

FORM NO. MGT - 9

EXTRACT OF ANNUAL RETURN

AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 2019

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

I	CIN	L29142TN1992PLC021997
II	Registration Date	January 10, 1992
III	Name of the Company	Igarashi Motors India Limited
IV	Category / Sub-Category of the Company	Company Limited by Shares/Non-Govt Company
V	Address of the Registered office and contact details	Plot B-12 to B-15, Phase II, MEPZ-SEZ, Tambaram, Chennai – 600045 Phone : +91-44-42298199/22628199, Fax : +91-44-22628143 e-mail: investorservices@igarashimotors.co.in Website - www.igarashimotors.com
VI	Whether listed company Yes / No	Yes
VII	Name, Address and Contact details of Registrar and Transfer Agent, if any.	Cameo Corporate Services Ltd "Subramanian Building" 1, Club House Road, Chennai – 600002 Phone: + 91-44-28460390 Fax No. : +91-44-28460129 E-mail: investor@cameoindia.com/ investor3@cameoindia.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated.

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Electric Micro Motors & Motor Components	85013301	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name & address of the Company	CIN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1.	Agile Electric Sub Assembly Pvt Ltd Plot No. 7 & 8, Subramaniya Siva Salai Industrial Estate, Maraimalai Nagar, Kancheepuram 603209 - Tamil Nadu, India	U34300TN2005PTC057151	Holding Company	42.83%	Section 2(46)



IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

A) CATEGORY WISE SHAREHOLDING

Category of Shareholders	No of Shares held at the beginning of the year				No of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	66,58,033	0	66,58,033	21.75	66,58,033	0	66,58,033	21.15	(0.60)
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp...	12,830,659	0	12,830,659	41.92	13,480,614	0	13,480,614	42.83	0.91
e) Banks/ FI	0	0	0	0	0	0	0	0	0
f) Any Other...	0	0	0	0	0	0	0	0	0
SubTotal(A)(1)	19,488,692	0	19,488,692	63.67	201,38,647	0	201,38,647	63.98	0.31
(2) Foreign									
a) NRIs Individual	0	0	0	0	0	0	0	0	0
b) Other Individual	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	34,67,641	0	34,67,641	11.33	34,67,641	0	34,67,641	11.02	(0.31)
d) Banks/ FI	0	0	0	0	0	0	0	0	0
e) Any other...	0	0	0	0	0	0	0	0	0
Sub Total (A) (2)	34,67,641	0	34,67,641	11.33	34,67,641	0	34,67,641	11.02	(0.31)
Total Shareholding of Promoter (A) = (A)(1)+A)(2)	2,29,56,333	0	2,29,56,333	75.00	2,36,06,288	0	2,36,06,288	75.00	0
B. Public Shareholding									
(1) Institution									
a) Mutual Funds	18,46,502	0	18,46,502	6.03	23,91,694	0	23,91,694	7.60	1.57
b) Banks/ FI	9,499	0	9,499	0.03	29,708	0	29,708	0.09	0.06
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign VCF	16,68,824	0	16,68,824	5.45	16,72,174	0	16,72,174	5.31	(0.14)

Category of Shareholders	No of Shares held at the beginning of the year				No of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
i) Others (Foreign Portfolio Investors, Alternate Investment Funds)	1,11,378	0	1,11,378	0.36	0	0	0	0	(0.36)
Sub Total (B) (1)	36,36,203	0	36,36,203	11.88	40,93,576	0	40,93,576	13.01	1.13
(2) Non Institutions Bodies Corporate									
i) Indian	12,01,362	1,100	12,02,462	3.93	11,65,667	1234	11,66,901	3.71	(0.22)
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individual									
i) Individual Shareholders holding nominal share capital upto ₹ 1 Lakh	18,23,654	2,27,174	20,50,828	6.70	17,88,816	2,33,524	20,22,340	6.43	(0.27)
ii) Individual Shareholders holding nominal share capital in excess of ₹ 1 Lakh	5,31,084	0	5,31,084	1.74	3,32,547	0	3,32,547	1.06	(0.68)
C) Others (Specify)									
NRI	87,557	0	87,557	0.29	66,083	0	66,083	0.21	(0.08)
HUF	1,34,707	1	1,34,708	0.44	1,30,932	1	130933	0.42	(0.02)
Clearing Member	9,269	0	9,269	0.03	56,380	0	56,380	0.18	0.15
Sub Total (B) (2)	37,87,633	2,28,275	40,15,908	13.12	35,40,425	2,34,759	37,75,184	11.99	(1.13)
Total Public Shareholding (B) = (B)(1)+(B)(2)	74,23,836	2,28,275	76,52,111	25.00	76,34,001	2,34,759	78,68,760	25.00	0
C. Shares held by Custodian for GDRs and ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B=C)	3,03,80,169	2,28,275	3,06,08,444	100	3,12,40,289	2,34,759	3,14,75,048^{\$}	100	2.83

