

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]



सत्यमेव जयते

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

U74999HR1992FLC036104

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACC8414B

(ii) (a) Name of the company

CARRIER AIRCONDITIONING &

(b) Registered office address

NARSINGPUR KHERKI DAULA POST
GURGAON

Haryana
122001

(c) *e-mail ID of the company

secretarial@carrier.com

(d) *Telephone number with STD code

01244825500

(e) Website

www.carrierindia.com

(iii) Date of Incorporation

06/07/1992

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Subsidiary of Foreign Company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

383 LAKE GARDENS
1ST FLOOR

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

(e) Extended due date of AGM after grant of extension

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

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,	22.55
2	G	Trade	G1	Wholesale Trading	54.84
3	M	Professional, Scientific and Technical	M9	Other professional, scientific and technical activities	22.18

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Carrier Corporation 13995 Paste		Holding	96.47

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	110,000,000	106,376,745	106,376,745	106,376,745
Total amount of equity shares (in Rupees)	1,100,000,000	1,063,767,450	1,063,767,450	1,063,767,450

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	110,000,000	106,376,745	106,376,745	106,376,745
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,100,000,000	1,063,767,450	1,063,767,450	1,063,767,450

(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				
At the beginning of the year	106,376,745	1,063,767,450	1,063,767,450	

Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
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				
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				
At the end of the year	106,376,745	1,063,767,450	1,063,767,450	
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				
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				
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	20/09/2019		
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	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee	<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	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"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	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			1,534,745,961
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			1,534,745,961

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**

15,244,377,822

(ii) Net worth of the Company

2,073,869,089

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		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)	102,618,689	96.47	0	
10.	Others	0	0	0	
	Total	102,618,689	96.47	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	3,201,432	3.01	0	
	(ii) Non-resident Indian (NRI)	93,140	0.09	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	316,820	0.3	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	400	0	0	
4.	Banks	6,312	0.01	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	14,800	0.01	0	
7.	Mutual funds	18,000	0.02	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	107,152	0.1	0	
10.	Others	0	0	0	
	Total	3,758,056	3.54	0	0

Total number of shareholders (other than promoters)

5,238

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

5,239

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

8

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
I L F MAURITIUS	CITI BANK N.A (CUSTODY SERVICE)			400	
KLEINWORT BENSON I	ITI BANK N A (CUSTODY SERVICES)			800	
SCHRODER INDIA (MA	HSBC LIMITED CUSTODY AND CLE			5,600	
DINBURGH NEW TIGE	DEUTSCHE BANK AG GROUND FLO			400	
ARDINE FLEMING INTL	CITIBANK N.A (CUSTODY SERVICES)			1,600	
FLEDGELING NOMINE	CITI BANK N A CUSTODY SERVICE (1,200	
DRESDNER RCM GLOB	CITIBANK N.A (CUSTODY SERVICES)			400	
STOCK HOLDING COR	44/1 MEHRA ESTATE L B S MARG,N			4,400	

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)	5,208	5,238
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	0	0	0	0	0	0
B. Non-Promoter	4	3	3	3	0	0
(i) Non-Independent	4	1	3	1	0	0
(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	4	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. Chirag Baijal	08465289	Managing Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Ms. Nandita Luthra	06948082	Whole-time director	0	
Mr. Rahul Kumar Jain	07858457	Whole-time director	0	
Mr. Narendra Sungh Sis	06363951	Director	0	
Mr. Pankaj Prakash Saf	07132999	Director	0	
Mr. Har Amrit Pal Singh	07043895	Director	0	
Mr. Pritesh Agrawal	AESPA8051M	CFO	0	
Mr. Suraj Arora	AZKPS4573P	Company Secretary	1	

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

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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. Arun Kumar Bhatia	00031279	Managing Director	25/06/2019	Cessation
Mr. Chirag Baijal	08465289	Managing Director	25/06/2019	Appointment
Ms. Nandita Luthra	06948082	Whole-time director	01/04/2019	Appointment
Mr. Har Amrit Pal Singh	07043895	Director	01/04/2019	Appointment
Mr. Sugeeth Kumar	07420265	Whole-time director	25/03/2020	Cessation
Mr. Sugeeth Kumar	AJEPK2528E	CFO	25/03/2020	Cessation
Mr. Pritesh Agrawal	AESPA8051M	CFO	25/03/2020	Appointment
Mr. Kunal Aggarwal	AILPA0760E	Company Secretary	21/06/2019	Cessation
Mr. Suraj Arora	AZKPS4573P	Company Secretary	01/07/2019	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	20/09/2019	5,218	38	96.47

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	25/06/2019	7	7	100
2	13/08/2019	7	6	85.71
3	06/12/2019	7	5	71.43
4	24/03/2020	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

9

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	25/06/2019	3	2	66.67
2	Audit Committee	13/08/2019	3	3	100
3	Audit Committee	24/03/2020	3	3	100
4	Nomination & I	25/06/2019	3	2	66.67
5	Nomination & I	13/08/2019	3	3	100
6	Nomination & I	24/03/2020	3	3	100
7	Corporate Soc	13/08/2019	3	3	100
8	Corporate Soc	24/03/2020	3	3	100
9	stakeholder Rel	24/03/2020	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	16/12/2020
								(Y/N/NA)
1	Mr. Chirag Bai	4	4	100	2	2	100	Yes
2	Ms. Nandita L	4	3	75	0	0	0	No
3	Mr. Rahul Kun	4	4	100	0	0	0	No
4	Mr. Narendra	4	4	100	9	9	100	No
5	Mr. Pankaj Pra	4	2	50	6	4	66.67	No
6	Mr. Har Amrit	4	3	75	4	4	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

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Arun Kumar Bhatia	Managing Direct	4,607,253	0	0	560,195	5,167,448
2	Chirag Baijal	Managing Direct	9,834,367	0	0	807,913	10,642,280
3	Sugeeth Kumar	Whole-time Dire	10,914,879	0	0	301,627	11,216,506
4	Rahul Kumar Jain	Whole-time Dire	7,743,464	0	0	408,082	8,151,546
5	Nandita Luthra	Whole-time Dire	19,800,000	0	0	843,252	20,643,252
	Total		52,899,963	0	0	2,921,069	55,821,032

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sugeeth Kumar	CFO	10,914,879	0	0	301,627	11,216,506
2	Pritesh Agarwal	CFO	130,742	0	0	4,972	135,714
3	Kunal Aggarwal	CS	309,859	0	0	12,777	322,636
4	Suraj Arora	CS	1,392,931	0	0	61,173	1,454,104

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		12,748,411	0	0	380,549	13,128,960

Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Pankaj Prakash Sa	Independent Dir	180,000	0	0	0	180,000
2	Narendra Singh Sis	Independent Dir	330,000	0	0	0	330,000
	Total		510,000	0	0	0	510,000

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

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

Pammy Jaiswal

Whether associate or fellow

Associate Fellow

Certificate of practice number

18059

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

CHIRAG BAIJAL
Digitally signed by
CHIRAG BAIJAL
Date: 2021.02.12
10:18:09 +05'30'

DIN of the director

08465289

To be digitally signed by

Suraj
Digitally signed by
Suraj
Date: 2021.02.12
10:20:40 +05'30'

Company Secretary

Company secretary in practice

Membership number

10752

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

MGT-8_CARL.pdf List of Memembers.pdf ROC order for extension of AGM.pdf Sheet of transfers and Transmission.pdf
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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