

## FORM NO. MGT-9

**EXTRACT OF ANNUAL RETURN AS ON FINANCIAL YEAR ENDED MARCH 31, 2019**

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

**I. REGISTRATION & OTHER DETAILS:**

1	CIN	U30007TN1988PLC016184
2	Registration Date	September 9, 1988
3	Name of the Company	Panasonic Appliances India Company Limited
4	Category/Sub-category of the Company	Public Limited Company/Limited by Shares
5	Address of the Registered office	National Highway No. 5 Sholavaram Village, Ponneri Taluk Chennai - 600067, Tiruvallur District Telephone: 044-26330133 Email : secretary@panasonicindia.in Website : www.panasonicappliances.in
6	Whether listed company	No
7	Name, Address & contact details of the Registrar & Transfer Agent, if any	M/s.Integrated Registry Management Services P. Ltd. 1 <sup>st</sup> Floor, Kences Towers, 1, Ramakrishna Street, North Usman Road, T Nagar, Chennai - 600017 Telephone : 044-28140484

**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)

SN	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Manufacture of domestic electric appliances such as mixers, grinders	27501	49.16%
2	Manufacture of other domestic appliances	27509	50.84%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Panasonic Corporation 1006, Oaza, Kadoma, Kadoma-shi, Osaka 571-8501, Japan Telephone: +81-6-6908-1121	Foreign Company	Holding Company	95.43%	2(46)

#### IV. SHARE HOLDING PATTERN:

(Equity share capital breakup as percentage of total equity)

Category of Shareholders	No. of Shares held at the beginning of the year [As on March 31, 2018]				No. of Shares held at the end of the year [As on March 31, 2019]				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
<b>A. Promoters</b>									
<b>1. Indian</b>									
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A)(1)	-	-	-	-	-	-	-	-	-
<b>2. Foreign</b>									
a) NRI Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	9252463	-	9252463	94.11	12097175	-	12097175	95.43	+1.32
d) Any other	-	-	-	-	-	-	-	-	-
<b>Sub Total (A)(2)</b>	<b>9252463</b>	<b>-</b>	<b>9252463</b>	<b>94.11</b>	<b>12097175</b>	<b>-</b>	<b>12097175</b>	<b>95.43</b>	<b>+1.32</b>
<b>TOTAL (A)</b>	<b>9252463</b>	<b>-</b>	<b>9252463</b>	<b>94.11</b>	<b>12097175</b>	<b>-</b>	<b>12097175</b>	<b>95.43</b>	<b>+1.32</b>
<b>B. Public</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	1700	1700	0.02	-	-	-	-	-
b) Banks/FI	-	1800	1800	0.02	-	1400	1400	0.01	-0.01
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1)</b>	<b>-</b>	<b>3500</b>	<b>3500</b>	<b>0.04</b>	<b>-</b>	<b>1400</b>	<b>1400</b>	<b>0.01</b>	<b>-0.03</b>

<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	10505	10600	21105	0.21	10769	7100	17869	0.14	-0.07
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹1 lakh	183348	370388	553736	5.63	190860	244920	435780	3.44	-2.19
ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	1196	-	1196	0.01	124488	-	124488	0.98	+0.97
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies-DR	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2)</b>	<b>195049</b>	<b>380988</b>	<b>576037</b>	<b>5.85</b>	<b>326117</b>	<b>252020</b>	<b>578137</b>	<b>4.56</b>	<b>-1.29</b>
<b>Total Public (B)</b>	<b>195049</b>	<b>384488</b>	<b>579537</b>	<b>5.89</b>	<b>326117</b>	<b>253420</b>	<b>579537</b>	<b>4.57</b>	<b>-1.32</b>
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>9447512</b>	<b>384488</b>	<b>9832000</b>	<b>100</b>	<b>12423292</b>	<b>253420</b>	<b>12676712</b>	<b>100</b>	<b>-</b>

#### V. SHAREHOLDING OF PROMOTERS

SNo	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share 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 Pledge d/ encumbered to total shares	
1	Panasonic Corporation	9252463	94.11	+0.36	12097175	95.43	-	+1.32
	<b>Total</b>	<b>9252463</b>	<b>94.11</b>	<b>+0.36</b>	<b>12097175</b>	<b>95.43</b>	<b>-</b>	<b>+1.32</b>

