

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

L51109WB1974PLC029637

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACI6561R

(ii) (a) Name of the company

IFB INDUSTRIES LTD

(b) Registered office address

14 TARATOLLA ROAD
KOLKATA
West Bengal
700088
India

(c) *e-mail ID of the company

IN*****AL.COM

(d) *Telephone number with STD code

03*****99

(e) Website

www.ifbindustries.com

(iii) Date of Incorporation

12/09/1974

(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	NSE, BSE, CSE	1,028

(b) CIN of the Registrar and Transfer Agent

U74140MH1994PTC429689

Pre-fill

Name of the Registrar and Transfer Agent

CB MANAGEMENT SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1ST FLOOR, 247 PARK L.B.S. MARG, VIKHROLI(WEST) Mumbai

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM 29/07/2024

(b) Due date of AGM 30/09/2024

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 2

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	18.02
2	C	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	78.88

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

*No. of Companies for which information is to be given 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Global Automotive & Appliance		Subsidiary	100

2	Thai Automotive & Appliances		Subsidiary	100
3	IFB REFRIGERATION LIMITED	U29306GA2021PLC014721	Associate	41.4

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	119,000,000	40,518,796	40,518,796	40,518,796
Total amount of equity shares (in Rupees)	1,190,000,000	405,187,960	405,187,960	405,187,960

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	119,000,000	40,518,796	40,518,796	40,518,796
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,190,000,000	405,187,960	405,187,960	405,187,960

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	656,704	39,862,092	40518796	405,187,960	405,187,960	
Increase during the year	0	20,305	20305	203,050	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	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	
x. Others, specify	0	20,305	20305	203,050		
Physical Shares dematerialised						
Decrease during the year	20,305	0	20305	203,050	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	
iv. Others, specify	20,305	0	20305	203,050		
Physical Shares dematerialised						
At the end of the year	636,399	39,882,397	40518796	405,187,960	405,187,960	
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

INE559A01017

(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

31/07/2023

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
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**

43,439,941,148

(ii) Net worth of the Company

6,150,486,670

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	292,771	0.72	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)	30,080,428	74.24	0	
10.	Others	0	0	0	
	Total	30,373,199	74.96	0	0

Total number of shareholders (promoters)

14

(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	4,595,342	11.34	0	
	(ii) Non-resident Indian (NRI)	117,451	0.29	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	2,980	0.01	0	
5.	Financial institutions	21,343	0.05	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	2,507,192	6.19	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,947,055	4.81	0	
10.	Others Others	954,234	2.36	0	
	Total	10,145,597	25.05	0	0

Total number of shareholders (other than promoters)

26,066

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

26,080

**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	15	14
Members (other than promoters)	25,860	26,066
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	2	0	1	0	0.01	0
B. Non-Promoter	4	8	4	8	0.01	0
(i) Non-Independent	4	1	4	1	0.01	0
(ii) Independent	0	7	0	7	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	6	8	5	8	0.02	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 15

(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)
ASHOK BHANDARI	00012210	Director	0	
RAJSHANKAR RAY	03498696	Managing Director	5,222	
RAJSHANKAR RAY	ABLPR1778A	CEO	0	
AMAR SINGH NEGI	08941850	Director	20,000	
BISWADIP GUPTA	00048258	Director	0	
SUDIP BANERJEE	05245757	Director	0	
DESH RAJ DOGRA	00226775	Director	0	
RATHINDRA NATH MI	01071347	Director	0	28/07/2024
SANGEETA SUMESH	07080379	Director	0	
RAHUL CHOUDHURI	06817748	Director	0	
BIKRAMJIT NAG	00827155	Whole-time director	3,000	
CHACKO JOSEPH	07528693	Director	0	
PANAMANNA HARIHA	10158148	Managing Director	0	
RITESH AGARWAL	ACIPA3327Q	Company Secretary	0	
PRABIR CHATTERJEE	02662511	Whole-time director	0	01/04/2024

(ii) Particulars of change in director(s) and Key managerial personnel during the year 8

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)
GOUTAM RAYCHO	ACHPR7329C	Company Secretary	31/05/2023	Cessation
RITESH AGARWAL	ACIPA3327Q	Company Secretary	01/06/2023	Appointment
HARSH VARDHAN	06385288	Managing Director	24/07/2023	Cessation
HARSH VARDHAN	AIWPS2027F	CEO	24/07/2023	Cessation
PANAMANNA HARI	10158148	Additional director	23/11/2023	Appointment
PANAMANNA HARI	10158148	Managing Director	11/02/2024	Change in designation
BIKRAMJIT NAG	00827155	Whole-time director	01/02/2024	Change in designation
BIJON BHUSHAN N	00756995	Whole-time director	28/01/2024	Cessation due to Death

