

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

L29130MH1965PLC013251

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACN3479P

(ii) (a) Name of the company

NRB BEARINGS LIMITED (FULL

(b) Registered office address

DHANNUR, 15 SIR P. M. ROAD,
FORT,
MUMBAI
Maharashtra
400001

(c) *e-mail ID of the company

shruti.joshi@nrb.co.in

(d) *Telephone number with STD code

02222664160

(e) Website

www.nrbbearings.com

(iii) Date of Incorporation

30/06/1965

(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	1
2	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024

(b) CIN of the Registrar and Transfer Agent

U74200MH1991PTC062536

Pre-fill

Name of the Registrar and Transfer Agent

UNIVERSAL CAPITAL SECURITIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 247 Park, L.B.S. Marg,
Vikhroli (West)

(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 15/09/2022

(b) Due date of AGM 30/09/2022

(c) Whether any extension for AGM granted Yes No

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	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 5

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SNL BEARINGS LIMITED	L99999MH1979PLC134191	Subsidiary	73.45
2	NRB Bearings (Thailand) Limite		Subsidiary	100

3	NRB Bearings Europe GmbH		Subsidiary	100
4	NRB Holdings Limited		Subsidiary	100
5	NRB Bearings, USA INC		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	96,922,600	96,922,600	96,922,600
Total amount of equity shares (in Rupees)	200,000,000	193,845,200	193,845,200	193,845,200

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares - One Share One Vote				
Number of equity shares	100,000,000	96,922,600	96,922,600	96,922,600
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	200,000,000	193,845,200	193,845,200	193,845,200

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	322,560	96,600,040	96922600	193,845,200	193,845,200	
Increase during the year	0	19,000	19000	0	0	0
i. Public Issues	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	19,000	19000	0	0	
Increase during the year						
Decrease during the year	19,000	0	19000	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	19,000	0	19000	0	0	
Decrease during the year						
At the end of the year	303,560	96,619,040	96922600	193,845,200	193,845,200	
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

INE349A01021

(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="24/09/2021"/>
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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"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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"/>
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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			
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	300,000,000	0	300,000,000	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

8,893,800,000

(ii) Net worth of the Company

5,771,300,000

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	2,371,105	2.45	0	
	(ii) Non-resident Indian (NRI)	12,134,439	12.52	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 Trust	33,809,300	34.88	0	
	Total	48,314,844	49.85	0	0

Total number of shareholders (promoters)

11

(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	14,154,686	14.6	0	
	(ii) Non-resident Indian (NRI)	634,843	0.65	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	21,223,761	21.9	0	
7.	Mutual funds	11,245,743	11.6	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	578,379	0.6	0	
10.	Others Clearing Members, LLP/Part	770,344	0.79	0	
	Total	48,607,756	50.14	0	0

Total number of shareholders (other than promoters)

48,170

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

48,181

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

55

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACACIA CONSERVATION	CITIBANK N.A. CUSTODY SERVICES			2,067,800	2.13
ACTIVEALPHA CAPITAL	KOTAK MAHINDRA BANK LIMITED			12,868	0.01
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			27,083	0.03
LOS ANGELES CITY EM	CITIBANK N.A. CUSTODY SERVICES			5,683	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
OPSEU PENSION PLAN	CITIBANK N.A. CUSTODY SERVICES			102,021	0.11
THE BOARD OF REGEN	DEUTSCHE BANK AG, DB HOUSE H			312,397	0.32
UBS FUND MANAGEM	STANDARD CHARTERED BANK Sec			10,091	0.01
VIRGINIA RETIREMENT	DEUTSCHE BANK AG DB HOUSE, H			93,176	0.1
CC & L Q GROUP GLOE	DEUTSCHE BANK AG, DB HOUSE H			2,439	0
NATIONAL RAILROAD	CITIBANK N.A. CUSTODY SERVICES			134,332	0.14
PENSION RESERVES IN	DEUTSCHE BANK AG, DB HOUSE H			161,159	0.17
ACADIAN EMERGING I	DEUTSCHE BANK AG, DB HOUSE H			103,998	0.11
BNS ASIA LIMITED	HSBC SECURITIES SERVICES 11TH F			296,534	0.31
COMMONWEALTH OF	DEUTSCHE BANK AG DB HOUSE, H			40,353	0.04
NALANDA INDIA EQUI	C/O KOTAK MAHINDRA BANK LIMI			9,682,667	9.99
RUSSELL INVESTMENT	DEUTSCHE BANK AG, DB HOUSE H			43,175	0.04
TEACHERS RETIREMEN	JPMORGAN CHASE BANK N.A. IND			112,286	0.12
ACADIAN EMERGING I	DEUTSCHE BANK AG, DB HOUSE H			857,630	0.88
CC&L Q INTERNA	DEUTSCHE BANK AG, DB HOUSE H			2,439	0
CITY OF LOS ANGELES	CITIBANK N.A. CUSTODY SERVICES			4,989	0
CITY OF NEW YORK GF	HSBC SECURITIES SERVICES 11TH F			270,273	0.28
EMERGING MARKETS C	DEUTSCHE BANK AG, DB HOUSE H			23,475	0.02
EMERGING MARKETS I	CITIBANK N.A. CUSTODY SERVICES			5,558	0
FLORIDA RETIREMENT	DEUTSCHE BANK AG DB HOUSE, H			152,920	0.16
TEACHERS' RETI	CITIBANK N.A. CUSTODY SERVICES			95,341	0.1