SNo	Particulars	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	At the beginning of the year	9252463	94.11	9252463	94.11
2	Issue of shares to Panasonic Corporation	-	-	2844712	1.32
3	At the end of the year	9252463	94.11	12097175	95.43

**VI. SHAREHOLDING OF TOP TEN SHAREHOLDERS  
(OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRs AND ADRs)**

SNo	Shareholder's Name	No. of Shares held 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(a)	<b>KAMALAMMA J</b>				
	At the beginning of the year April 1, 2018	7,500	0.06	7,500	0.06
	Changes during the year	-	-	-	-
	At the end of the year March 31, 2019	7,500	0.06	7,500	0.06
1(b)	<b>CHENNA REDDY J</b>				
	At the beginning of the year April 1, 2018	7,500	0.06	7,500	0.06
	Changes during the year	-	-	-	-
	At the end of the year March 31, 2019	7,500	0.06	7,500	0.06
2	<b>CHIRAG NAVINCHANDRA SUKHADIA</b>				
	At the beginning of the year April 1, 2018	6,000	0.05	6,000	0.05
	Changes during the year	-	-	-	-
	At the end of the year March 31, 2019	6,000	0.05	6,000	0.05
3	<b>S L LALITHAMMA</b>				
	At the beginning of the year April 1, 2018	5,762	0.05	5,762	0.05
	Changes during the year	-	-	-	-
	At the end of the year March 31, 2019	5,762	0.05	5,762	0.05
4	<b>SHINEUP FIBRES LTD</b>				
	At the beginning of the year April 1, 2018	5,000	0.04	5,000	0.04
	Changes during the year	-	-	-	-
	At the end of the year March 31, 2019	5,000	0.04	5,000	0.04
5	<b>ANKAL CAPITAL LIMITED</b>				
	At the beginning of the year April 1, 2018	3,300	0.03	3,300	0.03
	Changes during the year	-	-	-	-
	At the end of the year March 31, 2019	3,300	0.03	3,300	0.03
6	<b>RAJENDRA JHANWAR</b>				
	At the beginning of the year April 1, 2018	2,500	0.02	-	-
	Changes during the year				
	Date of Change	Reason			
	30.03.2019	Transfer	-2,500	-0.02	2,500
	At the end of the year March 31, 2019	-	-	-	-

<b>7(a)</b>	<b>RAJYALAKSHMI RAMACHANDRAN</b>				
	At the beginning of the year April 1, 2018	2,000	0.02	2,000	0.02
	Changes during the year	-	-	-	-
	At the end of the year March 31, 2019	2,000	0.02	2,000	0.02
<b>7(b)</b>	<b>KIRIT MODI</b>				
	At the beginning of the year April 1, 2018	2,000	0.02	2,000	0.02
	Changes during the year	-	-	-	-
	At the end of the year March 31, 2019	1985	0.02	1985	0.02
<b>8</b>	<b>ANIL KUMAR PILLAI</b>				
	At the beginning of the year April 1, 2018	1,985	0.02	1,985	0.02
	Changes during the year	-	-	-	-
	At the end of the year March 31, 2019	1,985	0.02	1,985	0.02
<b>9(a)</b>	<b>RAJENDRA SINGH SINGHVI</b>				
	At the beginning of the year April 1, 2018	1,800	0.01	1,800	0.01
	Changes during the year	-	-	-	-
	At the end of the year March 31, 2019	1,800	0.01	1,800	0.01
<b>9(b)</b>	<b>DINKAR S MAHIND</b>				
	At the beginning of the year April 1, 2018	1,800	0.01	1,800	0.01
	Changes during the year	-	-	-	-
	At the end of the year March 31, 2019	1,800	0.01	1,800	0.01
<b>10(a)</b>	<b>SHREEKUMAR MAHESWARI</b>				
	At the beginning of the year April 1, 2018	1,500	0.01	1,500	0.01
	Changes during the year	-	-	-	-
	At the end of the year March 31, 2019	1,500	0.01	1,500	0.01
<b>10(b)</b>	<b>BIJAY KUMAR DAMANI</b>				
	At the beginning of the year April 1, 2018	1,500	0.01	1,500	0.01
	Changes during the year	-	-	-	-
	At the end of the year March 31, 2019	1,500	0.01	1,500	0.01
<b>10(c)</b>	<b>SHREE KANTA DAMANI</b>				
	At the beginning of the year April 1, 2018	1,500	0.01	1,500	0.01
	Changes during the year	-	-	-	-
	At the end of the year March 31, 2019	1,500	0.01	1,500	0.01

