

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

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

L25209TN1983PLC010438

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACH0931N

(ii) (a) Name of the company

KINGFA SCIENCE & TECHNOLO

(b) Registered office address

DHUN BUILDING , 3RD FLOOR,
827, MOUNT ROAD
MADRAS
Tamil Nadu
600002

(c) *e-mail ID of the company

cs@kingfaindia.com

(d) *Telephone number with STD code

04428521736

(e) Website

www.kingfaindia.com

(iii) Date of Incorporation

10/11/1983

(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

(b) CIN of the Registrar and Transfer Agent

U74900TN2015PTC101466

Pre-fill

Name of the Registrar and Transfer Agent

INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

2nd Floor Kences Towers ,1 Ramakrishna Street
North Usman Road T Nagar

(vii) *Financial year From date 01/04/2017 (DD/MM/YYYY) To date 31/03/2018 (DD/MM/YYYY)

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

(a) If yes, date of AGM 27/09/2018

(b) Due date of AGM 30/09/2018

(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	C8	Plastic products, non-metallic mineral products, rubber products, fabricated	100

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

*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Kingfa Science & Technology C		Holding	74.99

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	18,000,000	12,115,361	12,115,361	12,110,461
Total amount of equity shares (in Rupees)	180,000,000	121,153,610	121,153,610	121,104,610

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	18,000,000	12,115,361	12,115,361	12,110,461
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	180,000,000	121,153,610	121,153,610	121,104,610

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	300,000	0	0	0
Total amount of preference shares (in rupees)	30,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
16% Cumulative Redeemable Preference Shares				
Number of preference shares	300,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	30,000,000	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				
At the beginning of the year	10,110,568	101,105,680	101,105,680	

Increase during the year	1,999,893	19,998,930	19,998,930	1,479,920,820
i. Public Issues	0	0	0	0
ii. Rights issue	1,999,893	19,998,930	19,998,930	1,479,920,820
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify	0	0	0	
nil				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify	0	0	0	
nil				
At the end of the year	12,110,461	121,104,610	121,104,610	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify	0	0	0	
nil				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0

ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify	0	0	0	
nil				
At the end of the year	0	0	0	

(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		25/09/2017	
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) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			158,201,000
Deposit			0
Total			158,201,000

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**

6,178,337,000

(ii) Net worth of the Company

3,052,932,000

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)	9,082,214	74.99	0	
10.	Others	0	0	0	
	Total	9,082,214	74.99	0	0

Total number of shareholders (promoters)

1

(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	1,898,760	15.68	0	
	(ii) Non-resident Indian (NRI)	143,985	1.19	0	
	(iii) Foreign national (other than NRI)	793,271	6.55	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	1,450	0.01	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)	156,220	1.29	0	
10.	Others clearing members , LLP, par	34,561	0.29	0	
	Total	3,028,247	25.01	0	0

Total number of shareholders (other than promoters)

9,610

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

9,611

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	1	1
Members (other than promoters)	8,416	9,610
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	0	2	0	0	0
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	0	1	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	3	3	3	3	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)
MR. BO JINGEN	06617986	Managing Director	0	
MR. WU XIAOHUI	06617977	Whole-time director	0	
MR. N. SUBRAMANIAN	03602858	Director	0	
MR. DILIP DINKAR KUL	07272118	Director	0	
MR. N.K.RAMASWAMY	07339610	Director	0	
MR. XIE DONGMING	AACPX6121H	CFO	0	
MS. NILIMA RAMRAO S	07646156	Director	0	
MR. NIRNOY SUR	BJRPS5372L	Company Secretar	0	

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

0

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)

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	25/09/2017	8,900	91	1.47

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/05/2017	6	5	83.33
2	31/07/2017	6	5	83.33
3	24/11/2017	6	6	100
4	08/02/2018	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

10

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	26/05/2017	3	3	100
2	Audit Committee	31/07/2017	3	2	66.67
3	Audit Committee	24/11/2017	3	3	100
4	Audit Committee	08/02/2018	3	3	100
5	Stakeholder Relationship	26/05/2017	3	3	100
6	Stakeholder Relationship	31/07/2017	3	2	66.67
7	Stakeholder Relationship	24/11/2017	3	3	100
8	Stakeholder Relationship	08/02/2018	3	3	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
9	Nomination an	08/02/2018	4	4	100
10	Corporate Soc	08/02/2018	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	27/09/2018
								(Y/N/NA)
1	MR. BO JINGI	4	4	100	4	4	100	Yes
2	MR. WU XIAC	4	3	75	1	1	100	Yes
3	MR. N. SUBRA	4	4	100	9	9	100	Yes
4	MR. DILIP DIN	4	4	100	6	6	100	Yes
5	MR. N.K.RAM	4	4	100	1	1	100	Yes
6	MS. NILIMA R	4	3	75	9	7	77.78	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	Mr. Bo Jingen	Managing Direct	2,286,000	0	0	0	2,286,000
2	Mr. Wu Xiaohui	Whole Time Dire	2,134,000	0	0	0	2,134,000
3	Mr. N.K. Ramaswan	Whole Time Dire	5,195,000	0	0	0	5,195,000
	Total		9,615,000	0	0	0	9,615,000

