

Annexure to Board's Report

Form No. MGT-9

Extract of Annual Return as on the financial year ended on March 31, 2021

[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: L28991PN1961PLC139151
- ii) Registration Date: 29th March, 1961
- iii) Name of the Company: Duncan Engineering Limited
- iv) Category / Sub-Category of the Company: Company Limited by Shares/Indian Non- Government Company
- v) Address of the Registered office:
F 33, Ranjangaon MIDC,
Karegaon, Tal Shirur,
Pune-412209
- vi) Whether listed company: Yes. Listed in BSE Limited
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any:

Link Intime India Private Limited
Block No.202, Akshay Complex, Off Dhole Patil Road,
Near Ganesh Temple, Pune 411001
Tel: 020 2616-1629/2616-0084

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: -

Sl. No.	Name and Description of main Products / Services	NIC Code of the Product/ Service	% to Total Turnover of the Company
1	Fluid Power & Automation	88412000	95.79%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY /ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Oriental Carbon & Chemicals Limited	L24297WB1978PLC031539	Holding	50.0135%	Section 2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) as on March 31, 2021.

i) Category-wise Share Holding

Category Code	Category of shareholder	Number of Shareholders	Total number of shares	Number of shares held in Dematerial ized	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)	Number of shares (VIII)	As a percentage (IX) = (VIII)/(IV)* 100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
(A)	Promoter and Promoter Group							
1	Indian							
(a)	Individuals/Hindu Undivided Family	0	0	0	0.0000	0.0000	0	0.0000
(b)	Central Government/State Government(s)	0	0	0	0.0000	0.0000	0	0.0000
(c)	Bodies Corporate	3	2755855	2755855	74.5632	74.5632	0	0.0000
(d)	Financial Institutions / Banks	0	0	0	0.0000	0.0000	0	0.0000
(e)	Any Other (specify)	0	0	0	0.0000	0.0000	0	0.0000
	Sub Total (A)(1)	3	2755855	2755855	74.5632	74.5632	0	0.0000
2	Foreign							
(a)	Individuals (Non-Resident Individuals/Foreign Individuals)	0	0	0	0.0000	0.0000	0	0.0000
(b)	Bodies Corporate	0	0	0	0.0000	0.0000	0	0.0000
(c)	Institutions	0	0	0	0.0000	0.0000	0	0.0000
(d)	Qualified Foreign Investors	0	0	0	0.0000	0.0000	0	0.0000
(e)	Any Other (specify)	0	0	0	0.0000	0.0000	0	0.0000
	Sub Total (A)(2)	0	0	0	0.0000	0.0000	0	0.0000
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	3	2755855	2755855	74.5632	74.5632	0	0.0000
(B)	Public shareholding							
1	Institutions							
(a)	Mutual Funds/UTI	0	0	0	0.0000	0.0000	-	-
(b)	Financial Institutions / Banks	9	2075	1022	0.0561	0.0561	-	-
(c)	Central Government/State Government(s)	0	0	0	0.0000	0.0000	-	-
(d)	Venture Capital Funds	0	0	0	0.0000	0.0000	-	-
(e)	Insurance Companies	0	0	0	0.0000	0.0000	-	-

