

# 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)

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

L65993PN2009PLC134021

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AADCB7682H

(ii) (a) Name of the company

BF INVESTMENT LIMITED

(b) Registered office address

MUNDHWA  
PUNE CANTONMENT  
PUNE  
Maharashtra  
411036

(c) \*e-mail ID of the company

Secretarial@bfilpune.com

(d) \*Telephone number with STD code

02026725257

(e) Website

www.bfilpune.com

(iii) Date of Incorporation

26/05/2009

(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

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 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

Yes  No

(f) Specify the reasons for not holding the same

AGM to be held on 30/09/2021.

## 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	K	Financial and insurance Service	K8	Other financial activities	100

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

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

8

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	KALYANI STEELS LTD	L27104MH1973PLC016350	Associate	39.06
2	KALYANI FINANCIAL SERVICES	U65910PN1986PLC039645	Associate	49
3	NANDI ENGINEERING LIMITED	U85110KA1996PLC019618	Associate	40
4	KSL HOLDINGS PRIVATE LIMITED	U65993PN2001PTC015938	Associate	42.52
5	TRIUMPHANT SPECIAL ALLOYS	U27106PN1998PTC012742	Associate	45.51
6	SYNISE TECHNOLOGIES LIMITED	U72200PN1997PLC112581	Associate	46.77
7	MERITOR HVS (INDIA) LIMITED	U29221KA1998PLC023383	Joint Venture	48.99
8	AUTOMOTIVE AXLES LIMITED	L51909KA1981PLC004198	Joint Venture	35.52

#### 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	40,000,000	37,667,628	37,667,628	37,667,628
Total amount of equity shares (in Rupees)	200,000,000	188,338,140	188,338,140	188,338,140

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>EQUITY</b>				
Number of equity shares	40,000,000	37,667,628	37,667,628	37,667,628
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	200,000,000	188,338,140	188,338,140	188,338,140

###### (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			
<b>Equity shares</b>						
At the beginning of the year	2,206,448	35,461,180	37667628	188,338,140	188,338,140	
Increase during the year	0	1,576,763	1576763	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	1,576,763	1576763	0	0	
Dematerialization of shares						
Decrease during the year	1,576,763	0	1576763	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	1,576,763	0	1576763	0	0	
Dematerialization of shares						
<b>At the end of the year</b>	<b>629,685</b>	<b>37,037,943</b>	<b>37667628</b>	<b>188,338,140</b>	<b>188,338,140</b>	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	
<b>Increase during the year</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
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						
<b>At the end of the year</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	

ISIN of the equity shares of the company

INE878K01010

(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 style="width: 95%;" type="text"/>
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Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
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Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor	<input style="width: 95%;" type="text"/>
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Transferor's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input style="width: 95%;" type="text"/>
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Transferee's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
--	--

Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" 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
<b>Total</b>			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
<b>Total</b>					

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

(i) Turnover

317,280,000

(ii) Net worth of the Company

5,345,570,000

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	106,942	0.28	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)	27,534,034	73.1	0	
10.	Others	0	0	0	
	<b>Total</b>	<b>27,640,976</b>	<b>73.38</b>	<b>0</b>	<b>0</b>

Total number of shareholders (promoters)

21

(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	4,871,268	12.93	0	
	(ii) Non-resident Indian (NRI)	99,226	0.26	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	160,127	0.43	0	
4.	Banks	3,521	0.01	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	417,387	1.11	0	
7.	Mutual funds	1,709	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,848,740	10.22	0	
10.	Others foreign portfolio investors, +	624,674	1.66	0	
	<b>Total</b>	10,026,652	26.62	0	0

Total number of shareholders (other than promoters)

20,634

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

20,655

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

2

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
FEDERATED INTERNATIONAL +	DB HOUSE H S MARG P.B.-1142 FO +			50	0
THE JAGUAR FUND N. +	S C BANK, CUSTODY SVS, 23-25 M. +			14	0

**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	20	21
Members (other than promoters)	21,214	20,634
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
<b>A. Promoter</b>	0	1	0	1	0	0.07
<b>B. Non-Promoter</b>	0	5	0	5	0	0
(i) Non-Independent	0	1	0	1	0	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	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	0	6	0	6	0	0.07

