

Panasonic APPLIANCES INDIA Co. LTD.

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2016

[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:	L30007TN1988PLC016184
ii)	Registration Date:	09/09/1988
iii)	Name of the Company:	Panasonic Appliances India Company Limited
iv)	Category / Sub – Category of the Company:	Public Limited Company/Limited by Shares
v)	Address of the Registered Office and Contact details:	National Highway, No.5, Sholavaram Village, Chennai - 600 067. Tel: + 044 22258715 Email: secretary@panasonicindia.in Website: www.panasonicappliances.in
vi)	Whether listed Company:	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any:	M/s. Integrated Enterprises (India) Limited 1st Floor, Kences Towers, 1, Ramakrishna Street, North Usman Road, T.Nagar, Chennai- 600 017, Phone: 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:

S.No	Name and Description	NIC Code of the Product / Service	% to total turnover of the Company
1	Household Appliances	275	99.92%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S.No	Name of the Company	Address	CIN, if any	Holding/Subsidiary/ Associate	(%) shares held	Applicable Section
1	Panasonic Corporation	No. 1006, Oaza Kadoma, Kadoma-shi, Osaka – 571-8501, Japan Phone: +81-6-6908-1121	NA	Holding Company	93.59	Section 2(46)

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				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	%	Demat	Physical	Total	%	
Promoter and Promoter Group									
Individuals / HUF	-	-	-	-	-	-	-	-	-
Central Govt/State Govt	-	-	-	-	-	-	-	-	-
Bodies Corporate	-	-	-	-	-	-	-	-	-
Financial Institutions / Banks	-	-	-	-	-	-	-	-	-
Any other	-	-	-	-	-	-	-	-	-
Sub Total	-	-	-	-	-	-	-	-	-
Foreign									
Individuals (Non-Resident Individuals / Foreign Individuals)	-	-	-	-	-	-	-	-	-
Bodies Corporate	8866370	45300	8911670	90.64	9201967	-	9201967	93.59	2.95
Institutions	-	-	-	-	-	-	-	-	-
Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-
Sub Total	8866370	45300	8911670	90.64	9201967	-	9201967	93.59	2.95
Total Shareholding of Promoter	8866370	45300	8911670	90.64	9201967	-	9201967	93.59	2.95
Public shareholding									
Institutions	-	-	-	-	-	-	-	-	-
Mutual Funds/UTI	1700	58100	59800	0.61	-	1700	1700	0.02	-0.59
Financial Institutions/ Banks	-	1800	1800	0.02	-	1800	1800	0.02	-
Central Government/State Government(s)	-	-	-	-	-	-	-	-	-
Venture Capital Funds	-	-	-	-	-	-	-	-	-
Insurance Companies	-	-	-	-	-	-	-	-	-
Foreign Institutional Investors	-	-	-	-	-	-	-	-	-
Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
Any Other (specify Foreign Port folio Investor (Corporate))	-	-	-	-	-	-	-	-	-
Sub Total	1700	59900	61600	0.63	-	3500	3500	0.04	-0.59

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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	%	Demat	Physical	Total	%	
Non-institutions									
Bodies Corporate	28322	11800	40122	0.41	30812	10700	41512	0.42	0.01
Individuals -									
i. Individual shareholder holding nominal share capital up to ₹ 1 lakh.	338935	422887	761822	7.75	188726	389887	578613	5.88	-1.87
Individual shareholders holding nominal share capital in excess of ₹ 1 lakh.	53500	-	53500	0.54	-	-	-	-	-0.54
Qualified Foreign Investor	-	-	-	-	-	-	-	-	
Any Other (specify)									
i. Non Resident Indians	-	-	-	-	-	-	-	-	
ii. Foreign Nationals	-	-	-	-	-	-	-	-	
iii. Trusts	-	-	-	-	-	-	-	-	
iv. Clearing members	3286	-	3286	0.03	808	-	808	0.01	-0.02
v. Overseas Bodies Corporate	-	-	-	-					
Sub-Total	424043	434687	858730	8.73	220346	400587	620933	6.32	-2.41
Total Public Shareholding	425743	494587	920330	9.36	220346	404087	624433	6.35	-3.01
Total	9292113	539887	9832000	100	9422313	409687	9832000	100.00	-
Shares held by Custodians and against which Depository Receipts have been issued	-	-	-	-	-	-	-	-	
Grand Total	9292113	539887	9832000	100	9422313	409687	9832000	100.000	-

