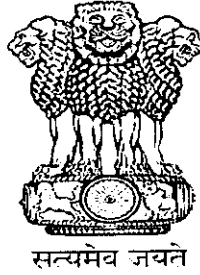


FORM NO. MGT-7

[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

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

L29112DL1963PLC004084

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACS0229G

(ii) (a) Name of the company

SHRIRAM PISTONS AND RINGS

(b) Registered office address

THIRD FLOOR, HIMALYA HOUSE,
23 KASTURBA GANDHI MARG
NEW DELHI
Delhi
110001

(c) *e-mail ID of the company

r.srinivasan@shrirampistons.cc

(d) *Telephone number with STD code

911123315941

(e) Website

www.shrirampistons.com

(iii) Date of Incorporation

09/12/1963

(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	National Stock Exchange	1,024

(b) CIN of the Registrar and Transfer Agent

U74210DL1991PLC042569

Pre-fill

Name of the Registrar and Transfer Agent

ALANKIT ASSIGNMENTS LIMITED

Registered office address of the Registrar and Transfer Agents

205-208ANARKALI COMPLEX
JHANDEWALAN EXTENSION

(vii) *Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

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

(a) If yes, date of AGM 09/07/2019

(b) Due date of AGM 30/09/2019

(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,	100

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

*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SPR International Auto Exports	U51909DL2005PLC136329	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	52,500,000	22,374,912	22,374,912	22,374,912
Total amount of equity shares (in Rupees)	525,000,000	223,749,120	223,749,120	223,749,120

Number of classes

1

Class of Shares	Authorised Capital	Issued Capital	Subscribed Capital	Paid up Capital
Number of equity shares	52,500,000	22,374,912	22,374,912	22,374,912
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	525,000,000	223,749,120	223,749,120	223,749,120

(b) Preference share capital

Particulars	Authorised Capital	Issued Capital	Subscribed Capital	Paid up Capital
Total number of preference shares	3,000,000	2,885,760	2,885,760	2,885,760
Total amount of preference shares (in rupees)	300,000,000	288,576,000	288,576,000	288,576,000

Number of classes

1

Class of shares	Authorised Capital	Issued Capital	Subscribed Capital	Paid up Capital
Number of preference shares	3,000,000	2,885,760	2,885,760	2,885,760
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	300,000,000	288,576,000	288,576,000	288,576,000

(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				
At the beginning of the year	22,374,912	223,749,120	223,749,120	

Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	22,374,912	223,749,120	223,749,120	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	2,885,760	288,576,000	288,576,000	0
i. Issues of shares	2,885,760	288,576,000	288,576,000	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0

ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	2,885,760	288,576,000	288,576,000	

(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	10/07/2018		
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	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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"/>
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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"/>
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Ledger Folio of Transferor	<input type="text"/>
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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) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			344,803,732.4
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			674,796,764
Total			1,019,600,496.4

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
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

19,785,349,653.66

(ii) Net worth of the Company

10,264,608,558.31

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	7,818,379	34.94	2,308,560	80
	(ii) Non-resident Indian (NRI)	0	0	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)	2,775,857	12.41	0	0
10.	Others	0	0	0	0
	Total	10,594,236	47.35	2,308,560	80

Total number of shareholders (promoters)

9

(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	247,268	1.11	577,200	20
	(ii) Non-resident Indian (NRI)	0	0	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	2,318,758	10.36	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)	9,214,650	41.18	0	0
10.	Others	0	0	0	0
	Total	11,780,676	52.65	577,200	20

Total number of shareholders (other than promoters)

2,216

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

2,225

**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	8		9	
Members (other than promoters)	1,891		2,216	
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

A. Promoter	1	1	1	1	14.91	20.03
B. Non-Promoter	2	8	2	10	0.01	0
(i) Non-Independent	2	4	2	4	0.01	0
(ii) Independent	0	4	0	6	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	3	9	3	11	14.92	20.03