^{\$} Increased due to issuance of 866,604 Bonus shares



B) SHAREHOLDING OF PROMOTERS

S. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No of Shares	% of Total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No of shares	% of Total Shares of the Company	% of Shares Pledged/ encumbered to total shares	% change in shareholding during the year
1	Agile Electric Sub Assembly Private Limited	1,28,30,659	41.92%	0	1,34,80,614	42.83%	0	0.91%
2	Mr. P. Mukund	66,58,033	21.75%	21.75%	66,58,033	21.15%	100%	(0.06)
3	Igarashi Electric Works, (H.K) Limited, Hong Kong	24,99,993	8.17%	0	24,99,993	7.94%	0	(0.23)
4	Igarashi Electric Works Limited, Japan	9,67,648	3.16%	0	9,67,648	3.08%	0	(0.08)

C) CHANGE IN PROMOTERS SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

S. No		Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No of Shares	% of total shares of the Company	No of Shares	% of total shares of the Company
1.	Agile Electric Sub Assembly Private Limited				
	At the beginning of the year	1,28,30,659	41.92%	-	-
	Datewise increase/ decrease in promoters shareholding during the year specifying the reason for increase or decrease			April 17, 2019- 649,955- increase/ open offer	2.12%
	At the end of the year	-	-	1,34,80,614	42.83%
2	Mr. P. Mukund At the beginning of the year Datewise increase/ decrease in promoters shareholding during the year specifying the reason for increase or decrease At the end of the year	No Change in shareholding			
3	Igarashi Electric Works Limited, Japan At the beginning of the year Datewise increase/ decrease in promoters shareholding during the year specifying the reason for increase or decrease At the end of the year	No Change in shareholding			
4	Igarashi Electric Works, (H.K) Limited, Hong Kong At the beginning of the year Datewise increase/ decrease in promoters shareholding during the year specifying the reason for increase or decrease At the end of the year	No Change in shareholding			

D) SHAREHOLDING PATTERN OF TOP 10 SHAREHOLDERS (OTHER THAN PROMOTERS, DIRECTORS, AND HOLDERS OF ADRS AND GDR'S)

S. No	Top 10 Shareholders	Shareholding at the beginning of the year		shareholding at the end of the year	
		No of Shares	% of total shares of the Company	No of Shares	% of total shares of the Company
1	UTI - CCF -Equity Fund	9,16,182	2.99%	16,35,664	5.20%
2	Pinebridge Investments Gf Mauritius Limited	9,57,040	3.13%	8,81,285	2.80%
3	Tata Aia Life Insurance Co Ltd-Super Select Equity Fund-Ulif 035 16/10/09 Tss 110	2,80,549	0.92%	6,45,574	2.05%
4	Idfc Sterling Value Fund	2,50,000	0.81%	3,45,949	1.10%
5	Dsp Small Cap Fund	3,87,445	1.27%	3,37,954	1.07%
6	Indus India Fund (SV) Limited	2,36,655	0.77%	3,28,011	1.04%
7	Rajasthan Global Securities Private Limited	1,03,139	0.34%	1,84,838	0.59%
8	Shinsei UTI India Fund (Mauritius) Limited	91,363	0.30%	1,56,731	0.50%
9	Uti India Dynamic Equity Fund	47,210	0.15%	1,24,372	0.40%
10	Axis Mutual Fund Trustee Limited A/C Axis Mutual Fund A/C Axis Small Cap Fund	64,951	0.21%	72,127	0.23%