(ii) Shareholding of Promoters

Shareholder's Name	No. of Shares held at the beginning of the year			% No. of Shares held 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 Pledged / encumbered to total shares	
1 Panasonic Corporation	89,11,670	90.64	-	92,01,967	93.59		2.95

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

Shareholder's Name	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
Beginning of the Year	89,11,670	90.64		
Transfer of shares to the Panasonic Corporation pursuant to buyout from Indian Promoters			2,90,297	2.95
At the end of the year			92,01,769	93.59

(iv) Shareholding of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

SL.No	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)	KAMALAMMA J				
	At the beginning of the Year 01-04-2015	7,500	0.08	7,500	0.08
	Changes During the Year	Nil			
	At the end of the year 31-March-2016	7,500	0.08	7,500	0.80
1(b)	CHENNA REDDY J				
	At the beginning of the Year 01-04-2015	7,500	0.08	7,500	0.08
	Changes During the Year	Nil			
	At the end of the year 31-March-2016	7,500	0.08	7,500	0.08
2	CHIRAG NAVINCHANDRA SUKHADIA				
	At the beginning of the Year 01-04-2015	6,000	0.06	6,000	0.06
	Changes During the Year	Nil			
	At the end of the year 31-March-2016	6,000	0.06	6,000	0.06
3	S L LALITHAMMA				
	At the beginning of the Year 01-04-2015	5,497	0.06	5,497	0.06
	Changes During the Year				
	Date of Change Reason				
	17.04-2015 Purchase	+215	+0.00	5,712	0.06
	At the end of the year 31-March-2016	5,712	0.06	5,712	0.06
4	SHINEUP FIBRES LTD				
	At the beginning of the Year 01-04-2015	5,000	0.05	5,000	0.05
	Changes During the Year	Nil			
	At the end of the year 31-March-2016	5,000	0.05	5,000	0.05
5	RAJENDRA SINGH SINGHVI				
	At the beginning of the Year 01-04-2015	3,785	0.04	3,785	0.04
	Changes During the Year	Nil			
	At the end of the year 31-March-2016	3,785	0.04	3,785	0.04

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(iv) Shareholding of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

SL. No	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
6	NIRANJAN NEGANDHI				
	At the beginning of the Year 01-04-2015	3,000	0.03	3,000	0.03
	Changes during the year	Nil			
	At the end of the year 31-March-2016	3,000	0.03	3,000	0.03
7	NISAR AHMED SIDDIQUI				
	At the beginning of the Year 01-04-2015	2,500	0.03	2,500	0.03
	Changes During the Year	Nil			
	At the end of the year 31-March-2016	2,500	0.03	2,500	0.03
8(a)	RAJYALAKSHMI RAMACHANDRAN				
	At the beginning of the Year 01-04-2015	2,000	0.02	2,000	0.02
	Changes During the Year	Nil			
	At the end of the year 31-March-2016	2,000	0.02	2,000	0.02
8(b)	KIRIT MODI				
	At the beginning of the Year 01-04-2015	2,000	0.02	2,000	0.02
	Changes During the Year	Nil			
	At the end of the year 31-March-2016	2,000	0.02	2,000	0.02
9	DINKAR SMAHIND				
	At the beginning of the Year 01-04-2015	1,800	0.02	1,800	0.02
	Changes During the Year	Nil			
	At the end of the year 31-March-2016	1,800	0.02	1,800	0.02
10(a)	UNIT TRUST OF INDIA				
	At the beginning of the Year 01-04-2015	1,500	0.02	1,500	0.02
	Changes during the year	Nil			
	At the end of the year 31-March-2016	1,500	0.02	1,500	0.02
10(b)	SHREEKUMAR MAHESHWARI				
	At the beginning of the Year 01-04-2015	1,500	0.02	1,500	0.02
	Changes during the year	Nil			
	At the end of the year 31-March-2016	1,500	0.02	1,500	0.02
10(c)	BIJAY KUMAR DAMANI				
	At the beginning of the Year 01-04-2015	1,500	0.02	1,500	0.02
	Changes during the year	Nil			
	At the end of the year 31-March-2016	1,500	0.02	1,500	0.02