(f)	Foreign Institutional Investors	0	0	0	0.0000	0.0000	-	-
Category code	Category of shareholder	Number of shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
(I)	(II)	(III)	(IV)	(V)	As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)	Number of shares (VIII)	As a percentage (IX) = (VIII)/(IV)* 100
(g)	Foreign Venture Capital Investors	0	0	0	0.0000	0.0000	-	-
(h)	Qualified Foreign Investors	0	0	0	0.0000	0.0000	-	-
(I)	Any Other (specify)	0	0	0	0.0000	0.0000	-	-
	Sub Total (B) (1)	9	2075	1022	0.0561	0.0561	-	-
2	Non-institutions							
(a)	Bodies Corporate	33	11554	10682	0.3126	0.3126	-	-
(b) (i)	Individuals - shareholders holding nominal share capital up to Rs 2 Lakh	2609	664595	551560	17.9815	17.9815	-	-
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 2 Lakh	6	214870	214870	5.8136	5.8136	-	-
(c)	Qualified Foreign Investors	0	0	0	0.0000	0.0000	-	-
(d)	Any Other:							
<u>I</u>	Non Resident Indians (Repat)	15	6172	4436	0.1670	0.1670	-	-
<u>II</u>	Non Resident Indians (Non Repat)	19	6847	6794	0.1853	0.1835	-	-
<u>III</u>	Foreign Companies	0	0	0	0	0	-	-
<u>IV</u>	Market maker/ Clearing Member	5	150	150	0.0041	0.0041	-	-
<u>V</u>	Directors / Relatives	0	0	0	0	0	-	-
<u>VI</u>	Hindu Undivided Family	65	21538	21538	0.5827	0.5827	-	-
<u>VII</u>	Trusts	0	0	0	0	0	-	-
<u>VIII</u>	IEPF	1	13276	13276	0.3592	0.3592	-	-
	Sub Total (B)(2)	2749	938070	822374	25.3807	25.3807	-	-
	Total Public Shareholding Public Group (B)=(B)(1)+(B)(2)	2758	940145	823396	25.4368	25.4368	-	-
	Total (A)+(B)	2761	3696000	3579251	100.0000	100.0000	-	-
(C)	Shares held by custodians and against which Depository Receipts have been issued							
<u>I</u>	Promoter and Promoter group	0	0	0	0.0000	0.0000	0	0.0000
<u>II</u>	Public	0	0	0	0.0000	0.0000	0	0.0000
	Grand Total(A+B+C)	2761	3696000	3579251	100.0000	100.0000	-	-

Note: The Shareholding Pattern has been prepared as per SEBI Circular SEBI/HO/CFD/CMD/CIR/P/2017/128 dated December 19, 2017 which states that shareholding of the promoter and promoter group, public shareholder and non-public non-promoter shareholder is to be consolidated on the basis of the PAN and folio number to avoid multiple disclosures of shareholding of the same person.

i) **Shareholding of Promoters:**

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered of total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Oriental Carbon and Chemicals Ltd	1848500	50.0135	0	1848500	50.0135	0	0
2	Cosmopolitan Investments Ltd	905336	24.4950	0	905336	24.4950	0	0
3	Duncan International (India) Ltd.	2019	0.0546	0	2019	0.05446	0	0
	Total	2755855	74.5632	0	2755855	74.5632	0	0

ii) **Change in Promoters' Shareholding:**

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the	No. of shares	% of total shares of the company
	At the beginning of the year	2755855	74.5632	2755855	74.5632
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	Nil	Nil	Nil	Nil
	At the end of the year	2755855	74.5632	2755855	74.5632

