

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

L72200KA1973PLC002308

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACD5004E

(ii) (a) Name of the company

DYNAMATIC TECHNOLOGIES

(b) Registered office address

JKM Plaza, Dynamatic Aerotropolis, 55 KIADB Aerospace Park
, Bangalore 562149. Bagalur (Bangalore)
Banglore north
Bangalore
Karnataka
562149

(c) *e-mail ID of the company

shivaram.v@dynamics.net

(d) *Telephone number with STD code

08028394933

(e) Website

https://www.dynamics.com/

(iii) Date of Incorporation

07/03/1973

(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
2	National Stock Exchange	1,024

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

49th AGM of the company is scheduled to be held on 5th September 2024

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	C7	Metal and metal products	100

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

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

10

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	JKM RESEARCH FARM LIMITED	U85110KA1994PLC016696	Subsidiary	99.99
2	JKM Erla Automotive Limited	U35122KA2011PLC056973	Subsidiary	99.99
3	Dynamatic Manufacturing Lim +	U27310KA2007PLC102763	Subsidiary	99.99
4	JKM Automotive Limited	U28110KA2017PLC102660	Subsidiary	99.99
5	Dynamatic Limited, Swindon, U +		Subsidiary	100
6	JKM Global Pte Limited, Singa +		Subsidiary	100
7	Yew Tree Investments Limited, +		Subsidiary	100
8	Dynamatic LLC, US		Subsidiary	100
9	JKM Erla Holdings GmbH, Gern +		Subsidiary	100
10	Eisenwerk Erla GmbH, German +		Subsidiary	100

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	20,000,000	6,791,443	6,791,443	6,791,443
Total amount of equity shares (in Rupees)	200,000,000	67,914,430	67,914,430	67,914,430

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	20,000,000	6,791,443	6,791,443	6,791,443
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	200,000,000	67,914,430	67,914,430	67,914,430

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	500,000	0	0	0
Total amount of preference shares (in rupees)	50,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	500,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	50,000,000	0	0	0

(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	Physical	DEMAT	Total			
At the beginning of the year	56,019	6,735,424	6791443	67,914,430	67,914,430	
Increase during the year	0	4,331	4331	43,310	43,310	0
i. Public Issues	0	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	0

x. Others, specify	0	4,331	4331	43,310	43,310	0
Increase in demat shares						
Decrease during the year	4,331	0	4331	43,310	43,310	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	4,331	0	4331	43,310	43,310	
Decrease in physical shares						
At the end of the year	51,688	6,739,755	6791443	67,914,430	67,914,430	
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						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

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		22/09/2023	
Date of registration of transfer (Date Month Year)		09/04/2023	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	47	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor		P000905	
Transferor's Name	JAVERI	RASIKLAL	PRADIP
	Surname	middle name	first name
Ledger Folio of Transferee		DTL100553	

Transferee's Name	JAVERI	PRADIP	HARSH
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	15/05/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	200	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	R000160
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Transferor's Name	LAUNGANI	LEKHRAJ	SRI RUPCHAND
	Surname	middle name	first name

Ledger Folio of Transferee	DTL100554
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Transferee's Name	SUNITA	RUPCHAND	LUNGANI
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	15/12/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	200	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	K001035
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Transferor's Name	DANGI	GAJANAN	KANTI
	Surname	middle name	first name

Ledger Folio of Transferee	DTL100556
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Transferee's Name	DANGI	GAJANAN	GOVIND
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	01/01/2024
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	400	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	J000570
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Transferor's Name	PATEL		JAGRUTI
	Surname	middle name	first name

Ledger Folio of Transferee	DTL100557
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Transferee's Name	PATEL		JAGRUTI
	Surname	middle name	first name

	Surname	middle name	first name
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Date of registration of transfer (Date Month Year)	26/03/2024
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	400	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	D000588
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Transferor's Name	GANDHI		DALI
	Surname	middle name	first name

Ledger Folio of Transferee	DTL100558
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Transferee's Name	<input type="text" value="GANDHI"/>	<input type="text"/>	<input type="text" value="DALI"/>
	Surname	middle name	first name

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

5,818,600,000

(ii) Net worth of the Company

6,004,400,000

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	528,398	7.78	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)	2,314,847	34.08	0	
10.	Others	0	0	0	
	Total	2,843,245	41.86	0	0

