

ANNEXURE- E TO THE BOARD REPORT

FORM No. MGT-9 EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2021

[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	:	L34300DL1983PLC016136
ii)	Registration Date	:	14-07-1983
iii)	Name of the Company	:	RACL Geartech Limited
iv)	Category / Sub-Category of the Company	:	Public Company Limited by Shares/ Indian Non-Government company
v)	Address of the Registered office and contact details	:	15 th Floor, Eros Corporate Tower, Nehru Place, New Delhi – 110 019, India Phone No.: +91-11-66155129 Fax No.: +91-120-4588513
vi)	Whether listed company Yes / No	:	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	:	MAS Services Limited T-34, 2 nd Floor, Okhla Industrial Area – II, New Delhi -110020 Phone: +91-11-26387281-83 Fax: +91-11-26387384

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	% to total turnover of the Company
1	Automotive Gears and Components	Group 293 - Manufacture of parts and accessories for motor vehicles	100.00%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANY

S. No.	Name and Address of the Company	CIN/GLN *	Holding/ Subsidiary/ Associate Company	% of shares held	Applicable Section
1	RACL Geartech GmbH, Austria	-	Wholly Owned Subsidiary	100%	2(87)(ii)

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 (1 April 2020)			No. of Shares held at the end of the year (31 March 2021)			% Change during the year
	Demat	Physical	Total	Demat	Physical	Total	
A. Promoters							
(1) Indian							
a) Individual/ HUF	4194128	0	4194128	4209933	0	4209933	39.05
b) Central Govt. or State Govt(s).	0	0	0	0	0	0	0.00
c) Bodies Corporate	37137	0	37137	39137	0	39137	0.36
d) Banks / FI	1503300	0	1503300	1503300	0	1503300	13.94
e) Any Other	0	0	0	0	0	0	0.00
Sub Total (A) (1)	5734565	0	5734565	5752370	0	5752370	53.18
(2) Foreign							
a) NRIs- Individuals	0	0	0	0	0	0	0.00
b) Other - Individuals	0	0	0	0	0	0	0.00
c) Bodies Corporate	0	0	0	0	0	0	0.00
d) Banks / FI	0	0	0	0	0	0	0.00
e) Any Other	0	0	0	0	0	0	0.00
Sub Total (A) (2)	0	0	0	0	0	0	0.00
Total Shareholding of Promoter (A) = (A)(1) + (A) (2)	5734565	0	5734565	5752370	0	5752370	53.35
B. Public Shareholding							
1. Institutions							
a) Mutual Funds	0	0	0	0	0	0	0.00
b) Banks /FI	500	0	500	500	0	500	0.01
c) Central Govt. or State Govt(s).	0	0	0	0	0	0	0.00
d) Venture Capital Funds	0	0	0	0	0	0	0.00
e) Insurance Companies	0	0	0	0	0	0	0.00

Category of Shareholders	No. of Shares held at the beginning of the year (1 April 2020)				No. of Shares held at the end of the year (31 March 2021)				% Change during the year
	Physical		% of Total Shares		Physical		% of Total Shares		
	Demat	Total	Total	% of Total Shares	Demat	Total	Total	% of Total Shares	
f) Foreign Portfolio Investors	0	0	0	0.00	3348	0	3348	0.03	0.03
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)	500	0	500	0.01	3848	0	3848	0.04	0.03
2. Non-institutions									
a) Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(i) Indian	287732	7601	295333	2.74	204913	7601	212514	1.97	-0.77
(ii) Overseas	870000	0	870000	8.07	784000	0	784000	7.27	-0.80
b) Individuals	0	0	0	0.00	0	0	0	0.00	0.00
(i) Individual shareholders holding nominal share capital upto ₹ 2 Lakhs	2439380	595790	3035170	28.15	2438670	582290	3020960	28.02	-0.13
(ii) Individual shareholders holding nominal share capital in excess of ₹ 2 Lakhs	648232	4000	652232	6.05	701722	0	701722	6.51	0.46
c) Others (specify)									
(c-i) Public Trusts	300	0	300	0.00	0	0	0	0.00	0.00
(c-ii) NRI/OCB's	117056	21600	138656	1.29	266859	21500	288359	2.67	1.38
(c-iii) Clearing members	54844	0	54844	0.51	17827	0	17827	0.17	-0.34
Sub Total (B) (2)	4417544	628991	5046535	46.81	4413991	611391	5025382	46.61	-0.20
Total Public Shareholding (B) = (B)(1) + (B)(2)	4418044	628991	5047035	46.82	4417839	611391	5029230	46.65	-0.17
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	10152609	628991	10781600	100.00	10170209	611391	10781600	100.00	0.00

