

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

L23200MH1979PLC021359

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACC4481E

(ii) (a) Name of the company

CASTROL INDIA LIMITED

(b) Registered office address

TECHNOPOLIS KNOWLEDGE PARK
MAHAKALI CAVES ROAD
ANDHERI E
MUMBAI
Maharashtra
400093

(c) *e-mail ID of the company

investorrelations.india@castrol

(d) *Telephone number with STD code

02266984100

(e) Website

www.castrol.co.in

(iii) Date of Incorporation

31/05/1979

(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 of India	1
2	National Stock Exchange of India	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 01/01/2022 (DD/MM/YYYY) To date 31/12/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM

11/05/2023

(b) Due date of AGM

30/06/2023

(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	C5	Coke and refined petroleum products	89.38

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	Castrol Limited		Holding	51

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	990,000,000	989,122,384	989,122,384	989,122,384
Total amount of equity shares (in Rupees)	4,950,000,000	4,945,611,920	4,945,611,920	4,945,611,920

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	990,000,000	989,122,384	989,122,384	989,122,384
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	4,950,000,000	4,945,611,920	4,945,611,920	4,945,611,920

(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	8,346,897	980,775,487	989122384	4,945,611,9	4,945,611,9	

Increase during the year	0	1,781,235	1781235	0	0	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 Dematerialization of Shares	0	1,781,235	1781235	0	0	0
Decrease during the year	1,781,235	0	1781235	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 Dematerialization of Shares	1,781,235	0	1781235	0	0	
At the end of the year	6,565,662	982,556,722	989122384	4,945,611,9	4,945,611,9	
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	

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

INE172A01027

(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			
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	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
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

47,598,009,195

(ii) Net worth of the Company

18,860,305,602

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)	0	0	0	
10.	Others Promoter Holding	504,452,416	51	0	
	Total	504,452,416	51	0	0

Total number of shareholders (promoters)

3

(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	180,491,050	18.25	0	
	(ii) Non-resident Indian (NRI)	11,665,721	1.18	0	
	(iii) Foreign national (other than NRI)	15,907	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	575,740	0.06	0	
5.	Financial institutions	9,189	0	0	
6.	Foreign institutional investors	112,644,418	11.39	0	
7.	Mutual funds	26,181,688	2.65	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	13,685,499	1.38	0	
10.	Others AIF,QIBs,Director, IEPF, Clea	139,400,756	14.09	0	
	Total	484,669,968	49	0	0

Total number of shareholders (other than promoters)

288,432

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

288,435

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

233

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
GOVERNMENT OF SINGAPORE	168 Robinson Road 37-01 Capital			10,873,440	1.1
CAISSE DE DEPOT ET DE PREVOYANCE	1000 PLACE JEAN- PAUL- RIOPLEL			7,780,315	0.79
VANGUARD EMERGING MARKETS FUND	100 VANGUARD BOULEVARD MAL			7,082,043	0.72
VANGUARD TOTAL INCOME FUND	100 VANGUARD BOULEVARD MAL			6,515,330	0.66
FIRST STATE INDIAN SECURITIES	ARTHUR COX BUILDING EARLSFORD			6,266,586	0.63
THE SCOTTISH ORIENTAL BANK	10 ST COLME STREET EDINBURGH			6,255,310	0.63
GOVERNMENT PENSION FUND	Bankplassen 2 P O Box 1179 Sentra			4,680,700	0.47
WISDOMTREE EMERGING MARKETS FUND	245 PARK AVENUE 35TH FLOOR N			3,531,573	0.36
VANGUARD FIDUCIARY FUND	100 VANGUARD BOULEVARD MAL			2,855,558	0.29
MONETARY AUTHORITY OF SINGAPORE	10 SHENTON WAY MAS BUILDING			2,606,930	0.26
ROBECO CAPITAL GROUP	11-13 BOULEVARD DE LA FOIRE L			2,378,091	0.24
EMERGING MARKETS FUND	6300 Bee Cave Road Building One			2,369,976	0.24
ACADIAN EMERGING MARKETS FUND	260 FRANKLIN STREET BOSTON M			1,782,096	0.18
JPMORGAN INDIA SMALL CAP FUND	HSBC CENTRE EIGHTEEN CYBERCI			1,689,780	0.17
BERNSTEIN FUND, INC	351 WEST CAMDEN STREET BALTI			1,583,884	0.16
EMERGING MARKETS FUND	400 HOWARD STREET SAN FRANCI			1,529,139	0.15
CALIFORNIA STATE TEACHER PENSION FUND	100 WATERFRONT PLACE WEST SA			1,475,231	0.15

