#### FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

### As on financial year ended on 31.03.2019

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

#### I. REGISTRATION & OTHER DETAILS:

| - <del>1</del> 2 - 2    | T  | 7 1                    |   | 46                             | $\neg$   |                                      |                      |                   |                       |
|-------------------------|--|------------------------|---|--------------------------------|--|--------------------------------------|----------------------|-------------------|-----------------------|
|                         | 7.   | 6.                     |   |                                | 5  | 4                                    | μ                    | 2.                | <u>;-</u>             |
| Transfer Agent, if any. | Name, Address & contact details of the Registrar & | Whether listed company |   |                                | Address of the Registered office & contact details | Category/Sub-category of the Company | Name of the Company  | Registration Date | 1. CIN                |
|                         | NA   | No                     | Telephone: +91 33 22800880, Website: www.bchindia.com, Email: info@bchindia.com | Kolkata- 700 017, West Bengal. | Block1E, 216, Acharya Jagdish Chandra Bose Road,   |                                      | BCH Electric Limited | 09.04.1965        | U31103WB1965PLC026427 |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company

shall be stated)

| 10.17                              | 8737 10 10                      | Motor Control Centres Panels  | ω      |
|------------------------------------|---------------------------------|---|--------|
| 24 04                              |                                 |   | ١      |
| TO:OO                              | 8536 50 10                      | Control and Switch Gears  | 7      |
| 15 00                              |                                 |   | ۰      |
| 10.04                              | 8536 90 10                      | Motor Starters for AC Motors  | اد     |
| 100/                               |                                 |   |        |
|                                    |                                 |   |        |
| % to total turnovel of the company | NIC Code of the Product/service | S. No. Name and Description of main products / services   NIC Code of the Product/service | S. No. |
| ov to total turnous of the company |                                 |   |        |
|                                    |                                 |   |        |

III. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) Category-wise Share Holding

| a) Mintural Emple | 1. Institutions | Shareholding | B. Public | of Promoter (A) | Total shareholding | f) Any other | e) Banks / Fi | d) Bodies Corp. | c) State Govt(s) | b) Central Govt | a) Individual/ HUF | (1) Indian | A. Promoters | Demat                | Category of No. of Shares held at the beginning of the Shareholders year[As on 31-March-2018] |
|-------------------|-----------------|--------------|-----------|-----------------|--------------------|--------------|---------------|-----------------|------------------|-----------------|--------------------|------------|--------------|----------------------|---|
|                   |                 |              |           |                 | 3338682            |              |               | 477             |                  |                 | 3338205            |            |              | Physical             | res held at<br>r[As on 31   |
|                   |                 |              |           |                 | 3338682            | Š            | 2             | 477             | H 335-2-9        | á               | 3338205            |            |              | Total                | Shares held at the beginning year[As on 31-March-2018]  |
|                   | 8               |              | i i       |                 | 96.55              |              |               | 0.01            |                  | 138             | 96.54              |            |              | % of Total<br>Shares | ning of the   |
|                   |                 |              |           |                 |                    |              |               |                 |                  |                 |                    |            |              | Demat                | No. of S  |
|                   |                 |              |           |                 | 3338842            |              |               | 477             |                  |                 | 3338365            |            |              | Physical             | hares held at   |
|                   |                 |              | -         |                 | 3338842            |              |               | 477             |                  |                 | 3338365            |            |              | lotal                | at the end of th<br>March-2019]   |
| Ş                 |                 |              |           |                 | 96.56              |              |               | 0.01            |                  |                 | 96.55              |            |              | % Of Total Sildies   | No. of Shares held at the end of the year[As on 31-<br>March-2019]                            |
| ,                 |                 |              |           |                 | 0.01               |              |               |                 |                  |                 | 10.0               |            |              | 200                  | % Change during   |