(ii) Shareholding of Promoters

S. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 1 April 2020)		Shareholding at the end of the year (As on 31 March 2021)		% of change in shareholding during the year
		No. of Shares	% of Total shares of the company	No. of Shares	% of Total shares of the company	
1	Gursharan Singh	3929097	36.44	3939079	36.54	0.10
2	The Pradeshiya Industrial and Investment Corporation of U.P. Ltd.	1503300	13.94	1503300	13.94	0.00
3	Dev Raj Arya	236273	2.19	229145	2.13	-0.06
4	Aadhar Infosystems Private Limited	37137	0.34	39137	0.36	0.02
5	Narinder Paul Kaur	21794	0.20	34107	0.32	0.12
6	Raj Arya	6964	0.06	7602	0.07	0.01
7	Prabh Mehar Singh	0	0.00	0	0.00	0.00
	TOTAL	5251353	53.17	5752370	53.35	0.18

(iii) Change in Promoters' Shareholding

S. No.	Shareholder's Name	Shareholding at the beginning of the year (1 April 2020)		Date-wise increase decrease during the year			Cumulative Shareholding during the year (1 April 2020 to 31 March 2021)	
		No. of Shares	% of Total shares of the company	Date	Increase/ decrease during the year	Reason	No. of Shares	% of Total Shares of the Company
1	GURSHARAN SINGH							
	At the beginning of the year	3929097	36.44		5000	Market Purchase	3934097	36.48
					4982	Market Purchase	3939079	36.54
	At the end of the year						3939079	36.54
2	NARINDER PAUL KAUR							
	At the beginning of the year	21794	0.21		990	Market Purchase	22784	0.21
					10323	Market Purchase	33107	0.31
					1000	Market Purchase	34107	0.32
	At the end of the year						34107	0.32

S. No.	Shareholder's Name	Shareholding at the beginning of the year (1 April 2020)		Date-wise increase decrease during the year				Cumulative Shareholding during the year (1 April 2020 to 31 March 2021)	
		No. of Shares	% of Total shares of the company	Date	Increase/ decrease during the year	Reason	No. of Shares	% of Total Shares of the Company	
3	DEV RAJ ARYA At the beginning of the year	236273	2.19	09/09/2020	-592	Market Sale	235681	2.18	
				11/09/2020	-2000	Market Sale	233681	2.17	
				18/09/2020	-2000	Market Sale	231681	2.15	
				25/09/2020	-2000	Market Sale	229581	2.13	
				05/10/2020	-885	Market Sale	228796	2.12	
				22/12/2020	349	Market Purchase	229145	2.13	
							229145	2.13	
4.	RAJ ARYA At the beginning of the year	6964	0.06	05/06/2020	3269	Market Purchase	10233	0.09	
				14/08/2020	-1000	Market Sale	9233	0.09	
				21/08/2020	-2000	Market Sale	7233	0.06	
				28/08/2020	-6000	Market Sale	1233	0.01	
				18/12/2020	2070	Market Purchase	3303	0.03	
				31/12/2020	306	Market Purchase	3609	0.03	
				12/03/2021	2000	Market Purchase	5609	0.05	
		19/03/2021	1993	Market Purchase	7602	0.07			
					7602	0.07			
5.	PRABH MEHAR SINGH At the beginning of the year	0	0.00	11/09/2020	2500	Market Purchase	2500	0.02	
				04/12/2020	-2500	Market Sale	0		
							0	0.00	
6.	AADHAR INFOSYSTEMS PRIVATE LIMITED At the beginning of the year	37137	0.34	11/09/2020	2000	Market Purchase	39137	0.36	
							39137	0.36	

(iv) 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 (1 April 2020)		Date-wise increase decrease during the year			Cumulative Shareholding during the year (1 April 2020 to 31 March 2021)	
		No. of Shares	% of total shares of the company	Date	Increase/decrease during the year	Reason	No. of Shares	% of total shares of the company
1.	MIDDLEWARE DEVELOPMENT LIMITED							
	At the beginning of the year	870000	8.07	10/07/2020	-10000	Sale	860000	7.98
				21/08/2020	-3000	Sale	857000	7.95
				28/08/2020	-7000	Sale	850000	7.88
				04/12/2020	-10000	Sale	840000	7.79
				11/12/2020	-589	Sale	839411	7.79
				18/12/2020	-8600	Sale	830811	7.71
				31/12/2020	-10811	Sale	820000	7.61
				08/01/2021	-36000	Sale	784000	7.27
	At the end of the year						784000	7.27
2.	RAJ KUMAR LOHIA							
	At the beginning of the year	161529	1.50	08/01/2021	-3931	Sale	157598	1.46
				12/02/2021	-5281	Sale	152317	1.41
				19/02/2021	-4900	Sale	147417	1.37
				26/03/2021	-1500	Sale	145917	1.35
	At the end of the year						145917	1.35
3.	SATYA PRAKASH MITTAL							
	At the beginning of the year	111127	1.03	20/11/2020	37	Purchase	111164	1.03
				04/12/2020	161	Purchase	111325	1.03
				08/01/2021	50	Purchase	111375	1.03
	At the end of the year						111375	1.03
4.	DEBASHISH NEOGI							
	At the beginning of the year	0	0.00	30/06/2020	18000	Purchase	18000	0.17
				03/07/2020	10000	Purchase	28000	0.26

