

Form No. MGT-9

Extract of Annual Return as on the period ended December 31, 2023
[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i.	CIN	L99999MH1986PLCO39921
ii.	Registration Date	May 28, 1986
iii.	Name of the Company	John Cockerill India Limited
iv.	Category / Sub-Category of the Company	Company limited by shares / Indian Non-Government Company
v.	Address of the Registered office and contact details	Mehta House, Plot No. 64, Road No. 13, MIDC, Andheri (East), Mumbai 400 093 Tel : 022 66762727
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Private Limited Office No. S6-2, 6 th Floor, Pinnacle Business Park Next to Ahura Centre, Mahakali Caves Road Andheri (East), Mumbai 400 093 Tel : 022 62638200

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company, on standalone basis, are as under :

Sl. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the Company
1.	Manufacturer of Cold Rolling & Processing Equipments	28230	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1	John Cockerill SA (formerly Cockerill Maintenance and Ingénierie SA) Rue Jean Potier 1, 4100 Seraing, Belgium	N. A.	Holding Company	74.89%	2(46)

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

Category of Shareholders	No. of Shares held at the beginning of the period				No. of Shares held at the end of the period				% change during the period
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt. / State Government	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	5500	0	5500	0.11	5500	0	5500	0.11	0.00
d) Other Financial Institutions	-	-	-	-	-	-	-	-	-
f) Any Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (A)(1)	5500	0	5500	0.11	5500	0	5500	0.11	0.00

Category of Shareholders	No. of Shares held at the beginning of the period				No. of Shares held at the end of the period				% change during the period
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
(2) Foreign									
a) Bodies Corp.	3697700	0	3697700	74.89	3697700	0	3697700	74.89	0.00
b) Individuals	-	-	-	-	-	-	-	-	-
c) Institutions	-	-	-	-	-	-	-	-	-
d) Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
Sub-total (A)(2)	3697700	0	3697700	74.89	3697700	0	3697700	74.89	0.00
(3) Non-Institutions									
a) Any Others (specify)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)+(A)(3)	3703200	0	3703200	75.00	3703200	0	3703200	75.00	0.00
B. Public Shareholding									
(4) Institutions (Domestic)									
a) Other Financial Institutions	-	-	-	-	-	-	-	-	-
b) Mutual Funds / UTI	-	-	-	-	-	-	-	-	-
c) Venture Capital Funds	-	-	-	-	-	-	-	-	-
d) Insurance Companies	-	-	-	-	-	-	-	-	-
e) Banks	-	-	-	-	-	-	-	-	-
f) Asset Reconstruction Companies	-	-	-	-	-	-	-	-	-
g) Any Others (specify)	-	-	-	-	-	-	-	-	-
h) Sovereign Wealth Fund	-	-	-	-	-	-	-	-	-
i) Provident / Pension Funds	-	-	-	-	-	-	-	-	-
j) Alternate Investment Fund	-	-	-	-	-	-	-	-	-
k) NBFC registered with RBI	-	-	-	-	-	-	-	-	-
Sub-total (B)(4)	0	0	0	0.00	0	0	0	0.00	0.00
(5) Non-Institutions									
a) Foreign Company	-	-	-	-	-	-	-	-	-
b) Bodies Corporate	23451	1300	24751	0.50	34624	1300	35924	0.73	0.23
c) Individuals									
i) Individual shareholders holding nominal share capital up to ₹ 1 lakh	658532	31161	689693	13.97	703726	28450	732176	14.83	0.86
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	245293	0	245293	4.97	219679	0	219679	4.45	(0.52)

