

# Panasonic APPLIANCES INDIA COMPANY LIMITED

## FORM NO. MGT-9

### EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 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:	U30007TN1988PLC016184
ii)	Registration Date:	September 9, 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, Ponneri Taluk, Chennai - 600067. Tel: + 91-44-26330133 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 Registry Management Services Private Limited 1st Floor, Kences Towers, 1, Ramakrishna Street North Usman Road, T.Nagar, Chennai- 600 017 Phone: +91-44-28140484

#### 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 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	52.76%
2	Manufacture of other domestic appliances	27509	47.24%

#### 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	Foreign Company	Holding Company	94.11%	Section 2(46)



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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	%	
<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	32824	10700	43524	0.44	10505	10600	21105	0.21	-0.23
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	179209	386888	566097	5.76	183348	370388	553736	5.64	-0.13
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	1287	-	1287	0.01	1196	-	1196	0.01	0.00
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies- DR -	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2)</b>	<b>213320</b>	<b>397588</b>	<b>610908</b>	<b>6.21</b>	<b>195049</b>	<b>380988</b>	<b>576037</b>	<b>5.85</b>	<b>-0.36</b>
<b>Total Public (B)</b>	<b>213320</b>	<b>401088</b>	<b>614408</b>	<b>6.25</b>	<b>195049</b>	<b>384488</b>	<b>579537</b>	<b>5.89</b>	<b>-0.36</b>
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>9430912</b>	<b>401088</b>	<b>9832000</b>	<b>100</b>	<b>9404555</b>	<b>427445</b>	<b>9832000</b>	<b>100</b>	<b>-</b>

## (ii) Shareholding of Promoters

SN	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	9217592	93.75	-	9252463	94.11	-	0.36
	<b>Total</b>	<b>9217592</b>	<b>93.75</b>	<b>-</b>	<b>9252463</b>	<b>94.11</b>	<b>-</b>	<b>0.36</b>

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

SN	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
1	At the beginning of the year	9217592	93.75	9217592	93.75
2	Transfer of shares to Panasonic Corporation	34871	0.36	-	0.36
3	At the end of the year	9252463	94.11	9252463	94.11

## (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
<b>1 (a)</b>	<b>KAMALAMMA J</b>				
	At the beginning of the Year 01-04-2017	7,500	0.08	7,500	0.08
	Changes During the Year	<b>Nil</b>			
	At the end of the year 31-March-2018	7,500	0.08	7,500	0.80
<b>1 (b)</b>	<b>CHENNA REDDY J</b>				
	At the beginning of the Year 01-04-2017	7,500	0.08	7,500	0.08
	Changes During the Year	<b>Nil</b>			
	At the end of the year 31-March-2018	7,500	0.08	7,500	0.08
<b>2</b>	<b>CHIRAG NAVINCHANDRA SUKHADIA</b>				
	At the beginning of the Year 01-04-2017	6,000	0.06	6,000	0.06
	Changes During the Year	<b>Nil</b>			
	At the end of the year 31-March-2018	6,000	0.06	6,000	0.06
<b>3</b>	<b>S L LALITHAMMA</b>				
	At the beginning of the Year 01-04-2017	5,762	0.06	5,762	0.06
	Changes During the Year	<b>Nil</b>			
	At the end of the year 31-March-2018	5,762	0.06	5,762	0.06
<b>4</b>	<b>SHINEUP FIBRES LTD</b>				
	At the beginning of the Year 01-04-2017	5,000	0.05	5,000	0.05
	Changes During the Year	<b>Nil</b>			
	At the end of the year 31-March-2018	5,000	0.05	5,000	0.05
<b>5</b>	<b>ANKAL CAPITAL LIMITED</b>				
	At the beginning of the Year 01-04-2017	3,300	0.03	3,300	0.03
	Changes During the Year	<b>Nil</b>			
	At the end of the year 31-March-2018	3,300	0.03	3,300	0.03

