# 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**

(other than OPCs and Small Companies)

U36911PN2017PLC173262

P. N. GADGIL & SONS LIMITED

AAJCP5227G

Pre-fill

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

Name of the Registrar and Transfer Agent

(ii) (a) Name of the company

(iii)

(b) Registered office address

Abhiruchi Mall, S.No.59 /1-C, Wadgaon (BK),	
Sinhgad Road	
Pune	
Pune	
Maharashtra	
c) *e-mail ID of the company	info@pngsl.com
d) *Telephone number with STD code	02024612000
e) Website	www.pngadgilandsons.com
Date of Incorporation	06/11/2017

(iv)	Type of the Company	Category of the Com	pany	Sub-category of the Company
	Public Company	Company limited	d by shares	Indian Non-Government company
(v) Wh	ether company is having share ca	pital	<ul><li>Yes</li></ul>	O No
(vi) *W	hether shares listed on recognized	d Stock Exchange(s)	⊖ Yes	No
(t	o) CIN of the Registrar and Transfe	er Agent		Pre-fill

Registered office address of the	Registrar and Tra	ansfer Agents		
(vii) *Financial year From date 01/04	/2020	(DD/MM/YYYY) To date	31/03/2021	(DD/MM/YYYY)
(viii) *Whether Annual general meetin	g (AGM) held	● Yes ○	No	
(a) If yes, date of AGM	09/07/2021			
(b) Due date of AGM	30/09/2021			
(c) Whether any extension for AC	GM granted	Yes	No	
II. PRINCIPAL BUSINESS AC	TIVITIES OF T	HE COMPANY		

*Number of business activities	1
--------------------------------	---

	Main Activity group code		Business Activity Code		% of turnover of the company
1	с	Manufacturing	C13	Other manufacturing including jewellery, musical instruments, medical instruments,	100

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

\*No. of Companies for which information is to be given 0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

### **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	60,000,000	33,770,599	33,770,599	33,770,599
Total amount of equity shares (in Rupees)	600,000,000	337,705,990	337,705,990	337,705,990

1

Class of Shares Equity Shares	Authoricod	capital	Subscribed capital	Paid up capital
Number of equity shares	60,000,000	33,770,599	33,770,599	33,770,599
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	600,000,000	337,705,990	337,705,990	337,705,990

#### (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

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

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	Nı	umber of sh	ares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	13,336	33,757,263	33770599	337,705,99(	337,705,99	
Increase during the year	0	0	0	0	0	0
i. Pubic 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	0	
0				Ŭ	Ŭ	
Decrease during the year	0	0	0	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 0	]			0	0	
At the end of the year						
	13,336	33,757,263	33770599	337,705,990	337,705,99	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year					Ŭ	
	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
					0	
i. Issues of shares	0	0	0	0	0 0 0	0
i. Issues of shares ii. Re-issue of forfeited shares	0	0	0	0	0	0
i. Issues of shares ii. Re-issue of forfeited shares iii. Others, specify	0	0	0	0	0 0 0 0 0	0
i. Issues of shares ii. Re-issue of forfeited shares iii. Others, specify 0	0	0	0	0 0 0	0 0 0 0 0	0
i. Issues of shares ii. Re-issue of forfeited shares iii. Others, specify 0 Decrease during the year	0 0 0 0	0 0 0 0	0 0 0	0 0 0 0	0 0 0 0 0 0	0
<ul> <li>i. Issues of shares</li> <li>ii. Re-issue of forfeited shares</li> <li>iii. Others, specify</li> <li>0</li> <li>Decrease during the year</li> <li>i. Redemption of shares</li> </ul>	0 0 0 0 0	0 0 0 0	0 0 0 0	0 0 0 0 0	0 0 0 0 0 0 0 0	0 0 0 0 0
<ul> <li>i. Issues of shares</li> <li>ii. Re-issue of forfeited shares</li> <li>iii. Others, specify <ul> <li>0</li> </ul> </li> <li>Decrease during the year</li> <li>i. Redemption of shares</li> <li>ii. Shares forfeited</li> <li>iii. Reduction of share capital</li> <li>iv. Others, specify</li> </ul>	0 0 0 0 0 0	0 0 0 0 0	0 0 0 0 0	0 0 0 0 0 0	0 0 0 0 0 0 0 0	0 0 0 0 0 0
<ul> <li>i. Issues of shares</li> <li>ii. Re-issue of forfeited shares</li> <li>iii. Others, specify <ul> <li>0</li> </ul> </li> <li>Decrease during the year</li> <li>i. Redemption of shares</li> <li>ii. Shares forfeited</li> <li>iii. Reduction of share capital</li> </ul>	0 0 0 0 0 0	0 0 0 0 0	0 0 0 0 0	0 0 0 0 0 0 0 0	0 0 0 0 0 0 0 0 0	0 0 0 0 0 0

