

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 (other than OPCs and Small Companies)

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

L05190KA1921PLC036321

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACI3099Q

(ii) (a) Name of the company

INGERSOLL-RAND (INDIA) LIM

(b) Registered office address

First Floor, Subramanya Arcade
No. 12/1, Bannerghatta Road
Bengaluru
Bangalore
Karnataka
560076

(c) *e-mail ID of the company

p_r_shubhakar@irco.com

(d) *Telephone number with STD code

08046855100

(e) Website

www.irco.com

(iii) Date of Incorporation

01/12/1921

(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
	BSE Limited	1
	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U74999MH2018PTC307859

Pre-fill

Name of the Registrar and Transfer Agent

TSR CONSULTANTS PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

11/08/2023

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

Yes No

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,	100

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

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

2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Ingersoll Rand Industrial U.S In		Holding	74
2	Ingersoll Rand Inc.		Associate	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	32,000,000	31,568,000	31,568,000	31,568,000
Total amount of equity shares (in Rupees)	320,000,000	315,680,000	315,680,000	315,680,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	32,000,000	31,568,000	31,568,000	31,568,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	320,000,000	315,680,000	315,680,000	315,680,000

(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

Number of classes

0

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

(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
	Physical	DEMAT	Total			
Equity shares						

At the beginning of the year	198,374	31,369,626	31568000	315,680,000	315,680,000	
Increase during the year	0	22,757	22757	0	0	0
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0
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	
x. Others, specify		22,757	22757			
Increase in demat shares						
Decrease during the year	22,757	0	22757	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	22,757		22757			
Decrease in physical shares						
At the end of the year	175,617	31,392,383	31568000	315,680,000	315,680,000	
Preference shares						
At the beginning of the year	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						
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	
	Nil					
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE177A01018

(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	10/08/2022
Date of registration of transfer (Date Month Year)	
Type of transfer	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock

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

(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

Particulars	Number of units	Nominal value per unit	Total value
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			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)

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

11,507,917,000

(ii) Net worth of the Company

5,780,332,000

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	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	

	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	23,676,000	75	0	
10.	Others	0	0	0	
	Total	23,676,000	75	0	0

Total number of shareholders (promoters)

2

(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	4,291,030	13.59	0	
	(ii) Non-resident Indian (NRI)	126,434	0.4	0	
	(iii) Foreign national (other than NRI)	85	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	50	0	0	
4.	Banks	1,950	0.01	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	333,750	1.06	0	
7.	Mutual funds	1,790,136	5.67	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,245,132	3.94	0	
10.	Others Directors, IEPF, Alternative I	103,433	0.33	0	
	Total	7,892,000	25	0	0

Total number of shareholders (other than promoters)

34,701

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

34,703

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACADIAN EMERGING I	DEUTSCHE BANK AG, DB HOUSE H			2,268	
CC& L Q GLOBAL EQU	DEUTSCHE BANK AG, DB HOUSE H			461	
EMERGING MARKETS S	JPMORGAN CHASE BANK N.A. IND			1,169	
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			2,441	
FUNDPARTNER SOLUT	HSBC SECURITIES SERVICES 11TH F			2,006	
ISHARES EMERGING M	JPMORGAN CHASE BANK N.A. IND			764	
NORTHERN TRUST CO	CITIBANK N.A. CUSTODY SERVICES			7,810	
RUSSELL INVESTMENT	DEUTSCHE BANK AG, DB HOUSE H			3,836	
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			20,574	
ABU DHABI INVESTME	JPMORGAN CHASE BANK N.A. IND			17,095	
AWARE SUPER	DEUTSCHE BANK AG, DB HOUSE H			4,574	
GOLDMAN SACHS (SIN	STANDARD CHARTERED BANK SEC			999	
ISHARES CORE MSCI E	CITIBANK N.A. CUSTODY SERVICES			18,843	
SEI INSTITUTIONAL IN	HSBC SECURITIES SERVICES 11TH F			2,967	
SPDR S&P EMERG	HSBC SECURITIES SERVICES 11TH F			8,480	

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
STATE STREET MSCI EM	HSBC SECURITIES SERVICES 11TH F			2,872	
WORLD ALLOCATION	CITIBANK N.A. CUSTODY SERVICES			508	
ACADIAN EMERGING I	DEUTSCHE BANK AG DB HOUSE, H			1,173	
ACADIAN EMERGING I	DEUTSCHE BANK AG, DB HOUSE H			21,119	
AQR EMERGING SMAL	JPMORGAN CHASE BANK N.A. IND			628	
CC&L Q EMERGIN	STANDARD CHARTERED BANK SEC			4,613	
DIMENSIONAL WORL	CITIBANK N.A. CUSTODY SERVICES			3,935	
GOLDMAN SACHS INV	STANDARD CHARTERED BANK Sec			871	
JOHN HANCOCK FUNI	CITIBANK N.A. CUSTODY SERVICES			449	
SSGA SPDR ETFs EURC	DEUTSCHE BANK AG, DB HOUSE H			1,195	

