

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]



सत्यमेव जयते

Annual Return

(other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

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

L29120GJ1990PLC014385

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACG5617Q

(ii) (a) Name of the company

GALAXY BEARINGS LIMITED

(b) Registered office address

A-53/54, 5th Floor, Pariseema Complex,
C.G. Road, Ellisbridge,
Ahmedabad
Ahmedabad
Gujarat
380006



(c) *e-mail ID of the company

investor.gbl@gmail.com

(d) *Telephone number with STD code

07929606020

(e) Website

(iii) Date of Incorporation

19/09/1990

(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	Bombay Stock Exchange Ltd.	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2020 (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

(b) Due date of AGM

(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	C13	Other manufacturing including jewellery, musical instruments, medical instruments,	100

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

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

0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	5,000,000	3,180,000	3,180,000	3,180,000
Total amount of equity shares (in Rupees)	50,000,000	31,800,000	31,800,000	3,180,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	5,000,000	3,180,000	3,180,000	3,180,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	50,000,000	31,800,000	31,800,000	3,180,000

(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	1,579,210	1,600,790	3180000	31,800,000	31,800,000	

Increase during the year	0	96,800	96800	0	0	0
i. Pubic 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	
x. Others, specify shares dematerialized during the year		96,800	96800			
Decrease during the year	96,800	0	96800	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	
iv. Others, specify shares dematerialized during the year	96,800		96800			
At the end of the year	1,482,410	1,697,590	3180000	31,800,000	31,800,000	
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

(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		<input type="text"/>
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			
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
Partly convertible debentures	0		0
Fully convertible debentures	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

626,711,657

(ii) Net worth of the Company

452,974,096

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	668,340	14.16	0	
	(ii) Non-resident Indian (NRI)	873,061	18.49	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)		0	0	
10.	Others		0	0	
	Total	1,541,401	32.65	0	0

Total number of shareholders (promoters)

39

(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	1,540,064	32.62	0	
	(ii) Non-resident Indian (NRI)	1,337	0.03	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)	118,109	2.5	0	
10.	Others	1,520,490	32.2	0	
	Total	3,180,000	67.35	0	0

Total number of shareholders (other than promoters)

6,306

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

6,345

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	39	39
Members (other than promoters)	6,339	6,306
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	4	1	4	0.49	14.35
B. Non-Promoter	0	3	0	3	0	0.09
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	0	3	0	0.09
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	1	7	1	7	0.49	14.44

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

(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)
BHARATKUMAR KESHU 	00032054	Whole-time director	15,600	
NAVINCHANDRA MOH 	00016860	Director	47,610	
JYOTSNA SUDHIR VAO 	00535817	Director	2,600	
JITENDRA VRAJLAL S 	01028713	Director	100	
KHETANI PRADEEP K 	01786030	Director	300	
SHETAL DEVANG GOF 	07056824	Director	206,710	
BERA TUHINA RIMAL	07063420	Director	138,900	
DEVANG MAHESHCH 	08437363	Director	63,150	
DIXIT SURESHBHAI PA 	AESPP1699C	CFO	1,250	
URVASHI GANDHI	BEWPG4934G	Company Secretary	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 0

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)

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
AGM	25/09/2020	6,345	55	22.93

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	27/06/2020	8	7	87.5
2	21/08/2020	8	7	87.5
3	07/11/2020	8	7	87.5
4	06/02/2021	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

10

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	27/06/2020	3	3	100
2	Audit Committee	21/08/2020	3	2	66.67
3	Audit Committee	07/11/2020	3	3	100
4	Audit Committee	06/02/2021	3	3	100
5	Nomination and Remuneration	20/08/2020	3	3	100
6	Nomination and Remuneration	06/02/2021	3	3	100
7	Stakeholders	20/08/2020	3	3	100
8	Stakeholders	06/02/2020	3	3	100
9	Stakeholders	25/02/2021	3	3	100
10	Corporate social responsibility	06/02/2021	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	
								(Y/N/NA)

