

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

L29130MH1965PLC013251

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACN3479P

(ii) (a) Name of the company

NRB BEARINGS LIMITED (FULL

(b) Registered office address

DHANNUR, 15 SIR P. M. ROAD,
FORT,
MUMBAI
Maharashtra
400001

(c) *e-mail ID of the company

shruti.joshi@nrb.co.in

(d) *Telephone number with STD code

02222664160

(e) Website

www.nrbbearings.com

(iii) Date of Incorporation

30/06/1965

(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

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 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM

24/09/2021

(b) Due date of AGM

30/09/2021

(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

4

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SNL Bearings Limited	L99999MH1979PLC134191	Subsidiary	73.45
2	NRB Bearings (Thailand) Limite		Subsidiary	100

3	NRB Bearings Europe GmbH		Subsidiary	100
4	NRB Bearings, USA INC		Subsidiary	100

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	100,000,000	96,922,600	96,922,600	96,922,600
Total amount of equity shares (in Rupees)	200,000,000	193,845,200	193,845,200	193,845,200

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares - One Share One Vote				
Number of equity shares	100,000,000	96,922,600	96,922,600	96,922,600
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	200,000,000	193,845,200	193,845,200	193,845,200

(b) Preference share capital

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

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	332,060	96,590,540	96922600	193,845,200	193,845,200	
Increase during the year	0	9,500	9500	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		9,500	9500			
Increase during the year						
Decrease during the year	9,500	0	9500	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	9,500		9500			
Decrease during the year						
At the end of the year	322,560	96,600,040	96922600	193,845,200	193,845,200	
Preference shares						
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

INE349A01021

(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

15/09/2020

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	300	1000000	300,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			300,000,000

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	500,000,000	0	200,000,000	300,000,000
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**

72,056

(ii) Net worth of the Company

50,954

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	12,506,024	12.9	0	
	(ii) Non-resident Indian (NRI)	1,779,543	1.84	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)	0	0	0	
10.	Others Trust	33,809,300	34.88	0	
	Total	48,094,867	49.62	0	0

Total number of shareholders (promoters)

11

(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	14,052,678	14.5	0	
	(ii) Non-resident Indian (NRI)	639,375	0.66	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	19,518,545	20.14	0	
7.	Mutual funds	13,219,588	13.64	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	564,439	0.58	0	
10.	Others Clearing Members, LLP/ Par	833,108	0.86	0	
	Total	48,827,733	50.38	0	0

Total number of shareholders (other than promoters)

45,392

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

45,403

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

33

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ALASKA PERMANENT	DEUTSCHE BANK AG DB HOUSE, H			13,168	0.01
ACACIA CONSERVATIC	CITIBANK N.A. CUSTODY SERVICES			2,067,800	2.13
EMERGING MARKETS (DEUTSCHE BANK AG, DB HOUSE H			16,804	0.02
EMERGING MARKETS (CITIBANK N.A. CUSTODY SERVICES			268,236	0.28
EMERGING MARKETS (CITIBANK N.A. CUSTODY SERVICES			9,283	0.01
JPMORGAN INDIA SM,	HSBC SECURITIES SERVICES 11TH F			541,680	0.56
CITY OF LOS ANGELES	CITIBANK N.A. CUSTODY SERVICES			4,989	0.01
DOVETAIL INDIA FUNI	DBS BANK LTD GROUND FLOOR E)			200,000	0.21
MONETARY AUTHORIT	CITIBANK N.A. CUSTODY SERVICES			3,269	0
THE BOARD OF REGEN	DEUTSCHE BANK AG, DB HOUSE H			141,388	0.15
ACACIA BANYAN PAR	CITIBANK N.A. CUSTODY SERVICES			1,057,600	1.09
ACACIA II PARTNERS, I	CITIBANK N.A. CUSTODY SERVICES			147,700	0
ACACIA INSTITUTIONA	CITIBANK N.A. CUSTODY SERVICES			1,920,100	0.09

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
DIMENSIONAL FUNDS	DEUTSCHE BANK AG, DB HOUSE H			4,285	0
NATIONAL RAILROAD	CITIBANK N.A. CUSTODY SERVICES			92,872	0.09
OPSEU PENSION PLAN	CITIBANK N.A. CUSTODY SERVICES			22,764	0.02
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			160,550	0.17
ACADIAN EMERGING I	DEUTSCHE BANK AG, DB HOUSE H			392,508	0.4
COMMONWEALTH OF	DEUTSCHE BANK AG DB HOUSE, H			37,478	0.04
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			15,490	0.02
FLORIDA RETIREMENT	DEUTSCHE BANK AG DB HOUSE, H			91,717	0.09
NALANDA INDIA EQUI	C/O KOTAK MAHINDRA BANK LIM			9,682,667	9.99
RUSSELL INVESTMENT	DEUTSCHE BANK AG, DB HOUSE H			43,175	0.04
UBS FUND MANAGEM	STANDARD CHARTERED BANK Sec			34,738	0.04
ACACIA PARTNERS, LP	CITIBANK N.A. CUSTODY SERVICES			2,067,800	2.13

