

# 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]



सत्यमेव जयते

## 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

L74999DL1987PLC029553

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACS0512J

(ii) (a) Name of the company

SANDHAR TECHNOLOGIES LIM

(b) Registered office address

B-6/20, L.S.C.  
SAFDARJUNG ENCLAVE  
NEW DELHI  
New Delhi  
Delhi  
110026

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

corporate.legal@sandhar.in

(d) \*Telephone number with STD code

01244518900

(e) Website

www.sandhargroup.com

(iii) Date of Incorporation

19/10/1987

(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	THE BOMBAY STOCK EXCHANGE	1
2	THE NATIONAL STOCK EXCHANGE	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) \*Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

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

(a) If yes, date of AGM

23/09/2020

(b) Due date of AGM

30/09/2020

(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	C7	Metal and metal products	100

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

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

15

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SANDHAR TOOLING PRIVATE L	U28939DL2002PTC114374	Subsidiary	79.92
2	SANDHAR STRATEGIC SYSTEM	U28994HR2016PTC065726	Subsidiary	99.99

3	SANDHAR TECHNOLOGIES BAF		Subsidiary	100
4	SANDHAR HAN SUNG TECHNOC	U28100HR2014PTC067295	Joint Venture	50
5	SANDHAR DAEWHA AUTOMO	U36100HR2017PTC069555	Joint Venture	50.25
6	JINYOUNG SANDHAR MECHAT	U36990HR2017PTC068220	Joint Venture	50
7	SANDHAR AMKIN INDUSTRIES	U36100DL2017PTC323315	Joint Venture	50
8	SANDHAR ECCO GREEN ENERC	U74900DL2013PTC252844	Joint Venture	50
9	KWANGSUNG SANDHAR TECH	U29100HR2019PTC078337	Joint Venture	51
10	SANDHAR DAESHIN AUTO SYS	U29100HR2018PTC073894	Joint Venture	50
11	SANDHAR WHETRON ELECTRO	U29100HR2018PTC075043	Joint Venture	50
12	INDO TOOLINGS PRIVATE LIMI	U28931MP2008PTC034503	Joint Venture	50
13	SANDHAR HAN SHIN AUTOMC	U29304DL2019PTC355141	Joint Venture	99.9
14	SANDHAR HAN SHIN AUTO TE	U29308DL2019PTC358000	Joint Venture	50
15	WINNERCOM SANDHAR TECHN	U29100DL2019PTC354114	Joint Venture	50

#### 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	68,000,000	60,190,708	60,190,708	60,190,708
Total amount of equity shares (in Rupees)	680,000,000	601,907,080	601,907,080	601,907,080

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>EQUITY</b>				
Number of equity shares	68,000,000	60,190,708	60,190,708	60,190,708
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	680,000,000	601,907,080	601,907,080	601,907,080

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

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	200,000	0	0	0
Total amount of preference shares (in rupees)	20,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
PREFERENCE				
Number of preference shares	200,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	20,000,000	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>				
<b>At the beginning of the year</b>	60,190,708	601,907,080	601,907,080	
<b>Increase during the year</b>	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				

<b>Decrease during the year</b>	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				
<b>At the end of the year</b>	60,190,708	601,907,080	601,907,080	

<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
<b>Decrease during the year</b>	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				
<b>At the end of the year</b>	0	0	0	

(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				<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			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	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			393,503,095
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
<b>Total</b>			393,503,095

**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

16,400,284,785

### (ii) Net worth of the Company

7,310,118,671

## 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	37,241,717	61.87	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)	5,064,127	8.41	0	

10.	Others	0	0	0	
	<b>Total</b>	42,305,844	70.28	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	5,443,153	9.04	0	
	(ii) Non-resident Indian (NRI)	25,973	0.04	0	
	(iii) Foreign national (other than NRI)	17,059	0.03	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	2,157,150	3.58	0	
7.	Mutual funds	8,826,354	14.66	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,083,885	1.8	0	
10.	Others          Alternate Investment Fund	331,290	0.55	0	
	<b>Total</b>	17,884,864	29.7	0	0

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

22,784

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

22,795

**(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
AURIGIN MASTER FUN	WALKERS CORPRATE LIMITED CAY			20,000	0.03
BNP PARIBAS ARBITRA	BNP PARIBAS, CUSTODY OPERATIO			916	0
EASTSPRING INVESTM	DEUTSCHE BANK AG DB HOUSE, H			561,875	0.93
EASTSPRING INVESTM	DEUTSCHE BANK AG DB HOUSE, H			365,490	0.61
HSBC GLOBAL INVEST	HSBC SECURITIES SERVICES 11TH F			1,208,869	2.01

