

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
- Global Location Number (GLN) of the company
- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (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	National Stock Exchange	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

383 LAKE GARDENS
1ST FLOOR

(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

11/08/2021

(b) Due date of AGM

30/09/2021

(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	C7	Metal and metal products	95.58

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

*No. of Companies for which information is to be given 22

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	U M CABLES LIMITED	U26932WB1987PLC091221	Subsidiary	100
2	USHA MARTIN POWER & RESO	U74999WB2008PLC126847	Subsidiary	100

3	BHARAT MINEX PRIVATE LIMIT	U13203WB2007PTC168604	Subsidiary	100
4	GUSTAV WOLF SPECIALITY CO	U28999WB2003PLC095883	Subsidiary	100
5	PENGG USHA MARTIN WIRES P	U27106WB2006PTC109694	Joint Venture	40
6	CCL USHA MARTIN STRESSING	U74210WB2006PLC108112	Joint Venture	49.99
7	USHA MARTIN INTERNATIONAL		Subsidiary	100
8	BRUNTON WIRE ROPES FZCo.		Subsidiary	75
9	USHA MARTIN AMERICAS INC		Subsidiary	100
10	USHA SIAM STEEL INDUSTRIES		Subsidiary	97.98
11	USHA MARTIN SINGAPORE PTE		Subsidiary	100
12	USHA MARTIN AUSTRALIA PTY		Subsidiary	100
13	USHA MARTIN VIETNAM COMP		Subsidiary	100
14	USHA MARTIN CHINA COMPAN		Subsidiary	100
15	P T USHA MARTIN INDONESIA		Subsidiary	100
16	DE RUITER STAALKABEL BV SLI		Subsidiary	100
17	USHA MARTIN ITALIA SRL.		Subsidiary	100
18	USHA MARTIN EUROPE B.V		Subsidiary	100
19	USHA MARTIN UK LIMITED		Subsidiary	100
20	BRUNTON SHAW UK LIMITED		Subsidiary	100
21	EUROPEAN MANAGEMENT AN		Subsidiary	100
22	TESAC USHA WIREROPE COMP		Joint Venture	50

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	500,000,000	304,741,780	304,741,780	304,741,780
Total amount of equity shares (in Rupees)	500,000,000	304,741,780	304,741,780	304,741,780

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	500,000,000	304,741,780	304,741,780	304,741,780
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	500,000,000	304,741,780	304,741,780	304,741,780

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	10,000,000	0	0	0
Total amount of preference shares (in rupees)	500,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
CUMULATIVE REDEEMABLE PREFERENCE SHA				
Number of preference shares	10,000,000	0	0	0
Nominal value per share (in rupees)	50	50	50	50
Total amount of preference shares (in rupees)	500,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	993,290	303,748,490	304,741,780	304,741,780	304,741,780	

Increase during the year	0	0	0	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 <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	993,290	303,748,490	304,741,780	304,741,780	304,741,780	
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 <input type="text"/>						
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

(ii) Details of stock split/consolidation during the year (for each class of shares)

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="23/09/2020"/>
Date of registration of transfer (Date Month Year)	<input type="text"/>
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"/>

Ledger Folio of Transferor				<input type="text"/>			
Transferor's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>			
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"/>			
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"/>	
Ledger Folio of Transferor				<input type="text"/>			
Transferor's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		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

Particulars	Number of units	Nominal value per unit	Total value
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

13,456,021,241

(ii) Net worth of the Company

7,143,554,285

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	7,684,411	2.52	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)	125,360,327	41.14	0	
10.	Others GDRs & Person Acting in concern	19,628,908	6.44	0	
	Total	152,673,646	50.1	0	0

Total number of shareholders (promoters)

19

(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	73,789,697	24.21	0	
	(ii) Non-resident Indian (NRI)	2,081,243	0.68	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	156,851	0.05	0	
4.	Banks	2,290	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	24,548,419	8.06	0	
7.	Mutual funds	9,963	0	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	45,672,844	14.99	0	
10.	Others GDRS and IEPF	5,806,827	1.91	0	
	Total	152,068,134	49.9	0	0

