

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



# Annual Return

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L29113DL1984PLC018415

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCS7787C

(ii) (a) Name of the company

JTEKT INDIA LIMITED

(b) Registered office address

UGF-6 INDRAPRAKASH21 BARAKHAMBA ROAD  
NEW DELHI  
Delhi  
110001  
India

(c) \*e-mail ID of the company

sushil.jhamb@jtekt.co.in

(d) \*Telephone number with STD code

01123311924

(e) Website

www.jtekt.co.in

(iii) Date of Incorporation

14/06/1984

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	NATIONAL STOCK EXCHANGE - A1024	1,024
2	BOMBAY STOCK EXCHANGE - A 1	1

(b) CIN of the Registrar and Transfer Agent

U72400TG2003PTC041636

Pre-fill

Name of the Registrar and Transfer Agent

KARVY COMPUTERSHARE PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

46,,AVENUE, 4TH STREET,NO.1, BANJARA HILLS,  
HYDERABAD.

(vii) \*Financial year From date 01/04/2017 (DD/MM/YYYY) To date 31/03/2018 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM

10/08/2018

(b) Due date of AGM

30/09/2018

(c) Whether any extension for AGM granted

Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	JTEKT CORPORATION		Holding	69.82
2	JTEKT SONA AUTOMOTIVE INC	U29268DL2007PLC165741	Subsidiary	49

3	SONA FUJI KIKO AUTOMOTIVE	U35122DL2007PLC166496	Subsidiary	51
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#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	271,000,000	198,741,832	198,741,832	198,741,832
Total amount of equity shares (in Rupees)	271,000,000	198,741,832	198,741,832	198,741,832

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>ORDINARY EQUITY SHARES</b>				
Number of equity shares	271,000,000	198,741,832	198,741,832	198,741,832
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	271,000,000	198,741,832	198,741,832	198,741,832

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

###### (c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

###### (d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium

<b>Equity shares</b>				
<b>At the beginning of the year</b>	198,741,832	198,741,832	198,741,832	
<b>Increase during the year</b>	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify	0	0	0	
NIL				
<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify	0	0	0	
NIL				
<b>At the end of the year</b>	198,741,832	198,741,832	198,741,832	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify	0	0	0	
NIL				

<b>Decrease during the year</b>	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify	0	0	0	
NIL				
<b>At the end of the year</b>	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

Nil

[Details being provided in a CD/Digital Media]

Yes     No     Not Applicable

Separate sheet attached for details of transfers

Yes     No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<div style="border: 1px solid black; padding: 2px;">22/08/2017</div>
Date of registration of transfer (Date Month Year)	<div style="border: 1px solid black; height: 20px;"></div>
Type of transfer	<div style="border: 1px solid black; display: inline-block; width: 100px; height: 20px;"></div> 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<div style="border: 1px solid black; display: inline-block; width: 150px; height: 20px;"></div> <div style="margin-left: 20px;">Amount per Share/ Debenture/Unit (in Rs.)</div> <div style="border: 1px solid black; display: inline-block; width: 150px; height: 20px;"></div>
Ledger Folio of Transferor	<div style="border: 1px solid black; height: 20px;"></div>

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee	<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

**(iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			2,291,634,040.03
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
<b>Total</b>			2,291,634,040.03

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)****(i) Turnover**

12,509,120,184.46

**(ii) Net worth of the Company**

3,175,114,741.58

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	13,800,000	6.94	0	
10.	Others FOREIGN BODIES CORPORATE	138,771,253	69.82	0	
	<b>Total</b>	152,571,253	76.76	0	0

**Total number of shareholders (promoters)**

2

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	33,378,304	16.79	0	
	(ii) Non-resident Indian (NRI)	1,995,547	1	0	
	(iii) Foreign national (other than NRI)	3,134	0	0	



2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	1,200,000	0.6	0	
4.	Banks	30,400	0.02	0	
5.	Financial institutions	6,000	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	152,000	0.08	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,383,239	2.21	0	
10.	Others FOREIGN PORTFOLIO INVES	5,021,955	2.53	0	
	<b>Total</b>	46,170,579	23.23	0	0

**Total number of shareholders (other than promoters)**

51,229

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

51,231

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	16	2
Members (other than promoters)	49,808	51,229
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

<b>A. Promoter</b>	0	2	0	0	0	0
<b>B. Non-Promoter</b>	1	6	2	6	0	0
(i) Non-Independent	1	0	2	2	0	0
(ii) Independent	0	6	0	4	0	0
<b>C. Nominee Directors representing</b>	1	2	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	1	2	0	1	0	0
Total	2	10	2	7	0	0

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date**

11

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
HIDEKAZU OMURA	06865724	Nominee director	0	
KIYOZUMI KAMIKI	06536243	Managing Director	0	30/06/2018
SUDHIR CHOPRA	00058148	Whole-time director	1,500	
SEIHO KAWAKAMI	03621026	Director	0	10/08/2018
TOSHIYA MIKI	07505339	Director	0	
RAVI BHOOTHALINGA	00194530	Director	0	
SHAMSHER SINGH ME	02201929	Director	0	
RAMESH SURI	00176488	Director	0	04/07/2018
GEETA MATHUR	02139552	Additional director	0	
RAJIV CHANANA	AAFPC6074M	CFO	3,000	
SUDHIR CHOPRA	AAKPC0305J	Company Secretary	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

