

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

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

L17119HP1980PLC031020

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACH0871P

(ii) (a) Name of the company

HIMACHAL FIBRES LIMITED

(b) Registered office address

PLOT NO. 43-44,
INDUSTRIAL AREA,
BAROTOWALA
Himachal Pradesh
174103

(c) *e-mail ID of the company

hfl.corporate@gmail.com

(d) *Telephone number with STD code

01614684000

(e) Website

www.himachalfibre.com

(iii) Date of Incorporation

20/02/1980

(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	1

(b) CIN of the Registrar and Transfer Agent

U67120DL1993PTC052486

Pre-fill

Name of the Registrar and Transfer Agent

BEETAL FINANCIAL AND COMPUTER SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

99,MADANGIR, B/4, LOCAL SHOPPING CENTRE,
NEAR DADA HARSUKH DAS MANDIR

(vii) *Financial year From date (DD/MM/YYYY) To date (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

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	C2	Textile, leather and other apparel products	100

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

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

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	175,000,000	86,250,000	86,250,000	86,250,000
Total amount of equity shares (in Rupees)	175,000,000	86,250,000	86,250,000	86,250,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	175,000,000	86,250,000	86,250,000	86,250,000
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	175,000,000	86,250,000	86,250,000	86,250,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	1,600,000	1,350,000	1,350,000	1,350,000
Total amount of preference shares (in rupees)	160,000,000	135,000,000	135,000,000	135,000,000

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
16.5% CUMULATIVE REDEEMABLE PREFERENC				
Number of preference shares	165,000	150,000	150,000	150,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	16,500,000	15,000,000	15,000,000	15,000,000
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
4% NON-CUMULATIVE REDEEMABLE PREFERE				
Number of preference shares	1,435,000	1,200,000	1,200,000	1,200,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	143,500,000	120,000,000	120,000,000	120,000,000

(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	86,250,000	86,250,000	86,250,000	
Increase during the year	0	0	0	0
i. Public 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	86,250,000	86,250,000	86,250,000	
Preference shares				
At the beginning of the year	1,350,000	135,000,000	135,000,000	

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	1,350,000	135,000,000	135,000,000	

(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

28/09/2017

Date of registration of transfer (Date Month Year)		27/04/2017	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	500	Amount per Share/ Debenture/Unit (in Rs.)	1
Ledger Folio of Transferor		0003042	
Transferor's Name	MAMTANI		ASHOK
	Surname	middle name	first name
Ledger Folio of Transferee		0004238	
Transferee's Name	MAMTANI		DROPADI
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		25/01/2018	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	3,000	Amount per Share/ Debenture/Unit (in Rs.)	1
Ledger Folio of Transferor		0000770	
Transferor's Name	RAD	MOHAN	BS
	Surname	middle name	first name
Ledger Folio of Transferee		0004239	
Transferee's Name	RAO	MOHAN	POORNIMA
	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			50,449,745
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			55,000,000
Deposit			0
Total			105,449,745

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**

557,615,930

(ii) Net worth of the Company

313,832,823

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	7,000,000	8.12	0	0
	(ii) Non-resident Indian (NRI)	0	0	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	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)	40,041,500	46.42	0	0
10.	Others	0	0	0	0
	Total	47,041,500	54.54	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	11,803,317	13.69	0	0
	(ii) Non-resident Indian (NRI)	110,130	0.13	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	0	0	0	0
4.	Banks	24,500	0.03	0	0
5.	Financial institutions	116,000	0.13	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	4,000	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	27,149,953	31.48	1,350,000	100
10.	Others Clearing Members	600	0	0	0
	Total	39,208,500	45.46	1,350,000	100

Total number of shareholders (other than promoters)

2,777

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

2,783

**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)	2,556	2,783
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	0	0	1	0	0
B. Non-Promoter	1	4	1	4	0	0
(i) Non-Independent	1	1	1	1	0	0
(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	2	4	1	5	0	0

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

(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)
GIAN CHAND THAKUR	07006447	Whole-time director	0	
SUSHIL KUMAR	00126157	Director	0	
RAJAN DHAWAN	00678553	Director	0	
MALKEET KAUR	07140603	Director	0	
MANOJ KUMAR	06872575	Director	0	
SANJAY SINGH BEHAL	06566231	Additional director	0	
HARMEET SINGH	AXZPS8379N	Company Secretary	0	30/06/2018
NAVRATTAN SHARMA	AEBPS0006D	CFO	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)
AKHIL MALHOTRA	00126240	Managing Director	20/01/2018	CESSATION
SANJAY SINGH BEHAL	06566231	Additional director	14/02/2018	APPOINTMENT
AMIT SHARMA	CTFPS5272N	Company Secretar	24/02/2018	CESSATION
HARMEET SINGH	AXZPS8379N	Company Secretar	22/03/2018	APPOINTMENT

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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EXTRA ORDINARY GENERAL MEETING	28/06/2017	2,607	22	54.55
ANNUAL GENERAL MEETING	28/09/2017	2,629	16	61.59

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2017	6	6	100
2	31/08/2017	6	6	100
3	14/09/2017	6	6	100
4	14/12/2017	6	5	83.33
5	23/01/2018	5	3	60
6	14/02/2018	5	5	100
7	22/03/2018	6	6	100

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 COMM	30/05/2017	3	3	100
2	AUDIT COMM	31/08/2017	3	3	100
3	AUDIT COMM	14/09/2017	3	3	100
4	AUDIT COMM	14/12/2017	3	3	100
5	AUDIT COMM	14/02/2018	3	3	100
6	NOMINATION	31/08/2017	3	3	100
7	NOMINATION	14/02/2018	3	3	100
8	NOMINATION	22/03/2018	3	3	100
9	SECURITIES	27/04/2017	3	3	100
10	SECURITIES	25/01/2018	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	27/09/2018
								(Y/N/NA)
1	GIAN CHAND	7	7	100	1	1	100	Yes
2	SUSHIL KUMAR	7	6	85.71	10	10	100	Yes
3	RAJAN DHAWAN	7	5	71.43	4	4	100	No
4	MALKEET KALRA	7	7	100	5	5	100	No
5	MANOJ KUMAR	7	7	100	4	4	100	Yes
6	SANJAY SINGH	1	1	100	0	0	0	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GIAN CHAND THAI	WHOLETIME D	720,000	0	0	16,068	736,068
	Total		720,000	0	0	16,068	736,068

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AMIT SHARMA	COMPANY SEC	330,943	0	0	15,074	346,017
2	HARMEET SINGH	COMPANY SEC	8,060	0	0	0	8,060
3	NAVRATTAN SHAF	CFO	678,006	0	0	30,785	708,791
	Total		1,017,009	0	0	45,859	1,062,868

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUSHIL KUMAR SI	INDEPENDENT	0	0	0	12,000	12,000
2	RAJAN DHAWAN	INDEPENDENT	0	0	0	10,000	10,000
3	MALKEET KAUR	INDEPENDENT	0	0	0	14,000	14,000
4	MANOJ KUMAR	NON- EXECUTI	0	0	0	14,000	14,000
	Total		0	0	0	50,000	50,000

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

RAJEEV BHAMBRI & ASSOCIATES

Whether associate or fellow

Associate Fellow

Certificate of practice number

9491

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. ...

00

dated

13/08/2018

(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

MANOJ
KUMAR

DIN of the director

06872575

To be digitally signed by

PALAK
NARANG

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

MGT 8-HFL 2018.pdf
Additional Information.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