

# 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

L29130DL1987PLC027342

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACJ2021K

(ii) (a) Name of the company

JAY BHARAT MARUTI LIMITED

(b) Registered office address

601 HEMKUNT CHAMBERS 89 NEHRU PLACE NA  
NEW DELHI  
Delhi  
110019  
India

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

CO\*\*\*\*\*U

(d) \*Telephone number with STD code

01\*\*\*\*\*00

(e) Website

www.jbmgroup.com

(iii) Date of Incorporation

19/03/1987

(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 India Limited	1,024
2	Bombay Stock Exchange 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 01/04/2023 (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

12/09/2024

(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

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	100

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

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

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	JBM OGIHARA DIE TECH PRIVA	U27100DL2018PTC334880	Associate	39

## 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	135,000,000	108,250,000	108,250,000	108,250,000
Total amount of equity shares (in Rupees)	270,000,000	216,500,000	216,500,000	216,500,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	135,000,000	108,250,000	108,250,000	108,250,000
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	270,000,000	216,500,000	216,500,000	216,500,000

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	3,000,000	0	0	0
Total amount of preference shares (in rupees)	30,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares				
Number of preference shares	3,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	30,000,000	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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	522,617	42,777,383	43300000	216,500,000	216,500,000	

<b>Increase during the year</b>	643,139	64,306,861	64950000	0	0	0
i. Pubic Issues	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	643,139	64,306,861	64950000	0	0	
Equity Shares increased due to sub-division of exi						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	1,165,756	107,084,244	108250000	216,500,000	216,500,000	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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>	0	0	0	0	0	

ISIN of the equity shares of the company

INE571B01036

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

1

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares	43,300,000		
	Face value per share	5		
After split / Consolidation	Number of shares	108,250,000		
	Face value per share	2		

**(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

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**

22,921,119,066.83

**(ii) Net worth of the Company**

5,363,839,157

**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	15,814,750	14.61	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)	48,428,645	44.74	0	
10.	Others	0	0	0	
	<b>Total</b>	64,243,395	59.35	0	0

**Total number of shareholders (promoters)**

12

**(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	17,400,906	16.07	0	
	(ii) Non-resident Indian (NRI)	2,531,801	2.34	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	1,000	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	5,000	0	0	
4.	Banks	6,000	0.01	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	2,821,662	2.61	0	
7.	Mutual funds	19,000	0.02	0	



8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	20,338,230	18.79	0	
10.	Others IEPF/CLEARING MEMBERS	883,006	0.82	0	
	<b>Total</b>	44,006,605	40.66	0	0

**Total number of shareholders (other than promoters)**

33,013

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

33,025

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

6

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
AMERICAN CENTURY F	DEUTSCHE BANK AG, DB HOUSE, F			18,175	0.01
BOFA SECURITIES EUR	CITIBANK N.A. CUSTODY SERVICES			243,897	0.22
COPTHALL MAURITIUS	JP Morgan Chase Bank N.A, INDIA			11,114	0.01
PENOBSCOT LIMITED	Tower 3, Wing B, Kohinoor City Ma			880,087	0.81
POINT BREAK CAPITAL	CITIBANK N.A. CUSTODY SERVICES			1,664,542	1.53
QUADRATURE CAPITA	JP Morgan Chase Bank N.A, India S			3,847	

## **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	12	12
Members (other than promoters)	21,450	33,013
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>	1	1	1	1	0.82	0.02

<b>B. Non-Promoter</b>	1	5	1	5	0.01	0
(i) Non-Independent	1	0	1	0	0.01	0
(ii) Independent	0	5	0	5	0	0
<b>C. Nominee Directors representing</b>	0	1	0	1	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	1	0	1	0	0
Total	2	7	2	7	0.83	0.02

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

11

**(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)
SURENDRA KUMAR A	00004626	Managing Director	886,750	
NISHANT ARYA	00004954	Director	20,000	
DHARMPAL AGARWA	00084105	Director	0	
ACHINTYA KARATI	00024412	Director	0	
RAJIV GANDHI	07231734	Nominee director	0	
DHANENDRA KUMAR	05019411	Director	0	
PRAVIN TRIPATHI	06913463	Director	0	
ANAND SWAROOP	00004816	Whole-time director	10,000	
MADHUSUDAN PRAS	02665954	Director	0	
ANAND SWAROOP	AALPK4292M	CFO	10,000	
RAVI ARORA	AERPA6272P	Company Secretar	0	15/06/2024

