

FORM NO. MGT-7

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



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

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

L65993PN2009PLC134021

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADC87682H

(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

7719005777

(e) Website

www.bfilpune.com

(iii) Date of Incorporation

26/05/2009

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	A.National Stock Exchange of India Ltd. B.BSE Ltd.	1,025

(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 01/04/2021 (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

30/09/2022

(c) Whether any extension for AGM granted

Yes No

(f) Specify the reasons for not holding the same

AGM will be held on 28/09/2022

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	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
EQUITY				
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			
Equity shares						
At the beginning of the year	629,685	37,037,943	37667628	188,338,140	188,338,140	
Increase during the year	0	73,259	73259	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	
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		73,259	73259			
Dematerialization of shares						
Decrease during the year	73,259	0	73259	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	73,259		73259			
Dematerialization of shares						
At the end of the year	556,426	37,111,202	37667628	188,338,140	188,338,140	
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

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		[]	
Date of registration of transfer (Date Month Year)		[]	
Type of transfer	[]	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	[]	Amount per Share/ Debenture/Unit (in Rs.)	[]
Ledger Folio of Transferor		[]	
Transferor's Name	[]	[]	[]
	Surname	middle name	first name
Ledger Folio of Transferee		[]	
Transferee's Name	[]	[]	[]
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		[]	
Type of transfer	[]	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	[]	Amount per Share/ Debenture/Unit (in Rs.)	[]

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

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

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

(i) Turnover

502,846,643

(ii) Net worth of the Company

5,707,160,678

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)	27,816,184	73.85	0	
10.	Others	0	0	0	
	Total	27,923,126	74.13	0	0

Total number of shareholders (promoters)

23

(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	5,157,621	13.69	0	
	(ii) Non-resident Indian (NRI)	78,190	0.21	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	3,169	0.01	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	1,709	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,485,742	9.25	0	
10.	Others FPI, Trusts, Clearing member +	857,944	2.28	0	
	Total	9,744,502	25.87	0	0

Total number of shareholders (other than promoters) 21,308

Total number of shareholders (Promoters+Public/
Other than promoters) 21,331

**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	23	23
Members (other than promoters)	20,634	21,308
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	1	0	1	0	0.07
B. Non-Promoter	0	5	0	5	0	0
(i) Non-Independent	0	1	0	2	0	0
(ii) Independent	0	4	0	3	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	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	
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	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
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

1

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)
M U TAKALE	01291287	Director	11/11/2021	Change in Designaion from Independ

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	30/09/2021	21,909	45	61.4

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	18/05/2021	6	5	83.33
2	14/06/2021	6	5	83.33
3	11/08/2021	6	5	83.33
4	20/08/2021	6	6	100
5	11/10/2021	6	5	83.33
6	11/11/2021	6	5	83.33
7	11/02/2022	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

26

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	18/05/2021	3	2	66.67
2	Audit Committee	14/06/2021	3	2	66.67
3	Audit Committee	11/08/2021	3	2	66.67
4	Audit Committee	20/08/2021	3	3	100
5	Audit Committee	11/11/2021	3	2	66.67
6	Audit Committee	11/02/2022	3	3	100
7	Nomination & I	14/06/2021	3	3	100
8	Nomination & I	11/08/2021	3	3	100
9	Nomination & I	11/02/2022	3	2	66.67
10	Corporate Soc	11/02/2022	3	3	100

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	6	3	50	
2	B B HATTARK	7	7	100	26	26	100	
3	M U TAKALE	7	7	100	24	24	100	
4	A A SATHE	7	2	28.57	20	2	10	
5	S G JOGLEK	7	7	100	2	2	100	
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	4,508,828	0	0	0	4,508,828
2	S R KSHIRSAGAR	COMPANY SEC	1,530,000	0	0	0	1,530,000
	Total		6,038,828	0	0	0	6,038,828

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 N	0	10,000,000	0	35,000	10,035,000
2	B B HATTARKI	Independent Dir	0	800,000	0	35,000	835,000
3	M U TAKALE	Non-Executive N	0	800,000	0	35,000	835,000
4	A A SATHE	Independent Dir	0	800,000	0	10,000	810,000
5	S G JOGLEKAR	Independent Dir	0	800,000	0	35,000	835,000
6	B S MITKARI	Non-Executive N	0	800,000	0	35,000	835,000
	Total		0	14,000,000	0	185,000	14,185,000

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

2

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	14/09/2021	Delayed submission	23600	Penalty duly paid.
BF Investment Lim	BSE LIMITED	14/09/2021	Delayed submission	23600	Penalty 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:

- 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.
- 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

00145710

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

23653

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

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	Risk Management Committee	11/11/2021	3	2	66.67
12	Risk Management Committee	11/02/2022	3	2	66.67
13	Stakeholders Relationship Committee	17/05/2021	3	2	66.67
14	Stakeholders Relationship Committee	14/06/2021	3	2	66.67
15	Stakeholders Relationship Committee	05/07/2021	3	2	66.67
16	Stakeholders Relationship Committee	11/08/2021	3	2	66.67
17	Stakeholders Relationship Committee	16/08/2021	3	2	66.67
18	Stakeholders Relationship Committee	23/08/2021	3	2	66.67
19	Stakeholders Relationship Committee	30/08/2021	3	2	66.67
20	Stakeholders Relationship Committee	20/09/2021	3	2	66.67
21	Stakeholders Relationship Committee	28/09/2021	3	2	66.67
22	Stakeholders Relationship Committee	11/10/2021	3	2	66.67
23	Stakeholders Relationship Committee	25/10/2021	3	2	66.67
24	Stakeholders Relationship Committee	20/12/2021	3	2	66.67
25	Stakeholders Relationship Committee	17/01/2022	3	2	66.67
26	Stakeholders Relationship Committee	24/01/2022	3	2	66.67