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	2	2
Members (other than promoters)	33,566	34,701
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	2	2	1	0	0
B. Non-Promoter	0	3	0	3	0	0
(i) Non-Independent	0	0	0	0	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	1	5	2	4	0	0

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

8

(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)
Ms. Jayantika Dave	01585850	Director	0	
Mr. Sekhar Natarajan	01031445	Director	0	
Ms. Vijaya Sampath	00641110	Director	0	
Mr. Naveen Samant	05127077	Director	0	
Mr. P. R. Shubhakar	06688703	Additional director	100	
Mr. P. R. Shubhakar	AESPS5832A	CFO	100	
Mr. P. R. Shubhakar	AESPS5832A	Company Secretar	100	
Mr. Inder Arora	10041497	Additional director	0	

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

7

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)
Mr. Amar Kaul	07574081	Director	06/03/2023	Cessation
Ms. Preeti Mohanty	08210994	Director	06/03/2023	Cessation
Ms. Preeti Mohanty	AECPG3941G	CFO	06/03/2023	Cessation
Mr. Inder Arora	ADLPA6847P	Manager	06/03/2023	Cessation
Mr. Inder Arora	10041497	Additional director	07/03/2023	Appointment
Mr. P. R. Shubhakar	06688703	Additional director	07/03/2023	Appointment
Mr. P. R. Shubhakar	AESPS5832A	CFO	07/03/2023	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

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	10/08/2022	32,317	39	1

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2022	6	5	83.33
2	27/06/2022	6	6	100
3	09/08/2022	6	6	100
4	11/11/2022	6	6	100
5	20/12/2022	6	6	100
6	22/12/2022	6	6	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
7	10/02/2023	6	6	100
8	06/03/2023	6	6	100
9	27/03/2023	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

18

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 Committee	30/05/2022	4	3	75
2	Audit Committee	09/08/2022	4	4	100
3	Audit Committee	11/11/2022	4	4	100
4	Audit Committee	10/02/2023	4	4	100
5	Audit Committee	06/03/2023	4	4	100
6	Audit Committee	27/03/2023	4	4	100
7	Stakeholder R	30/05/2022	4	4	100
8	Stakeholder R	09/08/2022	4	4	100
9	Stakeholder R	11/11/2022	4	4	100
10	Stakeholder R	10/02/2023	4	4	100

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	11/08/2023
								(Y/N/NA)
1	Ms. Jayantika	9	8	88.89	17	13	76.47	Yes
2	Mr. Sekhar Na	9	9	100	12	12	100	Yes
3	Ms. Vijaya Sar	9	9	100	7	7	100	Yes

4	Mr. Naveen Sa	9	9	100	9	9	100	Yes
5	Mr. P. R. Shuk	1	1	100	0	0	0	Yes
6	Mr. Inder Arora	1	1	100	1	1	100	Yes

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	P R Shubhakar	Whole Time Dire	259,000	112,000	0	1,674,000	2,045,000
2	Preeti Mohanty	Whole Time Dire	4,168,000	0	0	8,411,000	12,579,000
3	Inder Arora	Whole Time Dire	251,000	107,000	0	1,888,000	2,246,000
	Total		4,678,000	219,000	0	11,973,000	16,870,000

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	P R Shubhakar	Company Secre	1,218,536	1,467,082	0	8,758,382	11,444,000
	Total		1,218,536	1,467,082	0	8,758,382	11,444,000

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ms. Jayantika Dave	Director	0	1,200,000	0	0	1,200,000
2	Mr. Sekhar Nataraja	Director	0	1,200,000	0	0	1,200,000
3	Ms. Vijaya Sampath	Director	0	1,200,000	0	0	1,200,000
	Total		0	3,600,000	0	0	3,600,000

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

Whether associate or fellow

 Associate Fellow

Certificate of practice number

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. ...

dated

(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

INDER ARORA
Digitally signed by
INDER ARORA
Date: 2023.10.06
14:48:03 +05'30'

DIN of the director

10041497

To be digitally signed by

PAYYADI RAJARAM SHUBHAKAR
Digitally signed by
PAYYADI RAJARAM SHUBHAKAR
Date: 2023.10.06
14:57:54 +05'30'

Company Secretary

Company secretary in practice

Membership number

8420

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

IRIL_MGT-8_2022-23_sd.pdf
Share Transfer Details.pdf
List of Foreign Institutional Investors.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