| share capital up to<br>Rs. 1 lakh | holding nominal | shareholders | i) Individual | b) Individuals | ii) Overseas | i) Indian | a) Bodies Corp. | 2. Non-Institutions | Sub-total (B)(1):- | i) Others (specify) | Capital Funds | h) Foreign Venture | g) Flis | Companies | f) Insurance | Funds | e) Venture Capital | d) State Govt(s) | c) Central Govt | b) Banks / Fl |
|-----------------------------------|-----------------|--------------|---------------|----------------|--------------|-----------|-----------------|---------------------|--------------------|---------------------|---------------|--------------------|---------|-----------|--------------|-------|--------------------|------------------|-----------------|---------------|
|                                   |                 |              |               |                | 100 m        |           |                 |                     |                    | _                   |               |                    |         |           |              | _     |                    |                  |                 |               |
|                                   |                 |              | 18380         |                |              |           |                 |                     | '                  |                     |               |                    |         |           |              | _     |                    |                  |                 |               |
|                                   |                 | 1000         | 18380         |                |              |           |                 |                     | •                  |                     |               | -                  |         |           | 3            |       |                    | g                |                 |               |
|                                   |                 |              | 0.54          | )              |              |           |                 |                     | <b>1</b>           |                     |               |                    |         |           | _            |       |                    |                  |                 | 8             |
|                                   |                 |              |               |                |              |           |                 |                     |                    |                     |               |                    |         |           |              |       |                    |                  |                 |               |
|                                   |                 |              | 19240         | 10110          |              |           |                 |                     | ī                  |                     |               | 3 <u></u>          |         |           |              |       |                    |                  |                 |               |
|                                   |                 |              | 70770         | 18770          |              |           |                 |                     | •                  |                     |               |                    |         |           | <u>.</u>     |       |                    |                  |                 |               |
|                                   |                 |              | Ç             | 0 53           |              |           |                 |                     | Ō                  |                     |               |                    |         |           |              |       |                    |                  |                 |               |
|                                   |                 |              |               | 0.01           |              |           |                 |                     | 1                  |                     |               |                    |         |           |              |       |                    |                  |                 |               |

| Grand Total (A+B+C) 345 | & ADRs | Custodian for GDRs | C. Shares held by | (B)=(B)(1)+(B)(2) 11 | _           | Total Public |        | Foreign Bodies - D R | Trusts | Clearing Members | Foreign Nationals | Bodies | Overseas Corporate | Indians | Non Resident | c) Others (specify) | excess of Rs 1 lakh | share capital in | holding nominal | shareholders | ii) Individual |
|-------------------------|--------|--------------------|-------------------|----------------------|-------------|--------------|--------|----------------------|--------|------------------|-------------------|--------|--------------------|---------|--------------|---------------------|---------------------|------------------|-----------------|--------------|----------------|
| 3457711                 |        |                    |                   | 119029               | )<br>)<br>) |              | 119029 |                      |        | _                |                   |        | -                  |         | _            | <u></u>             |                     |                  | <u> </u>        |              | TOOGTS         |
| 3457711                 |        |                    | •                 | 119029               |             |              | 119029 |                      |        | 315              |                   |        |                    |         |              |                     |                     |                  |                 | 20           | TOOCH          |
| 100.00                  |        |                    | 1                 | 3.45                 | 2           |              | 3.45   |                      |        |                  |                   |        |                    |         |              |                     |                     |                  |                 |              | -              |
|                         |        |                    | . 50              |                      |             |              |        |                      |        |                  |                   |        |                    |         |              |                     |                     | 2                |                 |              |                |
| 3457711                 |        |                    |                   | 20007                | 118880      |              | 118889 | 110000               |        |                  |                   |        |                    |         |              |                     |                     |                  | -               |              |                |
| 3457711                 |        |                    |                   | 70007                | 118889      |              | £0007  | 110000               |        |                  |                   |        |                    |         |              |                     |                     |                  |                 | -            |                |
| 100.00                  |        |                    |                   |                      | 3.44        |              | 2.44   | 77 5                 |        |                  |                   |        |                    |         |              |                     |                     |                  |                 |              |                |
|                         |        |                    |                   |                      | 0.01        |              | 9      | 0.01                 |        |                  |                   |        |                    |         |              |                     |                     |                  |                 |              |                |

