

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

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

L24231PN1992PLC067126

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCP1086B

(ii) (a) Name of the company

PRECISION CAMSHAFTS LIMITED

(b) Registered office address

E 102/103 MIDC AKKALKOT ROAD
SOLAPUR
Maharashtra
413006
India

(c) *e-mail ID of the company

cs@pclindia.in

(d) *Telephone number with STD code

02025673050

(e) Website

www.pclindia.in

(iii) Date of Incorporation

08/06/1992

(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
	BSE Limited	1
	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 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

26/07/2023

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

FORM TO BE UPLOADED ON WEBSITE

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

2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	PCL (INTERNATIONAL) HOLDING PVT LTD		Subsidiary	100
2	MEMCO ENGINEERING PVT LTD	U29199MH2006PTC162658	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	100,000,000	94,985,835	94,985,835	94,985,835
Total amount of equity shares (in Rupees)	1,000,000,000	949,858,350	949,858,350	949,858,350

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	100,000,000	94,985,835	94,985,835	94,985,835
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,000,000,000	949,858,350	949,858,350	949,858,350

(b) Preference share capital

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

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(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	Physical	DEMAT	Total			
At the beginning of the year	22	94,985,813	94985835	949,858,350	949,858,350	
Increase during the year	0	20	20	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	20	20	0	0	
Conversion to Demat						
Decrease during the year	20	0	20	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	20	0	20	0	0	
At the end of the year	2	94,985,833	94985835	949,858,350	949,858,350	
Preference shares						

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

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) *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
Total			0

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

6,263,438,226

(ii) Net worth of the Company

8,205,116,607

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	48,582,678	51.15	0	
	(ii) Non-resident Indian (NRI)	2,000	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)	13,507,685	14.22	0	
10.	Others	0	0	0	
	Total	62,092,363	65.37	0	0

Total number of shareholders (promoters)

6

(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	29,399,960	30.95	0	
	(ii) Non-resident Indian (NRI)	704,611	0.74	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	29,685	0.03	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,825,877	1.92	0	
10.	Others LLP, HUF, Clearing Member +	933,339	0.98	0	
	Total	32,893,472	34.62	0	0

Total number of shareholders (other than promoters)

52,417

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

52,423

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

3

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
QUADRATURE CAPITAL +	JPMORGAN CHASE BANK N.A., INC +		IN	6,288	0.01
EMERGING MARKETS +	DEUTSCHE BANK AG, DB HOUSE H +		IN	5,397	0.01
INDIA MAX INVESTMENT +	ICICI BANK LTD SMS DEPT 1ST FLO +		IN	18,000	0.01

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	7	6
Members (other than promoters)	55,558	52,417
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	2	1	2	1	39.78	11.04
B. Non-Promoter	1	4	1	6	0.01	0
(i) Non-Independent	1	0	1	0	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	5	3	7	39.79	11.04

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

11

(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)
YATIN S. SHAH	00318140	Managing Director	37,788,717	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SUHASINI Y. SHAH	02168705	Director	10,778,461	
KARAN Y. SHAH	07985441	Whole-time director	14,500	
RAVINDRA R. JOSHI	03338134	Whole-time director	17,320	
SARVESH N. JOSHI	03264981	Director	0	
SAVANI A. LADDHA	03258295	Director	0	
AMEET N. DRAVID	06806783	Director	0	
APURVA P. JOSHI	06608172	Additional director	0	
ANAGHA S. ANASINGA	02513563	Additional director	0	
SUHAS J. AHIRRAO	10090429	Additional director	0	
GAUTAM V. WAKANKAR	ABOPW0073G	Company Secretary	15	30/04/2023

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

7

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)
VAIBHAV S. MAHAJAN	00304851	Director	21/09/2022	Retirement
MADAN M. GODSE	06987767	Director	01/02/2023	Resignation
AMEET N. DRAVID	06806783	Additional director	10/08/2022	Appointment as additional-NED
AMEET N. DRAVID	06806783	Director	21/09/2022	Change in designation
APURVA P. JOSHI	06608172	Additional director	29/03/2023	Appointment
ANAGHA S. ANASINGA	02513563	Additional director	29/03/2023	Appointment
SUHAS J. AHIRRAO	10090429	Additional director	29/03/2023	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	21/09/2022	53,634	58	65.15
Postal Ballot	09/05/2022	50,464	292	77.1

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	09/05/2022	8	7	87.5
2	26/05/2022	8	6	75
3	10/08/2022	8	7	87.5
4	10/11/2022	8	8	100
5	10/02/2023	7	5	71.43
6	29/03/2023	7	6	85.71

C. COMMITTEE MEETINGS

Number of meetings held

17

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	09/05/2022	5	5	100
2	Audit Committee	26/05/2022	5	3	60
3	Audit Committee	10/08/2022	5	4	80
4	Audit Committee	10/11/2022	4	4	100
5	Audit Committee	10/02/2023	3	3	100
6	Audit Committee	15/03/2023	3	2	66.67
7	Nomination and Remuneration Committee	10/08/2022	4	4	100
8	Nomination and Remuneration Committee	15/03/2023	3	3	100
9	Stakeholder Relationship Committee	26/05/2022	4	3	75