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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
<b>6</b>	<b>RAJENDRA JHANWAR</b>				
	At the beginning of the year April 1, 2017	-	-	2,500	0.03
	Changes during the year				
	Date of Change                      Reason				
	30.03.2018                      Transfer	+2,500	+0.03	2,500	0.03
	At the end of the year March 31, 2018	2,500	0.03	2,500	0.03
<b>7a)</b>	<b>RAJYALAKSHMI RAMACHANDRAN</b>				
	At the beginning of the Year 01-04-2017	2,000	0.02	2,000	0.02
	Changes During the Year	<b>Nil</b>			
	At the end of the year 31-March-2018	2,000	0.02	2,000	0.02
<b>7(b)</b>	<b>KIRIT MODI</b>				
	At the beginning of the Year 01-04-2017	2,000	0.02	2,000	0.02
	Changes During the Year	<b>Nil</b>			
	At the end of the year 31-March-2018	2,000	0.02	2,000	0.02
<b>8</b>	<b>ANIL KUMAR PILLAI</b>				
	At the beginning of the Year 01-04-2017	1,985	0.02	1,985	0.02
	Changes During the Year	<b>Nil</b>			
	At the end of the year 31-March-2018	1,985	0.02	1,985	0.02
<b>9(a)</b>	<b>RAJENDRA SINGH SINGHVI</b>				
	At the beginning of the Year 01-04-2017	1,800	0.02	1,800	0.02
	Changes During the Year	<b>Nil</b>			
	At the end of the year 31-March-2018	1,800	0.02	1,800	0.02
<b>9(b)</b>	<b>DINKAR S MAHIND</b>				
	At the beginning of the Year 01-04-2017	1,800	0.02	1,800	0.02
	Changes During the Year	<b>Nil</b>			
	At the end of the year 31-March-2018	1,800	0.02	1,800	0.02
<b>10</b>	<b>SHREEKUMAR MAHESWARI</b>				
	At the beginning of the year April 1, 2017	1,500	0.02	1,500	0.02
	Changes during the year	<b>Nil</b>			
	At the end of the year March 31, 2018	1,500	0.02	1,500	0.02

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## (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
<b>Indebtedness at the beginning of the financial year</b>	-	490,991,848	-	<b>490,991,848</b>
i) Principal Amount	-	490,991,848	-	<b>490,991,848</b>
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	<b>490,991,848</b>	-	<b>490,991,848</b>
<b>Change in Indebtedness during the financial year</b>				
Addition	-	30,000,000	-	<b>30,000,000</b>
Reduction	-	92,890,880	-	<b>92,890,880</b>
<b>Net changes</b>	-	<b>(62,890,880)</b>	-	<b>(62,890,880)</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	428,100,968	-	<b>428,100,968</b>
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	<b>428,100,968</b>	-	<b>428,100,968</b>

## VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Amount in ₹

Sl.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	2,651,520 225,554
2	Stock Option	-
3	Sweat Equity	-
4	Commission-	-
	As % of profit- As others, specify	
5	Others, specify Contribution to provident fund	139,202
	<b>TOTAL (A)</b>	<b>3,016,276</b>
	Ceiling as per the Act	6,000,000

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**B. Remuneration to other directors:**
**Amount in ₹**

Sl.No.	Particulars of remuneration	Name of directors		Total amount
1	Independent Directors	<b>Subramanian Krishnaswamy</b>	<b>Ajit Gopal Nambiar</b>	460,000
	● Fee for attending board/ committee meetings	230,000	230,000	
	● Commission	-	-	
	● Others, please specify	-	-	
	<b>Total (1)</b>	230,000	230,000	460,000
2	Other Non Executive Directors	<b>Kiyoshi Otaki</b>	<b>Toshihiro Sakamoto</b>	
	● Fee for attending board/ committee meetings	-	-	
	● Commission	-	-	
	● Others, please specify	-	-	
	<b>Total (2)</b>	-	-	
	Total (B) = (1 +2)	-	-	
	Total Managerial Remuneration (A+B)			<b>460,000</b>

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**
**Amount in ₹**

Sl.No.	Particulars of Remuneration	Name of Key Managerial Personnel	Total amount
		<b>Mr. Ramachandran Kunnath (CFO)</b>	
1	Gross Salary	3,854,263	3,854,263
	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 Contribution to provident fund	197,619	197,619
	<b>TOTAL ( A)</b>	<b>4,051,882</b>	<b>4,051,882</b>

**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, 2018.

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

Place : Chennai  
 Date : July 18, 2018

**Hidenori Aso**  
*Managing Director*  
 DIN: 00158246

**Subramanian Krishnaswamy**  
*Director*  
 DIN: 00019088