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)
A B KALYANI	00089430	Director	28,220	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
B B HATTARKI	00145710	Director	0	
M U TAKALE	01291287	Director	0	
A A SATHE	06925030	Director	0	
S G JOGLEKAR	00073826	Director	200	
B S MITKARI	03632549	Director	0	
J G PATWARDHAN	AEAPP5559B	CEO	0	
J G PATWARDHAN	AEAPP5559B	CFO	0	
S R KSHIRSAGAR	AWUPK4403D	Company Secretar	13	

(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)
A A SATHE	06925030	Director	18/09/2020	Cessation
A A SATHE	06925030	Director	19/09/2020	Reappointment as Independent 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 MEETI	30/09/2020	21,602	45	75.68

**B. BOARD MEETINGS**

\*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/06/2020	6	5	83.33

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	28/07/2020	6	5	83.33
3	12/09/2020	6	5	83.33
4	21/10/2020	6	5	83.33
5	06/11/2020	6	5	83.33
6	12/11/2020	6	5	83.33
7	11/02/2021	6	6	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	30/06/2020	3	2	66.67
2	Audit Committee	28/07/2020	3	2	66.67
3	Audit Committee	12/09/2020	3	2	66.67
4	Audit Committee	06/11/2020	3	2	66.67
5	Audit Committee	12/11/2020	3	2	66.67
6	Audit Committee	11/02/2021	3	3	100
7	Nomination & Remuneration	30/06/2020	3	3	100
8	Nomination & Remuneration	28/07/2020	3	2	66.67
9	Nomination & Remuneration	11/02/2021	3	2	66.67
10	Corporate Social Responsibility	11/02/2021	3	2	66.67

#### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (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	A B KALYANI	7	7	100	5	1	20	
2	B B HATTARKI	7	7	100	16	16	100	
3	M U TAKALE	7	7	100	16	16	100	
4	A A SATHE	7	1	14.29	11	1	9.09	
5	S G JOGLEKAR	7	7	100	0	0	0	
6	B S MITKARI	7	7	100	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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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	J G PATWARDHAN	CEO & CFO	3,633,000	0	0	0	3,633,000
2	S R KSHIRSAGAR	COMPANY SEC	1,327,000	0	0	0	1,327,000
	Total		4,960,000	0	0	0	4,960,000

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	A B KALYANI	Non-Executive Dir	0	2,500,000	0	35,000	2,535,000
2	B B HATTARKI	Independent Dir	0	500,000	0	35,000	535,000
3	M U TAKALE	Independent Dir	0	500,000	0	35,000	535,000
4	A A SATHE	Independent Dir	0	500,000	0	5,000	505,000
5	S G JOGLEKAR	Independent Dir	0	500,000	0	35,000	535,000
6	B S MITKARI	Non-Executive Dir	0	500,000	0	35,000	535,000
	Total		0	5,000,000	0	180,000	5,180,000

**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
BF Investment Lim	National Stock Exc	02/06/2020	Late submission of (	Rs.23,600/-	The Listed entity has duly paid
BF Investment Lim	Bombay Stock Exc	02/06/2020	Late submission of (	Rs.23,600/-	The Listed entity has duly paid

(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

DIN of the director

To be digitally signed by

- 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**

**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**

**Note:**

The above Annual Return (MGT-7) is prepared as on March 31, 2021 as per the format prescribed by the Companies (Management and Administration) Amendment Rules, 2014. Annual General Meeting (AGM) of the Company is scheduled to be held on September 30, 2021. MGT-7 is subject to verification/ certification by the Practicing Company Secretary only after AGM, and issuance of compliance certificate in MGT-8. The necessary attachment and certification of the e-form no MGT-7 would be done after the AGM. The Company will replace the uploaded version of e-form no MGT-7 with Ministry of Corporate Affairs (MCA), with this version, upon filing with MCA.



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

**C. COMMITTEE MEETINGS**

Number of meetings held

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	attendance	
				Number of members attended	as % age of total members
11	Stakeholders Relationship Committee	03/08/2020	3	2	66.67
12	Stakeholders Relationship Committee	14/09/2020	3	2	66.67
13	Stakeholders Relationship Committee	30/11/2020	3	2	66.67
14	Stakeholders Relationship Committee	07/12/2020	3	2	66.67
15	Stakeholders Relationship Committee	28/12/2020	3	2	66.67
16	Risk Management Committee	11/02/2021	3	2	66.67