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	11	11
Members (other than promoters)	45,392	48,170
Debenture holders	1	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	1	1	1	1	11.45	0.88
B. Non-Promoter	1	4	1	4	0.01	0
(i) Non-Independent	1	0	1	0	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	2	5	2	5	11.46	0.88

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

9

(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)
TASHWINDER HARJAF	06572282	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
HARSHBEENA SAHNE	00003948	Managing Director	11,100,917	
DEVESH SINGH SAHN	00003956	Director	850,089	
SATISH CHELLARAM F	00209069	Whole-time directo	9,000	
ASHANK DATTA DESA	00017767	Director	0	
RUSTOM JAMSHED DI	02448175	Director	0	
VISHAKHA RAJESH M,	07108012	Director	0	
SHRUTI RATNAKAR JC	AGKPJ4240M	Company Secretar	10	
RAVI TELTIA	ADGPT4592H	CFO	0	

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

2

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)
RUSTOM JAMSHED DI	02448175	Director	23/01/2022	Reappointment as an Independent D
SATISH CHELLARAM F	00209069	Whole-time directo	24/01/2022	Reappointment as Whole-time Direc

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	24/09/2021	47,168	64	48.42

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	02/06/2021	7	7	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	07/08/2021	7	7	100
3	25/10/2021	7	7	100
4	12/11/2021	7	7	100
5	22/01/2022	7	7	100
6	14/02/2022	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

16

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	02/06/2021	3	3	100
2	Audit Committee	07/08/2021	3	3	100
3	Audit Committee	25/10/2021	3	3	100
4	Audit Committee	12/11/2021	3	3	100
5	Audit Committee	08/02/2022	3	3	100
6	Audit Committee	14/02/2022	3	3	100
7	Nomination and Remuneration	17/04/2021	3	3	100
8	Nomination and Remuneration	02/06/2021	3	3	100
9	Nomination and Remuneration	25/10/2021	3	3	100
10	Nomination and Remuneration	12/11/2021	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 15/09/2022 (Y/N/NA)
		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	
1	TASHWINDER	6	6	100	14	14	100	Yes

2	HARSHBEEN	6	6	100	12	12	100	Yes
3	DEVESH SING	6	6	100	0	0	0	Yes
4	SATISH CHEL	6	6	100	1	1	100	Yes
5	ASHANK DAT	6	6	100	2	2	100	Yes
6	RUSTOM JAM	6	6	100	4	4	100	Yes
7	VISHAKHA R	6	6	100	15	15	100	Yes

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	HARSHBEENA SAH	Managing Direct	41,456,293	7,014,000	0	12,762,421	61,232,714
2	SATISH CHELLAR	Whole-time Dire	11,144,362	0	0	3,029,220	14,173,582
	Total		52,600,655	7,014,000	0	15,791,641	75,406,296

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	SHRUTI RATNAKA	Company Secre	5,647,204	0	0	1,257,392	6,904,596
2	RAVI TELTIA	CFO	8,518,337	0	0	1,797,072	10,315,409
	Total		14,165,541	0	0	3,054,464	17,220,005

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	TASHWINDER HAF	Non-executive Ir	0	1,200,000	0	700,000	1,900,000
2	DEVESH SINGH SA	Non-executive N	0	0	0	240,000	240,000
3	ASHANK DATTA D	Non-executive Ir	0	600,000	0	290,000	890,000
4	RUSTOM JAMSHE	Non-executive Ir	0	600,000	0	400,000	1,000,000
5	VISHAKHA RAJESI	Non-executive Ir	0	600,000	0	680,000	1,280,000
	Total		0	3,000,000	0	2,310,000	5,310,000

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

Whether associate or fellow Associate Fellow

Certificate of practice number

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

(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

SATISH
CHELLARA
M RANGANI

DIN of the director

00209069

To be digitally signed by

SHRUTI
RATNAKAR
JOSHI

Company Secretary

Company secretary in practice

Membership number

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 Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

MGT-7 FII_FPI details -.pdf
NRB Bearings LimitedSHT.pdf
Committee Meetings.pdf
MGT-8_-_2022.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