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
10	Stakeholder	10/08/2022	4	4	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	
								(Y/N/NA)
1	YATIN S. SHAH	6	6	100	6	5	83.33	
2	SUHASINI Y.	6	6	100	6	6	100	
3	KARAN Y. SHAH	6	5	83.33	6	6	100	
4	RAVINDRA R.	6	3	50	9	5	55.56	
5	SARVESH N.	6	5	83.33	8	7	87.5	
6	SAVANI A. LA	6	6	100	8	8	100	
7	AMEET N. DR	3	2	66.67	1	1	100	
8	APURVA P. J	0	0	0	0	0	0	
9	ANAGHA S. A	0	0	0	0	0	0	
10	SUHAS J. AH	0	0	0	0	0	0	

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	YATIN S. SHAH	Chairman and M +	32,352,510	0	0	2,000,000	34,352,510
2	RAVINDRA R. JOS	Whole-time Dire +	31,400,000	0	0	3,999,003	35,399,003
3	KARAN Y. SHAH	Whole Time Dire +	7,766,337	0	0	0	7,766,337
	Total		71,518,847	0	0	5,999,003	77,517,850

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Gautam V. Wakankar	Company Secretary	1,131,804	0	0	0	1,131,804
	Total		1,131,804	0	0	0	1,131,804

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sarvesh N. Joshi	Independent Director	0	500,000	0	0	500,000
2	Savani A. Laddha	Independent Director	0	500,000	0	0	500,000
3	Madan M. Godse	Independent Director	0	420,000	0	0	420,000
4	Vaibhav S. Mahajani	Independent Director	0	250,000	0	0	250,000
5	Ameet N. Dravid	Independent Director	0	320,000	0	0	320,000
6	Suhasini Y Shah	Non-Executive Director	0	500,000	0	0	500,000
	Total		0	2,490,000	0	0	2,490,000

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

Jayavant B. Bhawe

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

3068

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. ..

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dated

09/05/2022

(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

DIN of the director

07985441

To be digitally signed by

☐ Company Secretary

☒ Company secretary in practice

Membership number

4266

Certificate of practice number

3068

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****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

Annexure to MGT-7

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

C. COMMITTEE MEETINGS

Sr	Type of Meeting	Date of Meeting	Total Number of Members as on the date of Meeting	Attendance	
				Number of Members Attended	% of Attendance
11	Stakeholders Relationship Committee	10/11/2022	3	3	100
12	Corporate Social Responsibility Committee	26/05/2022	3	2	66.67
13	Corporate Social Responsibility Committee	10/08/2022	4	4	100.00
14	Corporate Social Responsibility Committee	10/11/2022	3	3	100.00
15	Risk Management Committee	26/05/2022	7	6	85.71
16	Risk Management Committee	10/08/2022	8	7	87.50
17	Risk Management Committee	31/01/2023	5	3	60

For Precision Camshafts Limited

Sd/-

Ravindra R. Joshi

Whole-time Director and CFO

FORM NO. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **PRECISION CAMSHAFTS LIMITED** (the Company) (CIN: **L24231PN1992PLC067126**) having its registered office at **E 102/103 MIDCA Kalkot Road Solapur MH 413006, India** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1. its status under the Act;

The Company is a Listed Public Limited Company having Paid-up Capital more than Rs. 10 Crores and turnover more than Rs. 50 Crores.

2. Maintenance of registers/records & making entries therein within the time prescribed there for;
3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time;
4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members (and passing of the resolutions through Postal Ballots and through e-voting of the company) on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5. closure of Register of Members / Security holders, as the case may be.

The Company closed its Register of Members and announced record dates as per the table mentioned below:

Sr. No.	Type of Event	Book Closure/Cut-off Date
1	Annual General Meeting – Wednesday, 21 st September, 2022 at 3.00 PM	Book Closure- Wednesday 14 th September 2022 to Wednesday 21 st September 2022 Cut-off date for E-voting- 13 th September, 2022 (Tuesday)
2	Postal Ballot- Friday, 10 th June, 2022	Remote e-voting period- Thursday, 12 th May, 2022 to Friday, 10 th June, 2022 at 5.00 PM Cut-off date for remote e-voting- 6 th May, 2022 (Friday)

6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. Contracts / arrangements with related parties as specified in Section 188 of the Act;
8. Transfer or transmission of shares and issue of securities certificates in all instances;
9. Keeping inabeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
10. Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;

The company has declared Dividend of Rs.1.10/- (Rupee One and Paise Ten only) per equity share of Rs. 10/- each for financial year 2021-2022 in the 30th Annual General Meeting held on 21st September, 2022.

The company was not required to transfer any amount of unclaimed/ unpaid dividend to Investor Education and Protection Fund (IEPF) in accordance with Section 125 of the Companies Act, 2013 during the year.

11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. There was no appointment/reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

The Company was not required to take approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.

Ministry of Corporate Affairs (MCA), through the office of the Registrar of Companies (ROC), Pune had initiated an investigation into the affairs of the company under section 210 of Companies Act, 2013. The management of the company had provided all the information, documents and data as sought by the Investigating Officers (IO). The IOs have recorded the statements of the directors and officers of the company. As on the date of this report the company is yet to receive interim or final orders from MCA and as such the impact of the same could not be ascertained at this point of time.

15. Acceptance/ renewal/ repayment of deposits;
16. Borrowings from public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable.
17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;'

The company has converted the loan advanced to PCL (International) Holding B.V., (a wholly owned subsidiary) amounting to Euro 71,95,000 into 71,95,000 equity shares of Euro 1 each on 10th February, 2023.

18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

FOR J. B. BHAVE & CO.
COMPANY SECRETARIES

JAYAVANT B. BHAVE
PROPREITOR
FCS:4266CP:3068
PR NO: 1238/2021
Place: Pune