FORM NO. MGT-7

[Pursuant to sub-section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of 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: U24999MH1963PTC012625 [Pre-fill]

Global Location Number (GLN) of the company:

* Permanent Account Number (PAN) of the company: AAACI5569D

(ii) (a) Name of the company: INOX AIR PRODUCTS Private Li

(b) Registered office address

7th Floor, Ceejay House
Dr. Annie Besant Road, Worli
Mumbai
Maharashtra
INDIA

(c) *email-ID of the company: narendra.mehra@inoxap.com

(d) *Telephone number with STD code: 02240323960

(e) Website:

(iii) Date of Incorporation: 04/04/1963

(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

(b) CIN of the Registrar and Transfer Agent: [Pre-fill]

Name of the Registrar and Transfer Agent

Registered office address of the Registrar and Transfer Agents

(vii) *Financial year From 01/04/2014 (DD/MM/YYYY) To 31/03/2015 (DD/MM/YYYY)

(viii) *Whether Annual General Meeting (AGM) held (•) Yes ( ) No

(a) If yes, date of AGM 30/09/2015

(b) Due date of AGM 30/09/2015

(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	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	71.88

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	BELLARY OXYGEN COMPANY F	U40200KA2005PTC036482	Joint Venture	50

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	30,000,000	10,340,697	10,340,697	10,340,697
Total amount of equity shares (in rupees)	300,000,000	103,406,970	103,406,970	103,406,970

Number of classes 1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	30,000,000	10,340,697	10,340,697	10,340,697
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	300,000,000	103,406,970	103,406,970	103,406,970

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	1,500,000	0	0	0
Total amount of preference shares (in rupees)	150,000,000	0	0	0

Number of classes 1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	1,500,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	150,000,000	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				
At the beginning of the year	10,340,697	103,406,970	103,406,970	
Increase during the year	0	0	0	0
i. Pubic Issues	0	0	0	
ii. Rights issue	0	0	0	
iii. Bonus issue	0	0	0	
iv. Private Placement/ Preferential allotment	0	0	0	
v. ESOPs	0	0	0	

vi. Sweat equity shares allotted	0	0	0	
vii. Conversion of Preference share	0	0	0	
viii. Conversion of Debentures	0	0	0	
ix. GDRs/ADRs	0	0	0	
x. Others, specify 0	0	0	0	
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	
ii. Shares forfeited	0	0	0	
iii. Reduction of share capital	0	0	0	
iv. Others, specify 0	0	0	0	
At the end of the year	10,340,697	103,406,970	103,406,970	
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	
ii. Re-issue of forfeited shares	0	0	0	
iii. Others, specify 0	0	0	0	
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	
ii. Shares forfeited	0	0	0	
iii. Reduction of share capital	0	0	0	
iv. Others, specify 0	0	0	0	
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 Previous AGM	

Date of Registration of Transfer	19/01/2015		
Type of Transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	375	Amount per Share/ debenture/ unit (in Rs.)	10
Ledger Folio of Transferor	18240		
Transferor's Name	VERMA		AMRIT
	Surname	Middle Name	First Name
Ledger Folio of Transferee	17708		
Transferee's Name	VERMA		RAKESH
	Surname	Middle Name	First Name

Date of Registration of Transfer	19/01/2015		
Type of Transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	363	Amount per Share/ debenture/ unit (in Rs.)	10
Ledger Folio of Transferor	18375		

Transferor's Name	VERMA		AMRIT
	Surname	Middle Name	First Name
Ledger Folio of Transferee	17708		
Transferee's Name	VERMA		RAKESH
	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	6,350	1000000	6,350,000,000
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			3,375,194,572
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			317,980,454
Deposit			0
Total	6,350		10,043,175,026

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	7,000,000,000	0	650,000,000	6,350,000,000
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 9,835,266,591

(ii) Net worth of the Company 13,904,354,555

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	0	0	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)	5,143,778	49.74	0	
10.	Others - Foreign Bodies Corporate	5,143,777	49.74	0	
	Total	10,287,555	99.49	0	0

Total number of shareholders (promoters) 7

(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	12,829	0.12	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)	40,313	0.39	0	
10.	Others	0	0	0	
	Total	53,142	0.51	0	0

