

**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**  
**For the financial year ended March 31, 2020**  
*[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the*  
*Companies (Management and Administration) Rules, 2014]*  
**ANNEXURE B TO THE DIRECTORS' REPORT**

**I. REGISTRATION AND OTHER DETAILS:**

- i. CIN: U34100KL2008PTC022049
- ii. Registration Date: 14.03.2008
- iii. Name of the Company: Vision Motors Private Limited
- iv. Category / Sub-Category of the Company: Private Company Limited by shares
- v. Address of the Registered office and contact details: Kuttukaran Centre, Mamangalam, Kochi, Kerala, 682025 0484 –2341134
- vi. Whether listed company: No
- vii. Name, Address and Contact details of Registrar and Transfer Agent, if any : Not Applicable

**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	Sale of Vehicles	99611811	67%
2	Sale of Spares and Accessories	99611811	11%

**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	Popular Vehicles and Services Limited, Kuttukaran Centre, Mamangalam, Kochi -25	U50102KL1983PLC003741	Ultimate Holding	---	2(46)





Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies – D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	28,00,000	89,50,000	1,17,50,000	100%	14676666	-	14676666	100%	19.94%

**ii. Shareholding of Promoter**

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding 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	Popular Mega Motors (India) Private Limited	1,17,49,999	99.99996%	-	14676665	99.99%	-	-
2	Naveen Philip (Nominee of Popular Mega Motors (India) Private Limited)	1	.00004%	-	1	.00001%	-	-

**iii. Change in Promoters' Shareholding**

*Change in the Promoters' Shareholding during the year*

Description	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	1,17,50,000	100%	1,17,50,000	100%

Add: Allotment of Equity shares on Rights issue basis on 21 <sup>st</sup> October, 2019	29,26,666	-		
At the end of the year	1,46,76,666	100%	1,46,76,666	100%

***iv. Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):***

SN	For Each of the Top 10 Shareholders	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	Not Applicable			
2	Date wise Increase / Decrease in Promoters Shareholding during the year				
3	At the end of the year				

***Shareholding of Directors and Key Managerial Personnel:***

Sl No.	Shareholding of each Directors and each Key Managerial Personnel	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.	Naveen Philip – Managing Director				
	At the beginning of the year	1	-	1	-
	Date wise Increase / Decrease in Shareholding during the year	-			
	At the end of the year	1	-	1	-
2.	Malini Eapen – Director				
	At the beginning of the year	-	-		
	Date wise Increase / Decrease in Shareholding during the year	-	-		
	At the end of the year	-	-		
3.	M.A. Sajjan- Director				
	At the beginning of the year	-	-		
	Date wise Increase / Decrease in Shareholding during the year	-	-		
	At the end of the year	-	-		

## V. INDEBTEDNESS –

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

Amount in Millions

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	118.27	748.99	---	867.26
ii) Interest due but not paid	---	---	---	---
iii) Interest accrued but not due	---	3.33	---	3.33
<b>Total (i+ii+iii)</b>	118.27	752.32	---	870.59
<b>Change in Indebtedness during the financial year</b>				
* Addition				
* Reduction	(61.24)	(430.25)		(491.49)
<b>Net Change</b>	(61.24)	(430.25)		(491.49)
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	57.03	322.07	---	379.10
ii) Interest due but not paid	---	---	---	---
iii) Interest accrued but not due	---	1.15	---	1.15
<b>Total (i+ii+iii)</b>	57.03	323.22	---	380.25

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

### A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

SN.	Particulars of Remuneration	Naveen Philip- Managing Director	Total Amount in Millions
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1.30	1.30

	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	---	---
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	---	---
2	Stock Option	---	---
3	Sweat Equity	---	---
4	Commission		
	- as % of profit	---	---
	- others, specify...	---	---
5	Others, please specify	---	---
	Total (A)	1.30	1.30
	Ceiling as per the Act		

**B. REMUNERATION TO OTHER DIRECTOR**

SN.	Particulars of Remuneration	Name of Directors		Total Amount
1	Independent Directors	----- Not Applicable-----		
	Fee for attending board committee meetings			
	Commission			
	Others, please specify			
	Total (1)			
2	Other Non-Executive Directors	Name of Directors		Total Amount
		Mrs. Malini Eapen	Mr.M.A. Sajjan	
	Fee for attending board committee meetings	Nil	Nil	
	Commission			
	Others, please specify			
	Total (2)			
	Total (B)=(1+2)			
	Total Managerial Remuneration			
Overall Ceiling as per the Act				

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

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS Ms. Surya Jacob	CFO* Mr. Deepu Joseph	Total
1	Gross salary			1.77	

	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			
2	Stock Option			
3	Sweat Equity			
4	Commission			
	- as % of profit			
	others, specify...			
5	Others, please specify			
	Total			1.77

*\*Worked for the whole year, re-designated as CFO w.e.f 18.10.2019*

**VII. PENALTIES / 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	Not Applicable				
Punishment					
Compounding					



<b>B. DIRECTORS</b>	
Penalty	Not Applicable
Punishment	
Compounding	
<b>C. OTHER OFFICERS IN DEFAULT</b>	
Penalty	Not Applicable
Punishment	
Compounding	

**For and on Behalf of Board of Directors  
of Vision Motors Private Limited**

Sd/-

Sd/-

Place: Kochi-25  
Date:28.08.2020

**Naveen Philip  
(Managing Director)  
DIN:00018827**

**M.A. Sajjan  
(Director)  
DIN:01850974**