E) SHAREHOLDING OF DIRECTORS AND KMP

S. No	Name of the Director and KMP	Shareholding at the beginning of the year 01-Apr-18		Cumulative Shareholding during the year 31-Mar-19	
		No. of shares	% of total shares	No. of shares	% of total shares
1	Mr. K K Nohria	Nil	Nil	5,000	0.02
2	Mr. Hemant M Nerurkar	Nil	Nil	Nil	Nil
3	Mr. S Radhakrishnan	Nil	Nil	Nil	Nil
4	Mr. Keiichi Igarashi	Nil	Nil	Nil	Nil
5	Mrs. Eva Maria Rosa Schork	Nil	Nil	Nil	Nil
6	Mr. P Mukund, Managing Director	66,58,033	21.75	66,58,033	21.15
7	Mr. R Chandrasekaran, Chief Financial Officer	Nil	Nil	Nil	Nil
8	Mr. P Dinakara Babu, Company Secretary	Nil	Nil	Nil	Nil



V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(₹ in Lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year 01-Apr-2018				
i) Principal Amount	13,975.71	-	-	13,975.71
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	54.14	-	-	54.14
Total (i+ii+iii)	14,029.85	-	-	14,029.85
Change in Indebtedness during the financial year				
Addition	7,915.44	-	-	7,915.44
Reduction	(10,059.19)	-	-	(10,059.19)
Net Change	(2,143.75)	-	-	(2,143.75)
Indebtedness at the end of the financial year 31-Mar-2019				
i) Principal Amount	11,831.96	-	-	11,831.96
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	26.72	-	-	26.72
Total (i+ii+iii)	11,858.68	-	-	11,858.68

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE TIME DIRECTOR / MANAGER

Sl. No	Particulars of Remuneration	Name of the MD/ WTD/Manager	Total Amount (₹ In Lakhs)
		Mr P. Mukund Managing Director	
1	Gross Salary		
	a) Salary as per the Provisions contained in Section 17(1) of the Income Tax Act, 1961	84.80	84.80
	b) Value of Perquisites u/s 17(2) of the Income Tax Act, 1961	22.28	22.28
	c) Profits in lieu of Salary u/s 17(3) of the Income Act, 1961	---	---
2	Stock Option	---	---
3	Sweat Equity	---	---
4	Commission as % of Profits	---	---
5	Others, Please Specify	---	---
	Total (A)	107.08	107.08

B. REMUNERATION TO OTHER DIRECTORS:

Particulars of Remuneration	Name of the Directors			Total Amount (₹ In Lakhs)
	Mr. Hemant M Nerurkar	Mr S. Radhakrishnan	---	
Independent Directors				
- Fee for attending board committee meetings	5.25	5.25	---	10.50
- Commission	4.00	4.00	---	8.00
- Others please specify	---	---	---	---
Total (1)	9.25	9.25	---	18.50
Other Non-Executive Directors	Mr. K K Nohria	Mr Keiichi Igarashi	Mrs. Eva Maria Rosa Schork	
- Fee for attending board committee meetings	4.50	---	---	4.50
- Commission	8.00	---	---	8.00
- Others. Please specify	---	---	---	---
Total (2)	12.50	---	---	12.50
Total (B) = (1 + 2)	21.75	9.25	---	31.00
Total Managerial Remuneration (A) + (B)				138.08
Overall Ceiling as per the Act- 11% of net profit plus sitting fees				631.56

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD / WTD / MANAGER

Sl. No	Particulars of Remuneration	Key Managerial Personnel		Total Amount (₹ In Lakhs)
		Mr R. Chandrasekaran, CFO	Mr P. Dinakara Babu, Company Secretary	
1	Gross Salary			
	a) Salary as per the Provisions contained in Section 17(1) of the Income Tax Act, 1961	75.32	36.31	111.63
	b) Value of Perquisites u/s 17(2) of the Income Tax Act, 1961	10.33	4.41	14.74
	c) Profits in lieu of Salary u/s 17(3) of the Income Act, 1961	-	-	-
2	Stock Option	39.44	14.19 [#]	53.63 [#]
3	Sweat Equity	---	---	---
4	Commission as % of Profits	---	---	---
5	Others, Please Specify (Performance Incentive)	12.00	5.45	17.45
	Total	137.09	60.36	197.45

Including ESOP option not yet vested as on March 31, 2019.



VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

Type	Section of Companies Act	Brief Description	Details of Penalty/ Punishment / Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal Made, if any
A. COMPANY					
Penalty Punishment Compounding	Nil	Nil	Nil	Nil	N.A
B. DIRECTORS					
Penalty Punishment Compounding	Nil	Nil	Nil	Nil	N.A
C. OTHER OFFICERS IN DEFAULT					
Penalty Punishment Compounding	Nil	Nil	Nil	Nil	N.A