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(iv) Shareholding of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

SL. No	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
10(d)	SHREE KANTA DAMANI				
	At the beginning of the Year 01-04-2015	1,500	0.02	1,500	0.02
	Changes during the year	Nil			
	At the end of the year 31-March-2016	1,500	0.02	1,500	0.02
10(e)	SARITA S PAI				
	At the beginning of the Year 01-04-2015	1,500	0.02	1,500	0.02
	Changes during the year	Nil			
	At the end of the year 31-March-2016	1,500	0.02	1,500	0.02

(v) Shareholding of Directors and Key Managerial Personnel:

Neither Directors nor Key Managerial Personnel holds any shares in the Company.

VI) Indebtedness

Amount in ₹

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	-	402,968,014	-	402,968,014
Change in indebtedness during the financial year				
Addition	-	61,964,163	-	61,964,163
Reduction	-	28,966,394	-	28,966,394
Net Change	-	32,997,769	-	32,997,769
Indebtedness at the end of the financial year	-	435,965,783	-	435,965,783

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VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: Amount in ₹

SI.No.	Particulars of Remuneration	Name of MD/ WTD	
		Mr. Hidenori Aso (Managing Director)	
1	Gross Salary* a) Salary as per provisions contained in section 17 (1) of the Income tax Act b) Value of perquisites u/s 17 (2) of Income tax Act c) Profits in lieu of salary under section 17 (3) of Income tax Act	2,467,680	209,522
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission-	-	-
	As % of profit- As others, specify		
5	Others, specify	-	-
	TOTAL (A)	2,677,202	
	Ceiling as per the Act (Limit of yearly remuneration as per Sch V)	4,200,000	

* Excludes salary received by Mr. Hidenori Aso from Panasonic Corporation.

B. Remuneration to other directors: Amount in ₹

SI.No.	Particulars of remuneration	Name of directors				Total amount
		A. Raghavendra Rao*	K. Subramanian	Ajit G Nambiar	T. S. Sundarambal**	
1	Independent Directors ● Fee for attending board/ committee meetings	370,000	430,000	110,000	120,000	1,030,000
	● Commission	-	-	-	-	
	● Others, please specify	-	-	-	-	
	Total (1)	370,000	430,000	110,000	120,000	1,030,000
2	Other Non Executive Directors ● Fee for attending board/ committee meetings	Shigeru Dono#		Yosuke Matsunaga		
	● Commission	-	-	-	-	
	● Others, please specify	-	-	-	-	
	Total (2)	-	-	-	-	
	Total (B) = (1 +2)	370,000	430,000	110,000	120,000	1,030,000
	Total Managerial Remuneration (A+B)					3,225,524

*Relinquished from the office w.e.f. 01.12.15

** Relinquished from the office w.e.f. 29.09.15

Relinquished from the office w.e.f. 27.04.15

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

Amount in ₹

Sl.No.	Particulars of Remuneration	Key Managerial Personnel		Total amount
		Mr. K. Ramachandran* (CFO)	Ms. Chitra** (CS)	
1	Gross Salary	911,430	217,152	1,128,582
	a) Salary as per provisions contained in section 17 (1) of the Income tax Act			
	b) Value of perquisites u/s 17 (2) of Income tax Act	-	-	
	c) Profits in lieu of salary under section 17 (3) of Income tax Act			
2	Stock Option	-	-	
3	Sweat Equity	-	-	
4	Commission	-	-	
	-As % of profit			
	-As others, specify			
5	Others, specify	-	-	
	TOTAL (A)	911,430	217,152	1,128,582

*Appointed as CFO w.e.f 27.11. 2015.

** Appointed as Company Secretary w .e. f 24.08.15 and resigned on 29.02.16.

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 on 31st March, 2016.

For and on behalf of the Board

Place: Chennai
Date: October 13, 2016

Hidenori Aso
Managing Director

K. Subramanian
Director