

**Form No. MGT-9
EXTRACT OF ANNUAL RETURN
for the financial year ended on 31st March, 2020**

[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 : U35990HR1995PLC050123
- ii) Registration Date : 25th October, 1995
- iii) Name of the Company : Xlerate Driveline India Limited
- iv) Category/Sub-Category of the Company : Public Limited Company
- v) Address of the Registered office and contact details :
Shed No. 1, Gurukul
Industrial Estate, Sarai Khwaja
P.O. Amar Nagar
Faridabad-121003
Haryana
Ph: 0129-4288670
Fax: 0129-4288680
E-mail: info@xleratedriveline.com
- vi) Whether listed company Yes/No : No
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any :
RCMC Share Registry Private Limited
B-25/1, First Floor,
Okhla Industrial Area, Phase-II,
New Delhi-110020
Ph: 011-26387320,21,23
Fax: 011-26387322
E-mail: investor.services@rcmcdelhi.com
Website: www.rcmcdelhi.com

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.	Clutch and Clutch Plates	Group 293 - Manufacture of parts and accessories for motor vehicles	100.00

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
1.	Raunaq EPC International Limited (REIL)	L51909HR1965PLC034315	Holding Company	100.00	2(46)

**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	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0.00	0	0	0	0.00	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.	14877032	6	14877038	100.00	14877032	6	14877038	100.00	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
Sub-total (A) (1):-	14877032	6	14877038	100.00	14877032	6	14877038	100.00	0.00
(2) Foreign									
a) NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other - 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
Sub-total (A) (2):-	0	0	0	0.00	0	0	0	0.00	0.00
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	14877032	6	14877038	100.00	14877032	6	14877038	100.00	0.00
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks/ FI	0	0	0	0.00	0	0	0	0.00	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) FIIs	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) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1):-	0	0	0	0.00	0	0	0	0.00	0.00
2.Non-Institutions									
a) Bodies Corp.									
I. Indian	0	0	0	0.00	0	0	0	0.00	0.00
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	0	0	0	0.00	0	0	0	0.00	0.00
II. Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
c) Others (specify)									
Sub-total (B)(2):-	0	0	0	0.00	0	0	0	0.00	0.00
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	0	0	0.00	0	0	0	0.00	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	14877032	6*	14877038	100.00	14877032	6*	14877038	100.00	0.00

***Held by Raunaq EPC International Limited, Holding Company through its nominees holding 1 share each.**

(ii) Shareholding of Promoters:

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of 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	% change in share holding during the year
1.	Raunaq EPC International Limited	14877038*	100.00	0.00	14877038	100.00	0.00	0.00
	Total	14877038*	100.00	0.00	14877038*	100.00	0.00	0.00

***6 Equity Shares held through its nominees.**

(iii) Change in Promoters' Shareholding (please specify, if there is no change):

S. No.		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
	At the beginning of the year	14877038	100.00					
				-	-	No change in shareholding		
	At the End of the year	14877038	100.00				14877038	100.00

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

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the company
-	-	-	-	-	-

(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 share(s)	% of total shares of the Company				No. of share(s)	% of total shares of the Company
A	Directors							
1.	Mr. Surinder Paul Kanwar	1*	0.00	01/04/2019				
					-	No change in shareholding		
				31/03/2020			1*	0.00
2	Mr. Sachit Kanwar	1*	0.00	01/04/2019				
					-	No change in shareholding		
				31/03/2020			1*	0.00
3	Dr. Sanjeev Kumar	0	0.00	01/04/2019				

					-	Nil Holding/ movement during the year		
				31/03/2020			0	0.00
4	Mr. Rajiv Chandra Rastogi	0	0.00	01/04/2019				
					-	Nil Holding/ movement during the year		
				31/03/2020			0	0.00
5	Mr. P.C. Kothari	1*	0.00	01/04/2019				
					-	No change in shareholding		
				31/03/2020			1*	0.00
6	Mr. Jagdeep Singh	1*	0.00	01/04/2019				
					-	No change in shareholding		
				31/03/2020			1*	0.00
B	Key Managerial Personnel (KMP's)							
1	Mr. Sachin Kumar Mittal [§] Chief Financial Officer	0	0.00	01/04/2019				
					-	Nil Holding/ movement during the year		
				31/03/2020			0	0.00
2.	Mr. Himanshu Goyal ^{§§} Chief Financial Officer	0	0.00	01/04/2019				
					-	Nil Holding/ movement during the year		
				31/03/2020			0	0.00
3.	Mr. Sukhvir [#] Company Secretary	0	0.00	01/04/2019				
					-	Nil Holding/ movement during the year		
				31/03/2020			0	0.00
4.	Ms. Vartika Malhotra ^{##} Company Secretary	0	0.00	01/04/2019				
					-	Nil Holding/ movement during the year		
				31/03/2020			0	0.00

*Held as nominee of Raunaq EPC International Limited

§ Resigned w.e.f. 30th September, 2019

** Appointed w.e.f. 30th January, 2020
 * Appointed w.e.f. 22nd May, 2019 and Resigned w.e.f. 06th September, 2019
 ** Appointed w.e.f. 13th November, 2019 and Resigned w.e.f. 03rd July, 2020

V. INDEBTEDNESS

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

(₹ in lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	400.00	280.00	-	680.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	400.00	280.00	0.00	680.00
Change in Indebtedness during the financial year				
• Addition	-	-	-	-
• Reduction	-	-	-	-
Net Change	0.00	0.00	0.00	0.00
Indebtedness at the end of the financial year				
i) Principal Amount	400.00	280.00	-	680.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	400.00	280.00	0.00	680.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	In Lacs
		Mr. Sachit Kanwar Managing Director*	Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	24.17 5.83 -	24.17 5.83 -
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit - others, specify...	-	-
5.	Others, Cos. Contribution to PF/SA	-	-
	Total (A)	30.00	30.00
	Ceiling as per the Act	As per Schedule V of the Companies Act, 2013	As per Schedule V of the Companies Act, 2013

*50% of total remuneration (as per the details) paid by the Company w.e.f. 01st June, 2019, balance been paid by Raunaq EPC International Limited, Holding Company.

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount Rs. In Lacs
	1. Independent Directors	Mr. Rajiv Chandra Rastogi	Dr. Sanjeev Kumar		
	• Fee for attending board / committee meetings	-	-	-	-
	• Commission	-	-	-	-
	• Others, please specify	-	-	-	-
	Total (1)	-	-		-
	2. Other Non-Executive Directors	Mr. Surinder Paul Kanwar	Mr. Jagdeep Singh	Mr. P.C. Kothari	
	• Fee for attending board / committee meetings	-	-	-	-
	• Commission	-	-	-	-
	• Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act	Rs. 1.00 Lac sitting fees to a director per meeting of the Board or Committee			

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				Total Amount (₹ In Lacs)
		*Mr. Sachin Kumar Mittal Chief Financial Officer	**Mr. Himanshu Goyal Chief Financial Officer	#Mr. Sukhvir Company Secretary	##Ms. Vartika Malhotra Company Secretary	
1.	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6.66	2.42	1.40	1.23	11.71
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-	-	-
5.	Others, Cos. Contribution to PF/SA	0.37	0.14	0.08	0.07	0.66
	Total	7.03	2.56	1.48	1.30	12.37

* Resigned w.e.f. 30th September, 2019

** Appointed w.e.f. 30th January, 2020

Appointed w.e.f. 22nd May, 2019 and Resigned w.e.f. 06th September, 2019

Appointed w.e.f. 13th November, 2019 and Resigned w.e.f. 03rd July, 2020

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)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment			NIL		
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors

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