

VOLVO GROUP INDIA PRIVATE LIMITED
CIN NO: U50101KA1996PTC024176
Registered Office: Yalachahally Village, Tavarekere Post
Hoskote Taluk, Bengaluru District- 562122.

Annexure-4

FORM NO MGT-9

Extract of Annual Return as on the financial year ended on 31st March 2019

[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:

1	CIN	U50101KA1996PTC024176
2	Registration date	02-08-1996
3	Name of the company	VOLVO GROUP INDIA PRIVATE LIMITED
4	Category /sub-category of the company	Automobile Industry
5	Address of the registered office and contact details	YALACHAHALLY VILLAGE, TAVAREKERE POST, HOSKOTE TALUK, BANGALORE-562122, KARNATAKA, INDIA
6	Whether listed company Yes/No	No
7	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 percent 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	Manufactured Goods (Tractors & Trailers, Road machinery and excavators for three months)	29102 under class 2910	45
2	Traded items (construction equipment for 3 months, spare parts and components)	45200 under class 4530	23
3	Service Income (product design, software services, logistics services)		30

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	VOLVO TRUCK CORPORATION S-40508 Gothenburg Sweden	556013-9700	Holding Company	99.675%	

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	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(a) (a) Individual/ HUF									
(b) Central Govt									
(c) State Govt(s)									
(d) Bodies Corp.									
(e) Banks/FI									
(f) Any Other									
Sub Total (A)(1):	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(2) Foreign									
(a) NRIs-Individuals									
(b) Other-Individuals									
(c) Bodies Corp	NIL	1,05,01,002	1,05,01,002	100	NIL	1,05,01,002	1,05,01,002	100	NIL
(d) Banks/FI									
(e) Any Other									
Sub-total(A)(2):-									

Total shareholding of Promoter (A)=(A)(1) + (A)(2)	NIL	1,05,01,002	1,05,01,002	100	NIL	1,05,01,002	1,05,01,002	100	
B. Public Shareholding	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
1. Institutions									
(a) Mutual Funds									
(b) Banks/FI									
(C) Central Govt									
(d) State Govt(s)									
(e) Venture Capital Funds									
(f) Insurance Companies									
(g) FIs									
(h) Foreign Venture Capital Funds									
(i) Others(specify)									
Sub-total (B)(1):	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
2. Non-Institutions	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(a) Bodies Corp									
(i) Indian									
(ii) Overseas									
(b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs.1 lakh									
(ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh									
(c) Others (specify)									
Sub total: (B)(2)									

Total Public Shareholding (B)=(B)(1) + (B)(2)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
C. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Grand Total (A+B+C)	NIL	1,05,01,002	1,05,01,002	100	NIL	1,05,01,002	1,05,01,002	NIL	NIL

(ii) Shareholding of promoters

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 shares
		No of shares	% of total shares of the company	% of shares pledged/encumbered total	No of shares	% of total shares of the company	% if shares pledged/encumbered total shares	
1	VOLVO TRUCK CORPORATION	1,04,66,883	99.99%	NIL	1,04,66,883	99.675%	NIL	NIL
2	VOLVO HOLDING SVERIGE AB	1	0.1%	NIL		0.01%	NIL	NIL
3	VOLVO BUS CORPORATION	NIL		NIL	34,118	0.325		
	Total	1,05,01,002	100%	NIL	1,05,01,002	100	NIL	NIL

(iii) Change in Promoter's Shareholding (please specify, if there is no change)

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	NA	NA	NA	NA
	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for	NA	NA	NA	NA

	increase/ decrease(e.g; allotment / transfer/bonus/sweat equity, etc):				
	At the End of the year	NA	NA	NA	NA

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

Sl.No	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
	At the beginning of the year	NA	NA	NA	NA
	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 (or on the date of separation, if separated during the year)	NA	NA	NA	NA

(v) Shareholding of Directors and Key Managerial Personnel:

Sl.No	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
	At the beginning of the year	NA	NA	NA	NA
	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 (or on the date of separation, if separated during the year)	NA	NA	NA	NA

V. INDEBTEDNESS (Rupees in Lakhs)

	Secured loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i) Principal Amount		85,335		85,335
(ii) Interest due but not paid		0		0
(iii) Interest accrued but not due		137		137
Total(i+ii+iii)		85,472		85,472
Change in Indebtedness during the financial year				
Addition		20,670		20,670
Reduction due to repayment/pursuant to demerge		(49,448)		(49,448)
Net Change		(28,778)		(28,778)
Indebtedness at the end of the financial year				
i) Principal Amount		56,557		56,557
(ii) Interest due but not paid		0		0
(iii) Interest accrued but not due		156		156
Total(i+ii+iii)	NIL	56,713	NIL	56,713

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl.No	Particular of Remuneration	Name of MD/WTD/Manager	Total Amount
		Mr. Kamal Bali, MD	
1	Gross Salary (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 (b) Value of perquisites under Section 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	2,33,23,320 NIL	2,33,23,320 NIL
2	Stock option	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission	NIL	NIL
	- as% of profit	NIL	NIL
	-others, specify..	NIL	NIL

5	Others, please specify	NIL	NIL
	Total(A)	2,33,23,320	2,33,23,320
	Ceiling as per Act	NA	NA

B. Remuneration to other directors:

Sl.No	Particulars of Remuneration	Name of Directors	Name of Directors	Name of Directors	Name of Directors	Name of Directors	Total Amount
3	Independent Directors <ul style="list-style-type: none"> Fee for attending Board committee meetings Commission Others, please specify Total(1)	NA	NA	NA	NA	NA	NA
4	Others Non-Executive Directors <ul style="list-style-type: none"> Fee for attending Board committee meetings Commission Others, please specify Total(2) Total (B) = (1+2) Total Managerial Remuneration Overall Ceiling as per the Act	Mr. Niklas Valdemar Gustafsson NIL NIL NIL NIL	Mr. Anders Abramsson NIL NIL NIL	Mr. Suresh Chettiar NIL NIL NIL	Mr. S Gangadhar NIL NIL NIL	Ms. Elisabeth Rokke NIL NIL NIL	NIL NIL NIL NIL NA

C. Remuneration to key managerial personnel other than MD/Manager/WTD

(Amount in Rupees)

Sl. No	Particulars of Remuneration	CFO	Company Secretary	Total
1	Gross Salary (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	Manoj Sebastian 9,309,439	Laxminarayan Hegde 5,520,457	14,829,896

	(b) Value of perquisites under Section 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	NIL
2	Stock option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL
	- as% of profit	NIL	NIL	NIL
	-others, specify.	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL
	Total	9,309,439	5,520,457	14,829,896

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)
A. COMPANY					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

On behalf of the Board of Directors
For Volvo Group India Private Limited

Date: November 12, 2019

Niklas Gustafsson
Chairman

Kamal Bali
Managing Director