

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 (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

L99999MH1922PLC000987

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACG2062M

(ii) (a) Name of the company

GREAVES COTTON LIMITED

(b) Registered office address

Unit No. 1A, 5th Floor, Tower 3,
Equinox Business Park, LBS Marg, Kurla West,
Mumbai
Mumbai City
Maharashtra
400070

(c) *e-mail ID of the company

investorservices@greavescotton.com

(d) *Telephone number with STD code

02241711700

(e) Website

www.greavescotton.com

(iii) Date of Incorporation

29/03/1922

(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	BSE Limited & National Stock Exchange of India Ltd	1,025

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

AGM of the Company will be held on Thursday, 11th August, 2022

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	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	91

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

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

7

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	KARUN CARPETS PRIVATE LIM 	U65100PB1985PTC049210	Holding	55.55
2	GREAVES FINANCE LIMITED	U29299MH1958PLC011250	Subsidiary	100
3	GREAVES TECHNOLOGIES LIM 	U28920MH1960PLC011788	Subsidiary	100
4	GREAVES ELECTRIC MOBILITY 	U51900TN2008PTC151470	Subsidiary	100
5	BESTWAY AGENCIES PRIVATE L 	U51909DL2004PTC124090	Subsidiary	100
6	GREAVES TECHNOLOGIES INC.		Subsidiary	100
7	MLR AUTO LIMITED	U34103TG2009PLC062790	Associate	26

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	375,000,000	231,521,292	231,521,292	231,521,292
Total amount of equity shares (in Rupees)	750,000,000	463,042,584	463,042,584	463,042,584

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	375,000,000	231,521,292	231,521,292	231,521,292
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	750,000,000	463,042,584	463,042,584	463,042,584

(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	1,877,435	229,329,360	231206795	462,413,590	462,413,590	
Increase during the year	0	314,497	314497	873,338	873,338	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	314,497	314497	628,994	628,994	0
vi. Sweat equity shares allotted	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				244,344	244,344	
Increase/decrease in demat/physical shareholder						
Decrease during the year	0	0	0	244,344	244,344	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	

iv. Others, specify				244,344	244,344	
Dematerialisation						
At the end of the year	1,877,435	229,643,857	231521292	463,042,584	463,042,584	
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

INE224A01026

(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" value="11/08/2021"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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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"/>
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Ledger Folio of Transferor <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div>			
Transferor's Name	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>
	Surname	middle name	first name
Ledger Folio of Transferee <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div>			
Transferee's Name	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>
	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

11,775,850,341

(ii) Net worth of the Company

9,211,587,026

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	0	0	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)	128,614,955	55.55	0	
10.	Others	0	0	0	
	Total	128,614,955	55.55	0	0

Total number of shareholders (promoters)

1

(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	60,113,734	25.96	0	
	(ii) Non-resident Indian (NRI)	2,473,493	1.07	0	
	(iii) Foreign national (other than NRI)	60	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	10,824,551	4.68	0	
4.	Banks	144,099	0.06	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	7,251,165	3.13	0	
7.	Mutual funds	10,815,770	4.67	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	7,911,813	3.42	0	
10.	Others (Clearing members, IEPF, QIP, etc.)	3,371,652	1.46	0	
	Total	102,906,337	44.45	0	0

Total number of shareholders (other than promoters)

212,932

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

212,933

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
MATTHEWS INDIA FUND +	HSBC SECURITIES SERVICES, NESCOM +		IN	2,186,848	0.94
ATYANT CAPITAL INDIA +	DEUTSCHE BANK AG, DB HOUSE, F +		IN	1,632,726	0.71
EMERGING MARKETS FUND +	CITIBANK N.A. CUSTODY SERVICES +		IN	534,229	0.23
GOTHIC CORPORATION +	DEUTSCHE BANK AG, DB HOUSE, I +		IN	492,085	0.21

