

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of 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

L85110KA1992PLC013421

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCA4362P

(ii) (a) Name of the company

ASM TECHNOLOGIES LIMITED

(b) Registered office address

80/2, LUSANNE COURT,RICHMOND ROAD, BANGALORE NA
BANGALORE
Karnataka
560025
India

(c) * e-mail ID of the company

(d) * Telephone number with STD code

(e) Website

www.asmltd.com

(iii) Date of Incorporation

10/08/1992

(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

(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

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	J	Information and communication	J6	Computer programming, consultancy and related activities	100

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

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

7

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ASM DIGITAL TECHNOLOGIES PTE LTD (PREVIOUSLY KNOWN AS ADVANCED SYNERGIC PTE LTD.,)		Subsidiary	100

2	ASM DIGITAL TECHNOLOGIES INC (PREVIOUSLY KNOWN AS PINNACLE TALENT INC.)		Subsidiary	100
3	ASM TECHNOLOGIES LTD KABUSHIKI KAISHA (JAPAN)		Subsidiary	100
4	RV FORMS AND GEARS LLP		Subsidiary	70
5	ASM DIGITAL ENGINEERING PRIVATE LIMITED	U72900KA2006PTC049744	Subsidiary	100
6	ASM HHV ENGINEERING PRIVATE LIMITED	U29190KA2022PTC156896	Joint Venture	50
7	ASM Engineering Pvt Ltd (Previously known as Semcon Engineering UK Ltd)		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	15,000,000	11,800,000	11,800,000	11,774,208
Total amount of equity shares (in Rupees)	150,000,000	118,000,000	118,000,000	117,742,080

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	15,000,000	11,800,000	11,800,000	11,774,208
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	150,000,000	118,000,000	118,000,000	117,742,080

(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)	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	453,345	10,520,863	10,974,208	109,742,080	109,742,080	
Increase during the year	0	800,000	800,000	8,000,000	8,000,000	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	800,000	800,000	8,000,000	8,000,000	
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			
Decrease during the year	0	0	0	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			0			
At the end of the year	453,345	11,320,863	11,774,208	117,742,080	117,742,080	
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			0			
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			
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)

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				<input style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)				<input style="width: 100%;" type="text"/>	
Type of transfer		<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock		
Number of Shares/ Debentures/ Units Transferred		<input style="width: 100px;" type="text"/>	Amount per Share/Debenture/Unit (in Rs.)		<input style="width: 100px;" type="text"/>
Ledger Folio of Transferor				<input style="width: 100%;" type="text"/>	
Transferor's Name		<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	
	Surname		middle name		first name
Ledger Folio of Transferee				<input style="width: 100%;" type="text"/>	
Transferee's Name		<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	
	Surname		middle name		first name
Date of registration of transfer (Date Month Year)				<input style="width: 100%;" type="text"/>	
Type of transfer		<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock		
Number of Shares/ Debentures/ Units Transferred		<input style="width: 100px;" type="text"/>	Amount per Share/Debenture/Unit (in Rs.)		<input style="width: 100px;" type="text"/>

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
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

(ii) Net worth of the Company

1,628,854,700

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	6,151,038	57.147	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)	602,180	5.595	0	
10.	Others	0	0	0	
	Total	6,753,218	62.74	0	

Total number of shareholders (promoters)

5

(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	3,384,106	31.44	0	
	(ii) Non-resident Indian (NRI)	112,051	1.041	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	2,200	0.02	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)	282,369	2.623	0	
10.	Others IEPF	229,672	2.134	0	
	Total	4,010,398	37.26	0	

Total number of shareholders (other than promoters)

18,268

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

18,273

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	5	5
Members (other than promoters)	16,221	18,268
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	39.91	0
B. Non-Promoter	0	5	0	5	0	7.22
(i) Non-Independent	0	3	0	3	0	7.22
(ii) Independent	0	2	0	2	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	1	5	39.91	7.22

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)
VIKRAM RAVINDRA MAMIDIPUDI		Additional director	0	
RABINDRA SRIKANTAN		Managing Director	4,699,570	
MUTHUSWAMI LAKSHMINARAYAN		Director	0	
RABINDRA PREETHI		Director	850,082	
SHEKAR VISWANATHAN		Additional director	0	
RAMESH RADHAKRISHNAN		Director	0	
NARSINGH LASHKER RATHOD		CFO	0	
VANISHREE ANANDMURTHY		Company Secretary	0	

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

4

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)
VIKRAM RAVINDRA		Director	31/03/2024	Cessation (Retirement)
SHEKAR VISWANATHAN		Director	31/03/2024	Cessation (Retirement)
VIKRAM RAVINDRA		Additional director		
SHEKAR VISWANATHAN		Additional director		

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

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	29/07/2023	16,940	65	64.24
EGM	08/03/2024			

B. BOARD MEETINGS

*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/05/2023	6	6	100
1	12/08/2023	6	6	100
1	31/10/2023	6	6	100
1	10/11/2023	6	6	100
1	11/02/2024	6	6	100
1	14/02/2024	6	6	100
1	20/03/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

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	30/05/2023	3	3	100
1	Audit Committee	12/08/2023	3	3	100
1	Audit Committee	10/11/2023	3	3	100
1	Audit Committee	14/02/2024	3	3	100
1	Stakeholders Relationship	30/05/2023	3	3	100
1	Stakeholders Relationship	12/08/2023	3	3	100
1	Stakeholders Relationship	10/11/2023	3	3	100
1	Stakeholders Relationship	14/02/2024	3	3	100
1	Nomination and	10/11/2023	3	3	100
1	Corporate Social	30/05/2023	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	
								(Y/N/NA)
1	VIKRAM RAVINDRA	7	7	100	12	12	100	
2	RABINDRA SRIKANTAN	7	7	100	7	7	100	
3	MUTHUSWAMI	7	7	100	0	0	0	
4	RABINDRA PREETHI	7	7	100	7	7	100	
5	SHEKAR VISWANATH	7	7	100	8	8	100	
6	RAMESH RADHAKRIS	7	7	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rabindra Srikantan	Managing Director	11,746,003	0	0	0	0
	Total		11,746,003	0	0	0	11,746,003

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	Vanishree Kulkarni	Company Secretary	3,052,912	0	0	0	0
2	N L Rathod	CFO	250,000	0	0	0	0
	Total		3,302,912	0	0	0	3,302,912

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VIKRAM RAVINDRA	ADDITIONAL DIRECTOR	3,305,400	0	0	0	0
2	MUTHUSWAMI LAKSHMINARAYA	DIRECTOR	2,293,865	0	0	0	0
3	RABINDRA PREETHI	DIRECTOR	1,768,200	0	0	0	0
4	SHEKAR VISWANATHAN	ADDITIONAL DIRECTOR	1,793,200	0	0	0	0
5	RAMESH RADHAKRISHNAN	DIRECTOR	1,748,200	0	0	0	0
	Total		10,908,865	0	0	0	10,908,865

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

K DUSHYANTHA KUMAR

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

6003

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

DIN of the director

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

COMMITTEE MEETINGS-2024.pdf

LIST OF SHAREHOLDERS.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