Total number of shareholders (promoters)

9

(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	1,548,488	22.8	0	
	(ii) Non-resident Indian (NRI)	81,955	1.21	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	383	0.01	0	
6.	Foreign institutional investors	1,121,210	16.51	0	
7.	Mutual funds	382,168	5.63	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	369,184	5.44	0	
10.	Others	444,810	6.55	0	

	Total	3,948,198	58.15	0	0
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Total number of shareholders (other than promoters)

15,836

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

15,845

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

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Refer list				1,121,210	16.51

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	9	9
Members (other than promoters)	13,288	15,836
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	1	0	7.71	0
B. Non-Promoter	2	6	1	6	0	0
(i) Non-Independent	2	2	1	2	0	0
(ii) Independent	0	4	0	4	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	3	6	2	6	7.71	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

(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)
Polenahally Ramesh S 	05205364	Whole-time director	0	
Udayant Malhoutra	00053714	Managing Director	523,460	
Pradyumna Vyas	02359563	Director	0	
Gaitri Issar Kumar	10245539	Director	0	
Dr Ajay Kumar	01975789	Director	0	
Dietmar Hahn	06414463	Director	0	
James Tucker	07093258	Director	0	
Pierre de Bausset	07178878	Director	0	
CHALAPATHI PURAM 	AMXPP4042L	CFO	0	
SHIVARAM VENKATA 	ADSPV9179N	Company Secretary	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)
GOVIND MANIK MIF 	00022583	Director	14/08/2023	Cessation
MALAVIKA JAYARA 	02252302	Director	14/08/2023	Cessation
ARVIND MISHRA	07892275	Director	08/08/2023	Cessation
GAITRI ISSAR KUM 	10245539	Additional director	09/08/2023	Appointment
GAITRI ISSAR KUM 	10245539	Director	22/09/2023	Change in designation
AJAY KUMAR	01975789	Additional director	10/11/2023	Appointment
AJAY KUMAR	01975789	Director	23/01/2024	Change in designation

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
AGM	22/09/2023	13,099	45	0.29

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/05/2023	9	9	100
2	22/06/2023	9	9	100
3	09/08/2023	8	8	100
4	10/11/2023	7	6	85.71
5	13/02/2024	8	8	100
6	22/03/2024	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

16

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	29/05/2023	3	3	100
2	Audit Committee	22/06/2023	3	3	100
3	Audit Committee	09/08/2023	3	3	100
4	Audit Committee	10/11/2023	4	4	100
5	Audit Committee	13/02/2024	5	5	100

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
6	Audit Committee	22/03/2023	5	4	80
7	Stakeholder Representative	29/05/2023	3	3	100
8	Stakeholder Representative	09/08/2023	3	3	100
9	Stakeholder Representative	10/11/2023	3	3	100
10	Stakeholder Representative	13/02/2023	3	3	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	
								(Y/N/NA)
1	Polenahally Ravi	6	5	83.33	9	8	88.89	
2	Udayant Malhotra	6	6	100	6	6	100	
3	Pradyumna Vyas	6	6	100	11	11	100	
4	Gaitri Issar Kumar	3	3	100	5	5	100	
5	Dr Ajay Kumar	2	2	100	3	3	100	
6	Dietmar Hahn	6	5	83.33	0	0	0	
7	James Tucker	6	6	100	0	0	0	
8	Pierre de Bausset	6	6	100	10	10	100	

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	Mr. Udayant Malhotra	CEO & Managing Director	12,199,080				12,199,080
2	Mr. P S Ramesh	Executive Director	11,725,985				11,725,985
3	Mr. Arvind Mishra	Executive Director	3,800,417				3,800,417
	Total		27,725,482	0			27,725,482

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Chalapathi	CFO	10,232,728				10,232,728
2	Mr. Shivaram V	Company Secretary	5,011,631				5,011,631
	Total		15,244,359		0	0	15,244,359

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

Pramod S M

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

13784

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. ..

02

dated

28/05/2024

(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

DIN of the director

05205364

To be digitally signed by

- ☒ 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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

DTL List of Shareholders_final.pdf
FII_final.pdf
COMMITTEE MEETINGS.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