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
MERCURY SERIES UNIC +	HSBC SECURITIES SERVICES, NESCO +		IN	436,502	0.19
THE EMERGING MARK +	CITIBANK N.A. CUSTODY SERVICES +		IN	339,261	0.15
ALCHEMY INDIA LONG +	STANDARD CHARTERED BANK, SEC +		IN	255,000	0.11
INDIA OPPORTUNITIES +	STANDARD CHARTERED BANK, SEC +		IN	250,000	0.11
THE DUKE ENDOWME +	DEUTSCHE BANK AG, DB HOUSE, F +		IN	172,851	0.07
GOTHIC HSP CORPOR +	DEUTSCHE BANK AG, DB HOUSE, F +		IN	169,000	0.07
BOFA SECURITIES EUR +	CITIBANK N.A. CUSTODY SERVICES +		IN	130,630	0.06
EMPLOYEES' RETIREM +	DEUTSCHE BANK AG, DB HOUSE, F +		IN	107,000	0.05
SPDR S&P EMERGING +	HSBC SECURITIES SERVICES, NESCO +		IN	95,036	0.04
CITY OF NEW YORK GF +	HSBC SECURITIES SERVICES, NESCO +		IN	63,823	0.03
ALASKA PERMANENT +	DEUTSCHE BANK AG, DB HOUSE, F +		IN	48,541	0.02
MEGA INTERNATIONAL +	DEUTSCHE BANK AG, DB HOUSE, F +		IN	40,000	0.02
PINEBRIDGE INDIA EQ +	CITIBANK N.A. CUSTODY SERVICES +		IN	35,382	0.02
EMERGING MARKETS +	DEUTSCHE BANK AG, DB HOUSE, F +		IN	29,450	0.01
AMERICAN CENTURY +	DEUTSCHE BANK AG, DB HOUSE, F +		IN	28,903	0.01
EMERGING MARKETS +	CITIBANK N.A. CUSTODY SERVICES +		IN	24,260	0.01
WORLD EX U.S. TARGE +	CITIBANK N.A. CUSTODY SERVICES +		IN	24,203	0.01
DIMENSIONAL WORL +	CITIBANK N.A. CUSTODY SERVICES +		IN	20,983	0.01
WORLD EX U.S. CORE +	CITIBANK N.A. CUSTODY SERVICES +		IN	16,861	0.01
SOCIETE GENERALE - +	CSBI-SG GLOBAL SECURITIES SERV +		IN	16,857	0.01
CITY OF LOS ANGELES +	CITIBANK N.A. CUSTODY SERVICES +		IN	16,644	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	1	1
Members (other than promoters)	115,669	212,932
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	0	0	0	0	0	0
B. Non-Promoter	2	6	2	6	0.12	0.03
(i) Non-Independent	2	1	2	1	0.12	0
(ii) Independent	0	5	0	5	0	0.03
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	2	6	2	6	0.12	0.03

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

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)
KARAN THAPAR	00004264	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
NAGESH BASAVANHA 	01886313	Managing Director	276,807	
AJIT VENKATARAMAN 	07289950	Whole-time director	0	31/05/2022
ARVIND KUMAR SINGH 	00709084	Director	70,000	
KEWAL HANDA	00056826	Director	0	
SREE PATEL	03554790	Director	0	
VINAY SANGHI	00309085	Director	0	
FIRDOSE VANDREVAL 	00956609	Director	0	
ATINDRA NATH BASU	AIOPB7775R	Company Secretary	0	
DALPATRAJ GAJRAJ J 	AFSPJ6839H	CFO	0	

(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)
SUBBU VENKATA RAM 	00289721	Director	01/10/2021	Cessation
NAGESH BASAVANHA 	01886313	Managing Director	11/08/2021	Change in Designation
SUNIL SHAHI	01887403	Additional director	15/09/2021	Appointment
SUNIL SHAHI	01887403	Additional director	26/10/2021	Cessation
FIRDOSE VANDREVAL 	00956609	Additional director	15/10/2021	Appointment
FIRDOSE VANDREVAL 	00956609	Director	22/12/2021	Change in Designation
AJIT VENKATARAMAN 	07289950	Whole-time director	11/08/2021	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	11/08/2021	170,310	82	58.33

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	04/05/2021	8	8	100
2	04/08/2021	8	6	75
3	11/08/2021	8	8	100
4	26/10/2021	9	8	88.89
5	15/12/2021	8	8	100
6	08/02/2022	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