1	BHARATKUM	4	4	100	3	3	100	
2	NAVINCHAND	4	1	25	0	0	0	
3	JYOTSNA SU	4	4	100	10	10	100	
4	JITENDRA VF	4	4	100	10	10	100	
5	KHETANI PRA	4	3	75	7	6	85.71	
6	SHETAL DEV	4	4	100	0	0	0	
7	BERA TUHINA	4	4	100	0	0	0	
8	DEVANG MAH	4	4	100	0	0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Bharatkumar Ghoda	Whole Time Director	814,613				814,613
	Total		814,613				814,613

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	DIXIT SURESHBHAI	CFO	1,289,808				1,289,808
2	Urvashi Gandhi	CS	324,000				324,000
	Total		1,613,808	0			1,613,808

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

JIGNESH KUMAR MOHANBHAI KOTADIYA

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

19815

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

DIN of the director

00032054

To be digitally signed by

☒ Company Secretary

☐ Company secretary in practice

Membership number

57163

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

List of shareholders_GBL.pdf
Galaxy Bearings LtdSHT 20-21.pdf
MGT-8 GBL.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



JIGNESH KOTADIYA & CO.

Company Secretaries

426-427- Town Plaza, Nr. Raspan Arcade, New India Colony Cross Road, Nikol, Ahmedabad-382350

DRAFT
Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **M/s. GALAXY BEARINGS LIMITED** ("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 31st March, 2021("financial year"). 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 aforesaid Financial Year the Company has complied with provisions of the Act & Rules made there under in respect of:

1. the status of the Company is as under:

Status of the Company	Category of the Company	Sub-category of the Company
Listed Company (Active)	Company Limited by Shares	Indian Non-Government Company

2. The Company has been maintaining registers and records and made necessary entries therein within the time prescribed thereof;
3. The Company has filed the forms and returns as stated in the annual return, with the Registrar of Companies within/beyond the prescribed time and further no forms and returns were required to be filed with Regional Director, Central Government, the Tribunal, Court or other authorities;

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JIGNESH KOTADIYA & CO.

Company Secretaries

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4. The Company has called, convened, held meetings of the Board of Directors, as required and meetings of the members of the company as stated in the Annual Return in respect of which proper notices were given and the proceedings have been properly recorded in the Minute Book/ Registers maintained in loose leaf for the purpose and the same have been signed during the year under review;
5. Closure of Register of Members / Security holders, as the case may be
6. The Company has not given any loans to its directors or persons or firms or companies referred in section 185 of the Companies Act, 2013 during the year under review;
7. All Related Party Transactions entered into by Company were in the ordinary course of business and also on an arm's length basis;
8. The Company has complied with applicable provisions of the Act and rules made thereunder relating to the transfer or transmission of shares/ securities. There were no issues, allotment of conversion of the shares/ securities made during the year;
9. The Company was not required to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares;
10. The Company has not declared dividend during the year under review and thus the Company was not required to transfer unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund during the year;
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;
12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual casual vacancies and disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

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JIGNESH KOTADIYA & CO.

Company Secretaries

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13. There is no such instance of the casual vacancies of the auditor and the appointment of the auditors is made as per the Section 139 of the act;
14. The Company was not required to take approval from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act during the year under review;
15. The Company has not accepted or renewed deposits during the year under review;
16. The borrowings of the Company from its directors, banks and others are within the limits prescribed under section 180 (1) (c) of the Act;
17. The Company has not made any loan or advances or given guarantees or provided securities to other bodies corporate or persons falling under the provisions Section 186 of the Act, during the year under review;
18. The Company has not altered the provisions of the Memorandum of Association. The provisions of the Articles of Association have altered during the year under review.

**For, Jignesh Kotadiya & Co.
Company Secretaries**

Date:
Place:

**Jignesh Kotadiya
Proprietor.
ACS: 52121.
CP No.: 19815.
UDIN-**