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 18

(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)
SHRI PRADEEP DINO	00027995	Director	0	
SHRI HARI SHANKAR	00010499	Director	0	
MS. FERIDA AVNISH C	08415847	Director	0	
SMT. MEENAKSHI DAS	00524865	Director	7,817,436	
SHRI RAVINDER NARA	00059197	Director	0	09/07/2019
DR. PETER NEU	00324469	Director	0	
SHRI CHUGH YOGIND	00106536	Director	0	09/07/2019
SHRI ALOK RANJAN	08254398	Director	0	
SHRI MASAHIRO SEKI	00452082	Director	0	26/07/2019
SHRI INDERDEEP SIN	00173538	Director	0	
SHRI KIYOTO TONE	08154738	Director appointed	0	
SHRI ASHOK KUMAR	00124814	Managing Director	48	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SHRI R. SRINIVASAN	00124760	Whole-time director	3,236	
SHRI LUV D. SHRIRAM	00051065	Whole-time director	6,671,336	
SHRI NORITADA OKAMURA	02005759	Alternate director	0	09/07/2019
SHRI RALF BUSCHBEIN	08247923	Alternate director	0	
SHRI NAVEEN AGARWAL	AAIPA7239F	Company Secretary	4	
SHRI VINOD RAHEJA	ACEPR4973R	CFO	0	

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

18

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)
DR. ALEXANDER SAG	06748776	Director	30/04/2018	CESSATION
DR. PETER NEU	00324469	Alternate director	30/04/2018	CESSATION
SHRI TORU SUZUKI	07166793	Director appointed	22/05/2018	CESSATION
DR. PETER NEU	00324469	Director appointed	22/05/2018	APPOINTMENT
SHRI RALF BUSCHBE	08247923	Alternate director	22/05/2018	APPOINTMENT
SHRI KIYOTO TONE	08154738	Director appointed	22/05/2018	APPOINTMENT
SHRI NORITADA OKAM	02005759	Alternate director	22/05/2018	CESSATION
SHRI NORITADA OKAM	02005759	Alternate director	22/05/2018	APPOINTMENT
SHRI NORITADA OKAM	02005759	Alternate director	10/07/2018	CESSATION
SHRI NORITADA OKAM	02005759	Alternate director	10/07/2018	APPOINTMENT
SHRI NORITADA OKAM	02005759	Alternate director	03/11/2018	CESSATION
SHRI NORITADA OKAM	02005759	Alternate director	03/11/2018	APPOINTMENT
SHRI NORITADA OKAM	02005759	Alternate director	02/02/2019	CESSATION
SHRI NORITADA OKAM	02005759	Alternate director	02/02/2019	APPOINTMENT
SHRI RALF BUSCHBE	08247923	Alternate director	02/02/2019	CESSATION
SHRI RALF BUSCHBE	08247923	Alternate director	02/02/2019	APPOINTMENT
SHRI ALOK RANJAN	08254398	Additional director	30/03/2019	APPOINTMENT
MS. FERIDA AVNISH C	08415847	Additional director	30/03/2019	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

2

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	10/07/2018	2,083	78	68.58
EXTRAORDINARY GENERAL MEETING	21/11/2018	2,189	59	0.03

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	22/05/2018	12	8	66.67
2	10/07/2018	12	9	75
3	04/08/2018	12	9	75
4	03/11/2018	12	11	91.67
5	02/02/2019	12	12	100
6	16/03/2019	12	7	58.33
7	30/03/2019	14	11	78.57

C. COMMITTEE MEETINGS

Number of meetings held

7

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 COMM	22/05/2018	4	3	75
2	AUDIT COMM	04/08/2018	4	4	100
3	AUDIT COMM	03/11/2018	4	3	75
4	AUDIT COMM	02/02/2019	4	4	100
5	NOMINATION	16/03/2019	4	3	75
6	MEETING OF	30/03/2019	4	4	100
7	CORPORATE	30/03/2019	5	4	80