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

Sr. No.	Name & type of transaction	Shareholding at the beginning of the year – 2020		Transactions during the year		Cumulative Shareholding at the end of the year – 2021	
		No. of shares held	% of total shares of the company	Date of transaction	No. of shares	No. of shares held	% of total shares of the company
1	JASHWANTI MAGANLAL DESAI	54000	1.4610			54000	1.4610
	at the end of the year					54000	1.4610
2	NILA ANILKUMAR DESAI	42905	1.1608			42905	1.1608
	at the end of the year					42905	1.1608
3	JAVAHIR JAYSUKHLAL JAGIRDAR	31000	0.8387			31000	0.8387
	Transfer			28 Aug 2020	1113	32113	0.8689
	Transfer			04 Sep 2020	1000	33113	0.8959
	at the end of the year					33113	0.8959
4	SHYAMSUNDER KISANGOPAL LAKHANI	26357	0.7131			26357	0.7131
	Transfer			03 Apr 2020	31	26388	0.7140
	Transfer			10 Apr 2020	89	26477	0.7164
	Transfer			17 Apr 2020	47	26524	0.7176
	Transfer			15 May 2020	42	26566	0.7188
	Transfer			22 May 2020	5	26571	0.7189
	Transfer			29 May 2020	58	26629	0.7205
	Transfer			05 Jun 2020	63	26692	0.7222
	Transfer			19 Jun 2020	5	26697	0.7223
	Transfer			26 Jun 2020	249	26946	0.7291
	Transfer			30 Jun 2020	24	26970	0.7297
	Transfer			03 Jul 2020	233	27203	0.7360
	Transfer			10 Jul 2020	20	27223	0.7366
	Transfer			17 Jul 2020	237	27460	0.7430
	Transfer			24 Jul 2020	8	27468	0.7432
	Transfer			31 Jul 2020	76	27544	0.7452
	Transfer			07 Aug 2020	76	27620	0.7473
	Transfer			21 Aug 2020	102	27722	0.7501
	Transfer			04 Sep 2020	990	28712	0.7768
	Transfer			11 Sep 2020	1075	29787	0.8059
	Transfer			18 Sep 2020	58	29845	0.8075
	Transfer			25 Sep 2020	207	30052	0.8131
	Transfer			09 Oct 2020	157	30209	0.8173
	Transfer			23 Oct 2020	253	30462	0.8242
	Transfer			30 Oct 2020	63	30525	0.8259
	Transfer			31 Dec 2020	765	31290	0.8466
	Transfer			01 Jan 2021	(227)	31063	0.8404
	Transfer			08 Jan 2021	183	31246	0.8454
	Transfer			15 Jan 2021	73	31319	0.8474
	Transfer			22 Jan 2021	141	31460	0.8512
	Transfer			29 Jan 2021	54	31514	0.8527

	Transfer			05 Feb 2021	95	31609	0.8552
	Transfer			12 Feb 2021	81	31690	0.8574
	Transfer			19 Feb 2021	86	31776	0.8597
	Transfer			26 Feb 2021	8	31784	0.8600
	Transfer			05 Mar 2021	126	31910	0.8634
	Transfer			12 Mar 2021	112	32022	0.8664
	Transfer			19 Mar 2021	174	32196	0.8711
	Transfer			26 Mar 2021	28	32224	0.8719
	Transfer			31 Mar 2021	12	32236	0.8722
	at the end of the year					32236	0.8722
5	BIREN DOLATRAI NAYAK	31000	0.8387			31000	0.8387
	at the end of the year					31000	0.8387
6	ANILKUMAR MAGANLAL DESAI	21616	0.5848			21616	0.5848
	at the end of the year					21616	0.5848
7	KAILASHBEN ASHOKKUMAR PATEL	13318	0.3603			13318	0.3603
	Transfer			12 Jun 2020	220	13538	0.3663
	Transfer			19 Jun 2020	200	13738	0.3717
	Transfer			26 Jun 2020	153	13891	0.3758
	Transfer			30 Jun 2020	778	14669	0.3969
	Transfer			23 Oct 2020	166	14835	0.4014
	Transfer			30 Oct 2020	2425	17260	0.4670
	Transfer			06 Nov 2020	392	17652	0.4776
	Transfer			13 Nov 2020	698	18350	0.4965
	Transfer			20 Nov 2020	200	18550	0.5019
	Transfer			27 Nov 2020	302	18852	0.5101
	Transfer			22 Jan 2021	102	18954	0.5128
	Transfer			29 Jan 2021	500	19454	0.5264
	at the end of the year					19454	0.5264
8	VINA ANIL DESAI	14100	0.3815			14100	0.3815
	at the end of the year					14100	0.3815
9	INVESTOR EDUCATION AND PROTECTION FUND AUTHORITY MINISTRY OF CORPORATE AFFAIRS	13276	0.3592			13276	0.3592
	at the end of the year					13276	0.3592
10	PANKIL KUMAR SHAH	15037	0.4068			15037	0.4068
	Transfer			19 Jun 2020	(200)	14837	0.4014
	Transfer			14 Aug 2020	(200)	14637	0.3960
	Transfer			28 Aug 2020	(359)	14278	0.3863
	Transfer			04 Sep 2020	(100)	14178	0.3836
	Transfer			18 Sep 2020	(314)	13864	0.3751
	Transfer			11 Dec 2020	(74)	13790	0.3731
	Transfer			18 Dec 2020	(696)	13094	0.3543
	Transfer			31 Dec 2020	(200)	12894	0.3489
	Transfer			26 Feb 2021	5	12899	0.3490
	at the end of the year					12899	0.3490