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
COLLEGE RETIREMENT	730 THIRD AVENUE NEW YORK NY			1,299,129	0.13
CITY OF NEW YORK GP	ONE CENTRE STREET NEW YORK NY			1,245,494	0.13
EVLI GEM FUND	ALEKSANTERINKATU 19 A HELSINKI			1,181,010	0.12
TIAA-CREF QUANT INT	730 THIRD AVENUE NEW YORK NY			1,121,423	0.11
CALIFORNIA PUBLIC E	400 Q STREET LPE ROOM 4800 SA			1,098,773	0.11
PGGM WORLD EQUITY	Noordweg-Noord 150 Zeist			1,027,657	0.1
VANGUARD FTSE ALL-	100 VANGUARD BOULEVARD MAL			984,699	0.1
INVESCO GLOBAL SMA	PERPETUAL PARK PERPETUAL PAR			961,945	0.1

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	3	3
Members (other than promoters)	267,920	288,435
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	3	4	4	4	0	0
(i) Non-Independent	3	0	4	0	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	3	0	3	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	3	0	3	0	0
Total	3	7	4	7	0	0

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

12

(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)
RAMABADRAN GOPAL	00027858	Director	0	
UDAY CHANDER KHAI	00079129	Director	1,600	
RAKESH MAKHIJA	00117692	Director	0	
SANGEETA TALWAR	00062478	Director	0	
UDAYAN SEN	02083527	Nominee director	1,508	
SASHI ALANKARATH M	02519725	Nominee director	0	
NICOLA BUCK	09785756	Nominee director	0	
SANDEEP SANGWAN	08617717	Managing Director	0	
DEEPESH BAXI	02509800	Whole-time director	0	
Saugata Basuray	09522239	Whole-time director	400	
MAYANK PANDEY	09274832	Whole-time director	100	
HEMANGI GHAG	AARPW6933B	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)
MR. A.S RAMCHANDE	00046647	Nominee director	30/09/2022	CESSATION
MS. NICOLA BUCK	09785756	Nominee director	09/11/2022	APPOINTMENT
MR. SAUGATA BASUR	09522239	Additional director	01/04/2022	APPOINTMENT
MR. SAUGATA BASUR	09522239	Whole-time director	08/06/2022	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
Annual General Meeting	08/06/2022	313,489	85	51.14

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	07/02/2022	10	10	100
2	02/05/2022	11	11	100
3	01/08/2022	11	11	100
4	31/10/2022	10	10	100
5	24/11/2022	11	10	90.91

C. COMMITTEE MEETINGS

Number of meetings held

14

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	07/02/2022	6	6	100
2	Audit Committee	02/05/2022	6	6	100
3	Audit Committee	01/08/2022	6	6	100
4	Audit Committee	31/10/2022	5	5	100
5	Audit Committee	23/11/2022	6	3	50
6	Stakeholders Committee	04/02/2022	3	3	100
7	Nomination & Remuneration Committee	04/02/2022	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
8	Nomination & I	02/05/2022	5	5	100
9	Nomination & I	31/10/2022	5	5	100
10	Independent D	31/10/2022	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	11/05/2023
								(Y/N/NA)
1	RAMABADRA	5	5	100	10	9	90	Yes
2	UDAY CHAND	5	4	80	9	9	100	Yes
3	RAKESH MAK	5	5	100	13	13	100	Yes
4	SANGEETA T	5	5	100	11	11	100	Yes
5	UDAYAN SEN	5	5	100	5	4	80	No
6	SASHI ALANK	5	5	100	5	5	100	No
7	NICOLA BUCH	1	1	100	1	0	0	No
8	SANDEEP SA	5	5	100	5	5	100	Yes
9	DEEPESH BA	5	5	100	5	5	100	Yes
10	Saugata Basu	4	4	100	0	0	0	No
11	MAYANK PAN	5	5	100	0	0	0	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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sandeep Sangwan	Managing Director	24,334,356	0	0	22,898,967	47,233,323
2	Deepesh Baxi	Wholetime Director	18,141,450	0	0	8,619,716	26,761,166
3	Mayank Pandey	Wholetime Director	18,239,725	0	0	6,155,317	24,395,042
4	Saugata Basuray	Wholetime Director	13,386,399	0	0	2,290,929	15,677,328
	Total		74,101,930	0	0	39,964,929	114,066,859

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	HEMANGI GHAG	Company Secretary	12,497,936	0	0	0	12,497,936
	Total		12,497,936	0	0	0	12,497,936

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAMABADRAN GO	Chairman and Independent Director	0	2,000,000	0	700,000	2,700,000
2	UDAY CHANDER K	Independent Director	0	1,600,000	0	650,000	2,250,000
3	SANGEETA TALWAR	Independent Director	0	1,600,000	0	800,000	2,400,000
4	RAKESH MAKHIJA	Independent Director	0	1,600,000	0	900,000	2,500,000
	Total		0	6,800,000	0	3,050,000	9,850,000

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

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(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

Whether associate or fellow ☐ Associate ☒ Fellow

Certificate of practice number

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:

- 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.
- 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
SANDEEP
SANGWAN
Date: 2023.07.04
12:18:45 +05'30'

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

List of FPC FII shareholder.pdf
MGT-7_annexure_CommitteeMeetings.pdf
SHT MGT 7.pdf
MGT-8.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