Category of Shareholders	No. of Shares held at the beginning of the period				No. of Shares held at the end of the period				% change during the period
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
c) Any Others (specify)									
Hindu Undivided Family	240468	0	240468	4.87	211148	0	211148	4.28	(0.59)
Clearing Members	2362	0	2362	0.05	2668	0	2668	0.05	0.00
Non-Resident Individuals	12205	750	12955	0.26	13477	750	14227	0.29	0.03
IEPF	18891	0	18891	0.38	18691	0	18691	0.38	0.00
Sub-total (B)(5)	1201202	33211	1234413	25.00	1204013	30500	1234513	25.00	0.00
(6) Central Government / State Government									
a) Central Government / State Government	-	-	-	-	-	-	-	-	-
b) Central Government / President of India	-	-	-	-	-	-	-	-	-
c) Central / State Govt. shareholding by Cos or Bodies Corporate	-	-	-	-	-	-	-	-	-
Sub-total (B)(6)	-	-	-	-	-	-	-	-	-
7. Institutions (Foreign)									
a) FII's	100	0	100	0.00	100	0	100	0.00	0.00
b) Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
c) Banks	-	-	-	-	-	-	-	-	-
d) Foreign Portfolio Investor (Corporate) – Category I	-	-	-	-	-	-	-	-	-
e) Foreign Portfolio Investor	-	-	-	-	-	-	-	-	-
f) Foreign Portfolio Investor (Corporate) – Category II	-	-	-	-	-	-	-	-	-
g) Overseas Depositories (Holding DRs)	-	-	-	-	-	-	-	-	-
h) Foreign Direct Investment	-	-	-	-	-	-	-	-	-
i) Foreign Sovereign Wealth Funds	-	-	-	-	-	-	-	-	-
Sub-total (B)(7)	100	0	100	0.00	100	0	100	0.00	0.00
Total Public Shareholding	1201302	33211	1234513	25.00	1204113	30500	1234613	25.00	0.00

Category of Shareholders	No. of Shares held at the beginning of the period				No. of Shares held at the end of the period				% change during the period
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
C. Shares held by Custodian for GDRs & ADRs	100	0	100	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	4904602	33211	4937813	100.00	4907313	30500	4937813	100.00	0.00

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the period			Shareholding at the end of the period			% change in shareholding during the period
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1.	John Cockerill Global Business Services Private Limited (formerly John Cockerill Automation Private Limited)	5500	0.11	0.00	5500	0.11	0.00	0.00
2.	John Cockerill SA	3697700	74.89	0.00	3697700	74.89	0.00	0.00
	TOTAL	3703200	75.00	0.00	3703200	75.00	0.00	0.00

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

Sl. No.	Particulars	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
	No Change during the period				

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	Name of the shareholder	Shareholding at the beginning and end of the period		Date	Increase / Decrease in shareholding during the year	Reason	Cumulative Shareholding during the period	
		No. of shares	% of total Shares of the Company				No. of shares	% of total Shares of the Company
1.	Jay Mahendra Shah (H.U.F.)	85193	1.73	October 20, 2023	4500	Sell	80693	1.63
				October 27, 2023	625	Sell	80068	1.62
				November 17, 2023	790	Sell	79278	1.61
				As at the end of the period (December 31, 2023)			79278	1.61
2.	Anand Mahendra Shah (HUF)	78199	1.58	No Change			78199	1.58
				As at the end of the period (December 31, 2023)			78199	1.58
3.	Datta Mahendra Shah	77035	1.56	No Change			77035	1.56
				As at the end of the period (December 31, 2023)			77035	1.56
4.	Jay Mahendra Shah	76944	1.56	No Change			76944	1.56
				As at the end of the period (December 31, 2023)			76944	1.56