#### VI. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

SNo	For each of the Directors and KMP	No. of Shares held 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
<b>1</b>	<b>GANESAN THIAGARAJAN *</b>				
	At the beginning of the year April 1, 2018	1	0.00%	1	0.00%
	Changes during the year	-	-	-	-
	At the end of the year March 31, 2019	1	0.00%	1	0.00%

\* Appointed as Managing Director of the Company w.e.f. April 1, 2019

**VII. INDEBTEDNESS:**

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

(Amount in ₹)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	430,955,519	-	<b>430,955,519</b>
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	<b>430,955,519</b>	-	<b>430,955,519</b>
<b>Change in Indebtedness during the financial year</b>				
Addition	-	-	-	-
Reduction	-	430,955,519	-	<b>430,955,519</b>
<b>Net changes</b>	-	<b>430,955,519</b>	-	<b>430,955,519</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>	-	-	-	-

**VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:****A. Remuneration to Managing Director, Whole-time Directors and/or Manager**

(Amount in ₹)

SNo	Particulars of Remuneration	Name of MD/WTD/Manager		Total
		Managing Director		
		Hidenori Aso*		
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2,651,520	-	<b>2,651,520</b>
	(b) Value of perquisites u/s 17(2) Income tax Act, 1961	231,389	-	<b>231,389</b>
	(c) Profits in lieu of salary under section 17(3) of Income tax Act, 1961	-	-	-
2	Stock option	-	-	-
3	Sweat equity	-	-	-
4	Commission			
	- as % of profit	-	-	-
	- others (specify)	-	-	-
5	Others (please specify)			
	Contribution to provident fund	-	-	-
	<b>Total (A)</b>	<b>2,882,909</b>	-	<b>2,882,909</b>
	Ceiling as per the Act	-	-	<b>6,000,000</b>

\* Relinquished as Managing Director of the Company w.e.f. April 1, 2019

**B. Remuneration to other Directors**

(Amount in ₹)

SNo	Particulars of Remuneration	Name of Directors		Total
		Subramanian Krishnaswamy	Ajit Gopal Nambiar	
1	Independent Directors			
	Fee for attending board committee meetings	532,500	455,000	987,500
	Commission	-	-	-
	Others, please specify	-	-	-
	<b>Total (1)</b>	<b>532,500</b>	<b>455,000</b>	<b>987,500</b>
2	Other Non-Executive Directors			
	Fee for attending board committee meetings	-	-	-
	Commission	-	-	-
	Others, please specify	-	-	-
	<b>Total (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total (B)=(1+2)</b>	<b>532,500</b>	<b>455,000</b>	<b>987,500</b>
	<b>Total Managerial Remuneration</b>	<b>-</b>	<b>-</b>	<b>3,870,409</b>

\*Relinquished from the office w.e.f. 30.03.2019

**C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD**

(Amount in ₹)

SNo	Particulars of Remuneration	Name of Key Managerial Personnel		Total
		Chief Financial Officer	Company Secretary	
		Jayaprakash Kalappan*	Subhanarayan Muduli	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3,923,791	574,034	4,497,825
	(b) Value of perquisites u/s 17(2) Income tax Act, 1961	32,400	-	32,400
	(c) Profits in lieu of salary under section 17(3) of Income tax Act, 1961	-	-	-
2	Stock option	-	-	-
3	Sweat equity	-	-	-
4	Commission			
	- as % of profit	-	-	-
	- others (specify)	-	-	-
5	Others (please specify)			
	Contribution to provident fund	249,268	34,240	283,508
	<b>Total</b>	<b>4,205,459</b>	<b>608,274</b>	<b>4,813,733</b>

\* Appointed as Chief Financial Officer of the Company w.e.f. April 1, 2018

**VIII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

There are no penalties/punishment/compounding of offences against the company and its Directors and officers for the year ended March 31, 2019.

*For and on behalf of the Board of Directors of*  
**Panasonic Appliances India Company Limited**  
CIN: U30007TN1988PLC016184

Place: Chennai  
Date: June 5, 2019

**Ganesan Thiagarajan**  
*Managing Director*  
DIN: 08377223

**Ken Nakayama**  
*Director*  
DIN: 08377188