iii) **Shareholding of Directors and Key Managerial Personnel:**

Sl. No	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	Mr. Raghu Raman, CFO	0	0	0	0
	Mr. Rajib Kumar Gope, CS	0	0	0	0
	Date wise Increase / Decrease in Share Holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	Nil	Nil	Nil	Nil
	At the End of the year	0	0	0	0

Note: None of the Directors holds any shares in the Company.

V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the year-01/04/2020				
i) Principal Amount	20,86,063	-	-	20,86,063
ii) Interest due but not paid	12,889	-	-	12,889
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	20,98,952	-	-	20,98,952
Change in Indebtedness during the financial year				
Addition	8,62,164	-	-	8,62,164
Reduction		-	-	
Net Change	8,62,164	-	-	8,62,164
Indebtedness at the end of the financial year - 31/03/2021				
i) Principal Amount	29,48, 227	-	-	29,48, 227
ii) Interest due but not paid	20,455	-	-	20,455
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	29,68, 682			29,68, 682

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount(Rs.)
		Akshat Goenka	
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act,1961	12,000	12,000
	(b) Value of perquisites u/s 17(2) Income-tax Act,1961	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil
2.	Stock Option	Nil	Nil
3.	Sweat Equity	Nil	Nil
4.	Commission - as 5 % of net profit - Others, specify	19,50,000	19,50,000
5.	Others, please specify		
	Allowances	Nil	Nil
	Variable pay	Nil	Nil
	Total (A)	19,62,000	19,62,000
	Ceiling as per the Act (Special Resolution)		84,00,000

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors						Total Amount (Rs.)
		J P Goenka	Arvind Goenka	B B Tandon	O P Dubey	Nitin Kaul	Arti Kant	
1.	Independent Directors							
	Fee for attending Board & Committee meetings	-	-	2,05,000	2,30,500	2,05,000	2,15,500	8,56,000
	Commission	-	-	Nil	Nil	Nil	Nil	Nil
	Others, please specify	-	-	Nil	Nil	Nil	Nil	Nil
	Total (1)	-	-	2,05,000	2,30,500	2,05,000	2,15,500	8,56,000
2.	Other Non-Executive Directors							
	Fee for attending Board & Committee meetings	51,000	100,000	-	-	-	-	1,51,000

	Commission	Nil	Nil	-	-	-	-	Nil
	Others, please specify	Nil	Nil	-	-	-	-	Nil
	Total (2)	51,000	100,000	-	-	-	-	1,51,000
	Total (B)=(1+2)							10.07.000
	Overall Ceiling as per the Act							48,00,000

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD(Rs.)

Sl. n	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	CFO	Total
		Rajib K Gope	K Raghu Raman	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	10,66,000	35,18,000	
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil
4.	Commission - as % of Net Profit - others, specify	Nil	Nil	Nil
5.	Others, please specify- Performance Bonus	-----		
	Total	10,66,000	35,18,000	

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NONE

On behalf of the Board of Directors

Akshat Goenka
Managing Director
DIN: 07131982

Arvind Goenka
Director
DIN: 00135653

Place: Noida
Date: 07.05.2021