Sl. No.	Name of the shareholder	Shareholding at the beginning and end of the period		Date	Increase / Decrease in shareholding during the year	Reason	Cumulative Shareholding during the period	
		No. of shares	% of total Shares of the Company				No. of shares	% of total Shares of the Company
5.	Suchita Anand Shah	46302	0.94	July 14, 2023	3085	Sell	43217	0.88
				July 20, 2023	15311	Sell	27906	0.57
				September 1, 2023	16919	Sell	10987	0.22
				October 20, 2023	10987	Sell	0	0.00
		As at the end of the period (December 31, 2023)						0
6.	Mahendra H. Shah (HUF)	33033	0.67	June 23, 2023	4656	Sell	28377	0.57
				June 30, 2023	1491	Sell	26886	0.54
				July 7, 2023	15303	Sell	11583	0.23
				September 1, 2023	11583	Sell	0	0.00
As at the end of the period (December 31, 2023)						0	0.00	
7.	Anand Mahendra Shah	30012	0.61	No Change		30012	0.61	
As at the end of the period (December 31, 2023)						30012	0.61	
8.	Shivani Tejas Trivedi	0	0.00	April 14, 2023	1000	Buy	1000	0.02
				April 21, 2023	1000	Buy	2000	0.04
				April 28, 2023	203	Buy	2203	0.04
				June 2, 2023	3590	Buy	5793	0.12
				June 9, 2023	603	Buy	6396	0.13
				August 4, 2023	1138	Buy	7534	0.15
				September 1, 2023	10500	Buy	18034	0.37
				December 22, 2023	709	Buy	18743	0.38
				December 29, 2023	1945	Buy	20688	0.42
As at the end of the period (December 31, 2023)						20688	0.42	
9.	Jeet Anand Shah	15000	0.30	No Change		15000	0.30	
As at the end of the period (December 31, 2023)						15000	0.30	
10.	Dipak Bhuralal Sadhani	10204	0.21	No Change		10204	0.21	
As at the end of the period (December 31, 2023)						10204	0.21	
11.	Pravina Ramesh Chandra Dharia	10000	0.20	No Change		10000	0.20	
As at the end of the period (December 31, 2023)						10000	0.20	
12.	Anand Prafull Vora	0	0.00	August 18, 2023	591	Buy	591	0.01
				August 25, 2023	1919	Buy	2510	0.05
				September 8, 2023	1738	Buy	4248	0.09
				September 15, 2023	5455	Buy	9703	0.20
				September 29, 2023	32	Buy	9735	0.20
				October 6, 2023	264	Buy	9999	0.20
As at the end of the period (December 31, 2023)						9999	0.20	

(v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	For each of the Directors and KMP	Shareholding		Cumulative Shareholding during the period	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1.	Mr. Sebastien Roussel – Chairman				
	At the beginning of the period (April 1, 2023)	Nil	0.00	Nil	0.00
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)			No change	
	At the end of the period (December 31, 2023)	Nil	0.00	Nil	0.00
2.	Mr. Yves Honhon – Non-Executive Director				
	At the beginning of the period (April 1, 2023)	Nil	0.00	Nil	0.00
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)			No change	
	At the end of the period (December 31, 2023)	Nil	0.00	Nil	0.00
3.	Mr. Vivek Bhide – Non-Executive Director (relinquished the position of Managing Director from May 31, 2023)				
	At the beginning of the period (April 1, 2023)	Nil	0.00	Nil	0.00
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)			No change	
	At the end of the period (December 31, 2023)	Nil	0.00	Nil	0.00
4.	Mr. Michael Kotas – Managing Director (appointed from June 1, 2023)				
	As at June 1, 2023	Nil	0.00	Nil	0.00
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)			No change	
	At the end of the period (December 31, 2023)	Nil	0.00	Nil	0.00
5.	Mr. N. Sundararajan – Independent Director				
	At the beginning of the period (April 1, 2023)	Nil	0.00	Nil	0.00
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)			No change	
	At the end of the period (December 31, 2023)	Nil	0.00	Nil	0.00
6.	Ms. Roma Balwani – Independent Director				
	At the beginning of the period (April 1, 2023)	Nil	0.00	Nil	0.00
	At the beginning of the period (April 1, 2023) Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)			No change	
	At the end of the period (December 31, 2023)	Nil	0.00	Nil	0.00
7.	Mr. Nandkumar Dhekne – Independent Director				
	At the beginning of the period (April 1, 2023)	Nil	0.00	Nil	0.00
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)			No change	
	At the end of the period (December 31, 2023)	Nil	0.00	Nil	0.00

Sl. No.	For each of the Directors and KMP	Shareholding		Cumulative Shareholding during the period	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
8.	Mr. Jean Gourp – Non-Executive Director (resigned effective from May 31, 2023)				
	At the beginning of the period (April 1, 2023)	Nil	0.00	Nil	0.00
	Date wise increase / decrease in shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)			No change	
	As at May 31, 2023	Nil	0.00	Nil	0.00
9.	Mr. Praveen Kadle – Independent Director				
	At the beginning of the period (April 1, 2023)	Nil	0.00	Nil	0.00
	Date wise increase / decrease in shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)			No change	
	At the end of the period (December 31, 2023)	Nil	0.00	Nil	0.00
10.	Mr. Kiran Rahate – Chief Financial Officer				
	At the beginning of the period (April 1, 2023)	Nil	0.00	Nil	0.00
	Date wise increase / decrease in shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)				
		Date	Increase / Decrease in shareholding during the period	Reason	
		June 28, 2023	1	Buy	
	At the end of the period (December 31, 2023)	1	0.00	1	0.00
11.	Mr. Haresh Vala – Company Secretary				
	At the beginning of the period (April 1, 2023)	Nil	0.00	Nil	0.00
	Date wise increase / decrease in shareholding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)			No change	
	At the end of the period (December 31, 2023)	Nil	0.00	Nil	0.00

