

ANNEXURE 7 TO DIRECTORS' REPORT

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2020

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

FORM NO. MGT-9

I REGISTRATION AND OTHER DETAILS

i)	CIN	L25111TN1982PLC009414
ii)	Registration Date	2nd June, 1982
iii)	Name of the Company	TVS SRICHAKRA LIMITED
iv)	Category / Sub-Category of the Company	Company limited by Shares / Non-Government Company
v)	Address of the Registered Office and contact details	TVS Building, 7-B West Veli Street, Madurai 625 001 Tel : 0452 – 2443300
vi)	Whether Listed Company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s Integrated Registry Management Services Private Limited Kences Towers, II Floor, No. 1 Ramakrishna Street North Usman Road, T Nagar Chennai 600 017 Tel : 044 – 28140802

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
		Code	Description	
1.	Tyres and Tubes including road use tyres / tubes; this includes, two wheeler tyres and tubes, off the road tyres used in implements / forklifts / industrial tractors, and other machinery(s), non-highway service tyres such as sand tyres, grader tyres, compactor tyres and vintage tyres, Multi-Purpose Tyres (MPT), flotation tyres, Radial tyres, tubeless tyres, farm tyres and tubes used therein and Solid resilient tyres	Section C	Manufacturing	100%
		Division 22	Manufacture of Rubber & Plastic Products	
		Group 221	Manufacture of Rubber Products	
		Class 2211	Manufacture of Rubber Tyres & Tubes, Retreading and Rebuilding of Rubber Tyres	

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.	TVS Srichakra Investments Limited	U65100TN2010PLC074498	Subsidiary	100%	2 (87)
2.	TVS Sensing Solutions Private Limited (formerly known as ZF Electronics TVS (India) Private Limited)	U30007TN1993PTC026291	Subsidiary	100% held by S.No.1	2 (87)
3.	Fiber Optic Sensing Solutions Private Limited	U31900TN2019PTC131018	Subsidiary	90% held by S.No.2	2 (87)

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IV. SHAREHOLDING PATTERN (EQUITY Share Capital break up as percentage of Total Equity)

i) Category-wise Share holding

Category of Shareholder (II)	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	SHAREHOLDING OF PROMOTER AND PROMOTER GROUP									
(1)	Indian									
a	Individual/Hindu Undivided Family	479017	0	479017	6.25	479017	0	479017	6.25	-
b	Central Government/ State Governments	-	-	-	-	-	-	-	-	-
c	Bodies Corporate	2994544	0	2994544	39.11	2994544	0	2994544	39.11	-
d	Financial Institutions / Banks	-	-	-	-	-	-	-	-	-
e	Any other (Specify)	-	-	-	-	-	-	-	-	-
	Sub Total A(1)	3473561	0	3473561	45.36	3473561	0	3473561	45.36	-
(2)	Foreign									
a	Individual (Non resident Individuals / Foreign individuals)	-	-	-	-	-	-	-	-	-
b	Bodies Corporate	-	-	-	-	-	-	-	-	-
c	Institutions	-	-	-	-	-	-	-	-	-
d	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
e	Any other (Specify)	-	-	-	-	-	-	-	-	-
	Sub Total A(2)	0	0	0	0.00	0	0	0	0.00	-
	Total shareholding of Promoter and Promoter Group (A)= (A)(1) +(A)(2)	3473561	0	3473561	45.36	3473561	0	3473561	45.36	-
B	Public Shareholding									
(1)	Institutions									
a	Mutual Funds/ UTI	390736	500	391236	5.11	413946	500	414446	5.41	0.30
b	Financial Institutions / Banks	8600	700	9300	0.12	17109	700	17809	0.23	0.11
c	Central Government/ State Governments	94	0	94	0.00	94	0	94	0.00	-
d	Venture capital Funds	-	-	-	-	-	-	-	-	-
e	Insurance Companies	-	-	-	-	-	-	-	-	-
f	Foreign Institutional Investors	150	0	150	0.00	150	0	150	0.00	-
g	Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
h	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
i	Any other	-	-	-	-	-	-	-	-	-
	Sub Total B(1)	399580	1200	400780	5.23	431299	1200	432499	5.65	0.41
(2)	Non-Institutions									
a	Bodies Corporate	533278	2033	535311	6.99	485482	1833	487315	6.36	(0.63)
b	Individuals	-	-	-	-	-	-	-	-	-
(i)	Individual Shareholders holding Nominal Share Capital upto Rs.1 Lakh	2018733	460871	2479604	32.38	2137439	395160	2532599	33.08	0.69
(ii)	Individual Shareholders holding Nominal Share Capital in excess of Rs.1 Lakh	426312	24775	451087	5.89	386125	24775	410900	5.37	(0.52)
c	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
d	Any other	-	-	-	-	-	-	-	-	-
d(i)	ALTERNATIVE INVESTMENT FUND	22969	0	22969	0.30	35551	0	35551	0.46	0.16
d(ii)	BODY CORPORATE-CLIENT COLLATERAL ACCOUNT	0	0	0	0.00	69348	0	69348	0.91	0.91