B) Shareholding of Promoter-

|                                     |                                |                | -            | 1            |                                      |            | Factory Pvt. Ltd.    |    |
|-------------------------------------|--------------------------------|----------------|--------------|--------------|--------------------------------------|------------|----------------------|----|
| 120 0.01                            |                                | 120            | -            | 10           | 0.01                                 | 120        | Bhartia Powerloom    | 1  |
| 000                                 |                                |                | +            | _            |                                      |            | Pvt. Ltd.            |    |
| 6/                                  | <u> </u>                       | 6/             | <u> </u>     | 1            | 0                                    | 67         | Bhartia Vidyut India | 10 |
|                                     |                                |                | -            |              |                                      |            | Pyt. Ltd.            |    |
|                                     |                                |                | · -          |              | -                                    |            | Powerloom Factory    |    |
| 100                                 |                                | T00            |              | ı            | 0                                    | 100        | Rajyashree           | 9  |
|                                     |                                | 120            | +            | 1            |                                      |            | P.Ltd.               |    |
|                                     |                                | T0/            | _            |              | 0                                    | 107        | Bhartia Holdings     | ∞  |
| 0                                   |                                | 107            | +-           |              |                                      |            | Investments P.Ltd.   | 3  |
| 8                                   |                                | 83             | -0.          | 1            | 0                                    | 83         | Bhartia              | 7  |
| 4.03                                |                                | 160000         | - 10         | 1            | 4.63                                 | 160000     | Saru Bhartia         | 6  |
| 93                                  | 93                             | 150000         | -            |              | 4.65                                 | 160633     | Abhishek Bhartia     | 5  |
| 2 !                                 |                                | 160633         | -            |              | 1/.06                                | 589732     | O.P. Bhartia(HUF)    | 4  |
| 580733 17.06                        | 17                             | 500727         | -            |              |                                      |            |                      |    |
| 365640 10.57 -                      | 10                             | 365640         |              | •            | 10.57                                | 365640     | Rajyashree Bhartia   | ω  |
| 320669 9.27 -                       | 9                              | 320669         |              | ı            | 9.27                                 | 320669     | Akhilesh Bhartia     | 2  |
| 50                                  |                                | 1/41691        | _            | 1            | 50.36                                | 1741531    | O.P. Bhartia         | 1  |
|                                     |                                |                | +-           | shares       |                                      |            |                      |    |
| total snares                        |                                |                |              | d to total   | company                              |            |                      |    |
| company                             | company                        |                | _            | encumbere    | the                                  |            |                      |    |
| ক                                   | -                              | Shares         |              | Pledged /    | Shares of                            | Shares     |                      |    |
| 6000000                             |                                | No. of         |              | %of Shares   | % of total                           | No. of     |                      |    |
| 2/ -61-13                           |                                | ,              | $^{\dagger}$ |              |                                      | year       | Name                 |    |
| Shareholding at the end of the year | shareholding at the end of the | shareholding a |              | nning of the | Shareholding at the beginning of the | Shareholdi | Shareholder's        | SS |
|                                     |                                | -              | 1            |              |                                      | 83         | 3                    |    |

# C) Change in Promoters' Shareholding (please specify, if there is no change)

|                         |       |               | 00000                            | At the end of the year                                  |
|-------------------------|-------|---------------|----------------------------------|---|
| 3338842                 |       | 96.56%        | 3338842                          |   |
|                         | ř     |               |                                  | Increase due to transfers                               |
|                         |       |               |                                  | sweat equity etc.):                                     |
|                         |       |               |                                  |   |
|                         |       |               | 122                              | increase / decrease (e.g. allotment /transfer / bonus/  |
| 160                     |       | 160           | 05.09.2018                       | Shareholding during the year specifying the reasons for |
| 9                       |       | Transferred   | Date of Harake                   | Date wise Increase / Decrease in Promoters              |
|                         | Total | No of Shares  | Page of Transfer                 | He clie beginning or me feet                            |
| 3338842                 |       | 96.56%        | 3338682                          | At the heginning of the year                            |
|                         | 10    | 19            |                                  |   |
|                         |       | company       |                                  |   |
|                         |       | shares of the |                                  |   |
| No. of shares           | No. o | % of total    | No. of shares                    |   |
| during the year         | durin | 3             | the year                         |   |
| Cumulative Shareholding | Cumu  | beginning of  | Shareholding at the beginning of | SN Particulars  |