19

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	03/05/2021	3	3	100
2	Audit Committee	10/08/2021	3	3	100
3	Audit Committee	25/10/2021	3	3	100
4	Audit Committee	07/02/2022	3	3	100
5	Nomination and Remuneration	04/05/2021	3	3	100
6	Nomination and Remuneration	10/08/2021	3	3	100
7	Nomination and Remuneration	21/10/2021	3	3	100
8	Nomination and Remuneration	07/02/2022	3	3	100
9	Risk Management	03/05/2021	3	3	100
10	Risk Management	25/10/2021	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	KARAN THAP	6	6	100	7	7	100	
2	NAGESH BAS	6	6	100	3	3	100	
3	AJIT VENKAT	6	6	100	6	6	100	
4	ARVIND KUM	6	5	83.33	9	9	100	
5	KEWAL HANC	6	6	100	7	7	100	
6	SREE PATEL	6	6	100	12	12	100	
7	VINAY SANGI	6	5	83.33	8	7	87.5	
8	FIRDOSE VAI	3	3	100	3	3	100	

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	NAGESH BASAVAI	MANAGING DIF	55,239,380	0	57,908,024	1,548,672	0
2	SUNIL SHAHI	WHOLETIME D	1,553,192	0	4,920,429.5	71,105	0
3	AJIT VENKATARAM	WHOLETIME D	21,106,558	0	0	925,716	0
	Total		77,899,130	0	62,828,453.5	2,545,493	0

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	DALPATRAJ GAJR	GROUP CFO	12,999,024	0	0	0	0
2	ATINDRA BASU	GENERAL COU	14,127,783	0	0	1,153,778	0
	Total		27,126,807	0	0	1,153,778	28,280,585

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	KARAN THAPAR	DIRECTOR	0	2,778,000	0	455,000	0
2	ARVIND KUMAR SINGH	DIRECTOR	0	833,000	0	525,000	0
3	KEWAL HANDA	DIRECTOR	0	938,000	0	490,000	0
4	SREE PATEL	DIRECTOR	0	833,000	0	565,000	0
5	VINAY SANGHI	DIRECTOR	0	625,000	0	380,000	0
6	FIRDOSE VANDRE	DIRECTOR	0	417,000	0	210,000	0
7	SUBBU VENKATARAMAN	DIRECTOR	0	521,000	0	210,000	0
	Total		0	6,945,000	0	2,835,000	9,780,000

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

GAURAV SAINANI

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

24482

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. ..

04

dated

13/08/2018

(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

02325890

To be digitally signed by

☒ Company Secretary

☐ Company secretary in practice

Membership number

32389

Certificate of practice number

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

GREAVES COTTON LTD.

Regd.Office:Unit No. 1A, 5th Floor Tower 3, Equinox Business Park LBS Marg, Kurla (W) MUMBAI 400070

CIN NO:L99999MH1922PLC000987

Information pertaining to Point IV(iii) on the details of share transfers since the closure of last financial year

Sno	Date of Registration of Transfer of Shares	Type of Security	No of Shares	Nominal value (each in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name
1	09/08/2021	1	1050	2	00005676	PRABIR KUMAR SUR	GRE0100385	PRABIR KUMAR SUR
2	09/08/2021	1	20	2	00130783	PRABIR KUMAR SUR	GRE0100385	PRABIR KUMAR SUR
3	16/08/2021	1	3750	2	00152966	KEKI KHARSHEDJI JASAVALA	GRE0100386	KHUSHROO KEKI JASAVALA
4	19/10/2021	1	25	2	00011979	RAM PAL AGRAWAL NUTAN	GRE0100388	SANDEEP KUMAR AGARWAL
5	26/10/2021	1	60	2	00026293	SAM FURDUNJI BHATHENA	GRE0100389	ROHINTON PESI BHATHENA
6	26/10/2021	1	20	2	00129052	SAM FURDUNJI BHATHENA	GRE0100389	ROHINTON PESI BHATHENA
7	22/11/2021	1	60	2	00027873	VISHWABALA PRABODHCHANDRA	GRE0100391	SHAILESH GOVINDBHAI PATEL
8	22/11/2021	1	60	2	00018800	GAURISHCHANDRA PRABODHCHANDRA	GRE0100391	SHAILESH GOVINDBHAI PATEL
9	22/11/2021	1	60	2	00023563	PANNABEN PRABODHCHANDRA	GRE0100391	SHAILESH GOVINDBHAI PATEL
10	22/11/2021	1	310	2	00008872	SEJAL NAVNITLAL SHAH	GRE0100392	SEJAL KETAN VAKHARIA
11	13/12/2021	1	1125	2	00013097	SABYASACHI CHAKRABORTY	GRE0100393	SABYASACHI CHAKRABORTY
12	13/12/2021	1	1125	2	C0003047	SABYASACHI CHAKRABORTY	GRE0100393	SABYASACHI CHAKRABORTY
13	13/12/2021	1	40	2	00020491	KIRIT SHAH	GRE0100397	NIRANJANA PUNAMCHAND SHAH
14	17/01/2022	1	500	2	00003666	ILLA DHARAMCHAND	GRE0100398	NILIMA SHRIPAL PATWA

