

Form No. MGT-7
ANNUAL RETURN

As on the financial year ended on 31/03/2021

Of

PRICOL LIMITED

[Pursuant to Section 92(1) of the *Companies Act, 2013*

And

Rule 11(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i	CIN:	L34200TZ2011PLC022194
	Foreign Company Registration Number/GLN	
	Permanent Account Number(PAN) of the company	AAGCP0139E
ii	a) Name of the Company	PRICOL LIMITED
	b)Registered office address	109, Race Course, Coimbatore Coimbatore Tamil Nadu 641018
	c)*email-ID of the company	cs@pricol.com
	d)*Telephone number with STD code	04224336000
	e)Website	www.pricol.com
iii	Date of Incorporation	18/05/2011
iv	Type of the Company	Public Company
	Category of the Company	Company limited by shares
	Sub-category of the Company	Indian Non-Government company
V	Whether company is having share capital	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Vi	*Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

	(a) Details of stock exchanges where shares are listed	S. No.	Stock Exchange Name	Code
		1	National Stock Exchange of India Limited	1024
		2	BSE Limited	1
	(b) CIN of the Registrar and Transfer Agent	U74900TN2015PTC101466		
	Name of the Registrar and Transfer Agent	INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED		
	Registered office address of the Registrar and Transfer Agents	2nd Floor Kences Towers , 1 Ramakrishna Street North Usman Road T Nagar Chennai Tamil Nadu - 600017		
Vii	*Financial year From	(01/04/2020) To (31/03/2021)		
Vii	*Whether Annual General Meeting (AGM) held	O Yes O No		
	(a) If yes, date of AGM			
	(b) Due date of AGM	30/09/2021		
	(c) Whether any extension for AGM granted	O Yes O No		
	(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension			
	(e) Extended due date of AGM after grant of extension			
	(f) Specify the reasons for not holding the same			

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	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment, Transport equipment	100

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

*No. of Companies for which information is to be given – 4

S. No.	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint venture	% of shares held
1	PRICOL ASIA Pte.LIMITED		Subsidiary	100
2	PT PRICOL SURYA INDONESIA		Subsidiary	100
3	PT SRIPRI WIRING SYSTEMS, INDONESIA		Subsidiary	100
4	PRICOL WIPING SYSTEMS INDIA LIMITED		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	582,000,000	121,881,498	121,881,498	121,881,498
Total amount of equity shares (in rupees)	582,000,000	121,881,498	121,881,498	121,881,498

Number of classes :1

Class of Shares Equity Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of equity shares	582,000,000	121,881,498	121,881,498	121,881,498
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	582,000,000	121,881,498	121,881,498	121,881,498

(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
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Number of classes : 0

Class of Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of preference shares	0	0	0	0
Nominal value per share (in rupees)	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

(C) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	

(D) Break-up of paid-up share capital

Class of Shares	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	Demat	Total			
Equity shares						
At the beginning of the year	1,465,550	93,331,171	94,796,721	94,796,721	94,796,721	8,096,150
Increase during the year	0	27,084,777	27,084,777	27,084,777	27,084,777	785,458,533
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	27,084,777	27,084,777	27,084,777	27,084,777	785,458,533
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 Demat	0	166,839	0	0	0	0
Decrease during the year						
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 Demat	166,839	0	0	0	0	0
At the end of the year	1,298,711	120,582,787	121,881,498	121,881,498	121,881,498	793,554,683
Preference shares	0	0	0	0	0	0
At the beginning of the year	0	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	0	0	0	0	0	0
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	0	0	0	0	0	0
At the end of the year	0	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) – Not Applicable.

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / consolidation	Face value per share			
	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	
Type of transfer	1- Equity 2- Preference Share 3- Debentures 4- Stock
Number of Shares/Debentures/Units Transferred	
Amount per Shares/Debentures/Units (in Rs.)	
Ledger Folio of Transferor	
Transferor's Name	First Name :- Middle Name :- Surname :-
Ledger Folio of Transferee	

Transferee's Name	First Name :- Middle Name :- Surname :-
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(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	0	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)

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 : Rs. 13,36,15,33,379

(ii) Net worth of the Company :Rs. 5,20,67,64,934

(a) *SHARE HOLDING PATTERN – Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family	30,907,057	25.36	0	0
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government	0	0	0	0
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	13,611,922	11.17	0	0
10.	Others	0	0	0	0
	Total	44,518,979	36.53	0	0

Total number of shareholders (promoters) : 10

(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	35,208,503	28.89	0	0
	(ii) Non-resident Indian (NRI)	1,238,273	1.02	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	268,966	0.22	0	0
4.	Banks	313	0	0	0
5.	Financial institutions	125	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	13,771,694	11.3	0	0
10.	Others	26,874,645	22.05	0	0
	Total	77,362,519	63.48	0	0

Total number of shareholders (other than promoters) : 40,725**Total number of shareholders (Promoters + Public/Other than promoters) : 40,735**

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

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	At the beginning of the year	At the end of the year
Promoters	11	10
Members (other than promoters)	37,875	40,725
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	2	0	10.96	0
B. Non-Promoter	1	6	1	6	0	0.01
(i) Non- Independent	1	0	1	0	0	0
(ii) Independent	0	6	0	6	0.01	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	3	6	3	6	10.97	0