## D) Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):

|         |         |               |               |      | shares Shareholders | No. of For Each of the Top 10 |                 |
|---------|---------|---------------|---------------|------|---------------------|-------------------------------|-----------------|
|         |         |               |               |      | of the year         | Shareholding at the beginning |                 |
|         | company | shares of the | % of total    |      |                     | inning                        |                 |
|         |         |               | No. of shares | year | duning are          | cumulative snarenoiding       | Charles Char    |
| company | the     | shares of     | % of total    |      |                     | 8.00mg                        | , T. (   L   1) |

|                      |                       |                             | -12                         |   |   |  |                                |                              |              |
|----------------------|-----------------------|-----------------------------|-----------------------------|---|---|--|--------------------------------|------------------------------|--------------|
| The city of the feet | A++ha and of the year | DOLLAS Sancar chairly cont. | honie / sweat equity etc.): | for increase /decrease (e.g. allotment / transfer / | Shareholding during the year specifying the reasons | Date wise Increase / Decrease in Promoters | At the beginning or size year. | At the beginning of the year |              |
|                      | 100649                | 100510                      |                             |   |   | 2  | 211                            | 100649                       |              |
|                      | 16.7                  | 201                         |                             |   | ă!  | Ī  | 2                              | 2.91                         |              |
| 100000               | CHOOOT                | 1006/19                     |                             |   |   |  | 2                              | 100649                       | 100010       |
|                      | 17.7                  | <b>)</b> 91                 |                             |   | 200   |  | Z                              | 16.7                         | בר נ<br>בר נ |

### E) Shareholding of Directors and Key Managerial Personnel:

|   |   | SS  |
|---|---|---|
| Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.): | At the beginning of the year Mr. O.P. Bhartia Mr. Akhilesh Bhartia Mrs. Rajyashree Bhartia Mr. Abhishek Bhartia | Shareholding of each Directors and each Key<br>Managerial Personnel     |
| Mr. O.P. Bhartia's shares were increased by 160 shares as transfer of shares from two shareholder of 80 equity shares each.   | 1741531<br>320669<br>365640<br>160633   | Shareholding at the beginning of the year  No. of shares shares compa   |
| eholder of 80 equ   | 50.36<br>9.27<br>10.57<br>4.65  | % of total shares of the company  |
| ncreased by 160 shares<br>80 equity shares each.  |   | Cumulative Shareholding during the year  No. of shares shares the compa |
| as transfer of  |   | % of total shares of the company  |

At the end of the year 1741691 320669 365640 160633 50.37 9.27 10.57 4.65

F) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

|                                    | Secured Loans      |                 | Danneite | Total Indebtedness |
|------------------------------------|--------------------|-----------------|----------|--------------------|
|                                    | excluding deposits | Unsecured Loans | Deposits | lotal Indeptedness |
| Indebtedness at the beginning of   |                    |                 |          |                    |
| the financial year                 |                    |                 |          | 350717506          |
| i) Principal Amount                | 349421341          | 1291165         |          | 300,12300          |
| ii) Interest due but not paid      |                    |                 |          | 707000             |
| iii) Interest accrised but not due | 707838             |                 |          | /0/838             |
| Total (itilitiii)                  | 350129179          | 1291165         |          | 351420344          |
| 1000                               |                    |                 |          |                    |
| Change in Indebtedness during the  |                    |                 |          |                    |
| financial year                     |                    |                 |          |                    |
| * Addition                         |                    |                 |          | (-)161141521       |
| * Reduction                        | (-)159850356       | (-)1291165      |          | 1,444              |
| Net Change                         |                    |                 |          |                    |
| Indebtedness at the end of the     |                    |                 |          |                    |
| financial year                     |                    |                 |          | 189411837          |
| i) Principal Amount                | 189411832          |                 |          | 1007111001         |
| ii) Interest due but not paid      |                    |                 |          | 0000               |
| iii) Interest accrued but not due  | 866991             |                 |          | 800991             |
| Total (i+ii+iii)                   | 190278823          |                 |          | 1307/0023          |