Class of shares		(i)	(ii)	(iii)
Before split /	Number of shares			
Consolidation	Face value per share			
After split /	Number of shares			
Consolidation	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	O Not Applicable
Separate sheet attached for details of transfers	<ul><li>Yes</li></ul>	🔿 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	Date of the previous annual general meeting 12/08/2020						
Date of registration o	f transfer (Date Month Y	(ear)					
Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock							
Number of Shares/ Debentures/       Amount per Share/         Units Transferred       Debenture/Unit (in Rs.)							
Ledger Folio of Trans	sferor						
Transferor's Name			]				
	Surname	middle name first name					
Ledger Folio of Trans	sferee						

Transferee's Name			
	Surname	middle name	first name

Date of registration o	f transfer (Da	ate Month Year)			
Type of transfe	r	1 - E	iquity, 2	2- Preference Shares,3 -	Debentures, 4 - Stock
Number of Shares/ D Units Transferred	)ebentures/			Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Trans	sferor			<u>.</u>	
Transferor's Name					
	Surr	name		middle name	first name
Ledger Folio of Trans	sferee		•		
Transferee's Name					
	Surr	name		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		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)

				-
Number of	Nominal Value of	Total Nominal	Paid up Value of	Total Paid up Value
Securities	each Unit		each Unit	

0

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

(i) Turnover

21,597,551,777

#### (ii) Net worth of the Company

3,670,400,564

#### VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equi	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	33,734,196	99.89	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)	0	0	0	
10.	Others 0	0	0	0	
	Total	33,734,196	99.89	0	0

3

#### Total number of shareholders (promoters)

## (b) \*SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equi	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	36,403	0.11	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)	0	0	0		
10.	Others 0	0	0	0		

Total	36,403	0.11	0	0
Total number of shareholders (other than prom	oters) 16			
Total number of shareholders (Promoters+Publi Other than promoters)	<b>c</b> / 19			

#### 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	4	3
Members (other than promoters)	31	16
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	0	2	0	99.88	0
B. Non-Promoter	1	5	1	5	0.01	0
(i) Non-Independent	1	1	1	1	0.01	0
(ii) Independent	0	4	0	4	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	5	99.89	0

10

#### (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)
Govind Vishwanath Gac	00616617	Whole-time directo	18,531,856	
Renu Govind Gadgil	07412955	Whole-time directo	15,197,340	
Amit Yeshwant Modak	00396631	Whole-time directo	2,372	
Udaya Narayan Kalkunc	08007781	Director	0	
Ashish Chandrakant Kh	00098473	Director	0	
Ranjeet Sadashiv Natu	02892084	Director	0	
Ashok Namdeo Gokhale	02415119	Director	0	
Ashutosh Vilas Nanal	08085279	Director	0	
Aditya Amit Modak	BACPM0013N	CFO	100	
Apurva Anil Parai	AVJPP4245N	Company Secretar	0	

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

Name	beginning / during	IChange in designation/	Nature of change (Appointment/ Change in designation/ Cessation)

# 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	lance
		attend meeting	Number of members attended	% of total shareholding
Annual General Meeting	12/08/2020	32	10	99.49

#### **B. BOARD MEETINGS**

\*Number of meetings held

7

0

S. No.	Date of meeting Total Number of or associated as on a			Attendance	
		of meeting	Number of directors attended	% of attendance	
1	18/05/2020	8	6	75	
2	10/07/2020	8	8	100	
3	12/08/2020	8	7	87.5	
4	07/10/2020	8	5	62.5	
5	29/10/2020	8	6	75	
6	02/01/2021	8	4	50	
7	29/01/2021	8	7	87.5	

