

## FORM NO. MGT - 9

## EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31/03/2018

*[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   | U29150TN2004PTC068688   |
| (ii)  | Registration Date   | 26/05/2004  |
| (iii) | Name of the Company   | Fujitec India Private Limited   |
| (iv)  | Category / sub-Category of the Company                                    | Company Limited by shares and Indian Non-Govt. Company  |
| (v)   | Address of the Registered office and contact details                      | Plot No. P-52, 1 <sup>st</sup> Cross Road, 8 <sup>th</sup> Avenue, Mahindra World City, Chengalpattu, Kancheepuram, TN - 603004 |
| (vi)  | Whether listed company Yes/No   | No  |
| (vii) | Name, Address and Contact details of Registrar and Transfer Agent, if any | Nil   |

## 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       | Manufacture of Elevator                         | 28161                            | 97.19                              |

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

| Sl. NO | NAME AND ADDRESS OF THE COMPANY  | CIN/GLN | HOLDING/ SUBSIDIARY /ASSOCIATE | % of shares held | Applicable Section |
|--------|--|---------|--------------------------------|------------------|--------------------|
| 1      | Fujitec Company Limited<br>Bingwing, Hikone, Shiga,<br>522-8588, Japan | Nil     | Holding                        | 67.35            | 2 (87) (ii)        |



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

i) Category-wise Share Holding

| Category of Shareholders                                       | No. of shares held at the beginning of the year 01-04-2017 |             |             |                   | No of shares held at the end of the year 31-03-2018 |             |             |                   | % change during the year |
|--|--|-------------|-------------|-------------------|---|-------------|-------------|-------------------|--------------------------|
|  | Demat  | Physical    | Total       | % of total shares | Demat   | Physical    | Total       | % of total shares |                          |
| <b>A. Promoters</b>  | -  | -           | -           | -                 | -   | -           | -           | -                 | -                        |
| (1) Indian   | -  | -           | -           | -                 | -   | -           | -           | -                 | -                        |
| a) Individual / HUF  | -  | -           | -           | -                 | -   | -           | -           | -                 | -                        |
| b) Central Govt.   | -  | -           | -           | -                 | -   | -           | -           | -                 | -                        |
| c) State Govt. (s)   | -  | -           | -           | -                 | -   | -           | -           | -                 | -                        |
| d) Bodies Corporate  | -  | -           | -           | -                 | -   | -           | -           | -                 | -                        |
| e) Banks / FI  | -  | -           | -           | -                 | -   | -           | -           | -                 | -                        |
| f) Any other   | -  | -           | -           | -                 | -   | -           | -           | -                 | -                        |
| <b>SUB TOTAL: (A) (1)</b>                                      | -  | -           | -           | -                 | -   | -           | -           | -                 | -                        |
|  |  |             |             |                   |   |             |             |                   |                          |
| (2) Foreign  |  |             |             |                   |   |             |             |                   |                          |
| a) NRI-Individuals   | -  | -           | -           | -                 | -   | -           | -           | -                 | -                        |
| b) Other Individuals   | -  | -           | -           | -                 | -   | -           | -           | -                 | -                        |
| c) Bodies Corporate  | -  | 188,020,000 | 188,020,000 | 100               | -   | 188,020,000 | 188,020,000 | 100               | -                        |
| d) Banks/FI  | -  | -           | -           | -                 | -   | -           | -           | -                 | -                        |
| f) Any other   | -  | -           | -           | -                 | -   | -           | -           | -                 | -                        |
| <b>SUB TOTAL: (A) (2)</b>                                      | -  | 188,020,000 | 188,020,000 | 100               | -   | 188,020,000 | 188,020,000 | 100               | -                        |
|  |  |             |             |                   |   |             |             |                   |                          |
| <b>Total shareholding of Promoters (A) = (A) (1) + (A) (2)</b> | -  | 188,020,000 | 188,020,000 | 100               | -   | 188,020,000 | 188,020,000 | 100               | -                        |