**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	11
Members (other than promoters)	23,333	45,392
Debenture holders	2	1

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	1	1	1	1	11.25	0.88
B. Non-Promoter	1	4	1	4	0.01	0
(i) Non-Independent	1	0	1	0	0.01	0

(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	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	2	5	2	5	11.26	0.88

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

9

(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)
TASHWINDER HARJAF	06572282	Director	0	
HARSHBEENA SAHNE	00003948	Managing Director	10,907,940	
DEVESH SINGH SAHN	00003956	Director	850,089	
SATISH CHELLARAM F	00209069	Whole-time directo	9,000	
ASHANK DATTA DESA	00017767	Director	0	
RUSTOM JAMSHED DI	02448175	Director	0	
ISHAKHA RAJESH MAI	07108012	Director	0	
SHRUTI RATNAKAR JC	AGKPJ4240M	Company Secretar	10	
RAVI TELTIA	ADGPT4592H	CFO	0	

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

7

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)
RAVI TELTIA	ADGPT4592H	CFO	06/04/2020	Appointment
HARSHBEENA SAHNE	00003948	Managing Director	30/09/2020	Expiry of existing term of five consec
HARSHBEENA SAHNE	00003948	Managing Director	01/10/2020	Reappointment as Managing Director
SATISH CHELLARAM P	00209069	Whole-time directo	23/01/2021	Expiry of existing term of one year as
SATISH CHELLARAM P	00209069	Whole-time directo	24/01/2021	Re-appointment as Whole-time Direc
ASHANK DATTA DESA	00017767	Director	29/03/2021	Expiry of existing term of five consec
ASHANK DATTA DESA	00017767	Director	30/03/2021	Reappointment as an Independent di

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	15/09/2020	34,225	58	39.73

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	28/06/2020	7	7	100
2	20/07/2020	7	7	100
3	12/11/2020	7	7	100
4	07/02/2021	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

8

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	28/06/2020	3	3	100
2	Audit Committee	20/07/2020	3	3	100
3	Audit Committee	12/11/2020	3	3	100
4	Audit Committee	07/02/2021	3	3	100
5	Nomination and Remuneration	24/06/2020	3	3	100
6	Nomination and Remuneration	12/11/2020	3	3	100
7	Stakeholders Forum	12/11/2020	3	3	100
8	Corporate Social Responsibility	25/01/2021	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	24/09/2021
								(Y/N/NA)
1	TASHWINDER	4	4	100	6	6	100	Yes
2	HARSHBEEN	4	4	100	6	6	100	Yes
3	DEVESH SINGH	4	4	100	0	0	0	Yes
4	SATISH CHEL	4	4	100	1	1	100	Yes
5	ASHANK DATTA	4	4	100	2	2	100	Yes
6	RUSTOM JAMAL	4	4	100	2	2	100	Yes
7	ISHAKHA RAJ	4	4	100	7	7	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	HARSHBEENA SAH	Managing Director	43,486,020	2,871,000	0	1,552,500	47,909,520
2	SATISH CHELLAR	Whole-time Director	9,650,663	0	0	1,290,000	10,940,663
	Total		53,136,683	2,871,000	0	2,842,500	58,850,183

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	SHRUTI RATNAKA	Company Secretary	4,761,419	0	0	210,768	4,972,187
2	RAVI TELTIA	CFO	6,130,534	0	0	280,840	6,411,374
	Total		10,891,953	0	0	491,608	11,383,561

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	TASHWINDER HAR	Non-executive Director	0	1,200,000	0	360,000	1,560,000
2	DEVESH SINGH SA	Non-executive Director	0	500,000	0	160,000	660,000
3	ASHANK DATTA D	Non-executive Director	0	500,000	0	210,000	710,000
4	RUSTOM JAMSHE	Non-executive Director	0	500,000	0	220,000	720,000
5	VISHAKHA RAJES	Non-executive Director	0	500,000	0	380,000	880,000
	Total		0	3,200,000	0	1,330,000	4,530,000

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



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

MGT-8.pdf
NRB Bearings LimitedSHT.pdf
Details of Flls.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