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (1 April 2020)		Date-wise increase decrease during the year				Cumulative Shareholding during the year (1 April 2020 to 31 March 2021)	
		No. of Shares	% of total shares of the company	Date	Increase/decrease during the year	Reason	No. of Shares	% of total shares of the company	
				07/08/2020	5000	Purchase	33000	0.31	
				18/09/2020	9000	Purchase	42000	0.39	
				16/10/2020	10000	Purchase	52000	0.48	
				13/11/2020	10000	Purchase	62000	0.58	
				20/11/2020	10000	Purchase	72000	0.67	
				04/12/2020	6675	Purchase	78675	0.73	
				25/12/2020	5800	Purchase	84475	0.78	
				31/12/2020	14849	Purchase	99324	0.92	
				08/01/2021	6000	Purchase	105324	0.98	
				22/01/2021	3000	Purchase	108324	1.00	
				19/02/2021	3000	Purchase	111324	1.03	
	At the end of the year						111324	1.03	
5.	ASHVINDER CHOWDHARY								
	At the beginning of the year	47649	0.44	10/04/2020	1000	Purchase	48649	0.45	
				17/04/2020	4000	Purchase	52649	0.49	
				24/04/2020	5920	Purchase	58569	0.54	
				01/05/2020	1431	Purchase	60000	0.56	
				22/05/2020	2199	Purchase	62199	0.58	
				12/06/2020	5510	Purchase	67709	0.63	
				19/06/2020	2000	Purchase	69709	0.65	
	At the end of the year						69709	0.65	
6.	OPENXCELL TECHNOLOGIES PVT LTD								
	At the beginning of the year	88788	0.82	10/04/2020	-22386	Sale	66402	0.62	
	At the end of the year						66402	0.62	

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (1 April 2020)		Date-wise increase decrease during the year			Cumulative Shareholding during the year (1 April 2020 to 31 March 2021)	
		No. of Shares	% of total shares of the company	Date	Increase/decrease during the year	Reason	No. of Shares	% of total shares of the company
7.	VIVOG COMMERCIAL LIMITED At the beginning of the year	29292	0.27	08/01/2021	10588	Purchase	39886	0.37
				15/01/2021	1607	Purchase	41493	0.38
				22/01/2021	2014	Purchase	43507	0.40
				19/03/2021	15324	Purchase	58831	0.55
							58831	0.37
8.	KRISHNAMURTHY NARAYANAN IYER At the beginning of the year	0	0.00	22/05/2020	5000	Purchase	5000	0.05
				29/05/2020	6000	Purchase	11000	0.10
				19/06/2020	5000	Purchase	16000	0.15
				26/06/2020	7098	Purchase	23098	0.21
				30/06/2020	-17098	Purchase	6000	0.06
				14/08/2020	1200	Purchase	7200	0.07
				21/08/2020	19800	Purchase	27000	0.25
				04/09/2020	1000	Purchase	28000	0.26
				30/09/2020	6000	Purchase	34000	0.32
				06/11/2020	3000	Purchase	37000	0.34
		04/12/2020	5000	Purchase	42000	0.39		
		05/02/2021	2300	Purchase	44300	0.41		
		12/02/2021	10000	Purchase	54300	0.50		
	At the end of the year					54300	0.50	
9.	ANSHUL SHARMA At the beginning of the year	33604	0.31	04/09/2020	15000	Purchase	48604	0.45
							48604	0.45
10.	UDAY VASANTLAL MERCHANT At the beginning of the year	40000	0.37	-	-	-	40000	0.37
							40000	0.37