GREAVES COTTON LTD.

Information pertaining to Point VI (c) on Details of Foreign Institutional Investors (FIIs) holding shares of the Company

SLNO	Name of the FII	Address	Country of Incorporation	Number of shares held	% of shares held
1	MATTHEWS INDIA FUND	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3 NESCO IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI-400063	INDIA	2186848	0.94
2	ATYANT CAPITAL INDIA FUND I	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG,P.O.BOX NO. 1142, FORT MUMBAI, 400001	INDIA	1632726	0.71
3	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAIDG)	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C- 55, BKC, BANDRA - EAST, MUMBAI, 400098	INDIA	534229	0.23
4	GOTHIC CORPORATION	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG,P.O.BOX NO. 1142, FORT MUMBAI, 400001	INDIA	492085	0.21
5	MERCURY SERIES UNION MID AND SMALL CAP FUND	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3 NESCO IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI-400063	INDIA	436502	0.19
6	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C- 55, BKC, BANDRA - EAST, MUMBAI, 400098	INDIA	339261	0.15

7	ALCHEMY INDIA LONG TERM FUND LIMITED	STANDARD CHARTERED BANK, Securities Services, 3rd Floor, 23-25 MAHATMA GANDHI ROAD, FORT, MUMBAI, 400001	INDIA	255000	0.11
8	INDIA OPPORTUNITIES GROWTH FUND LTD - PINEWOOD STRATEGY	STANDARD CHARTERED BANK, Securities Services, 3rd Floor, 23-25 MAHATMA GANDHI ROAD, FORT, MUMBAI, 400001	INDIA	250000	0.11
9	THE DUKE ENDOWMENT	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG,P.O.BOX NO. 1142, FORT MUMBAI, 400001	INDIA	172851	0.07
10	GOTHIC HSP CORPORATION	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG,P.O.BOX NO. 1142, FORT MUMBAI, 400001	INDIA	169000	0.07
11	BOFA SECURITIES EUROPE SA - ODI	CITIBANK N.A. CUSTODY SERVICES, FIFC-9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI, 400098	INDIA	130630	0.06
12	EMPLOYEES' RETIREMENT PLAN OF DUKE UNIVERSITY	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG,P.O.BOX NO. 1142, FORT MUMBAI, 400001	INDIA	107000	0.05
13	SPDR S&P EMERGING MARKETS SMALL CAP ETF	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3 NESCO IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI-400063	INDIA	95036	0.04

14	CITY OF NEW YORK GROUP TRUST	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3 NESCO IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI-400063	INDIA	63823	0.03
15	ALASKA PERMANENT FUND	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG,P.O.BOX NO. 1142, FORT MUMBAI, 400001	INDIA	48541	0.02
16	MEGA INTERNATIONAL COMMERCIAL BANK CO. LTD. IN ITS CAPACITY AS MASTER CUSTODIAN OF TAISHIN INDIA FUND	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG,P.O.BOX NO. 1142, FORT MUMBAI, 400001	INDIA	40000	0.02
17	PINEBRIDGE INDIA EQUITY FUND	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C- 55, BKC, BANDRA - EAST, MUMBAI, 400098	INDIA	35382	0.02
18	EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED COMPANY	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG,P.O.BOX NO. 1142, FORT MUMBAI, 400001	INDIA	29450	0.01
19	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG,P.O.BOX NO. 1142, FORT MUMBAI, 400001	INDIA	28903	0.01
20	EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C- 55, BKC, BANDRA - EAST, MUMBAI, 400098	INDIA	24260	0.01