Total number of shareholders (other than promoters) 69

Total number of shareholders (Promoters+Public/Other than promoters) 76

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	71	69
Debenture holders	36	31

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	6	2	6	0	0
B. Non-Promoter	0	0	0	0	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i)Banks and 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	2	6	2	6	0	0

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 shares held	Date of cessation (after closure of financial year : If any)
PAVAN KUMAR JAIN	00030098	Managing Director	0	
SEIFOLLAH GHASEMI	07070434	Additional director	0	
MICHAEL SCOTT CRO	07070320	Additional director	0	
BRUCE ALLAN SCHUL	02796080	Director	0	
CORNING FABER PAII	06875271	Director	0	
VIVEK KUMAR JAIN	00029968	Director	0	
SUBODH KUMAR JAIN	00031010	Director	0	
SIDDHARTH JAIN	00030202	Whole-time directc	0	

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any)
SURENDRA CHOUDH/	ACQPC0455M	CFO	0	
NARENDRA MEHRA	AAAPM1041K	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 4

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)
SEIFOLLAH GHASEMI	07070434	Additional director	17/12/2014	Appointed as Director
MICHAEL SCOTT CRO	07070320	Additional director	17/12/2014	Appointed as Director
DAVID ROY EDMONDS	02544317	Director	17/12/2014	Ceased to be Director on resignation
MARK ANTON STOELI	06474492	Director	17/12/2014	Ceased to be Director on resignation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/CLB/NCLT/COURT CONVENED MEETINGS

Number of meetings held 2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members who attended the meeting	% of total shareholding of attended members
Annual General Meeting	29/09/2014	78	5	79.93
Extra-ordinary General Mee	25/03/2015	76	5	79.93

B. BOARD MEETINGS

*Number of meetings held 4

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	as %age of total directors
1	08/05/2014	8	7	87.5
2	19/08/2014	8	4	50
3	17/12/2014	8	7	87.5
4	19/03/2015	8	4	50

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	as %age of total members
1	OPERATIONS	27/05/2014	3	2	66.67
2	OPERATIONS	17/09/2014	3	3	100
3	OPERATIONS	19/01/2015	3	3	100
4	AUDIT COMM	08/05/2014	4	3	75
5	AUDIT COMM	19/08/2014	4	3	75
6	AUDIT COMM	17/12/2014	4	4	100
7	AUDIT COMM	19/03/2015	4	2	50
8	CSR	17/12/2014	3	3	100
9	CSR	19/03/2015	3	2	66.67
10	SHARE TRAN	19/01/2015	3	2	66.67

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	30/09/2015 (Y/N/NA)
1	PAVAN KUMA	4	4	100	10	9	90	Yes
2	SEIFOLLAH G	2	1	50	0	0	0	No
3	MICHAEL SC	2	1	50	2	1	50	No
4	BRUCE ALLA	4	4	100	5	5	100	No
5	CORNING FA	4	2	50	2	1	50	No
6	VIVEK KUMAI	4	1	25	5	1	20	No
7	SUBODH KUI	4	2	50	0	0	0	No
8	SIDDHARTH .	4	4	100	6	6	100	No

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	PAVAN KUMAR JA	MANAGING DIF	27,000,000	2,216,200	0	3,268,800	32,485,000
2	SIDDHARTH JAIN	WHOLE-TIME [	7,762,717	0	0	596,400	8,359,117
	Total		34,762,717	2,216,200	0	3,865,200	40,844,117

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	SURENDRA CHOU	CFO	8,135,133	0	0	478,080	8,613,213
2	NARENDRA MEHR	COMPANY SEC	4,729,940	0	0	244,800	4,974,740
	Total		12,865,073	0	0	722,880	13,587,953

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 [x] 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 [x] 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: P Naithani and Associates

Whether associate or fellow: ( ) Associate (●) Fellow

Certificate of practice number: 3389

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 applicable provisions of the Act during the financial year.

Declaration

I am authorised by the Board of Directors of the company vide resolution no. 20 dated 08/05/2014 (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 compiled 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: 00030098

To be digitally signed by

(●) Company Secretary

( ) Company Secretary in Practice

Membership number 4795

Certificate of practice number

Attachments

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

List of attachments

INOXAP List of Shareholders and Debentu

INOXAP FORM MGT-8 2015.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