

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

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

L29222DL1979PLC009668

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACS0140G

(ii) (a) Name of the company

STERLING TOOLS LIMITED

(b) Registered office address

UNIT NO. 515, DLF TOWER A
JASOLA DISTRICT CENTRE
NEW DELHI
South Delhi
Delhi
110025

(c) *e-mail ID of the company

CSEC@STLFASTENERS.COM

(d) *Telephone number with STD code

01292270621

(e) Website

WWW.STLFASTENERS.COM

(iii) Date of Incorporation

07/06/1979

(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	A	1,025

(b) CIN of the Registrar and Transfer Agent

U74899DL1973PLC006950

Pre-fill

Name of the Registrar and Transfer Agent

MAS SERVICES LTD

Registered office address of the Registrar and Transfer Agents

T-34, 2nd Floor,
Okhla Industrial Area, Phase - II

(vii) *Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

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

(a) If yes, date of AGM

27/09/2019

(b) Due date of AGM

30/09/2019

(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	C12	Repair & installation of machinery & equipment, motor vehicles	98.61

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

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

2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	STERLING FABORY INDIA PRIVATE LIMITED	U51900DL2010PTC199832	Joint Venture	50
2	HARYANA ISPAT PRIVATE LIMITED	U27101DL2005PTC134366	Subsidiary	100

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	50,000,000	36,024,211	36,024,211	36,024,211
Total amount of equity shares (in Rupees)	100,000,000	72,048,422	72,048,422	72,048,422

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	50,000,000	36,024,211	36,024,211	36,024,211
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	100,000,000	72,048,422	72,048,422	72,048,422

(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				

At the beginning of the year	36,024,211	72,048,422	72,048,422	
Increase during the year	0	0	0	0
i. Pubic Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	36,024,211	72,048,422	72,048,422	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0

i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(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		28/09/2018	
Date of registration of transfer (Date Month Year)		04/02/2019	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	661,800	Amount per Share/ Debenture/Unit (in Rs.)	0
Ledger Folio of Transferor		IN30115120883017	

Transferor's Name	Aggarwal	lal	Manohar
	Surname	middle name	first name
Ledger Folio of Transferee		IN30047610139676	
Transferee's Name	Aggarwal		Anil
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		04/02/2019	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	930,700	Amount per Share/ Debenture/Unit (in Rs.)	0
Ledger Folio of Transferor		IN30115120883017	
Transferor's Name	Aggarwal	Lal	Manohar
	Surname	middle name	first name
Ledger Folio of Transferee		IN30047610126467	
Transferee's Name	Aggarwal		Atul
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		04/02/2019	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	7,500	Amount per Share/ Debenture/Unit (in Rs.)	0
Ledger Folio of Transferor		IN30115120883017	

Transferor's Name	Aggarwal	Lal	Manohar
	Surname	middle name	first name
Ledger Folio of Transferee		IN30257410006725	
Transferee's Name	Mittal		Anuradha
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		25/02/2019	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	701,000	Amount per Share/ Debenture/Unit (in Rs.)	0
Ledger Folio of Transferor		IN30115121154789	
Transferor's Name	Aggarwal		Anil
	Surname	middle name	first name
Ledger Folio of Transferee		IN30047610126475	
Transferee's Name	Aggarwal		Promila
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		25/02/2019	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	701,000	Amount per Share/ Debenture/Unit (in Rs.)	0
Ledger Folio of Transferor		IN30154958204985	

Transferor's Name	<input type="text" value="Aggarwal"/>	<input type="text"/>	<input type="text" value="Anil"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text" value="IN30154958204985"/>	
Transferee's Name	<input type="text" value="Agarwal"/>	<input type="text"/>	<input type="text" value="Anish"/>
	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) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			995,715,508
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			995,715,508

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**

5,122,035,000

(ii) Net worth of the Company

2,842,053,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	23,523,675	65.3	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)	0	0	0	
10.	Others	0	0	0	
	Total	23,523,675	65.3	0	0

Total number of shareholders (promoters)