21	WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES, FIFC-9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI, 400098	INDIA	24203	0.01
22	DIMENSIONAL WORLD EX U.S. CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES, FIFC-9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI, 400098	INDIA	20983	0.01
23	WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES, FIFC-9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI, 400098	INDIA	16861	0.01
24	SOCIETE GENERALE - ODI	SBI-SG GLOBAL SECURITIES SERVICES PL, JEEVAN SEVA EXTENSION BUILDING,GROUND FLOOR S V ROAD,SANTACRUZ WEST MUMBAI,400054	INDIA	16857	0.01
25	CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN	CITIBANK N.A. CUSTODY SERVICES, FIFC-9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI, 400098	INDIA	16644	0.01
26	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG,P.O.BOX NO. 1142, FORT MUMBAI, 400001	INDIA	16621	0.01
27	EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES, FIFC-9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI, 400098	INDIA	12195	0.01

28	EMERGING MARKETS TARGETED VALUE PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES, FIFC-9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI, 400098	INDIA	10604	0.00
29	EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES, FIFC-9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI, 400098	INDIA	10547	0.00
30	VANDERBILT UNIVERSITY - ATYANT CAPITAL MANAGEMENT LIMITED	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3 NESCO IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI-400063	INDIA	10000	0.00
31	DFA INTERNATIONAL CORE EQUITY FUND	STANDARD CHARTERED BANK, Securities Services, 3rd Floor, 23-25 MAHATMA GANDHI ROAD, FORT, MUMBAI, 400001	INDIA	5626	0.00
32	AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARKETS EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG,P.O.BOX NO. 1142, FORT MUMBAI, 400001	INDIA	5350	0.00
33	DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG,P.O.BOX NO. 1142, FORT MUMBAI, 400001	INDIA	5102	0.00
34	UTAH STATE RETIREMENT SYSTEMS	CITIBANK N.A. CUSTODY SERVICES, FIFC-9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI, 400098	INDIA	4607	0.00

35	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS VALUE ETF	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3 NESCO IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI-400063	INDIA	3184	0.00
36	AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EMERGING MARKETS EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG,P.O.BOX NO. 1142, FORT MUMBAI, 400001	INDIA	146	0.00
37	DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C- 55, BKC, BANDRA - EAST, MUMBAI, 400098	INDIA	108	0.00
	TOTAL:			7251165	3.13



POINT IX: MEETINGS OF MEMBERS / CLASS OF MEMBERS / BOARD / COMMITTEES OF THE BOARD OF DIRECTORS

C. COMMITTEE MEETINGS (additional)

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
11	Risk Management Committee	08/02/2022	4	4	100
12	Corporate Social Responsibility Committee	03/05/2021	3	3	100
13	Corporate Social Responsibility Committee	10/08/2021	3	3	100
14	Corporate Social Responsibility Committee	25/10/2021	3	2	66.67
15	Corporate Social Responsibility Committee	07/02/2022	3	3	100
16	Stakeholders Relationship and Share Transfer Committee	03/05/2021	3	2	66.67
17	Stakeholders Relationship and Share Transfer Committee	10/08/2021	3	3	100
18	Stakeholders Relationship and Share Transfer Committee	25/10/2021	3	2	66.67
19	Stakeholders Relationship and Share Transfer Committee	07/02/2022	3	3	100

GREAVES COTTON LIMITED

Email ID: investorservices@greavescotton.com Website: www.greavescotton.com

Registered Office: Unit No. 1A, 5th Floor, Tower 3, Equinox Business Park, LBS Marg, Kurla West, Mumbai 400 070, India