# IV. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

| 2        | Particulars of Remuneration                 |              | Name of MD/WTD/ Manager | D/ Manager |           | Total Amount |
|----------|---|--------------|-------------------------|------------|-----------|--------------|
|          |   | O.P. Bhartia | R. Bhartia              | Akhilesh   | Kishan    |              |
|          |   |              |                         | Bhartia    | Bhartia   |              |
| 1        | Gross salary                                |              |                         |            |           |              |
|          | (a) Salary as per provisions contained in   | 1,44,30,000  | 59,37,036               | 68,71,440  | 35,70,000 |              |
|          | section 17(1) of the Income-tax Act,        |              |                         |            | <u>.</u>  |              |
|          | 1961  |              |                         |            |           |              |
|          | (b) Value of perquisites u/s 17(2)          | 5,70,000     | 5,70,000                | 20,23,344  |           |              |
|          | Income-tax Act, 1961                        |              |                         |            |           |              |
|          | (c) Profits in lieu of salary under section | t            | 1                       |            | į         |              |
|          | 17(3) Income- tax Act, 1961                 |              |                         |            |           |              |
| 2        | Stock Option                                |              |                         | i i        | ,         |              |
| ω        | Sweat Equity                                | 1            |                         |            |           |              |
| 4        | Commission                                  |              | 1                       | •          | •         |              |
| <u> </u> | - as % of profit                            |              |                         | - W        |           |              |
|          | - others, specify                           |              |                         | - 22 22    | 300 50 5  |              |
| 5        | Others, please specify                      | 14,40,000    | 7,08,845                | 7,88,973   | 2,27,925  |              |
|          | Total (A)                                   | 1,64,40,000  | 72,15,881               | 96,83,/5/  | 3/,9/,925 |              |
|          | Ceiling as per the Act                      |              | 90                      |            |           |              |

B. Remuneration to other directors

| 2      | naticular of Dominoration         |            |                 | Name of Directors | ectors   | 3           | Total Amount |
|--------|-----------------------------------|------------|-----------------|-------------------|----------|-------------|--------------|
| VN.    | Particulary of Nelliuliciation    |            |                 |                   | ě        |             |              |
|        |                                   | s s Goenka | Indraieet Singh | Dhruv             | Abhishek | ProbirC.Sen | ý            |
| -      | Independent Directors             |            |                 | Agrawal           | Bhartia  |             |              |
| _      | Fee for attending board/committee | 40,000     | 60,000          | 20,000            | 40,000   | 20,000      | 1,80,000     |
| -00 10 | meetings                          |            |                 |                   |          |             |              |
|        | Commission                        | 4          | 1               | t                 | ı        |             |              |
|        | Commission                        |            |                 |                   | 1        | 39          | •            |
|        | Others, please specify            | 1          |                 |                   |          |             |              |
|        | Total (1)                         |            |                 |                   |          |             |              |
| 2      | Other Non-Executive Directors     | ,          |                 |                   |          |             |              |
| _      | Fee for attending board committee |            |                 |                   |          |             |              |
| •      | meetings                          |            |                 |                   |          |             |              |
| -      | Commission                        |            |                 |                   |          |             |              |
|        | Others, please specify            |            |                 |                   |          |             |              |
|        | Total (2)                         |            | 1               | 1                 | 1        |             |              |
|        | Total (B)=(1+2)                   |            |                 |                   |          |             |              |
|        | Total Managerial                  |            | -               |                   |          |             |              |
|        | Remuneration                      |            |                 |                   | 3        |             |              |
|        | Overall Ceiling as per the Act    |            |                 |                   |          |             |              |

## C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

| _     | ъ                      |                 |                  | 4          | ω                          | 2            |                            | •   |                      |                                    |   | <u> </u>                                  | ר            |       | NS                          |
|-------|------------------------|-----------------|------------------|------------|----------------------------|--------------|----------------------------|---|----------------------|------------------------------------|---|---|--------------|-------|-----------------------------|
| Total | Others, please specify | others, specify | - as % of profit | Commission | Sweat Equity               | Stock Option | 17(3) Income-tax Act, 1961 | (c) Profits in lieu of salary under section | Income-tax Act, 1961 | (b) Value of perquisites u/s 17(2) | section 17(1) of the Income-tax Act, 1961 | (a) Salary as per provisions contained in | Gross salary |       | Particulars of Remuneration |
|       |                        |                 |                  | L          |                            |              |                            |   |                      |                                    |   |   |              | CEO   |                             |
|       |                        |                 |                  |            | KMP Provision is not appli |              |                            |   |                      |                                    |   |   |              | S     | Key Managerial Po           |
|       |                        |                 |                  |            | ot applicable              |              |                            |   |                      |                                    |   |   |              | CFO   | gerial Personnel            |
|       |                        |                 |                  |            |                            |              |                            |   |                      |                                    |   |   |              | Iotal | 4.4                         |

### V. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Place: New Delhi
Date: 31st August, 2019

By Order of the Board of Directors
For BCH Electric Limited
For BCH Electric Limited
O.P. BHARTIA
Chairman & Managing Director