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 shares held	Date of cessation (after closure of financial year : If any)
VANITHA MOHAN	00002168	Whole time director	5,731,468	
VIKRAM MOHAN	00089968	Managing Director	7,625,506	
V BALAJI CHINNAPPAN	08014402	Whole time Director	0	
R VIDHYA SHANKAR	00002498	Director	0	
SRIYA CHARI	07383240	Director	0	
S K SUNDARARAMAN	00002691	Director	0	
P SHANMUGASUNDARAM	00119411	Director	0	
K ILANGO	00124115	Director	9,547	
NAVIN PAUL	00424944	Additional Director	0	
PATTABIRAMAN KRISHNAMOORTHY	AFSPK8975P	CFO	0	
THANGAVEL GAJALAKSHMI THAMIZHANBAN	ABUPT8546R	Company Secretary	0	

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

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)
NAVIN PAUL	00424944	Additional Director	22/10/2020	APPOINTMENT
SURESH JAGANNATHAN	00011326	Director	10/02/2021	CESSATION

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

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

Number of meetings held : 1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			No of Members Attended	% of total Share Holding
ANNUAL GENERAL MEETING	16/09/2020	38,125	65	37.31

B. BOARD MEETINGS

*Number of meetings held: 7

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/06/2020	9	8	88.89
2	29/07/2020	9	9	100
3	31/08/2020	9	9	100
4	04/09/2020	9	9	100
5	22/10/2020	10	10	100
6	19/11/2020	10	10	100
7	10/02/2021	10	10	100

C. COMMITTEE MEETINGS

Number of meetings held: 23

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee Meeting	29/06/2020	5	4	80
2	Audit Committee Meeting	29/07/2020	5	5	100
3	Audit Committee Meeting	31/08/2020	5	5	100
4	Audit Committee Meeting	22/10/2020	5	5	100
5	Audit Committee Meeting	10/02/2021	5	4	80
6	Stakeholders Relationship Committee	03/04/2020	4	4	100
7	Stakeholders Relationship Committee	03/08/2020	4	4	100
8	Stakeholders Relationship Committee	25/09/2020	4	4	100
9	Stakeholders Relationship Committee	11/12/2020	4	4	100
10	Stakeholders Relationship Committee	26/03/2021	4	4	100
11	Nomination and Remuneration Committee	10/06/2020	3	2	66.66
12	Nomination and	03/07/2020	3	3	100

	Remuneration Committee				
13	Nomination and Remuneration Committee	22/10/2020	3	3	100
14	Nomination and Remuneration Committee	11/01/2021	3	3	100
15	Nomination and Remuneration Committee	10/02/2021	3	3	100
16	Corporate Social Responsibility Committee	18/05/2020	3	3	100
17	Corporate Social Responsibility Committee	20/08/2020	3	3	100
18	Rights Issue Committee	13/10/2020	3	3	100
19	Rights Issue Committee	09/11/2020	3	3	100
20	Rights Issue Committee	19/11/2020	3	3	100
21	Rights Issue Committee	20/11/2020	3	3	100
22	Rights Issue Committee	26/11/2020	3	3	100
23	Rights Issue Committee	25/12/2020	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		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	
1	Vanitha Mohan	7	7	100	12	12	100	
2	Vikram Mohan	7	7	100	13	13	100	
3	V Balaji Chinnappan	7	7	100	0	0	0	
4	R Vidhya Shankar	7	7	100	21	21	100	
5	Sriya Chari	7	6	85.71	10	8	80	
6	S K Sundararaman	7	7	100	10	9	90	
7	P Shanmugasundaram	7	7	100	10	10	100	
8	K Ilango	7	7	100	8	8	100	
9	Navin Paul	2	2	100	0	0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. 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.	VANITHA MOHAN	CHAIRMAN	59,04,240	0	0	0	59,04,240
2	VIKRAM MOHAN	MANAGING DIRECTOR	1,06,99,440	0	0	0	1,06,99,440
3	V BALAJI CHINNAPPAN	WHOLE TIME DIRECTOR	54,14,471	0	0	0	54,14,471
	Total		2,20,18,151	0	0	0	2,20,18,151

B. Number of CEO, CFO and Company secretary whose remuneration details to be entered : 2

S. No	Name	Designation	Gross salary	Comm ission	Stock Option/ Sweat equity	Others	Total Amount
1.	P KRISHNAMOORTHY	CHIEF FINANCIAL OFFICER	5,62,930	0	0	0	5,62,930
2.	T.G. THAMIZHANBAN	COMPANY SECRETARY	29,84,472	0	0	0	29,84,472
	Total		35,47,402	0	0	0	35,47,402

C. Number of other directors whose remuneration details to be entered : 7

S. No	Name	Designation	Gross salary	Commission	Stock Option / Sweat equity	Others (Sitting fee)	Total Amount
1.	Suresh Jagannathan	Director	0	65,000	0	65,000	130,000
2.	R Vidhya Shankar	Director	0	160,000	0	160,000	320,000
3.	Sriya Chari	Director	0	120,000	0	120,000	240,000
4.	S.K. Sundararaman	Director	0	95,000	0	95,000	190,000
5.	P. Shanmughasundaram	Director	0	120,000	0	120,000	240,000
6	K. Ilango	Director	0	95,000	0	95,000	190,000
7	Navin Paul	Director	0	65,000	0	65,000	130,000
	Total		0	720,000	0	720,000	1,440,000

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 the reasons/observations

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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 : P. ESWARAMOORTHY

Whether associate or fellow : FELLOW

Certificate of practice number : 7069

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.
- c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company
- d) the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

DECLARATION

I am authorised by the Board of Directors of the company vide resolution no. 18 dated 31/10/2016 (DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made there under 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, sections 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 signed by

Director :

DIN of the Director : 00002168

To be signed by

Company Secretary : ✓

Company Secretary in practice

Membership number : 7897

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 Attachments, if any.