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Category of Shareholder (II)		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	
d(iii)	CLEARING MEMBER	4293	0	4293	0.06	6073	0	6073	0.08	0.02
d(iv)	FOREIGN PORT FOLIO INVESTOR-CORPORATE	155800	0	155800	2.03	80276	0	80276	1.05	(0.99)
d(v)	IEPF	100841	0	100841	1.32	109464	0	109464	1.43	0.11
d(vi)	LIMITED LIABILITY PARTNERSHIP	20124	0	20124	0.26	9061	0	9061	0.12	(0.14)
d(vii)	MARGIN TRADING ACCOUNT-CORPORATE	10980	0	10980	0.14	4525	0	4525	0.06	(0.08)
d(viii)	TRUST	1300	400	1700	0.02	1300	400	1700	0.02	-
d(ix)	BODY CORPORATE-CLIENT MARGIN TRADING SEC	0	0	0	0.00	510	0	510	0.01	0.01
d(x)	CORPORATE CLIENT COLLATERAL ACCOUNT	0	0	0	0.00	3668	0	3668	0.05	0.05
	Sub Total B(2)	3294630	488079	3782709	49.40	3328822	422168	3750990	48.99	(0.41)
	Total Public Shareholding (B)= (B)(1)+(B)(2)	3694210	489279	4183489	54.64	3760121	423368	4183489	54.64	-
	TOTAL (A) + (B)	7167771	489279	7657050	100.00	7233682	423368	7657050	100.00	-
C	Shares held by Custodians and against which Depository Receipts have been issued									
1	Promoter and Promoter Group	-	-	-	-	-	-	-	-	-
2	Public	-	-	-	-	-	-	-	-	-
	Grand Total (A) + (B) + (C)	7167771	489279	7657050	100.00	7233682	423368	7657050	100.00	-

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
		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	T V Sundram Iyengar & Sons Pvt. Ltd	2123115	27.73	N.A.	2123115	27.73	N.A.	NIL
2	Sundaram Industries Pvt. Ltd	750000	9.79	N.A.	750000	9.79	N.A.	NIL
3	Ms. Shobhana Ramachandhran (Promoter cum Director)	287051	3.75	N.A.	287051	3.75	N.A.	NIL
4	Sri R Haresh	46320	0.61	N.A.	46320	0.61	N.A.	NIL
5	Nitya Kalyanee Investment Ltd	121429	1.59	N.A.	121429	1.59	N.A.	NIL
6	Sri R Naresh (Promoter cum Director)	144656	1.89	N.A.	144656	1.89	N.A.	NIL
7	Sri R Haresh	945	0.01	N.A.	945	0.01	N.A.	NIL
8	Sri R Dinesh	45	0.00	N.A.	45	0.00	N.A.	NIL
	TOTAL	3473561	45.36		3473561	45.36		NIL

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

Sl. No.	Name of the Shareholder	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
NIL					