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	31/07/2023	26,907	105	81.48

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/04/2023	14	13	92.86
2	27/05/2023	14	13	92.86
3	28/07/2023	13	12	92.31
4	02/11/2023	13	12	92.31
5	15/01/2024	14	13	92.86

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
6	25/01/2024	14	12	85.71
7	01/02/2024	13	12	92.31
8	30/03/2024	13	13	100

C. COMMITTEE MEETINGS

Number of meetings held

21

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	27/05/2023	5	5	100
2	Audit Committee	28/07/2023	5	5	100
3	Audit Committee	02/11/2023	5	5	100
4	Audit Committee	25/01/2024	5	5	100
5	Audit Committee	30/03/2024	5	5	100
6	CSR Committee	22/09/2023	3	3	100
7	Risk Management	24/04/2023	7	7	100
8	Risk Management	01/10/2023	7	7	100
9	Nomination and Remuneration	24/04/2023	4	3	75
10	Nomination and Remuneration	27/05/2023	4	4	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		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	29/07/2024
								(Y/N/NA)
1	ASHOK BHANU	8	8	100	19	19	100	No
2	RAJSHANKAR	8	7	87.5	2	2	100	No
3	AMAR SINGH	8	8	100	0	0	0	Yes

4	BISWADIP GU	8	8	100	0	0	0	No
5	SUDIP BANER	8	8	100	8	8	100	No
6	DESH RAJ DO	8	8	100	0	0	0	No
7	RATHINDRA M	8	8	100	15	15	100	Not Applicable
8	SANGEETA S	8	8	100	10	10	100	No
9	RAHUL CHOU	8	6	75	15	13	86.67	Yes
10	BIKRAMJIT N	8	7	87.5	0	0	0	Yes
11	CHACKO JOS	8	8	100	7	7	100	Yes
12	PANAMANNA	4	4	100	0	0	0	Yes
13	PRABIR CHA	8	8	100	16	16	100	Not Applicable

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

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAJSHANKAR RAY	Managing Direct	15,032,166	0	0	0	15,032,166
2	BIKRAMJIT NAG	Whole-time direc	6,066,353	0	0	0	6,066,353
3	PANAMANNA HAR	Managing Direct	4,479,716	0	0	0	4,479,716
4	BIJON BHUSHAN M	Whole-time direc	14,205,216	0	0	0	14,205,216
5	PRABIR CHATTER	Whole-time direc	15,358,735	0	0	0	15,358,735
6	HARSH VARDHAN	Managing Direct	3,989,542	0	0	0	3,989,542
	Total		59,131,728	0	0	0	59,131,728

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RITESH AGARWAL	Company Secre	5,189,210	0	0	0	5,189,210
	Total		5,189,210	0	0	0	5,189,210

Number of other directors whose remuneration details to be entered

9

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AMAR SINGH NEG	Director	12,497,630	0	0	0	12,497,630
2	SUDIP BANERJEE	Director	0	0	0	1,070,000	1,070,000
3	RATHINDRA NATH	Director	0	0	0	1,250,000	1,250,000
4	SANGEETA SUME	Director	0	0	0	1,210,000	1,210,000
5	RAHUL CHOUDHU	Director	0	0	0	960,000	960,000
6	ASHOK BHANDAR	Director	0	0	0	1,390,000	1,390,000
7	CHACKO JOSEPH	Director	0	0	0	1,140,000	1,140,000
8	DESH RAJ DOGRA	Director	0	0	0	760,000	760,000
9	BISWADIP GUPTA	Director	0	0	0	810,000	810,000
	Total		12,497,630	0	0	8,590,000	21,087,630

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

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

Bijay Agarwal

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

13549

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. ...

01

dated

05/07/2024

(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

AMAR
SINGH
NEGI

DIN of the director

0*9*1*5*

To be digitally signed by

RITESH
AGARWAL

☒ Company Secretary

☐ Company secretary in practice

Membership number

1*2*6

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 Attachement(s), if any

Attach**Attach****Attach****Attach****List of attachments**

IFB_Shareholders_List of Shareholders.pdf
Form MGT-8.pdf
SHare Transfer by RTA.pdf
Annexure-I.pdf
Annexure-II.pdf
Annexure-III.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