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	09/07/2019
								(Y/N/NA)
1	SHRI PRADEE	7	7	100	6	6	100	Yes
2	SHRI HARI SH	7	1	14.29	0	0	0	No
3	MS. FERIDA /	1	1	100	0	0	0	Yes
4	SMT. MEENA	7	7	100	1	1	100	Yes
5	SHRI RAVIND	7	6	85.71	6	5	83.33	Yes
6	DR. PETER N	7	3	42.86	0	0	0	No
7	SHRI CHUGH	7	6	85.71	6	5	83.33	Yes
8	SHRI ALOK R	1	1	100	0	0	0	Yes
9	SHRI MASAHA	7	4	57.14	0	0	0	No
10	SHRI INDERD	7	6	85.71	7	6	85.71	Yes
11	SHRI KIYOTC	6	4	66.67	1	1	100	No
12	SHRI ASHOK	7	7	100	1	1	100	Yes
13	SHRI R. SRIN	7	7	100	0	0	0	Yes
14	SHRI LUV D. :	7	7	100	1	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	SHRI ASHOK KUM.	Managing Director	10,952,091	30,617,267.51	0	1,908,461.54	43,477,820.05
2	SHRI R. SRINIVAS	Jt. Managing Dir	8,382,822	22,962,950.63	0	1,526,769.23	32,872,541.86
3	SHRI LUV D. SHRI	Whole Time Dir	9,322,615	26,024,677.38	0	1,500	35,348,792.38
	Total		28,657,528	79,604,895.52	0	3,436,730.77	111,699,154.2

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	SHRI NAVEEN AG	ALTERNATE CO	4,879,670	9,229,697.88	0	884,561.54	14,993,929.42
2	SHRI VINOD RAHE	CFO	4,350,816	6,153,131.92	0	792,553.85	11,296,501.77
	Total		9,230,486	15,382,829.8	0	1,677,115.39	26,290,431.19

Number of other directors whose remuneration details to be entered

12

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHRI PRADEEP DI	CHAIRMAN	0	13,370,000	0	950,000	14,320,000
2	SHRI HARI SHANK	NON-EXECUTIV	0	200,000	0	100,000	300,000
3	MS. FERIDA AVNIS	INDEPENDENT	0	200,000	0	100,000	300,000
4	SMT. MEENAKSHI	NON-EXECUTIV	0	1,180,000	0	600,000	1,780,000
5	SHRI RAVINDER N	INDEPENDENT	0	1,180,000	0	750,000	1,930,000
6	SHRI CHUGH YOGI	INDEPENDENT	0	1,180,000	0	800,000	1,980,000
7	DR. PETER NEU	NON-EXECUTIV	0	1,180,000	0	150,000	1,330,000
8	SHRI RALF BUSCH	ALTERNATE DI	0	0	0	100,000	100,000
9	SHRI ALOK RANJA	INDEPENDENT	0	200,000	0	100,000	300,000
10	SHRI MASAHIRO S	NON-EXECUTIV	0	1,180,000	0	300,000	1,480,000
11	SHRI KIYOTO TON	INDEPENDENT	0	1,180,000	0	350,000	1,530,000
12	SHRI INDERDEEP	INDEPENDENT	0	1,180,000	0	800,000	1,980,000
	Total		0	22,230,000	0	5,100,000	27,330,000

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

SHRI DEEPAK JUNEJA

Whether associate or fellow

Associate Fellow

Certificate of practice number

4371

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. ... 09 dated 27/06/2014

(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

ASHOK
KUMAR
TANEJA Digitally signed by
ASHOK KUMAR
TANEJA
Date: 2018.08.03
15:53:24 +05'30'

DIN of the director

00124814

To be digitally signed by

NAVEEN
AGARWAL Digitally signed by
NAVEEN AGARWAL
Date: 2018.08.03
15:54:27 +05'30'

Company Secretary

Company secretary in practice

Membership number

10343

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

List of attachments

Attach
Attach
Attach
Attach

List_of_Shareholders.pdf
Details_of_Share_transfers.pdf
Clarifications.pdf
MGT_8.pdf

Remove attachment

Modify

Check Form

Prescribing

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