

**EXTRACT OF ANNUAL RETURN  
for the financial year ended on 31<sup>st</sup> March, 2021**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

- i) CIN : U35990HR1995PLC050123
- ii) Registration Date : 25<sup>th</sup> October, 1995
- iii) Name of the Company : Xlerate Driveline India Limited
- iv) Category/Sub-Category of the Company : Public Limited Company
- v) Address of the Registered office and contact details :  
Shed No. 1, Gurukul  
Industrial Estate, Sarai Khwaja  
P.O. Amar Nagar  
Faridabad-121003  
Haryana  
Ph: 0129-4288670  
Fax: 0129-4288680  
E-mail: info@xleratedriveline.com
- vi) Whether listed company Yes/No : No
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any :  
RCMC Share Registry Private Limited  
B-25/1, First Floor,  
Okhla Industrial Area, Phase-II,  
New Delhi-110020  
Ph: 011-26387320,21,23  
Fax: 011-26387322  
E-mail: [investor.services@rcmcdelhi.com](mailto:investor.services@rcmcdelhi.com)  
Website: [www.rcmcdelhi.com](http://www.rcmcdelhi.com)

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Clutch and Clutch Plates	Group 293 - Manufacture of parts and accessories for motor vehicles	100.00

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

S. No	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
-					

**IV. SHARE HOLDING PATTERN  
(Equity Share Capital Breakup as percentage of Total Equity)  
i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/HUF	0	0	0	0.00	11170879	0	11170879	75.09	75.09
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt (s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	14877032	6	14877038	100.00	3706153	6	3706159	24.91	(75.09)
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (A) (1):-</b>	<b>14877032</b>	<b>6</b>	<b>14877038</b>	<b>100.00</b>	<b>14877032</b>	<b>6</b>	<b>14877038</b>	<b>100.00</b>	<b>0.00</b>
<b>(2) Foreign</b>									
a) NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (A) (2):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>14877032</b>	<b>6</b>	<b>14877038</b>	<b>100.00</b>	<b>14877032</b>	<b>6</b>	<b>14877038</b>	<b>100.00</b>	<b>0.00</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks/ FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt/ State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
e) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
f) FIIs	0	0	0	0.00	0	0	0	0.00	0.00
g) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
h) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (B)(1):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>2.Non-Institutions</b>									
a) Bodies Corp.									
I. Indian	0	0	0	0.00	0	0	0	0.00	0.00
II. Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
I. Individual shareholders holding nominal share capital upto ₹ 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
II. Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
c) Others (specify)									
<b>Sub-total (B)(2):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
<b>Grand Total (A+B+C)</b>	<b>14877032</b>	<b>6*</b>	<b>14877038</b>	<b>100.00</b>	<b>14877032</b>	<b>6*</b>	<b>14877038</b>	<b>100.00</b>	<b>0.00</b>

**\*Held by Raunaq EPC International Limited, Company within the Group through its nominees holding 1 share each.**

**(ii) Shareholding of Promoters:**

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	% change in share holding during the year
1.	Raunaq EPC International Limited	14877038*	100.00	0.00	3706159*	24.91	0.00	(75.09)
2.	Mr. Sachit Kanwar	0	0.00	0.00	11170879	75.09	0.00	75.09
	<b>Total</b>	<b>14877038</b>	<b>100.00</b>	<b>0.00</b>	<b>14877038</b>	<b>100.00</b>	<b>0.00</b>	<b>0.00</b>

**\*6 Equity Shares held through its nominees.**

**(iii) Change in Promoters' Shareholding (please specify, if there is no change):**

S.No.	Name of Promoter	Shareholding at the beginning of the year		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the company
1.	Raunaq EPC International Limited	14877038*	100.00	01/04/2020				
				17/09/2020	8214000(D)	Transfer	6663032	44.79
				02/11/2020	2956879(D)	Transfer	3706159	24.91
				31/03/2021			3706159*	24.91
2.	Mr. Sachit Kanwar	0	0.00	01/04/2020				
				17/09/2020	8214000(I)	Purchase	8214000	55.21
				02/11/2020	2956879(I)	Purchase	11170879	75.09
				31/03/2021			11170879	75.09

**\*6 Equity Shares held through its nominees.**

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

S.No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the company
-	-	-	-	-	-

**(v) Shareholding of Directors and Key Managerial Personnel:**

S.No.	Name	Shareholding at the beginning of the year		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year	
		No. of share(s)	% of total shares of the Company				No. of share(s)	% of total shares of the Company
<b>A.</b>	<b>Directors</b>							
1.	Mr. Surinder Paul Kanwar	1*	0.00	01/04/2020				
					-	No change in shareholding		
				31/03/2021			1*	0.00