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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		Purchase / (Sales) of the during 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	No. of shares	% of total shares of the Company
1	L&T MUTUAL FUND						
	PAN :AAATC4460E						
	Opening Balance as on 30-03-2019	380961	4.98				
	14-06-2019			(30425)	(0.39)	350536	4.58
	21-06-2019			30425	0.40	380961	4.98
	06-09-2019			1287	0.02	382248	4.99
	13-09-2019			6414	0.08	388662	5.08
	27-09-2019			24753	0.32	413415	5.40
	30-09-2019			473	0.01	413888	5.41
	Closing Balance as on 31-03-2020					413888	5.41
2	GAGANDEEP CREDIT CAPITAL PVT LTD						
	PAN :AAACO0519R						
	Opening Balance as on 30-03-2019	336770	4.40				
	Closing Balance as on 31-03-2020					336770	4.40
3	NILESH KISHOR SHAH						
	PAN :ANTPS5205R						
	Opening Balance as on 30-03-2019	112125	1.46				
	24-05-2019			(6000)	(0.08)	106125	1.39
	13-03-2020			(35000)	(0.46)	71125	0.93
	Closing Balance as on 31-03-2020					71125	0.93
4	INVESTOR EDUCATION AND PROTECTION FUND AUTHORITY MINISTRY OF CORPORATE AFFAIRS						
	PAN :EXEMPTCATA						
	Opening Balance as on 30-03-2019	100841	1.32				
	03-05-2019			(300)	(0.00)	100541	1.31
	12-07-2019			(304)	(0.00)	100237	1.31
	19-07-2019			(820)	(0.01)	99417	1.30
	02-08-2019			(150)	(0.00)	99267	1.30
	06-09-2019			(100)	(0.00)	99167	1.30
	13-09-2019			(150)	(0.00)	99017	1.29
	30-09-2019			(25)	(0.00)	98992	1.29
	11-10-2019			(12)	(0.00)	98980	1.29
	15-11-2019			(50)	(0.00)	98930	1.29
	22-11-2019			(150)	(0.00)	98780	1.29
	06-12-2019			11166	0.15	109946	1.44
	31-12-2019			(80)	(0.00)	109866	1.44
	17-01-2020			(125)	(0.00)	109741	1.43
	24-01-2020			(125)	(0.00)	109616	1.43
	31-01-2020			(52)	(0.00)	109564	1.43
	14-02-2020			(25)	(0.00)	109539	1.43
	28-02-2020			(75)	(0.00)	109464	1.43
	Closing Balance as on 31-03-2020					109464	1.43
5	PARAMJIT MANN						
	PAN :AAQPM9008A						
	Opening Balance as on 30-03-2019	75882	0.99				
	26-04-2019			(105)	(0.00)	75777	0.99
	11-10-2019			(289)	(0.00)	75488	0.99

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Sl. No.	For each of the Top 10 shareholders	Shareholding at the beginning of the year		Purchase / (Sales) of the during 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	No. of shares	% of total shares of the Company
	06-12-2019			(211)	(0.00)	75277	0.98
	14-02-2020			(220)	(0.00)	75057	0.98
	20-03-2020			(236)	(0.00)	74821	0.98
	Closing Balance as on 31-03-2020					74821	0.98
6	VALUEQUEST INDIA MOAT FUND LIMITED						
	PAN :AAECV7085K						
	Opening Balance as on 30-03-2019	72742	0.95				
	05-04-2019			(25852)	(0.34)	46890	0.61
	12-04-2019			(14162)	(0.19)	32728	0.43
	19-04-2019			(3799)	(0.05)	28929	0.38
	26-04-2019			(4329)	(0.06)	24600	0.32
	24-05-2019			(555)	(0.01)	24045	0.31
	28-06-2019			(1646)	(0.02)	22399	0.29
	27-09-2019			(22399)	(0.29)	0	0.00
	Closing Balance as on 31-03-2020					0	0.00
7	ANVIL FINTRADE PVT LTD						
	PAN :AABCA9882E						
	Opening Balance as on 30-03-2019	67585	0.88				
	Closing Balance as on 31-03-2020					67585	0.88
8	UDAY NANDLAL SHAH						
	PAN :AAEPS1435R						
	Opening Balance as on 30-03-2019	46750	0.61				
	Closing Balance as on 31-03-2020					46750	0.61
9	SHANTIKUMAR GIRDHARLAL SHAH						
	PAN :AADPS2011A						
	Opening Balance as on 30-03-2019	29375	0.38				
	10-05-2019			(400)	(0.01)	28975	0.38
	Closing Balance as on 31-03-2020					28975	0.38
10	SHARAD NANDLAL SHAH						
	PAN :AAEPS1430L						
	Opening Balance as on 30-03-2019	26250	0.34				
	13-12-2019			(15000)	(0.20)	11250	0.15
	20-03-2020			30000	0.39	41250	0.54
	Closing Balance as on 31-03-2020					41250	0.54
11	NILESH DHIRAJLAL SHAH						
	PAN :BBAPS8167E						
	Opening Balance as on 30-03-2019	26231	0.34				
	Closing Balance as on 31-03-2020					26231	0.34
12	ANVIL SHARE AND STOCK BROKING PVT. LTD						
	PAN :AABCA8643D						
	Opening Balance as on 30-03-2019	25000	0.33				
	13-03-2020			35000	0.46	60000	0.78
	Closing Balance as on 31-03-2020					60000	0.78

