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	L34300DL1986PLC023540 **Pre-fill**
Global Location Number (GLN) of the company	
* Permanent Account Number (PAN) of the company	AAACB0219M
(ii) (a) Name of the company	BHARAT SEATS LIMITED
(b) Registered office address	1, Nelson Mandela Road, Vasant Kunj NA New Delhi South Delhi Delhi 110070 India
(c) *e-mail ID of the company	seats@bharatseats.net
(d) *Telephone number with STD code	0981088631
(e) Website	www.bharatseats.com
(iii) Date of Incorporation	06/03/1986

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

(b) CIN of the Registrar and Transfer Agent U74210DL1991PLC042569 **Pre-fill**

Name of the Registrar and Transfer Agent

ALANKIT ASSIGNMENTS LIMITED

Registered office address of the Registrar and Transfer Agents

205-208ANARKALI COMPLEX
JHANDEWALAN EXTENSION

(vii) *Financial year From date 01/04/2024 (DD/MM/YYYY) To date 31/03/2025 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM 30/09/2025

(c) Whether any extension for AGM granted ○ Yes ◉ No

(f) Specify the reasons for not holding the same

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	C11	Motor vehicles, trailers, semi trailers and other Transport Vehicles	100

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

*No. of Companies for which information is to be given 3 **Pre-fill All**

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	MARUTI SUZUKI INDIA LIMITED	L34103DL1981PLC011375	Joint Venture	14.81
2	SUZUKI MOTOR CORPORATION		Joint Venture	14.81
3	NDR AUTO COMPONENTS LIM	L29304DL2019PLC347460	Joint Venture	28.66

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	150,000,000	62,800,000	62,800,000	62,800,000
Total amount of equity shares (in Rupees)	300,000,000	125,600,000	125,600,000	125,600,000

Number of classes 1

Class of Shares EQUITY SHARES	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	150,000,000	62,800,000	62,800,000	62,800,000
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	300,000,000	125,600,000	125,600,000	125,600,000

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	174,351	31,225,649	31400000			
Increase during the year	0	31,414,119	31414119	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	31,400,000	31400000			
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 DEMATERIALISED SHARES	0	14,119	14119			
Decrease during the year	14,119	0	14119	0	0	0
i. Buy-back 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 PHYSICAL SHARES	14,119		14119			
At the end of the year	160,232	62,639,768	62800000	0	0	
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 INE415D01024

(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	18/07/2024

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
Partly convertible debentures	0		0
Fully convertible debentures	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 12,888,247,000

(ii) Net worth of the Company 1,945,527,000

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	10,288,358	16.38	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)	36,600,000	58.28	0	
10.	Others	0	0	0	
	Total	46,888,358	74.66	0	0

Total number of shareholders (promoters) 14

(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	14,052,099	22.38	0	
	(ii) Non-resident Indian (NRI)	422,169	0.67	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	68,000	0.11	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	2,000	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	651,254	1.04	0	
10.	Others IEPF, Trust and Unclaimed S	716,120	1.14	0	
	Total	15,911,642	25.34	0	0

Total number of shareholders (other than promoters) 27,786

Total number of shareholders (Promoters+Public/ Other than promoters) 27,800

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	14	14
Members (other than promoters)	16,147	27,786
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**	2	2	2	2	13.38	0
B. Non-Promoter	0	5	1	5	0	0
(i) Non-Independent	0	0	1	0	0	0
(ii) Independent	0	5	0	5	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	2	7	3	7	13.38	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)
ROHIT RELAN	00257572	Managing Director	7,658,316	
MAKOTO KUNIEDA	10260765	Nominee director	0	
RAMAN VENKAT CHA	07093663	Nominee director	0	
RISHABH RELAN	07726444	Whole-time directo	746,000	
NISHA MALHOTRA	09428727	Director	0	
SUDHIR MAHESHWAI	00649505	Director	0	
VANITA CHHABRA	02161276	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SARTHAK BEHURIA	03290288	Director	0	
SANJAY BHATTACHA	10449854	Director	0	
RAJIV ARORA	07976398	Whole-time directo	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 9

