/2022	3	3	100
7	Nomination and Remuneration Committee	10/11/2022	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	Nomination an	09/02/2023	3	3	100
9	stakeholders a	24/05/2022	3	2	66.67
10	stakeholders a	05/08/2022	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	
								27/09/2023 (Y/N/NA)
1	Devesh Singh	4	4	100	4	4	100	Yes
2	Aarti Sahney	4	4	100	0	0	0	Yes
3	Ashish Chhug	4	4	100	10	10	100	Not Applicable
4	Samrat Zaveri	4	4	100	10	10	100	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	Devesh Singh Sahn	Managing Direct	18,971,548	0	0	0	18,971,548
	Total		18,971,548	0	0	0	18,971,548

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	Gulestan Kolah	CFO	5,443,632	0	0	0	5,443,632
2	Vandana Yadav	CS	805,495	0	0	0	805,495
	Total		6,249,127	0	0	0	6,249,127

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

Ajit Sharma

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

12028



**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**

- ☒ 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**

Shareholders List 2023.pdf
LIST OF PHYSICAL TO DEMAT.pdf
LIST OF SHARE TRANSFER.pdf
MGT 8 NIBL 031123.pdf

**Remove attachment**

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