13

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
SUNJAY KAPUR	00145529	Director	18/05/2017	CESSATION
KIRAN MANOHAR DES	01807023	Whole-time directo	18/05/2017	CESSATION
KIYOZUMI KAMIKI	06536243	Managing Director	18/05/2017	CHANGE IN DESIGNATION
RANI KAPUR	00465750	Director appointed	18/05/2017	CESSATION
PREM KUMAR CHADH	00245680	Director	23/06/2017	CESSATION
RAMNI NIRULA	00015330	Director	30/10/2017	CESSATION
PRASHAN ABHAYKUM	00029664	Director	31/05/2017	CESSATION
TOSHIYA MIKI	07505339	Director	22/08/2017	CHANGE IN DESIGNATION
SEIHO KAWAKAMI	03621026	Additional director	18/05/2017	APPOINTMENT
SEIHO KAWAKAMI	03621026	Director	22/08/2017	CHANGE IN DESIGNATION
GEETA MATHUR	02139552	Additional director	10/11/2017	APPOINTMENT
SUDHIR CHOPRA	00058148	Additional director	18/05/2017	APPOINTMENT
SUDHIR CHOPRA	00058148	Whole-time directo	22/08/2017	CHANGE IN DESIGNATION

## IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	22/08/2017	49,988	4,785	0.32

### B. BOARD MEETINGS

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	18/05/2017	12	10	83.33
2	24/05/2017	11	9	81.82
3	11/08/2017	9	6	66.67
4	10/11/2017	9	8	88.89
5	02/02/2018	9	8	88.89
6	09/02/2018	9	9	100

### C. COMMITTEE MEETINGS

Number of meetings held

25

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	18/05/2017	6	6	100
2	AUDIT COMM	24/05/2017	4	4	100
3	AUDIT COMM	10/08/2017	3	3	100
4	AUDIT COMM	09/11/2017	3	3	100
5	AUDIT COMM	08/02/2018	3	3	100
6	AUDIT COMM	09/02/2018	3	3	100
7	AUDIT COMM	23/03/2018	4	4	100
8	NOMINATION	18/05/2017	3	2	66.67
9	NOMINATION	24/05/2017	3	3	100
10	NOMINATION	11/08/2017	3	3	100

### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								10/08/2018
								(Y/N/NA)

1	HIDEKAZU OI	6	6	100	11	10	90.91	Yes
2	KIYOZUMI KA	6	6	100	19	19	100	Not Applicable
3	SUDHIR CHO	5	5	100	1	1	100	Yes
4	SEIHO KAWA	5	5	100	0	0	0	Not Applicable
5	TOSHIYA MIK	6	4	66.67	0	0	0	Yes
6	RAVI BHOOTI	6	6	100	16	16	100	Yes
7	SHAMSHER S	6	6	100	15	15	100	Yes
8	RAMESH SUP	6	2	33.33	0	0	0	Not Applicable
9	GEETA MATH	3	3	100	1	1	100	Yes

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUDHIR CHOPRA	DIRECTOR(CO)	9,530,408	5,000,000	0	1,406,612	15,937,020
2	KIYOZUMI KAMIKI	MANAGING DIR	7,377,023	0	0	720,000	8,097,023
3	KIRAN MANOHAR	EXECUTIVE VIC	1,763,346	0	0	180,144	1,943,490
	Total		18,670,777	5,000,000	0	2,306,756	25,977,533

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAJIV CHANANA	CHEIF FINANCI	7,947,199	0	0	0	7,947,199
	Total		7,947,199	0	0	0	7,947,199

Number of other directors whose remuneration details to be entered

12

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	HIDEKAZU OMURA	CHAIRMAN	0	0	0	1,600,000	1,600,000
2	SEIHO KAWAKAMI	NON EXECUTIV	0	0	0	500,000	500,000
3	SUNJAY KAPUR	CHAIRMAN	0	0	0	300,000	300,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
4	RANI KAPUR	DIRECTOR	0	0	0	200,000	200,000
5	TOSHIYA MIKI	NOMINEE DIRE	0	0	0	400,000	400,000
6	PREM KUMAR CHA	INDEPENDENT	0	0	0	800,000	800,000
7	RAVI BHOOTHALIN	INDEPENDENT	0	2,160,000	0	2,500,000	4,660,000
8	LT. GEN. RETD. SH	INDEPENDENT	0	2,100,000	0	2,100,000	4,200,000
9	RAMESH SURI	INDEPENDENT	0	250,000	0	200,000	450,000
10	PRASAN ABHAYKU	INDEPENDENT	0	0	0	0	0
11	RAMNI NIRULA	INDEPENDENT	0	0	0	400,000	400,000
12	GEETA MATHUR	INDEPENDENT	0	490,000		700,000	1,190,000
	Total		0	5,000,000	0	9,700,000	14,700,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

MR. S.S. GUPTA

Whether associate or fellow

Associate  Fellow

Certificate of practice number

4907

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.  
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

AKIHIKO  
KAWANO

DIN of the director

08160588

**To be digitally signed by**

SUDHIR  
CHOPRA

Company Secretary

Company secretary in practice

Membership number

2190

Certificate of practice number

**Attachments**

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

List of Shareholders.pdf
Copy of MGT-8.pdf
Details of Transfers.pdf
Committee Meetings.pdf

**Remove attachment**

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**