| Category of Shareholders   | No. of shares held at the beginning of the year 01-04-2017 |          |       |                   | No of shares held at the end of the year 31-03-2018 |          |       |                   | % change during the year |
|--|--|----------|-------|-------------------|---|----------|-------|-------------------|--------------------------|
|  | Demat  | Physical | Total | % of total shares | Demat   | Physical | Total | % of total shares |                          |
| <b>B. Public Shareholding</b>  |  |          |       |                   |   |          |       |                   |                          |
| <b>(1) Institutions</b>  |  |          |       |                   |   |          |       |                   |                          |
| a) Mutual Funds  | -  | -        | -     | -                 | -   | -        | -     | -                 | -                        |
| b) Banks/FI  | -  | -        | -     | -                 | -   | -        | -     | -                 | -                        |
| c) Central Govt.   | -  | -        | -     | -                 | -   | -        | -     | -                 | -                        |
| d) State Govt. (s)   | -  | -        | -     | -                 | -   | -        | -     | -                 | -                        |
| e) Venture Capital Fund  | -  | -        | -     | -                 | -   | -        | -     | -                 | -                        |
| f) Insurance Companies   | -  | -        | -     | -                 | -   | -        | -     | -                 | -                        |
| g) FIIs  | -  | -        | -     | -                 | -   | -        | -     | -                 | -                        |
| h) Foreign Venture Capital Funds   | -  | -        | -     | -                 | -   | -        | -     | -                 | -                        |
| i) Others (specify)  | -  | -        | -     | -                 | -   | -        | -     | -                 | -                        |
| <b>SUB TOTAL: (B) (1)</b>  | -  | -        | -     | -                 | -   | -        | -     | -                 | -                        |
| <br>   |  |          |       |                   |   |          |       |                   |                          |
| <b>(2) Non- Institutions</b>   |  |          |       |                   |   |          |       |                   |                          |
| a) Bodies Corporates   |  |          |       |                   |   |          |       |                   |                          |
| i) Indian  | -  | -        | -     | -                 | -   | -        | -     | -                 | -                        |
| ii) Overseas   | -  | -        | -     | -                 | -   | -        | -     | -                 | -                        |
| b) Individuals   | -  | -        | -     | -                 | -   | -        | -     | -                 | -                        |
| i) Individual shareholders holding nominal share capital up to Rs. 1 Lakhs   | -  | -        | -     | -                 | -   | -        | -     | -                 | -                        |
| ii) Individual shareholders holding nominal share capital in excess of Rs. 1 | -  | -        | -     | -                 | -   | -        | -     | -                 | -                        |





|  |   |             |             |     |   |             |             |     |   |
|--|---|-------------|-------------|-----|---|-------------|-------------|-----|---|
| Lakhs  |   |             |             |     |   |             |             |     |   |
| c) Any other (specify)   | - | -           | -           | -   | - | -           | -           | -   | - |
| <b>SUB TOTAL: (B) (2)</b>                                      | - | -           | -           | -   | - | -           | -           | -   | - |
| <b>Total shareholding of Promoters (B) = (B) (1) + (B) (2)</b> | - | -           | -           | -   | - | -           | -           | -   | - |
| <b>C. Shares held by Custodian for GDRs and ADRs</b>           | - | -           | -           | -   | - | -           | -           | -   | - |
| <b>Grand Total (A+B+C)</b>                                     | - | 188,020,000 | 188,020,000 | 100 | - | 188,020,000 | 188,020,000 | 100 | - |

ii) Shareholding of Promoters

| SL. No | Shareholders Name                 | Shareholding at the beginning of the year<br>01-04-2017 |                                  |  | Shareholding at the end of the year 31-03-2018 |                                  |  | % of change in shares holding during 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 |   |
| 1      | Fujitec Co Ltd, Japan             | 126,628,000   | 67.35                            | -  | 126,628,000                                    | 67.35                            | -  | -   |
| 2      | Fujitec Singapore Corporation Ltd | 61,392,000  | 32.65                            | -  | 61,392,000                                     | 32.65                            | -  | -   |



iii) Changes in Promoters Shareholding (please specify, if there is no change)