Total number of shareholders (other than promoters)

49,375

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

49,394

(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
EMERGING MARKETS	DEUTSCHE BANK AG, DB HOUSE	29/11/2011		22,904	0.01
AXA ROSENBERG EQU	CITIBANK N.A. CUSTODY SERVICES	20/05/2019		273,030	0.09
POLUS GLOBAL FUND	ICICI BANK LTD SMS DEPT 1ST FLO	22/07/2013		1,640,396	0.54
DOVETAIL INDIA FUND	DBS BANK LIMITED, GROUND FLO	17/05/2018		1,958,000	0.64
ALTIUS CAPITAL FUND	C/O AAA GLOBAL SERVICES LTD1S			225,277	0.07
AQUARIUS INDIA OPP	DEUTSCHE BANK AG, DB HOUSE H	22/12/2011		7,925,500	2.6
THE INDIAMAN FUND	HSBC SECURITIES SERVICES 11TH F	25/03/2014		6,859,500	2.25
ELARA INDIA OPPORT	C/O. ICICI BANK LTD., SMS1ST FLO	28/09/2006		430,000	0.14
ELARA INDIA OPPORT	C/O. ICICI BANK LTD., SMS1ST FLO	28/09/2006		4,574,500	1.5
EMERGING MARKETS (DEUTSCHE BANK AG, DB HOUSE	14/05/2019		57,030	0.2
T.A. WORLD EX U.S. CO	CITIBANK N.A. CUSTODY SERVICE S	05/05/2008		24,809	0.01
WORLD EX U.S. CORE I	CITIBANK N.A. CUSTODY SERVICES	03/06/2014		48,729	0.02
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES	06/03/2010		368,127	0.12
THE EMERGING MARK	CITIBANK N.A. CUSTO FIFC- 11TH F	22/02/2005		50,166	0.02
ALASKA PERMANENT	DEUTSCHE BANK AG DB HOUSE, H	28/07/2006		51,286	0.02
CITY OF NEW YORK GF	DEUTSCHE BANK AGDB HOUSE, H	27/12/2006		38,665	0.01
FOREIGN & COLONIA	THE HONGKONG & SANGHAIBANK			500	

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	26	26
Members (other than promoters)	43,348	49,375
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	1	1	1	0	0.86	0
B. Non-Promoter	1	3	2	3	0	0
(i) Non-Independent	1	0	2	0	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	1	0	1	0	0
(i) Banks & FIs	0	1	0	1	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	3	4	0.86	0

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)
MUKESH RAMBIHARI I	00136067	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
VIJAY SINGH BAPNA	02599024	Director	0	
RAMNI NIRULA	00015330	Director	0	
VENKATACHALAM RA	02194830	Nominee director	0	
RAJEEV JHAWAR	00086164	Managing Director	2,611,969	
DHRUB JYOTI BASU	02498037	Whole-time director	0	
DEVADIP BHOWMIK	08656505	Whole-time director	0	
ANIRBAN SANYAL	AQFPS2325B	CFO	0	
SHAMPA GHOSH RAY	AGLPR9574R	Company Secretary	0	

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

6

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)
PRAVIN KUMAR JAIN	02583519	Managing Director	17/05/2020	CESSATION
DHRUB JYOTI BASU	02498037	Additional director	06/06/2020	APPOINTMENT
DHRUB JYOTI BASU	02498037	Whole-time director	06/06/2020	CHANGE IN DESIGNATION
DEVADIP BHOWMIK	08656505	Additional director	15/03/2021	APPOINTMENT
DEVADIP BHOWMIK	08656505	Whole-time director	15/03/2021	CHANGE IN DESIGNATION
BRIJ KISHORE JHAWAR	00086200	Director	23/09/2020	CESSATION

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

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	23/09/2020	46,058	128	41.08

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	06/06/2020	7	7	100
2	11/08/2020	7	6	85.71
3	10/11/2020	6	6	100
4	08/02/2021	6	6	100
5	15/03/2021	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

12

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 COMM	06/06/2020	3	3	100
2	AUDIT COMM	11/08/2020	3	3	100
3	AUDIT COMM	10/11/2020	3	3	100
4	AUDIT COMM	08/02/2021	3	3	100
5	NOMINATION	06/06/2020	3	3	100
6	NOMINATION	08/02/2021	3	3	100
7	STAKEHOLDER	06/06/2020	3	3	100
8	STAKEHOLDER	11/08/2020	4	3	75
9	STAKEHOLDER	10/11/2020	3	3	100
10	STAKEHOLDER	08/02/2021	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 11/08/2021 (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	MUKESH RAM	5	5	100	11	11	100	Yes
2	VIJAY SINGH	5	5	100	5	5	100	Yes
3	RAMNI NIRUL	5	5	100	4	4	100	Yes
4	VENKATACHA	5	5	100	2	2	100	No
5	RAJEEV JHA	5	5	100	9	9	100	Yes
6	DHRUB JYOT	5	5	100	5	5	100	Yes
7	DEVADIP BHO	1	1	100	0	0	0	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAJEEV JHAWAR	Managing Director	12,338,746	0	0	0	12,338,746
2	DHRUB JYOTI BAS	Whole time Director	4,832,931	0	0	0	4,832,931
3	DEVADIP BHOWMI	Whole time Director	413,379	0	0	0	413,379
	Total		17,585,056	0	0	0	17,585,056

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	ANIRBAN SANYAL	CHIEF FINANCIAL OFFICER	7,923,892	0	0	0	7,923,892
2	SHAMPA GHOSH	COMPANY SECRETARY	4,953,806	0	0	0	4,953,806
	Total		12,877,698	0	0	0	12,877,698

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	MUKESH ROHATG	DIRECTOR	0	0	0	770,000	770,000
2	VIJAY SINGH BAP	DIRECTOR	0	0	0	500,000	500,000
3	RAMNI NIRULA	DIRECTOR	0	0	0	460,000	460,000
4	VENKATACHALAM	DIRECTOR	0	0	0	320,000	320,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
5	BRIJ KISHORE JHA	DIRECTOR	0	0	0	80,000	80,000
	Total		0	0	0	2,130,000	2,130,000

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

ASIT KUMAR LABH

Whether associate or fellow

Associate Fellow

Certificate of practice number

14664

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

DHRUB
JYOTI
BASU
Digitally signed by
DHRUB JYOTI BASU
Date: 2021.09.14
16:24:40 +05'30'

DIN of the director

To be digitally signed by

SHAMPA
GHOSH
RAY
Digitally signed by
SHAMPA GHOSH
RAY
Date: 2021.09.14
16:23:28 +05'30'

- 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

List of attachments

MGT-8-Usha Martin 2020-21.pdf
committee details.pdf
transfer list.pdf
Note on annual return.pdf

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. (C) Committee Meetings

Serial Number	Types of Meeting	Date of Meeting	Total Number of Members as on the date of the meeting	Number of Members attended	% of attendance
11.	CORPORATE SOCIAL RESPONSIBILITY	08-02-2021	3	3	100
12.	FINANCE COMMITTEE	10-11-2020	4	4	100

For Usha Martin Limited**Shampa Ghosh Ray**

Company Secretary

ACS 16737 



FORM - MGT-8

***(Pursuant to Section 92(2) of the Companies Act 2013 and Rule 11(2) of the Companies
(Management and Administration) Rules, 2014)***

I have examined the registers, records and books and papers of **M/s. Usha Martin Limited** (the Company) having its Registered Office at 2A, Shakespeare Sarani, Kolkata - 700071 as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on **31.03.2021**. In my opinion and to the best of my information and according to the examination 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 aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the company has complied with provisions of the Act & Rules made there under, *to the extent and as were applicable to it*, in respect of:
 1. Its status under the Act : Listed Public Limited Company / Limited by shares;
 2. Maintenance of registers / records & making entries therein, as applicable, within the time prescribed therefore: The Company is in compliance with maintaining Registers and records as per the applicable provisions;
 3. Filing of forms and returns as stated in the annual return with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities, as applicable, within the prescribed time: The Company is in compliance with the applicable provisions in this regard;
 4. Calling / convening / holding meetings of Board of Directors or its committees, if any, 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 and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Books / registers maintained for the purpose and the same have been signed: The Company is in compliance with the applicable provisions in this regard;





5. Closure of Register of Members / Security holders, as the case may be: The Company has closed the Register of Members / Security holders during the financial year and the applicable provisions in this regard were compiled;
6. Advances / loans to its directors and / or persons or firms or companies referred in Section 185 of the Act: The Company is in compliance with the applicable provisions in this regard;
7. Contracts / arrangements with related parties as specified in Section 188 of the Act: All the related party transactions during the year were made on arm's length basis and in the ordinary course of business;
8. Issue or allotment or transfer or transmission or buy back of securities / redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares / securities and issue of security certificates in all instances: The Company is in compliance with the applicable provisions in this regard;

Note: The total issued & paid-up equity share capital of the Company as on 31st March, 2021 stands inflated by 230 equity shares due to erroneous transfer of the said shares by Central Depository Services (India) Limited to Investor Education and Protection Fund (IEPF) through corporate action on 29th September, 2020. The Company has taken steps for rectification through CDSL and the response of IEPF Authority is awaited.

9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act: No such case was reported during the year under report;
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 : The Company is in compliance with the applicable provisions in this regard;





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: The Company is in compliance with the applicable provisions in this regard;
12. Constitution / appointment / re-appointments / retirement / filling up casual vacancies / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them: The Company is in compliance with the applicable provisions in this regard.
13. Appointment / reappointment / filling up casual vacancies of auditors as per the provisions of Section 139 of the Act: The Company is in compliance of the requirements of the Act;
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act :

The Company had received a communication dated 26th June, 2020 from Office of Regional Director (Ministry of Corporate Affairs) seeking clarifications on the irregularities / violations found during Inspection by the said authority under Sec. 206(5) of the Companies Act, 2013. Subsequently, the Company had submitted its reply along with the required documents and information on 30th July, 2020 and, thereafter, also filed applications under Section 441 of the Companies Act, 2013 ("Act") with respect to alleged violations under Sections 77, 118, 129, 149 and 179 of the Act.
15. Acceptance / renewal / repayment of deposits : The Company has not accepted / renewed / repaid any kind of deposit during the period;
16. Borrowings from directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable: The Company is in compliance with the applicable provisions in this regard;
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 : The Company is in compliance with the applicable provisions in this regard;



ASIT KUMAR LABH
B.Com.(H), ACS



C/o. A. K. Labh & Co.
Company Secretaries

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Website : www.aklabh.com

18. Alteration of the provisions of the Memorandum and Articles of Association of the Company: The Company has not altered any provisions of the Memorandum and / or Articles of Association of the Company during the year under report.

Place : Kolkata
Dated : 13.09.2021

(Asit Kumar Labh)
Practicing Company Secretary
ACS – 32891 / CP No.- 14664

UDIN: A032891C000938961



Share Transfer/Transmission Register for Equity Shares(Paidup Value Re. 1/-) of Usha Martin Limited from 01-04-2020 to 31-03-2021

TRN DT	TYPE OF TRN	SHARES	FACE VALUE	SELLER FOLIO	SELLER NAME	BUYER FOLIO	BUYER NAME
14/09/20	Equity Share	000000080	Re.1/-	M005649	KIRAN MEHTA	S016421	SONAL SANJAY SHAH
14/09/20	Equity Share	000000130	Re.1/-	P004475	MURGEPPA SHIVAPPA PANGI	P010654	SHANKAR MURIGEPPA PANGI
21/10/20	Equity Share	000000080	Re.1/-	M004738	MADHUKUMARI GOPIKISAN MANDHANA	B015582	MADHUBALA SATYANARAYAN BHUTADA
21/10/20	Equity Share	000000080	Re.1/-	G004290	MANEKLAL NARNDAS GANDHI & VASUMATI MANEKLAL GANDHI	G009588	VASUMATI MANEKLAL GANDHI
17/11/20	Equity Share	000000255	Re.1/-	B010311	MOHANI BAI	M010702	S MAHAVEERCHAND
14/12/20	Equity Share	000000080	Re.1/-	G004171	SANTOSH GANDHI	G009590	NANCY GANDHI, MONICA GANDHI & BHARTI GANDHI
19/12/20	Equity Share	000000075	Re.1/-	S007081	PRANAB KUMAR SARKAR & MAYA SARKAR	S016423	PRANAB KUMAR SARKAR
08/01/21	Equity Share	000000750	Re.1/-	T002220	KASTURBAI TANNA & RANJIT TANNA	T007195	RANJIT L TANNA
12/02/21	Equity Share	000000040	Re.1/-	K004191	MOHAMED SADIK ABDULLABHAI KAKIWALA & MUSLIMA M KAKIWALA	K010685	MUSLIMA MOHAMEDHABIB KAKIWALA
12/02/21	Equity Share	000000270	Re.1/-	J003607	LAXMI JAIN	J008415	LUXMI JAIN
12/02/21	Equity Share	000000270	Re.1/-	J003271	JINENDER PRAKASH JAIN	J008416	JINENDRA PRAKASH JAIN
12/02/21	Equity Share	000000610	Re.1/-	K001335	SURENDRA KUMAR KANORIA & SHASHI KANORIA	K010686	SHILPI KANORIA
09/03/21	Equity Share	000000875	Re.1/-	B011969	B M BHATIA	B015583	SITESH BHATIA
25/03/21	Equity Share	000000165	Re.1/-	D004453	SAYER DEVI	M010703	RAMESH KUMAR MARLECHA

For USHA MARTIN LIMITED

S. Jay
Company Secretary

C



usha martin

Usha Martin Limited

2A, Shakespeare Sarani, Kolkata (formerly Calcutta) - 700 071, India
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CIN:L31400WB1986PLC091621
Website:www.ushamartin.com

**CLARIFICATION ON TOTAL NUMBER OF EQUITY SHARES SHOWN
UNDER SERIAL NOS. VI (a) & VI (b) OF THE ANNUAL RETURN FOR THE
FINANCIAL YEAR ENDED 31ST MARCH 2021**

The total number of paid – up equity shares of the Company as on 31st March 2021 as per stock exchanges records stood inflated by 230 equity shares. This was caused due to an erroneous additional electronic transfer of 230 equity shares (notional) to Investor Education & Protection Fund (IEPF) under the Ministry of Corporate Affairs (MCA) by way of corporate action executed on 29th September 2020 by Central Depository Services India Ltd (CDSL) and Registrar & Transfer Agent (RTA) of the Company. The Company has been continuously engaging with IEPF Authority under MCA, CDSL and RTA for necessary rectification of error/ reversal of entry. Necessary documents in this matter have been submitted to IEPF Authorities but due to COVID-19 pandemic there is a delay in corresponding rectification / reversal entry. RTA and CDSL are directly following up with IEPF Authority in New Delhi for rectification / reversal of entry.

Since this inflation was caused due to an error and the same is expected to be reversed in due course of time, the aggregate of equity shares shown under Serial Nos. VI (a) and VI (b) is the correct total number of paid–up equity shares of the Company i.e. 304,741,780 Equity Shares which does not include the additional 230 Equity Shares which were erroneously transferred to IEPF by CDSL/RTA.

For Usha Martin Limited


Shampa Ghosh Ray
Company Secretary 
ACS 16737