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V. Shareholding of Directors and Key Managerial Personnel

Sl. No.	For each of the Directors and KMP	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	Sri R Naresh	144656	1.89	144656	1.89
	At the end of the year			144656	1.89
2	Ms Shobhana Ramachandhran	287051	3.75	287051	3.75
	At the end of the year			287051	3.75
3	Sri M S Viraraghavan - Director	900	0.01	900	0.01
	At the end of the year			900	0.01
4	Sri P Vijayaraghavan - Director	150	-	150	-
	At the end of the year			150	-

The following Directors / Key Managerial Personnel (KMP) did not hold any shares

Directors - M/s H Janardana Iyer, V Ramakrishnan, Rasesh R Doshi, V Anantha Nageswaran

KMPs - M/s B Rajagopalan, P Srinivasan

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment (Rs. In crores)

		Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
	Indebtedness at the beginning of the financial year				
i)	Principal Amount	412.69	-	-	412.69
ii)	Interest due but not paid	-	-	-	-
iii)	Interest accrued but not due	2.61	-	-	2.61
	Total (i+ii+iii)	415.30	-	-	415.30
	Change in Indebtedness during the financial year				
	Addition	-	-	-	-
	Reduction	-	-	-	-
	Net Change	-	-	-	-
	Indebtedness at the end of the financial year				
i)	Principal Amount	336.27	-	-	336.27
ii)	Interest due but not paid	-	-	-	-
iii)	Interest accrued but not due	1.42	-	-	1.42
	Total (i+ii+iii)	337.69	-	-	337.69

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director / Whole Time Director and / or Manager

(Rs. In lakhs)

Sl. No.	Particulars of Remuneration	Name of MD / WTD		Total Amount
		Ms S R	Mr R N	
1	Gross Salary			
a)	Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	325.32	172.80	498.12
b)	Value of perquisites u/s 17(2) of Income Tax Act 1961	-	-	-
c)	Profits in lieu of salary under section 17(3) of Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	122.00	290.00	412.00
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others-Contribution to Provident & Superannuation Fund	52.18	-	52.18
	Total (A)	499.50	462.80	962.30
	Ceiling as per the Act	-	-	1001.28

Ms SR - Ms Shobhana Ramachandhran - Managing Director, Mr R N - Mr R Naresh - Executive Vice Chairman

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B. Remuneration to other Directors

(Rs. In lakhs)

Sl. No.	Particulars of Remuneration	Name of Directors					Total Amount
		Mr M S V	Mr H J I	Mr R R D	Dr V A N	Mr V R	
	Independent Directors						
1	Fee for attending Board/Committee Meetings	1.20	0.90	1.50	0.70	1.00	5.30
2	Commission	12.00	12.00	12.00	8.00	8.00	52.00
3	Others, please specify	-	-	-	-	-	-
	Total (1)	13.20	12.90	13.50	8.70	9.00	57.30
	Other Non Executive Director	Mr P V					
1	Fee for attending Board/Committee Meetings	2.40	-	-	-	-	2.40
2	Commission	12.00	-	-	-	-	12.00
3	Others, please specify	-	-	-	-	-	-
	Total (2)	14.40	-	-	-	-	14.40
	Total (B)=(1+2)	-	-	-	-	-	71.70
	Total Managerial Remuneration (A) + (B)	-	-	-	-	-	1034.00
	Overall Ceiling as per the Act	-	-	-	-	-	1101.40

Mr MSV - Mr MS Viraraghavan, Mr HJI - Mr H Janardana Iyer, Mr RRD - Mr Rasesh R Doshi, Dr VAN - Dr V Anantha Nageswaran, Mr V R - Mr V Ramakrishnan, Mr P V - Mr P Vijayaraghavan

C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD

(Rs. In lakhs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total
		Chief Financial Officer	Company Secretary	
1	Gross Salary	71.19	34.27	105.46
a)	Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	-	-	-
b)	Value of perquisites u/s 17(2) of Income Tax Act 1961	-	-	-
c)	Profits in lieu of salary under section 17(3) of Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others-Contribution to Provident & Superannuation Fund	3.54	4.02	7.56
	Total	74.73	38.29	113.02

VII Penalties / Punishment / Compounding of Offences

There were no penalties / punishment / compounding of offences for the year ended 31st March, 2020.