2.	Mr. Sachit Kanwar	1*	0.00	01/04/2020				
				17/09/2020	8214000(I)	Purchase	8214001	55.21
				02/11/2020	2956879(I)	Purchase	11170880	75.09
				31/03/2021			11170880	75.09
3.	Dr. Sanjeev Kumar	0	0.00	01/04/2020				
					-	Nil Holding/movement during the year		
				31/03/2021			0	0.00
4.	Mr. Rajiv Chandra Rastogi	0	0.00	01/04/2020				
					-	Nil Holding/movement during the year		
				31/03/2021			0	0.00
5.	Mr. Prabhat Chand Kothari	1*	0.00	01/04/2020				
					-	No change in shareholding		
				31/03/2021			1*	0.00
6.	Mr. Jagdeep Singh	1*	0.00	01/04/2020				
					-	No change in shareholding		
				31/03/2021			1*	0.00
<b>B.</b>	<b>Key Managerial Personnel (KMP's)</b>							
1.	Mr. Himanshu Goyal Chief Financial Officer	0	0.00	01/04/2020				
					-	Nil Holding/movement during the year		
				31/03/2021			0	0.00
2.	Ms. Vartika Malhotra## Company Secretary	0	0.00	01/04/2020				
					-	Nil Holding/movement during the year		
				31/03/2021			0	0.00
3.	Mr. Kapil Sharma### Company Secretary	0	0.00	01/04/2020				
					-	Nil Holding/movement during the year		
				31/03/2021			0	0.00

\*Held as nominee of Raunaq EPC International Limited

## Resigned w.e.f. 03<sup>rd</sup> July, 2020

### Appointed w.e.f. 03<sup>rd</sup> December, 2020

## V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Rs. In Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	400.00	280.00	-	680.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>400.00</b>	<b>280.00</b>	<b>0.00</b>	<b>680.00</b>
<b>Change in Indebtedness during the financial year</b>				
• Addition	-	-	-	-
• Reduction	-	95.00	-	95.00
<b>Net Change</b>	<b>0.00</b>	<b>95.00</b>	<b>0.00</b>	<b>95.00</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	400.00	185.00	-	585.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>400.00</b>	<b>185.00</b>	<b>0.00</b>	<b>585.00</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount (Rs. in Lakhs)
		<b>Mr. Sachit Kanwar Managing Director*</b>	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961  (b) Value of perquisites u/s 17(2) Income-tax Act, 1961  (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	62.59  9.50  -	62.59  9.50  -
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit - others, specify...	-	-
5.	Others, Cos. Contribution to PF/SA	5.06	5.06
	Total (A)	77.15	77.15
	Ceiling as per the Act	As per Schedule V of the Companies Act, 2013	As per Schedule V of the Companies Act, 2013

\*50 % of remuneration paid by Raunaq EPC International Limited, erstwhile Holding Company upto 31 August, 2020, Nil Salary drawn from the Raunaq EPC International Limited, w.e.f. 01 September, 2020.

## B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount Rs. In Lakhs
1.	Independent Directors  • Fee for attending board / committee meetings • Commission • Others, please specify	Mr. Rajiv Chandra Rastogi	Dr. Sanjeev Kumar		
		-	-	-	-
		-	-	-	-
		-	-	-	-
	Total (1)	-	-		-
2.	Other Non-Executive Directors  • Fee for attending board / committee meetings • Commission • Others, please specify	Mr. Surinder Paul Kanwar	Mr. Jagdeep Singh	Mr. Prabhat Chand Kothari	
		-	-	-	-
		-	-	-	-
		-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	<b>Overall Ceiling as per the Act</b>	<b>Rs. 1.00 Lakhs sitting fees to a director per meeting of the Board or Committee</b>			

## C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount (Rs. In Lakhs)
		Mr. Himanshu Goyal Chief Financial Officer	**Ms. Vartika Malhotra Company Secretary	***Mr. Kapil Sharma Company Secretary	
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	5.67	0.92	1.14	7.73
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-	-
5.	Others, Cos. Contribution to PF/SA	0.32	0.03	0.07	0.42
	Total	5.99	0.95	1.21	8.15

## Resigned w.e.f. 03<sup>rd</sup> July, 2020

\*\*\* Appointed w.e.f. 03<sup>rd</sup> December, 2020

**VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment			<b>NIL</b>		
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

**For and on behalf of the Board of Directors**

**Sd/-  
Surinder Paul Kanwar  
Chairman and Director  
DIN: 00033524**