Tel: +91 22 41711700 CIN: L99999MH1922PLC000987

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, Gaurav Sainani, Practising Company Secretary and Partner in SGGS and Associates, have examined the registers, records and books and papers of Greaves Cotton Limited (CIN: L99999MH1922PLC000987) (the Company) as required to be maintained under the Companies Act, 2013 (Act) and the rules made thereunder for the financial year ended on March 31, 2022 (Financial Year). 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 Financial Year correctly and adequately.
 - B. during the Financial Year, the Company has complied with provisions of the Act & rules made there under in respect of:
 - 1. its status under the Act i.e. Public Limited Company (listed), Limited by shares;
 - 2. maintenance of registers and records & making entries therein within the time prescribed therefore;
 - 3. filing of forms and returns that are not stated in the Annual Return. However, the Company has filed the forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time, wherever required;
 - 4. calling, convening and holding meetings of Board of Directors and its committees and the meetings of the members 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 have been properly recorded in the Minute Book and registers maintained for the purpose and the same have been signed. Further the postal ballot process was conducted in compliance with the provisions of the Act and the resolutions were duly passed;
 - 5. closure of Register of Members;
- The Register of Members and the Share Transfer Books of the Company were closed from Thursday, 5th August 2021 to Wednesday, 11th August 2021, both days inclusive.
- 6. advances or loan to its directors and/or persons or firms or companies referred in Section 185 of the Act;
 - 7. contracts and arrangements with related parties which were in the ordinary course of business and on the arm's length basis as specified in the provisions of Section 188 of the Act;

8. issue or allotment or transfer or transmission or buy back of securities /preference shares or debentures in the Company, alteration or reduction of share capital or conversion of shares/securities and issue of share certificates in all instances;
9. there were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares, and bonus shares pending registration of transfer of shares;
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;

During the Financial Year, the members of the Company at their Annual General Meeting held on 11 August 2021 declared dividend of Rs 0.20 per equity share, as recommended by the Board of Directors of the Company, for the financial year ended 31 March 2021. The Company has paid dividend within the timeline prescribed under the Act. The Company has completed required transfer(s) of unpaid/ unclaimed dividend/other amounts and shares as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;

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, disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. However the Company was not required to fill any casual vacancies;

All appropriate steps including shareholders' approval are being taken by the Company with respect to remuneration paid/payable to the Executive Directors for the Financial Year 2021-22.

13. appointment of auditors as per the provisions of Section 139 of the Act.
14. approvals wherever required taken from the Central Government, Tribunal, Regional Director, Registrar or such other authorities under the various provisions of the Act;
15. the Company has not accepted, renewed and repaid any deposits;
16. the Company has not borrowed from its directors, members, public financial institutions and banks and others and hence there was no requirement of charge creation, modification and/or satisfaction in that respect;
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;

During the Financial Year, the Company has made investment and advanced loans which is covered under Section 186 of the Act. The details of loans and investment forms a part of financial statements of the Company.

18. There was no Alteration of the provisions of the Memorandum and Articles of Association of the Company;

I further report that:

1. The systems and processes in the Company are adequate and commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
2. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
3. All the business activities undertaken by the Company were authorised under Clause III (i.e. Objects Clause) of the Memorandum of Association of the Company;
4. The Company has filed all applicable forms, returns, disclosures etc. pursuant to the provision of the applicable laws;
5. All the decisions at Board meetings and committee meetings were unanimous consent and that there was no instance of dissent in any of the business matters at the Board or committee meetings;
6. In compliance with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Code on Prevention of Insider Trading was duly implemented.
7. The Company did not have any pending investors complaint and all requests from investors including the request for share transfer, transmissions, transposition, issue of duplicate shares, payment of unpaid dividend etc. were processed within the permissible timelines;

I have not found any fraud to be reported under the provisions of Act or applicable laws.

Disclaimer: *This report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.*

For SGGS and Associates

ICSI Unique Code I2021MH2161200

Gaurav Sainani

Partner

Membership No. A36600

Certificate of Practice No. 24482

UDIN:

Peer Review Certificate No.: 2161/2022

Place: Thane

Date:

This certificate is to be read with Annexure which forms an integral part of this certificate.

Annexure

To
Greaves Cotton Limited

My certificate in Form MGT 8 on the Annual Return (MGT-7) as on the financial year ended on March 31, 2022 is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the Management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Form MGT-7. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
3. The compliance of the provisions of the Companies Act 2013, rules, regulations, standards is the responsibility of the Management. My examination was limited to the verification of records on test basis.

For SGGS and Associates

ICSI Unique Code I2021MH2161200

Gaurav Sainani
Partner
Membership No. A36600
Certificate of Practice No. 24482
UDIN:
Peer Review Certificate No.: 2161/2022

Place: Thane
Date: