

**Form No. MGT-9  
EXTRACT OF ANNUAL RETURN****for the financial year ended on 31 March, 2023**

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

(i) CIN	L29130HR1971PLC034365
(ii) Registration Date	23 December, 1971
(iii) Name of the Company	Bharat Gears Limited
(iv) Category/Sub-Category of the Company	Public Limited Company
(v) Address of the Registered office and contact details	20 K.M. Mathura Road, P.O. Amar Nagar Faridabad-121003, Haryana Ph: 0129-4288888 Fax: 0129-4288822-23 E-mail: <a href="mailto:info@bglindia.com">info@bglindia.com</a>
(vi) Whether listed Company Yes/No	Yes
(vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited Noble Heights, 1 <sup>st</sup> floor, Plot no NH-2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058 Ph: 011-49411000 Fax: 011-41410591 E-mail: <a href="mailto:delhi@linkintime.co.in">delhi@linkintime.co.in</a>

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

All the business activities contributing 10% or more of the total turnover of the Company shall be stated:

S. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the Company
1.	Automotive Gears and Components	Group 293-Manufacture of parts and accessories for motor vehicles	95.43

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

S. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
-	-	-	-	-	-


**IV. SHARE HOLDING PATTERN:  
(Equity Share Capital Breakup as percentage of Total Equity)**
**(i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/HUF	3787326	605	3787931	37.00	5680989	907	5681896	37.00	0.00
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt (s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	1875010	0	1875010	18.32	2812514	0	2812514	18.32	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (A) (1):-</b>	<b>5662336</b>	<b>605</b>	<b>5662941</b>	<b>55.32</b>	<b>8493503</b>	<b>907</b>	<b>8494410</b>	<b>55.32</b>	<b>0.00</b>
<b>(2) Foreign</b>									
a) NRIs – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Others – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (A) (2):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>5662336</b>	<b>605</b>	<b>5662941</b>	<b>55.32</b>	<b>8493503</b>	<b>907</b>	<b>8494410</b>	<b>55.32</b>	<b>0.00</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	0	200	200	0.00	0	300	300	0.00	0.00
b) Banks/ FI	6	1412	1418	0.02	46	2118	2164	0.02	0.00
c) Central Govt/ State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
e) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
f) FIs	0	0	0	0.00	0	0	0	0.00	0.00
g) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Portfolio Investor	154511	0	154511	1.51	194909	0	194909	1.27	-0.24
i) Others									
I. UTI	0	1500	1500	0.01	0	2250	2250	0.01	0.00
<b>Sub-total (B)(1):-</b>	<b>154517</b>	<b>3112</b>	<b>157629</b>	<b>1.54</b>	<b>194955</b>	<b>4668</b>	<b>199623</b>	<b>1.30</b>	<b>-0.24</b>
<b>2. Non-Institutions</b>									
a) Bodies Corp.									
I. Indian	192397	1767	194164	1.90	214114	2650	216764	1.41	-0.49
II. Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
I. Individual shareholders holding nominal share capital upto ₹ 1 lakh	2882474	72753	2955227	28.87	4631789	99901	4731690	30.82	1.95
II. Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	722552	0	722552	7.05	1069092	0	1069092	6.96	-0.09
c) NBFCs registered with RBI	0	0	0	0.00	750	0	750	0.01	0.01
d) Others (specify)									
I. Non-Resident Indians	120883	0	120883	1.18	207447	0	207447	1.35	0.17
II. Clearing Members	38769	0	38769	0.38	10574	0	10574	0.07	-0.31
III. Hindu Undivided	267877	101	267978	2.62	250306	151	250457	1.63	-0.99



Families									
IV. Body Corp-Ltd Liability partnership	2133	0	2133	0.02	3	0	3	0.00	-0.02
V. Trusts	0	0	0	0.00	20	0	20	0.00	0.00
VI. Investor Education and Protection Fund	114429	0	114429	1.12	171028	0	171028	1.11	-0.01
VII. Unclaimed Shares	0	0	0	0.00	3200	0	3200	0.02	0.02
<b>Sub-total (B)(2):-</b>	<b>4341514</b>	<b>74621</b>	<b>4416135</b>	<b>43.14</b>	<b>6558323</b>	<b>102702</b>	<b>6661025</b>	<b>43.38</b>	<b>0.24</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>4496031</b>	<b>77733</b>	<b>4573764</b>	<b>44.68</b>	<b>6753278</b>	<b>107370</b>	<b>6860648</b>	<b>44.68</b>	<b>0.00</b>
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0.00	0.00
<b>Grand Total (A+B+C)</b>	<b>10158367</b>	<b>78338</b>	<b>10236705</b>	<b>100.00</b>	<b>15246781</b>	<b>108277</b>	<b>15355058</b>	<b>100.00</b>	<b>0.00</b>

**(ii) Shareholding of Promoters:**

S.No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1.	Late Dr. Raunaq Singh	605	0.00	0.00	907	0.00	0.00	0.00
2.	Mr. Surinder Paul Kanwar	3787326	37.00	0.00	5680989	37.00	0.00	0.00
3.	Ultra Consultants Private Limited	1411109	13.78	0.00	2163193	14.08	0.00	0.30
4.	Vibrant Reality Infra Private Limited (Formerly known as Vibrant Finance and Investment Private Limited)	132804	1.30	0.00	221800	1.45	0.00	0.15
5.	Raunaq EPC International Limited	236097	2.31	0.00	259206	1.69	0.00	-0.62
6.	Clip-Lok Sompok (India) Private Limited	95000	0.93	0.00	168315	1.10	0.00	0.17
	<b>Total</b>	<b>5662941</b>	<b>55.32</b>	<b>0.00</b>	<b>8494410</b>	<b>55.32</b>	<b>0.00</b>	<b>0.00</b>

**(iii) Change in Promoter's Shareholding:**

S.No.	Name of Promoter	Shareholding at the beginning of the year		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1.	Late Dr. Raunaq Singh	605	0.01	01/04/2022				
				03/10/2022	302(l)	Allotment	907	0.01
				31/03/2023			907	0.01
2.	Mr. Surinder Paul Kanwar	3787326	37.00	01/04/2022				
				21/10/2022	1893663(l)	Allotment	5680989	37.00
				31/03/2023			5680989	37.00
3.	Ultra Consultants Private Limited	1411109	13.78	01/04/2022				
				21/10/2022	705554(l)	Allotment	2116663	13.78
				17/03/2023	46530(l)	Purchase	2163193	14.08
				31/03/2023			2163193	14.08
4.	Vibrant Reality Infra Private Limited (Formerly known as Vibrant Finance and Investment Private Limited)	132804	1.30	01/04/2022				
				21/10/2022	66402(l)	Allotment	199206	1.30
				17/03/2023	22594(l)	Purchase	221800	1.45



				31/03/2023			221800	1.45
5.	Raunaq EPC International Limited	236097	2.31	01/04/2022				
				21/10/2022	118048(I)	Allotment	354145	2.31
				17/03/2023	94939(D)	Transfer	259206	1.69
				31/03/2023			259206	1.69
6.	Clip-Lok Simpak (India) Private Limited	95000	0.93	01/04/2022				
				21/10/2022	47500(I)	Allotment	142500	0.93
				17/03/2023	25815(I)	Purchase	168315	1.10
				31/03/2023			168315	1.10

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

S. No.	Name of Shareholder	Shareholding at the beginning of the year		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1.	ACADIAN EMERGING MARKETS MICRO-CAP EQUITY MASTER FUND	125961	1.23	01/04/2022				
				21/10/2022	62980(I)	Allotment	188941	1.23
				31/03/2023			188941	1.23
2.	ANKIT JAIN	72621	0.71	01/04/2022				
				21/10/2022	36310(I)	Allotment	108931	0.71
				31/03/2023			108931	0.71
3.	BHARAT JAMNADAS DATTANI	65415	0.64	01/04/2022				
				21/10/2022	32707(I)	Allotment	98122	0.64
				31/03/2023			98122	0.64
4.	DOLLY KHANNA	0	0.00	01/04/2022				
				30/06/2022	2000(I)	Purchase	2000	0.01
				08/07/2022	6000(I)	Purchase	8000	0.05
				15/07/2022	13000(I)	Purchase	21000	0.14
				22/07/2022	4000(I)	Purchase	25000	0.16
				29/07/2022	2000(I)	Purchase	27000	0.18
				05/08/2022	6987(I)	Purchase	33987	0.22
				12/08/2022	13(I)	Purchase	34000	0.22
				19/08/2022	4000(I)	Purchase	38000	0.25
				26/08/2022	3000(I)	Purchase	41000	0.27
				16/09/2022	8000(I)	Purchase	49000	0.32
				30/09/2022	6819(I)	Purchase	55819	0.36
				07/10/2022	181(I)	Purchase	56000	0.36
				21/10/2022	24500(I)	Allotment	80500	0.52
				30/12/2022	7000(I)	Purchase	87500	0.57
				10/02/2023	2000(I)	Purchase	89500	0.58
				17/02/2023	4000(I)	Purchase	93500	0.61
				31/03/2023			93500	0.61
5.	MAHENDRA GIRDHARILAL	61001	0.60	01/04/2022				
				21/10/2022	30500(I)	Allotment	91501	0.60
				31/03/2023			91501	0.60
6.	BHARATI BHARAT DATTANI	57386	0.56	01/04/2022				
				21/10/2022	28692(I)	Allotment	86078	0.56
				31/03/2023			86078	0.56



7.	ADITYA OMPRAKASH DAMANI	59550	0.58	01/04/2022				
				16/09/2022	9550(D)	Transfer	50000	0.33
				21/10/2022	25000(I)	Allotment	75000	0.49
				31/03/2023			75000	0.49
8.	BHARAT JAMNADAS HUF	33137	0.32	01/04/2022				
				21/10/2022	16568(I)	Allotment	49705	0.32
				31/03/2023			49705	0.32
9.	ANGLE HOLDINGS PVT LTD	27600	0.27	01/04/2022				
				21/10/2022	13800(I)	Allotment	41400	0.27
				31/03/2022			41400	0.27
10.	ANANT INDRAVADAN PARIKH	21827	0.14	01/04/2022				
				20/05/2022	500(I)	Purchase	22327	0.14
				10/06/2022	762(I)	Purchase	23089	0.15
				17/06/2022	1701(I)	Purchase	24790	0.16
				24/06/2022	325(I)	Purchase	25115	0.16
				30/06/2022	7(I)	Purchase	25122	0.16
				01/07/2022	12(I)	Purchase	25134	0.16
				08/07/2022	79(D)	Transfer	25055	0.16
				05/08/2022	1(D)	Transfer	25054	0.16
				26/08/2022	4300(D)	Transfer	20754	0.14
				02/09/2022	5(I)	Purchase	20759	0.14
				23/09/2022	2000(D)	Transfer	18759	0.12
				30/09/2022	200(I)	Purchase	18959	0.12
				21/10/2022	9479(I)	Allotment	28438	0.19
				28/10/2022	500(I)	Purchase	28938	0.19
				04/11/2022	5(D)	Transfer	28933	0.19
				18/11/2022	63(I)	Purchase	28996	0.19
				25/11/2022	157(I)	Transfer	29153	0.19
				09/12/2022	622(I)	Purchase	29775	0.19
				30/12/2022	4243(I)	Purchase	34018	0.22
				13/01/2023	3799(D)	Transfer	30219	0.20
				20/01/2023	2218(I)	Purchase	32437	0.21
				27/01/2023	235(I)	Purchase	32672	0.21
				03/02/2023	702(I)	Purchase	33374	0.22
				10/02/2023	1392(I)	Purchase	34766	0.23
				17/02/2023	470(I)	Purchase	35236	0.23
				24/02/2023	243(I)	Purchase	35479	0.23
				03/03/2023	2199(I)	Purchase	36965	0.24
				10/03/2023	7(I)	Purchase	36972	0.24
				17/03/2023	758(I)	Purchase	37730	0.25
				24/03/2023	166(I)	Purchase	37896	0.25
				31/03/2023	5(I)	Purchase	37901	0.25
				31/03/2023			37901	0.25

I = Increase, D= Decrease

**Note—Shares held by the Investor Education and Protection Fund Authority (IEPF Authority) have not been considered under Top 10 shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) (No. of Shares held as on 31/03/2023: 171028)**

### (v) Shareholding of Directors and Key Managerial Personnel:

S. No.	Name	Shareholding at the beginning of the year		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
<b>A.</b>	<b>Directors</b>							
1.	Mr. Surinder Paul Kanwar	3787326	37.00	01/04/2022				
				21/10/2022	1893663	Allotment	5680989	37.00



				31/03/2023			5680989	37.00
2.	Mr. Sameer Kanwar	0	0.00	01/04/2022				
					-	Nil Holding/ movement during the year		
				31/03/2023			0	0.00
3.	Mr. W.R. Schilha	0	0.00	01/04/2022				
					-	Nil Holding/ movement during the year		
				31/03/2023			0	0.00
4.	Mr. Rakesh Chopra	0	0.00	01/04/2022				
					-	Nil Holding/ movement during the year		
				31/03/2023			0	0.00
5.	Mr. V.K. Pargal	100	0.00	01/04/2022				
				03/10/2022	50	Allotment	150	0.00
				31/03/2023			150	0.00
6.	Mr. N.V. Srinivasan	0	0.00	01/04/2022				
					-	Nil Holding/ movement during the year		
				31/03/2023			0	0.00
7.	Ms. Hiroo Suresh Advani	0	0.00	01/04/2022				
					-	Nil Holding/ movement during the year		
				31/03/2023			0	0.00
8.	Mr. Raman Nanda	0	0.00	01/04/2022				
					-	Nil Holding/ movement during the year		
				31/03/2023			0	0.00
<b>B.</b>	<b>Key Managerial Personnel (KMP's)</b>							
1.	Mr. Milind Pujari Chief Financial Officer	0	0.00	01/04/2022				
					-	Nil Holding/ movement during the year		
				31/03/2023			0	0.00
2.	Mr. Prashant Khattry Corporate Head (Legal) and Company Secretary	0	0.00	01/04/2022				
					-	Nil Holding/ movement during the year		
				31/03/2023			0	0.00

**V. INDEBTEDNESS:**

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

(₹ in Lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	10252.74	-	-	10252.74
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	9.34	-	-	9.34
<b>Total (i+ii+iii)</b>	<b>10262.08</b>	<b>-</b>	<b>-</b>	<b>10262.08</b>
<b>Change in Indebtedness during the financial year</b>				
• Addition	5120.38	-	-	5120.38
• Reduction	(4795.91)	-	-	(4795.91)
<b>Net Change</b>	<b>324.47</b>	<b>-</b>	<b>-</b>	<b>324.47</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	10516.17	-	-	10516.17
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	70.38	-	-	70.38
<b>Total (i+ii+iii)</b>	<b>10586.55</b>	<b>-</b>	<b>-</b>	<b>10586.55</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:****A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

(₹ in Lakhs)

S. No.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
		Mr. Surinder Paul Kanwar Chairman and Managing Director	Mr. Sameer Kanwar Joint Managing Director	
1.	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	200.00	132.50	332.50
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	38.19	19.77	57.96
	(c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-
5.	Others, Cos. Contribution to PF/SA	25.50	17.40	42.90
	<b>Total (A)</b>	<b>263.69</b>	<b>169.67</b>	<b>433.36</b>
	Ceiling as per the Act	Ceiling as per Schedule V to the Companies Act, 2013 ("the Act") (exclusive of perquisites specified in Part II of Section IV of Schedule V to the Act)		


**B. Remuneration to other directors:**

(₹ in Lakhs)

S. No.	Particulars of Remuneration	Name of Director					Total Amount	
		Mr. V.K. Pargal	Mr. Rakesh Chopra	Mr. W.R. Schilha	Ms. Hiroo Suresh Advani	Mr. Raman Nanda		
1.	<b>Independent Directors</b>							
	• Fee for attending board / committee meetings	4.80	5.20	2.65	4.50	2.50	19.65	
	• Commission	-	-	-	-	-	-	
	• Others, please specify	-	-	-	-	-	-	
	<b>Total (1)</b>	<b>4.80</b>	<b>5.20</b>	<b>2.65</b>	<b>4.50</b>	<b>2.50</b>	<b>19.65</b>	
2.	<b>Other Non-Executive Directors</b>							
	• Fee for attending board / committee meetings	2.65	-	-	-	-	2.65	
	• Commission	-	-	-	-	-	-	
	• Others, please specify	-	-	-	-	-	-	
	<b>Total (2)</b>	<b>2.65</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2.65</b>	
	<b>Total (B)=(1+2)</b>	<b>7.45</b>	<b>5.20</b>	<b>2.65</b>	<b>4.50</b>	<b>2.50</b>	<b>22.30</b>	
	Total Managerial Remuneration							
	Overall Ceiling as per the Act	Ceiling as per the Companies Act, 2013						

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:**

(₹ in Lakhs)

S. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Mr. Milind Pujari Chief Financial Officer	Mr. Prashant Khattry Corporate Head (Legal) and Company Secretary	
1.	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	57.79	25.62	83.41
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	18.23	1.51	19.74
	(c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-
5.	Others, Cos. Contribution to PF/SA	5.60	3.89	9.49
	<b>Total</b>	<b>81.62</b>	<b>31.02</b>	<b>112.64</b>

**VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority [RD/NCLT /COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors

Sd/-  
Surinder Paul Kanwar  
Chairman and Managing Director  
DIN: 00033524