#### C. COMMITTEE MEETINGS

ber of meeti	ngs held		18		
S. No.	Type of meeting	Data of mosting	Total Number of Members as	A	Attendance
		Date of meeting		Number of members attended	% of attendance
1	Corporate Soc	02/01/2021	3	3	100
2	Stakeholders F	10/03/2021	3	3	100
3	Nomination & I	29/10/2020	4	4	100
4	Audit Committe	10/07/2020	3	3	100
5	Audit Committe	12/08/2020	3	3	100
6	Audit Committe	17/10/2020	3	3	100
7	Audit Committe	29/10/2020	3	3	100
8	Audit Committe	28/11/2020	3	3	100
9	Audit Committe	12/02/2021	3	3	100
10	Audit Committe	06/03/2021	3	3	100

#### D. \*ATTENDANCE OF DIRECTORS

		Board Meetings		Co	gs	Whether attended AGM		
S. No.	Name of the director	Number of Meetings which director was	Meetings	% of attendance	Number of Meetings which director was	Number of Meetings	% of attendance	held on
		entitled to attend	attended	allenuarice	entitled to attend	attended	allendance	09/07/2021
								(Y/N/NA)
1	Govind Vishwa	7	7	100	10	10	100	Yes
2	Renu Govind	7	7	100	8	8	100	No
3	Amit Yeshwan	7	7	100	16	16	100	Yes
4	Udaya Naraya	7	1	14.29	0	0	0	No
5	Ashish Chand	7	7	100	9	9	100	No
6	Ranjeet Sadas	7	6	85.71	8	8	100	Yes
7	Ashok Namde	7	5	71.43	2	2	100	Yes
8	Ashutosh Vilas	7	3	42.86	0	0	0	No

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Total

lumber c	of Managing Director, W	/hole-time Directors	and/or Manager v	whose remuneration	n details to be ente	red 3	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Govind Vishwanath	Whole-Time Dire	24,000,000	55,000,000	0	0	79,000,000
2	Renu Govind Gadgi	Whole-Time Dire	18,000,000	40,000,000	0	0	58,000,000
3	Amit Yeshwant Mod	Whole-Time Dire	2,845,380	9,149,335	198,000	0	12,192,715
	Total		44,845,380	104,149,335	198,000	0	149,192,715
umber c	of CEO, CFO and Comp	bany secretary who	se remuneration d	etails to be entered		3	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Aditya Amit Modak	CFO	836,400	2,708,805	198,000	0	3,743,205
2	Apurva Anil Parai	Company Secre	679,125	0	0	0	679,125
3	Amit Yeshwant Mod	CEO	0	0	0	0	0

2,708,805

198,000

0

1,515,525

4,422,330

						Ŭ	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ashish Chandrakan	Independent Dir	0	0	0	70,000	70,000
2	Ashok Namdeo Gok	Independent Dir	0	0	0	50,000	50,000
3	Ashutosh Vilas Nan	Independent Dir	0	0	0	30,000	30,000
4	Ranjeet Sadashiv N	Independent Dir	0	0	0	60,000	60,000
5	Udaya Narayan Kal	Non-Executive E	0	0	0	10,000	10,000
	Total		0	0	0	220,000	220,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

<b>*</b> A.	Whether the company has made compliances and disclosures in respect of applicable	Yes	$\bigcirc$	No
	provisions of the Companies Act, 2013 during the year	100	$\bigcirc$	110

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

## (A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS $\bigotimes$ NII

5

	Date of Order	isection Linder Which	 Details of appeal (if any) including present status

#### (B) DETAILS OF COMPOUNDING OF OFFENCES NI

 	iseciion linner which	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	Vishwas Vasant Bokil
Whether associate or fellow	<ul> <li>Associate  Fellow</li> </ul>
Certificate of practice number	3449

#### 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. ..

dated 05/12/2017

(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 compiled 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.

0

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	digita	lly s	signed	by
-------	--------	-------	--------	----

Director	GOVIND Deplay some by Construction of the second se	
DIN of the director	00616617	
To be digitally signed by	APURVA APUL ANIL PARA Dete: 2021.08.25 16:12:08 - 06:307	
Company Secretary		
O Company secretary in practice		
Membership number 32972	Certificate of practice number	

#### Attachments

#### List of attachments

<ol> <li>List of share holders, debenture holders</li> <li>Approval letter for extension of AGM;</li> <li>Copy of MGT-8;</li> <li>Optional Attachement(s), if any</li> </ol>	Attach Attach Attach Attach	List of Shareholders.pdf Copy of MGT-8.pdf Details of Share Transfer.pdf Clarification Note.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