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Date-wise increase decrease during the year			Cumulative Shareholding during the year (1 April 2020 to 31 March 2021)	
		No. of Shares	% of total shares of the company	Date	Increase/decrease during the year	Reason	No. of Shares	% of total shares of the company
1.	Mr. Gursharan Singh At the beginning of the year	3929097	36.44	28/08/2020	5000	Market Purchase	3934097	36.49
				04/09/2020	4982	Market Purchase	3939079	36.54
							3939079	36.54
2.	Mr. Dev Raj Arya At the beginning of the year	236273	2.19	09/09/2020	-592	Market Sale	235681	2.18
				11/09/2020	-2000	Market Sale	233681	2.17
				18/09/2020	-2000	Market Sale	231681	2.15
				25/09/2020	-2000	Market Sale	229581	2.13
				05/10/2020	-885	Market Sale	228796	2.12
				22/12/2020	349	Market Purchase	229145	2.13
3.	Mrs. Narinder Paul Kaur At the beginning of the year						229145	2.13
		21794	0.20	14/08/2020	990	Market Purchase	22784	0.21
				21/08/2020	10323	Market Purchase	33107	0.31
				11/09/2020	1000	Market Purchase	34107	0.32
4.	Mr. Anil Sharma At the beginning of the year						34107	0.32
		15000	0.15	18/03/2021	3000	Off Market Transfer		
							18000	0.14
5.	Mr. Rakesh Kapoor At the beginning of the year	500	0.00	-	-	-		
							500	0.00

Except the above mentioned Shareholding, there is no shareholding of Directors and Key Managerial Personnel.

V. INDEBTEDNESS

INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING/ACCRUED BUT NOT DUE FOR PAYMENT AS ON 31ST MARCH, 2021

(₹ in Lakhs)

PARTICULARS	SECURED LOAN	UNSECURED LOAN	DEPOSITS	TOTAL INDEBTEDNESS
Indebtedness at the beginning of the year				
i) PRINCIPAL AMOUNT	3,689.15	778.17	-	4,467.32
ii) INTEREST DUE BUT NOT PAID				
iii) INTEREST ACCRUED BUT NOT DUE	10.22	4.25		14.47
TOTAL (I+II+III)	3,699.37	782.42	-	4,481.79
Change in indebtedness during the financial year				
ADDITIONS	3,601.70	793.26		4,394.96
REDUCTION	1,490.70	202.34		1,693.04
NET CHANGE	2,111.00	590.92		2,701.92
Indebtedness at the end of the year				
i) PRINCIPAL AMOUNT (AT THE END OF THE YEAR)	5,800.15	1,369.09		7,169.24
ii) INTEREST DUE BUT NOT PAID				
iii) INTEREST ACCRUED BUT NOT DUE	0.34	7.30		7.64
TOTAL (I+II+III)	5,800.49	1,376.39	-	7,176.88

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL PAID DURING THE FY 2020-21:

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

(₹ in Lakhs)

S. No.	Particulars of Remuneration	Mr. Gursharan Singh Chairman & Managing Director	Mr. Dev Raj Arya Whole-Time Director & CFO	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	96.50	56.93	153.43
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	-LTA	6.46	3.91	10.37
	-Other Perks	6.30	-	6.30
	(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	49.86	-	49.86
5	Others- Provident Fund	0.21	0.21	0.42
	Total A	159.33	61.05	220.38
	Limit as per Section 197 of the Companies Act, 2013			233.81

B. Remuneration to other Directors

(₹ in Lakhs)

S. No.	Particulars of Remuneration	Name of the Directors					Total
		Mr. Raj Kumar Kapoor	Mr. Rakesh Kapoor	Mr. Shashank Ramesh Anikhindi	Mr. Jagdish Keswani	Brig. Harinder Pal Singh Bedi	
I	Independent Directors						
	Fee for attending Board/ Committee meetings	0.80	2.95	2.20	2.00	1.05	9.00
	Commission	-	-	-	-	-	-
	Others	-	-	-	-	-	-
	Total (I)	0.80	2.95	2.20	2.00	1.05	9.00
II	Other Non Executives Directors	Mrs. Narinder Paul Kaur		Mr. Anil Sharma		Total	
	Fee for attending Board/ Committee meetings	1.25		1.65		2.90	
	Commission	-		-		-	
	Others	18.00		18.00		36.00	
	Total (II)	19.25		19.65		47.90	
	Total Managerial Remuneration (A+B)						268.28

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

(₹ in Lakhs)

S. No.	Particulars of Remuneration		
		Ms. Shagun Bajpai Company Secretary	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	7.36	7.36
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	-LTA	-	-
	-Other Perks & Incentives	0.34	0.34
	(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- Provident Fund	0.21	0.21
	Total A	7.91	7.91

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding Fee Imposed	Authority (RD/ NCLT/Court)	Appeal made if any (give details)
A. COMPANY Penalty Punishment Compounding			NIL		
B. DIRECTORS Penalty Punishment Compounding			NIL		
C. OTHER OFFICERS IN DEFAULT Penalty Punishment Compounding			NIL		