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)
SANJAY BHATTACI	10449854	Director	01/04/2024	Appointment
SUDHIR MAHESHW	00649505	Director	01/04/2024	Appointment
VANITA CHHABRA	02161276	Additional director	15/05/2024	Appointment
VANITA CHHABRA	02161276	Director	18/07/2024	Change in Designation
SHYAMLA KHERA	06929439	Director	20/07/2024	CESSATION- COMPLETION
RAJIV ARORA	07976398	Additional director	02/08/2024	Appointment
RAJIV ARORA	07976398	Whole-time director	02/08/2024	Change in Designation
SARTHAK BEHURIA	03290288	Director	25/09/2024	Appointment
ARVIND VARMA	02225281	Director	20/10/2024	CESSATION- COMPLETION

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 MEETI	18/07/2024	16,210	206	43.75

B. BOARD MEETINGS

*Number of meetings held 5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	15/05/2024	9	7	77.78
2	02/08/2024	9	8	88.89
3	05/11/2024	10	10	100
4	10/02/2025	10	10	100
5	24/03/2025	10	10	100

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 Committe	15/05/2024	4	4	100
2	Audit Committe	02/08/2024	4	4	100
3	Audit Committe	05/11/2024	4	4	100
4	Audit Committe	10/02/2025	4	4	100
5	Audit Committe	24/03/2025	4	4	100
6	Nomination an	15/05/2024	4	3	75
7	Nomination an	02/08/2024	4	3	75
8	Nomination an	10/02/2025	4	4	100
9	Stakeholder's I	15/05/2024	3	2	66.67
10	Stakeholder's I	02/08/2024	3	2	66.67

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		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	
1	ROHIT RELAN	5	5	100	0	0	0	

2	MAKOTO KUI	5	4	80	0	0	0	
3	RAMAN VENK	5	5	100	0	0	0	
4	RISHABH REI	5	5	100	5	5	100	
5	NISHA MALH(	5	5	100	13	13	100	
6	SUDHIR MAH	5	5	100	9	9	100	
7	VANITA CHHA	4	4	100	6	6	100	
8	SARTHAK BE	3	3	100	2	2	100	
9	SANJAY BHA	5	5	100	8	8	100	
10	RAJIV ARORA	4	4	100	0	0	0	

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	ROHIT RELAN	CHAIRMAN ANI	21,075,000			13,171,878	34,246,878
2	RISHABH RELAN	WHOLE TIME D	6,094,643			3,809,150	9,903,793
3	RAJIV ARORA	WHOLE TIME D	11,379,053			617,417	11,996,470
	Total		38,548,696			17,598,445	56,147,141

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	VINOD KUMAR	CFO	6,794,000			531,000	7,325,000
2	RITU BAKSHI	COMPANY SEC	3,318,000			273,000	3,591,000
	Total		10,112,000			804,000	10,916,000

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

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: RUPINDER SINGH BHATIA

Whether associate or fellow: ○ Associate ◉ Fellow

Certificate of practice number: 2514

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. .. 20 dated 04/02/2021 (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 compiled 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 00257572

To be digitally signed by

(•) Company Secretary

( ) Company secretary in practice

Membership number 3401 Certificate of practice number

Attachments

		List of attachments
1. List of share holders, debenture holders	**Attach**	
2. Approval letter for extension of AGM;	**Attach**	
3. Copy of MGT-8;	**Attach**	
4. Optional Attachement(s), if any	**Attach**	

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

BHARAT SEATS LIMITED
Plot No.1, Maruti Udyog Joint Venture Complex, Gurugram-122015 (Haryana) India
Phones : +91-9643339870-74 **E-mail:seats@bharatseats.net**
CIN: L34300DL1986PLC023540 **WEBSITE: www.bharatseats.com**

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

C. COMMITTEE MEETINGS

…. Continued from MGT-7

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
11	Stakeholder's Relationship Committee	05/11/2024	3	3	100
12	Stakeholder's Relationship Committee	10/02/2025	4	4	100
13	Corporate Social Responsibility Committee	15/05/2024	3	2	66.67
14	Corporate Social Responsibility Committee	02/08/2024	3	2	66.67
15	Corporate Social Responsibility Committee	10/02/2025	4	4	100

For Bharat Seats Limited

Ritu Bakshi
Company Secretary
FCS: 3401

Address: H.No. 4141,
B5/6, Vasant Kunj,
New Delhi- 110070