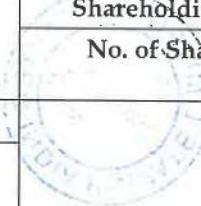
| Sl. No |   | Shareholding at the beginning of the year 01-04-2017 |                                  | Cumulative Shareholding during the year 31-03-2018 |                                  |
|--------|---|--|----------------------------------|--|----------------------------------|
|        |   | No. of Shares  | % of total shares of the Company | No. of Shares                                      | % of total shares of the Company |
| 1      | Fujitec Co Ltd., Japan  |  |                                  |  |                                  |
|        | At the beginning of the year 01-04-2017   | 126,628,000  | 67.35                            | 126,628,000  | 67.35                            |
|        | Date wise Increase / Decrease in Promoters shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus / sweat equity etc.) | -  | -                                | -  | -                                |
|        | At the end of the year 31-03-2018   | 126,628,000  | 67.35                            | 126,628,000  | 67.35                            |
| 2      | Fujitec Singapore Corporation Limited   |  |                                  |  |                                  |
|        | At the beginning of the year 01-04-2017   | 61,392,000   | 32.65                            | 61,392,000   | 32.65                            |
|        | Date wise Increase / Decrease in Promoters shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus / sweat equity etc.) | -  | -                                | -  | -                                |
|        | At the end of the year 31-03-2018   | 61,392,000   | 32.65                            | 61,392,000   | 32.65                            |

iv) Share holding pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

| Sl. 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 |
|        | At the beginning of the year  |   |                                  |  |                                  |
|        | Date wise Increase / Decrease in Promoters shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus / sweat equity etc.) |   |                                  | There are no shareholders other than promoters |                                  |
|        | At the end of the year  |   |                                  |  |                                  |



v) Shareholding of Directors and Key Managerial Personnel

| Sl. 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 |
|        | At the beginning of the year  |  |                                  | No Directors and KMP holding shares in the Company |                                  |
|        | Date wise Increase / Decrease in Promoters shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus / sweat equity etc.) |  |                                  |  |                                  |
|        | At the end of the year  |  |                                  |  |                                  |




**V. INDEBTEDNESS**

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

| Particulars  | Secured loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--|----------------------------------|-----------------|----------|--------------------|
| <b>Indebtedness at the beginning of the financial year</b> | -                                | -               | -        | -                  |
| i) Principal Amount  | -                                | -               | -        | -                  |
| ii) Interest due but not paid                              | -                                | -               | -        | -                  |
| iii) Interest accrued but not due                          | -                                | -               | -        | -                  |
| <b>Total (i) + (ii) + (iii)</b>                            | -                                | -               | -        | -                  |
| <b>Changes in indebtedness during the financial year</b>   | -                                | -               | -        | -                  |
| i) Addition  | -                                | -               | -        | -                  |
| ii) Reduction  | -                                | -               | -        | -                  |
| <b>Net Changes</b>   | -                                | -               | -        | -                  |
| <b>Indebtedness at the end of the financial year</b>       | -                                | -               | -        | -                  |
| i) Principal Amount  | -                                | -               | -        | -                  |
| ii) Interest due but not paid                              | -                                | -               | -        | -                  |
| iii) Interest accrued but not due                          | -                                | -               | -        | -                  |
| <b>Total (i) + (ii) + (iii)</b>                            | -                                | -               | -        | -                  |



## VI. REMUNERATION OF DIRECTOR AND KEY MANAGERIAL PERSONNEL

### A) Remuneration of Managing Director, Whole-time Director and/or Manager:

(Amount in Rs.)

| Sl. No | Particulars of Remuneration   | Name of MD/WTD/Manager |                     |                  |                    | Total Amount |
|--------|---|------------------------|---------------------|------------------|--------------------|--------------|
|        |   | Mohan Kumar Panicker   | ** Masahiro Tagawa* | ** Takeshi Sato# | Rahim Shakir Ahmed |              |
| 1      | Gross Salary  |                        |                     |                  |                    |              |
|        | (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 | 50,40,000              | 1,27,800            | 8,84,193         | 41,50,000          | 1,02,01,993  |
|        | (b) Value of Perquisite u/s 17(2) of the Income Tax Act, 1961                       | 1,33,400               | 19,170              | 1,32,629         | -                  | 2,85,199     |
|        | (c) Profit in lieu of salary under Section 17 (3) of the Income-tax Act, 1961       | -                      | -                   | -                | -                  | -            |
| 2      | Stock Option  | -                      | -                   | -                | -                  | -            |
| 3      | Sweat Equity  | -                      | -                   | -                | -                  | -            |
| 4      | Commission  | -                      | -                   | -                | -                  | -            |
|        | - As % of Profit  | -                      | -                   | -                | -                  | -            |
|        | - Others, specify   | -                      | -                   | -                | -                  | -            |
| 5      | Others, please specify -  | Variable Pay           | -                   | -                | 400,000            | 400,000      |
|        |   | Leave Encashment       | -                   | -                | 97,811             | 97,811       |
|        | Total (A)   | 51,73,400              | 1,46,970            | 10,16,822        | 46,47,811          | 1,09,85,003  |
|        | Celling as per the Act  | -                      | -                   | -                | -                  | -            |

\* Resigned the company with effect from 20-04-2017.