6

(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	7,212,253	20.02	0	
	(ii) Non-resident Indian (NRI)	121,371	0.34	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	4,410	0.01	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	2,898,550	8.05	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	230,853	0.64	0	
10.	Others FPI, NBFC, OCB, Clearing Me	2,033,099	5.64	0	
	Total	12,500,536	34.7	0	0

Total number of shareholders (other than promoters)

7,338

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

7,344

**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	6	6
Members (other than promoters)	9,145	7,338
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	3	0	3	0	59.57	0
B. Non-Promoter	0	3	0	4	0	0.02
(i) Non-Independent	0	0	0	1	0	0.02
(ii) Independent	0	3	0	3	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	3	3	3	4	59.57	0.02

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)
MANOHAR LAL AGGARWAL	00027380	Whole-time director	3,855,080	23/05/2019
ANIL AGGARWAL	00027214	Managing Director	8,027,440	
ATUL AGGARWAL	00125825	Whole-time director	9,579,155	
CHHOTU RAM SHARMA	00522678	Director	0	
TRILOKI NATH KAPOOR	00017692	Director	0	
MALINI SUD	01297943	Director	0	
JAIDEEP WADHWA	00410019	Additional director	8,917	
VAISHALI SINGH	AVIPS7863A	Company Secretary	0	
NARAYAN VIJAY GOPAL	ACMPG3119Q	CFO	0	

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

3

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)
JAIDEEP WADHWA	00410019	Additional director	07/02/2019	APPOINTMENT
NARAYAN VIJAY GOP	ACMPG3119Q	CFO	12/11/2018	APPOINTMENT
ATUL AGGARWAL	AAUPA6243R	CFO	12/11/2018	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

3

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	28/09/2018	8,551	151	65.45
POSTAL BALLOT	21/12/2018	8,361	75	72.49
POSTAL BALLOT	29/03/2019	7,775	55	73.23

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	23/05/2018	6	6	100
2	11/08/2018	6	6	100
3	12/11/2018	6	6	100
4	07/02/2019	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

24

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

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	23/05/2018	4	4	100
2	AUDIT	11/08/2018	4	4	100
3	AUDIT	12/11/2018	4	4	100
4	AUDIT	07/02/2019	4	4	100
5	Stakeholders F	23/05/2018	3	3	100
6	Stakeholders F	11/08/2018	3	3	100
7	Stakeholders F	12/11/2018	3	3	100
8	Stakeholders F	07/02/2019	3	3	100
9	Corporate Soc	07/02/2019	3	3	100
10	Nomination an	12/11/2018	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	27/09/2019
								(Y/N/NA)
1	MANOHAR LA	4	4	100	14	11	78.57	Not Applicable
2	ANIL AGGARW	4	4	100	17	17	100	Yes
3	ATUL AGGARW	4	4	100	17	17	100	Yes
4	CHHOTU RAM	4	4	100	11	11	100	Yes
5	TRILOKI NATI	4	4	100	10	10	100	Yes
6	MALINI SUD	4	4	100	6	6	100	Yes
7	JAIDEEP WA	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	MANOHAR LAL AG	WHOLE TIME D	14,908,404	7,600,000	0	310,257	22,818,661
2	ANIL AGGARWAL	MANAGING DIR	13,579,680	7,600,000	0	278,923	21,458,603
3	ATUL AGGARWAL	WHOLE TIME D	12,514,000	7,600,000	0	1,775,342	21,889,342
	Total		41,002,084	22,800,000	0	2,364,522	66,166,606

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	VAISHALI SINGH	COMPANY SEC	1,704,000	0	0	0	1,704,000
2	NARAYAN VIJAY C	CFO	2,480,000	0	0	0	2,480,000
	Total		4,184,000	0	0	0	4,184,000

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

SANTOSH KUMAR PRADHAN

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

7647

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:

- 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.
- 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

ANIL AGGARWAL

DIN of the director

00027214

To be digitally signed by

VAISHALI SINGH

- ☒ 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

Attach
Attach
Attach
Attach

List of attachments

L29222DL1979PLC009668SHH.pdf
COMMITTEE_MEETINGS.pdf
MGT-8_STL.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