**(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)
DHARMPAL AGGARWAL	00084105	Director	31/03/2024	CESSATION
ACHINTYA KARATI	00024412	Director	31/03/2024	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	16/09/2023	23,010	158	66.5

### B. BOARD MEETINGS

\*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	10/05/2023	9	9	100
2	08/08/2023	9	9	100
3	04/11/2023	9	9	100
4	14/02/2024	9	8	88.89

### C. COMMITTEE MEETINGS

Number of meetings held

11

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	10/05/2023	3	3	100
2	AUDIT COMMITTEE	08/08/2023	3	3	100
3	AUDIT COMMITTEE	04/11/2023	3	3	100
4	AUDIT COMMITTEE	14/02/2024	3	3	100

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
5	NOMINATION	08/08/2023	4	4	100
6	NOMINATION	04/11/2023	4	4	100
7	NOMINATION	14/02/2024	4	4	100
8	STAKEHOLDER	08/08/2023	3	3	100
9	CORPORATE	10/05/2023	3	3	100
10	RISK MANAGEMENT	15/07/2023	3	3	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	12/09/2024
								(Y/N/NA)
1	SURENDRA K	4	4	100	4	4	100	Yes
2	NISHANT ARY	4	4	100	7	7	100	Yes
3	DHARMPAL A	4	4	100	11	11	100	Not Applicable
4	ACHINTYA KA	4	4	100	7	7	100	Not Applicable
5	RAJIV GANDH	4	4	100	0	0	0	Yes
6	DHANENDRA	4	4	100	5	5	100	Yes
7	PRAVIN TRIP	4	4	100	0	0	0	Yes
8	ANAND SWAP	4	4	100	2	2	100	Yes
9	MADHUSUDA	4	3	75	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SURENDRA KUMA	MANAGING DIF	72,557,538	12,000,000	0	6,634,027	91,191,565
2	ANAND SWAROOF	WHOLE TIME D	15,858,752	0	0	2,800,773	18,659,525
	Total		88,416,290	12,000,000	0	9,434,800	109,851,090

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	RAVI ARORA	COMPANY SEC	4,452,624	0	0	21,600	4,474,224
	Total		4,452,624	0	0	21,600	4,474,224

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	NISHANT ARYA	DIRECTOR	0	0	0	315,000	315,000
2	DHARMPAL AGAR	INDEPENDENT	0	0	0	0	0
3	ACHINTYA KARAT	INDEPENDENT	0	0	0	315,000	315,000
4	DHANENDRA KUM	INDEPENDENT	0	0	0	265,000	265,000
5	PRAVIN TRIPATHI	INDEPENDENT	0	0	0	140,000	140,000
6	RAJIV GANDHI	NOMINEE DIRE	0	0	0	140,000	140,000
7	MADHUSUDAN PR	INDEPENDENT	0	0	0	105,000	105,000
	Total		0	0	0	1,280,000	1,280,000

## 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

SUNITA MATHUR

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

741

**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. ...

17B(vi)

dated

13/05/2024

(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

Anand Swaroop  
Digitally signed by Anand Swaroop  
Date: 2024.11.04 11:55:47 +05'30'

DIN of the director

0\*0\*4\*1\*

To be digitally signed by

Shubha Singh  
Digitally signed by Shubha Singh  
Date: 2024.11.04 11:56:29 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number 1\*7\*5

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

MGT 8 2024.pdf

Details of Committee MeetingSigned.pdf

ClarificationSigned.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

**JAY BHARAT MARUTI LIMITED**

Corporate Office : ° Plot No. 9, Institutional Area,  
Sector 44, Gurgaon-122 003 (Hr.)  
T : +91 124 4674500, 4674550  
F : +91 124 4674599  
W : www.jbmgroup.com

**Clarification Letter**

To,

Date: November 04, 2024

Registrar of Companies,  
New Delhi

**Subject: Clarification Letter on Annual Return for Financial Year 2023-24**

Dear Sir/Ma'am,

This is to inform you that the during the period under review equity shares of the company had been sub-divided/ split from the face value of Rs. 5/- (Rupees Five only) each fully paid-up into Equity Shares having face value of Rs. 2/- (Rupees Two only) each fully paid-up, via corporate action dated October 26, 2023 and as a result of such sub-division / split of existing Equity Shares the Equity Shares of the Company had been increased from 433,00,000 (Face value Rs. 5/- each) to 10,82,50,000 (Face value Rs. 2/- each).