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. Nirnoy Sur	Company Secre	1,617,000				1,617,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	Mr. Xie Dongming	CFO	1,905,000				1,905,000
	Total		3,522,000	0			3,522,000

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	Mr.N. Subramanian	Director	0	0	0	300,000	300,000
2	Mr. Dilip Dinkar Kulk	Director	0	0	0	275,000	275,000
3	Ms. Nilima Ramrao	Director	0	0	0	235,000	235,000
	Total		0	0	0	810,000	810,000

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

Shaswati Vaishnav

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

8675

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. ...

9

dated

28/05/2018

(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

Digitally signed
by XIAOHUI WU
Date: 2018.11.16
17:44:36 +05'30'

DIN of the director

06617977

To be digitally signed by

Digitally signed by
NIRNOY SUR
Date: 2018.11.16
17:46:32 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

26705

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**

MGT82018.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

FORM NO. MGT 8

(Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies
(Management and Administration) Rules 2014)

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of M/s. Kingfa Science & Technology (India) Limited ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the Rules made there under for the financial year ended on March 31, 2018. In my opinion and to the best of my information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A. The Annual Return, states the facts as at the close of the aforesaid financial year correctly and adequately ;
- B. During the aforesaid financial year the Company has complied with provisions of the Act and Rules made there under in respect of
 1. The status under the Act.
 2. Maintenance of registers/records and making entries therein within the time prescribed there for :
 3. Filing of forms and returns as stated in the Annual Return , with the Registrar of Companies, Regional Director, Central Government, the Tribunal Court or other authorities within the prescribed time;
 4. Calling, convening and holding meetings of Board of Directors, its committees and the meetings of the members of the company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minutes Book and registers Maintained for the purpose and the same have been signed;
 5. Closure of Register of Members;



6. Advances/Loans to its directors and/ or persons or firms or companies referred in Section 185 of the Act was not applicable to the instant case , as informed by the management the company has not advanced any loans, guarantee and provided securities to its and/or persons or firms or Companies in which directors were interested during the financial year;
7. Contracts /arrangements entered into by the Company with its related parties as specified in Section 188 of the Act, as they were entered in the ordinary course of business and on a arm's length basis ;
8. Transfer or transmission of shares; as per the information provided to us , during the financial year the Company made a further issue of Equity Shares on Rights basis by offering 19,99,983 Equity Shares of Rs.10 each at premium of Rs.740 per Equity Share on 'Rights basis' to the existing shareholders of the Company in the ratio of 18 equity Shares for every 91 shares held by the Shareholder as on record date i.e. March 10, 2017. The issue was open from March 27, 2017 to April 10, 2017. Thereafter, the 19,99,893 equity shares were listed and trading permission obtained with effect from April 26, 2017 from BSE Limited and National Stock Exchange of India Limited.

There were no buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities

9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of share ;
10. Declaration/payment of dividend, transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Companies Act, 2013;
11. Signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub – sections (3)(4) and (5) thereof;
12. Re appointments/disclosures of the Directors, Key Managerial Personnel and the Remuneration paid to them are in accordance with the Act and Rules framed there under;



13. The re appointment of auditors are as per the provisions of section 139 of the Act;
14. Approvals required to be taken from the Central Government , Tribunal, Regional Director, Registrar , Court or such other authorities under the various provisions of the Act as applicable;
15. Acceptance/renewal/repayment of deposits was not applicable, as per management information that, the company has not accepted, renewed or repaid deposits during the financial year;
16. Borrowings from public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable. As informed by the management, the company has not made any borrowings from its directors and members;
17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act was not applicable for the instant case , as informed by the management the Company has not given any loans or guarantees nor made any investments;
18. Alteration of the provisions of the Memorandum and /or Articles of Association of the Company. As per the management information, the company has made no alteration to the Memorandum or Articles of Association of the company;

Place: Pune

Date : November 15, 2018.

Signature

Vaishnav



Name of Company Secretary in practice:
C.P. No. 8675