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment

(₹ in lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the period				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the period				
Addition	-	-	-	-
Reduction	-	-	-	-
Net Change	-	-	-	-

Indebtedness at the end of the period					
i)	Principal Amount	-	-	-	-
ii)	Interest due but not paid	-	-	-	-
iii)	Interest accrued but not due	-	-	-	-
Total (i+ii+iii)		-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in lakhs)

Sl. No.	Particulars of Remuneration	Name of Managing Director		Total Amount
		Mr. Vivek Bhide *	Mr. Michael Kotas#	
1.	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	70.13	155.93	226.06
	(b) Value of perquisites under Section 17(2) of the Income-tax Act, 1961	3.52	5.89	9.41
	(c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission			
	- as % of profit	-	-	-
	- others, specify...	-	-	-
5.	Others			
	- Perquisites	3.29	-	3.29
	Total (A)	76.94	161.82	238.76
	Ceiling as per the Act	Not Applicable	Not Applicable	Not Applicable

* Mr. Vivek Bhide relinquished the position of Managing Director effective from close of working hours of May 31, 2023, and continued as Non-Executive Director from June 1, 2023. Hence the remuneration details provided is for 2 months of April and May, 2023.

Mr. Michael Kotas was appointed as the Managing Director of the Company with effect from June 1, 2023.

The amended Schedule V of the Companies Act, 2013 deals with the conditions for appointment and payment of remuneration to managerial personnel. The provisions of Schedule V provides that in respect of the remuneration paid to a managerial person functioning in a professional capacity and fulfilling certain other conditions, the Company can pay remuneration in accordance with the terms and conditions approved by the members by way of special resolution, without obtaining the approval of Central Government. In terms of the said notification, the approval of the Central Government is not required for the remuneration paid to Mr. Vivek Bhide as the Managing Director. The remuneration paid to Mr. Vivek Bhide is as per the terms and conditions and within the limits approved by the members at the Annual General Meetings of the Company held on August 3, 2022.

The appointment of Mr. Michael Kotas is subject to the approval of the Central Government and the Company has filed the application in Form MR-2 on August 28, 2023 providing all the details and documents to the Central Government. The approval is awaited from the Central Government.

B. Remuneration to other Directors :

(₹ in lakhs)

Sl. No.	Particulars of Remuneration	Name of Director				Total Amount
		Mr. N. Sundararajan	Ms. Roma Balwani	Mr. Nandkumar Dhekne	Mr. Praveen Kadle	
1.	Independent Directors					
	Sitting Fees for attending board / committee meetings	7.50	5.20	4.70	7.00	24.40
	Commission	6.75	6.75	6.75	6.75	27.00
	Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (1)	14.25	11.95	11.45	13.75	51.40
2.	Other Non-Executive Directors					
	Fee for attending board / committee meetings	Nil	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	Nil	Nil
	Total (B)=(1+2)	14.25	11.95	11.45	13.75	51.40

Commission approved for the period ended December 31, 2023 and payable in financial year 2024 is within the ceiling limits under the Companies Act, 2013.

C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD :

(₹ in lakhs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Chief Financial Officer	Company Secretary	Total Amount
		Mr. Kiran Rahate	Mr. Haresh Vala	
1.	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	52.53	26.10	78.63
	(b) Value of perquisites under Section 17(2) of the Income-tax Act, 1961	1.90	1.51	3.41
	(c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission			
	- as % of profit	-	-	-
	- others, specify...	-	-	-
5.	Others	1.43	1.14	2.57
	Total	55.86	28.75	84.61

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES :

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty	None	None	None	None	None
Punishment	None	None	None	None	None
Compounding	None	None	None	None	None
B. DIRECTORS					
Penalty	None	None	None	None	None
Punishment	None	None	None	None	None
Compounding	None	None	None	None	None
C. OTHER OFFICERS IN DEFAULT					
Penalty	None	None	None	None	None
Punishment	None	None	None	None	None
Compounding	None	None	None	None	None