In view of the above, we request to your good office to please take the same in your record and oblige us.

For Jay Bharat Maruti Limited

Shubh  
a Singh

Digitally signed  
by Shubha Singh  
Date: 2024.11.04  
11:52:10 +05'30'

**Shubha Singh**

**Company Secretary**

M. No. - A16735

Address :- Plot -9, Institutional Area,  
Sector-44, Gurugram- 122 003

**Works :**

**Plant I :** Plot No. 5, MSIL, Joint Venture Complex, Gurgaon-122 015 (Haryana) T: +91 124 4887200, F: +91 124 4887300 Our milestones are touchstones

**Plant II :** Village & Post - Mohammadpur Narsinghpur, Sector 36, Gurgaon - 122 001 (Haryana) T: +91 124 4935300, F: +91 124 4935332

**Plant III :** Plot No. 15-16 & 21-22, Sector 3A, Maruti Supplier Park, IMT Manesar, Gurgaon -122 051 (Haryana) T: +91 9999190423, 9899079952

**Plant IV :** Village & Post - Mohammadpur Narsinghpur, Sector 36, Gurgaon - 122 001 (Haryana) T: +91 124 4935300, F: +91 124 4935332

**Regd. Office :** 601, Hemkunt Chambers, 89, Nehra Place, New Delhi - 110 019 T : +91 11 26427104-06. F : +91 11 26427100

**CIN :** L29130DL1987PLC027342 **Email Id:** jbmil.investor@jbmgroup.com



## JAY BHARAT MARUTI LIMITED

Corporate Office : ° Plot No. 9, Institutional Area,  
Sector 44, Gurgaon-122 003 (Hr.)  
T : +91 124 4674500, 4674550  
F : +91 124 4674599  
W : www.jbmgroup.com

### C. COMMITTEE MEETINGS

Number of meetings held 11

Sr. 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
11.	RISK MANAGEMENT COMMITTEE	05/01/2024	3	3	100

For Jay Bharat Maruti Limited

**Shubha Singh**  
Digitally signed  
by Shubha Singh  
Date: 2024.11.04  
11:51:20 +05'30'

**Shubha Singh**  
**Company Secretary**

M. No. - A16735

Address :- Plot -9, Institutional Area,  
Sector-44, Gurugram- 122 003

#### Works :

**Plant I :** Plot No. 5, MSIL, Joint Venture Complex, Gurgaon-122 015 (Haryana) T: +91 124 4887200, F: +91 124 4887300 Our milestones are touchstones

**Plant II :** Village & Post - Mohammadpur Narsinghpur, Sector 36, Gurgaon - 122 001 (Haryana) T: +91 124 4935300, F: +91 124 4935332

**Plant III :** Plot No. 15-16 & 21-22, Sector 3A, Maruti Supplier Park, IMT Manesar, Gurgaon -122 051 (Haryana) T: +91 9999190423, 9899079952

**Plant IV :** Village & Post - Mohammadpur Narsinghpur, Sector 36, Gurgaon - 122 001 (Haryana) T: +91 124 4935300, F: +91 124 4935332

**Regd. Office :** 601, Hemkunt Chambers, 89, Nehra Place, New Delhi - 110 019 T : +91 11 26427104-06. F : +91 11 26427100