**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	11	11
Members (other than promoters)	25,695	22,784
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	0	1	0	52.13	0
<b>B. Non-Promoter</b>	1	8	1	10	0	5.75
(i) Non-Independent	1	2	1	2	0	5.75
(ii) Independent	0	6	0	8	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	2	8	2	10	52.13	5.75

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

**(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)
Dharmendar Nath Dava	00002008	Director	839,582	
Jayant Davar	00100801	Managing Director	31,375,200	
Arvind Joshi	01877905	Whole-time director	0	11/05/2020
Monica Davar	00100875	Director	2,622,725	
Mohan Lal Bhagat	00699750	Director	0	
Ravinder Nagpal	00102970	Director	0	
Krishan Lal Chugh	00140124	Director	0	
Arvind Kapur	00096308	Director	0	
Arjun Sharma	00003306	Director	0	
Archana Capoor	01204170	Director	0	
Bharat Anand	02806475	Director	0	
Vimal Mahendru	00006016	Director	0	

**(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)
VIMAL MAHENDRU	00006016	Additional director	05/11/2019	Appointment
BHARAT ANAND	02806475	Additional director	12/08/2019	Appointment
BHARAT ANAND	02806475	Director	09/09/2019	CHANGE IN DESIGNATION

**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	09/09/2019	24,683	239	61.83

## 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	27/05/2019	10	8	80
2	03/08/2019	10	10	100
3	05/11/2019	12	9	75
4	10/02/2019	12	12	100

## C. COMMITTEE MEETINGS

Number of meetings held

14

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	27/05/2019	3	3	100
2	Audit Committee	03/08/2019	3	3	100
3	Audit Committee	05/11/2019	3	3	100
4	Audit Committee	10/02/2019	3	3	100
5	Finance Committee	27/05/2019	3	3	100
6	Finance Committee	03/08/2019	3	3	100
7	Nomination and Remuneration Committee	03/08/2019	3	3	100
8	CSR Committee	10/02/2020	3	3	100
9	Stakeholders Forum	10/02/2020	3	3	100
10	Independent Directors	10/02/2020	8	8	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	23/09/2020
								(Y/N/NA)
1	Dharmendar N	4	4	100	4	4	100	No
2	Jayant Davar	4	4	100	6	6	100	Yes
3	Arvind Joshi	4	4	100	0	0	0	Not Applicable
4	Monica Davar	4	2	50	1	1	100	Yes
5	Mohan Lal Bha	4	4	100	0	0	0	Yes
6	Ravinder Nagp	4	4	100	7	7	100	Yes
7	Krishan Lal Ch	4	4	100	3	3	100	Yes
8	Arvind Kapur	4	4	100	6	6	100	Yes
9	Arjun Sharma	4	2	50	4	4	100	Yes
10	Archana Capo	4	4	100	4	4	100	Yes
11	Bharat Anand	2	1	50	0	0	0	Yes
12	Vimal Mahend	2	2	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	JAYANT DAVAR	Managing Direct	14,272,000	33,356,000	0	0	47,628,000
2	ARVIND JOSHI	WHOLE-TIME D	12,959,000	4,315,000	0	0	17,274,000
	Total		27,231,000	37,671,000	0	0	64,902,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MOHAN LAL BHAG	DIRECTOR	0	200,000	0	250,000	450,000
2	RAVINDER NAGPA	DIRECTOR	0	200,000	0	495,000	695,000
3	KRISHAN LAL CHL	DIRECTOR	0	200,000	0	355,000	555,000
4	ARVIND KAPUR	DIRECTOR	0	200,000	0	410,000	610,000
5	ARCHANA CAPOO	DIRECTOR	0	200,000	0	390,000	590,000
6	ARJUN SHARMA	DIRECTOR	0	200,000	0	240,000	440,000
7	VIMAL MAHENDRU	DIRECTOR	0	100,000	0	150,000	250,000
8	BHARAT ANAND	DIRECTOR	0	100,000	0	100,000	200,000
9	D N DAVAR	DIRECTOR	0	200,000	0	200,000	400,000
10	MONICA DAVAR	DIRECTOR	0	200,000	0	100,000	300,000
	Total		0	1,800,000	0	2,690,000	4,490,000

#### 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

(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

K.K. SACHDEVA

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

4721

**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. ..

BM2020

dated

13/08/2019

(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:

- 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.
- 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

JAYANT  
DAVAR  
Digitally signed by  
JAYANT DAVAR  
Date: 2020.11.16  
11:54:10 +05'30'

DIN of the director

00100801

**To be digitally signed by**

KISHOR  
KUMAR  
SACHDEVA  
Digitally signed by  
KISHOR KUMAR  
SACHDEVA  
Date: 2020.11.16  
12:10:18 +05'30'

☐ Company Secretary

☒ Company secretary in practice

Membership number

7153

Certificate of practice number

4721

**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**

MGT 8 STL.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**