# Appointed as Additional Director on 28-04-2017 and ceased from the Director w.e.f. 27-09-2018.

\*\* Excluded salary received from outside India.





B) Remuneration to Other Directors:

(Amount in Rs.)

| Sl. No | Particulars of Remuneration                    | Name  | Name           | Total Amount |
|--------|--|---|----------------|--------------|
|        |  |   |                |              |
| 1      | Independent Directors                          | -   | -              |              |
|        | - Fees for attending Board, Committee Meetings | -   | -              | -            |
|        | - Commission                                   | -   | -              | -            |
|        | - Others, please specify                       | -   | -              | -            |
|        | <b>Total (1)</b>                               | -   | -              | -            |
| 2      | Other Non-Executive Directors                  | Takakazu Uchiyama   | Hiroki Tokuami |              |
|        | - Fee for attending Board, Committee Meetings  | -   | -              | -            |
|        | - Commission                                   | -   | -              | -            |
|        | - Other, please specify                        | -   | -              | -            |
|        | <b>Total (2)</b>                               | -   | -              | -            |
|        | <b>Total (B) = (1) + (2)</b>                   | -   | -              | -            |
|        | Total Managerial Remuneration                  | -   | -              | -            |
|        | Overall Ceiling as per the Act                 | The company can pay the sitting fee up to Rs. 100,000/- per meeting of the Board and Committee thereof as per the provision of sub-section (5) of Section 197 of the Companies Act, 2013. |                |              |



C) Remuneration to KMP other than MD/ Manager / WTD:

(Amount in Rs.)



| Sl.<br>No | Particulars of Remuneration   | Name of MD/WTD/Manager                   |     |     | Total Amount   |
|-----------|---|--|-----|-----|--|
|           |   | * Laxmidhar Prusty,<br>Company Secretary | CEO | CFO |  |
| 1         | Gross Salary  |  |     |     |  |
|           | (d) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 | 3,95,032                                 |     |     |  |
|           | (e) Value of Perquisite u/s 17(2) of the Income Tax Act, 1961                       |  |     |     |  |
|           | (f) Profit in lieu of salary under Section 17 (3) of the Income-tax Act, 1961       |  |     |     | There are no CEO and CFO are in the employment of the Company during the financial year. |
| 2         | Stock Option  |  |     |     |  |
| 3         | Sweat Equity  |  |     |     |  |
| 4         | Commission  |  |     |     |  |
|           | - As % of Profit  |  |     |     |  |
|           | - Others, specify   |  |     |     |  |
| 5         | Others, please specify - Bonus  |  |     |     |  |
|           | Total   | 3,95,032                                 |     |     |  |

\* Appointed as Company Secretary with effect from 18<sup>th</sup> September, 2017.





#### VII. PENALITIES / PUNISHMENT / COMPOUNDING OF OFFENCES

| Type                                | Section of the Companies Act | Brief Description | Details of Penalty / punishment / compounding fees imposed | Authority (RD/NCLT/Court) | Appeal made if any (give details) |
|-------------------------------------|------------------------------|-------------------|--|---------------------------|-----------------------------------|
| <b>A. COMPANY</b>                   |                              |                   |  |                           |                                   |
| - Penalty                           | -                            | -                 | -  | -                         | -                                 |
| - Punishment                        | -                            | -                 | -  | -                         | -                                 |
| - Compounding                       | -                            | -                 | -  | -                         | -                                 |
| <b>B. DIRECTORS</b>                 |                              |                   |  |                           |                                   |
| - Penalty                           | -                            | -                 | -  | -                         | -                                 |
| - Punishment                        | -                            | -                 | -  | -                         | -                                 |
| - Compounding                       | -                            | -                 | -  | -                         | -                                 |
| <b>C. OTHER OFFICERS IN DEFAULT</b> |                              |                   |  |                           |                                   |
| - Penalty                           | -                            | -                 | -  | -                         | -                                 |
| - Punishment                        | -                            | -                 | -  | -                         | -                                 |
| - Compounding                       | -                            | -                 | -  | -                         | -                                 |