**CIN :** L29130DL1987PLC027342 **Email Id:** jbml.investor@jbmgroupp.com



**FORM NO. MGT-8**

**[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of the Companies (Management and Administration) Rules, 2014]**

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

I have examined the registers, records and books and papers of **Jay Bharat Maruti Limited** having **CIN L29130DL1987PLC027342** ("the company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made there under for the financial year ended on 31<sup>st</sup> March, 2024. In my opinion and to the best of my information and according to the examinations 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 foresaid financial year, the company has complied with provisions of the Act & Rules made there under in respect of;
  - 1. its status under the Act;
  - 2. maintenance of registers / records & making entries therein within the time prescribed therefore;
  - 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, Tribunal, Court or other authorities within/beyond the prescribed time;
  - 4. calling/convening/holding meetings of Board of Directors or its committees 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 have been properly recorded in the minute book/ registers maintained for the purpose and the same have been signed;
  - 5. closure of Register of Members/ security holders, as the case may be;
  - 6. advances/loans to its Directors and/or persons or firms or companies referred in section 185 of the Act;
  - 7. contracts/arrangements with the related parties as specified in section 188 of the Act;
  - 8. issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares or debenture/alteration or reduction of shares capital/conversion of shares/securities and issue of security certificates in all instances wherever applicable;



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, wherever applicable;
10. declaration/payment of dividend; transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with the section 125 of the Act;

***The Company has paid dividend of Rs. 0.70/- per equity share for the financial year ended 31st March, 2024***

11. signing of audit 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;
12. constitution/appointment/re-appointment/retirement/ filling up casual vacancy's disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
  - Mr. Dharmpal Agarwal (DIN: 00084105) and Mr. Achintya Karati (DIN: 00024412), have ceased to be Director with effect from 31.03.2024 due to completion of their tenure.
  - Mr. Shekar Viswanathan (DIN: 01202587) was appointed as Additional Director designated as Independent Director of the company with effect from April 01, 2024, which is subsequently approved by the shareholder of the company via Postal Ballot dated June 22, 2024.
  - The Board of Directors has approved the following appointments/ Re-appointments in their meeting held on February 14, 2024, which were subsequently approved by the shareholder of the company via Postal Ballot dated June 22, 2024: -
    - a. re-appointment of Mr. Surendra Kumar Arya (DIN: 00004626) as Chairman in the capacity of Non-Executive Director (or such other designation as may be decided by the Board and /or Nomination and Remuneration Committee (NRC) from time to time) with effect from April 01, 2024, liable to retire by rotation on such remuneration as approved by the Board of Directors.
    - b. re-appointment of Mr. Anand Swaroop (DIN: 00004816) as Whole -Time Director designated as Executive Director for a further period of 3 (three) years with effect from April 01, 2024 till March 31, 2027.
    - c. re-appointment of Ms. Pravin Tripathi (DIN: 06913463), as Independent Director for a second term of 5 (five) consecutive years with effect from July 10, 2024.
    - d. continuation of Mr. Rajiv Gandhi (DIN: 07231734) on the Board of the Company as Non-Executive Director (Nominee Director), not liable to retire by rotation.
13. Necessary approvals are being taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act for shifting of Registered office from Delhi State to Haryana;



- Regional Director (Northern Region), Ministry of Corporate Affairs, New Delhi accorded his approval vide its order No. AA6031930/13(4)/RD (NR)/2024/3098 dated June 19, 2024

Meanwhile, Board of Directors through Resolution by circulation dated March 26, 2024 have approved Plot No 5, MSIL Joint Venture Complex, Gurugram, Haryana -122015 as the Registered Office of the Company, however, the effective date for shifting of registered office is yet to be decided by the company

14. The Company has not accepted any deposits from the public or its employees during the year. There were no acceptance/renewal/repayment of deposits;
15. borrowings from its directors, members, public financial institution, banks and other and creation/modification/satisfaction of charges in that respect, wherever applicable;
16. loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act, if any;
17. Alteration of the provisions of the Memorandum and/ or Articles of Association of the company. - **No change**

Where ever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis. Our Certificate is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: Singapore  
Date: 24.10.2024

**SUNITA** Digitally signed by  
**MATHUR** SUNITA MATHUR  
Date: 2024.10.24  
13:30:46 +08'00'

Sunita Mathur  
FCS No.: 1743 / C P No.: 741  
UDIN: F001743F001721527  
PR: 1297/2021

*\*Disclaimer Note: "MGT 8" has been undertaken to the best of my capability based on of e-verification of scanned and soft copies, information, confirmations, records and documents made available to us by the management of the Company.*