## FORM NO. MGT-7

Form language

[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]

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



# **Annual Return**

Refer	the instruction kit for filing the form	n.					
I. RE	EGISTRATION AND OTHER	DETAILS					
(i) * C	orporate Identification Number (CI	N) of the company	U31300	PN2005PTC021394 Pre-fill			
G	llobal Location Number (GLN) of t	ne company					
* F	ermanent Account Number (PAN)	of the company	AACCT3	3396H			
(ii) (a	) Name of the company		TATA AUTOCOMP GY BATTERII				
(b	) Registered office address						
	TACO HOUSE, DAMLE PATH, OFF LA' ERANDWANE, PUNE Maharashtra 411004	W COLLEGE ROAD					
(c	*e-mail ID of the company		tgyfinar	nce@tatagreenbattery.c			
(d	) *Telephone number with STD co	de	021386	72400			
(e	) Website		www.ta	itagreenbattery.com			
(iii)	Date of Incorporation		10/10/2	2005			
(iv)	Type of the Company	Category of the Company		Sub-category of the Company			
	Private Company	Company limited by sha	'es	Indian Non-Government company			
(v) Wh	ether company is having share ca	pital	Yes (	○ No			

Yes

No

(vii) *Financial year From	date 01/04/	2020	] (DD/MM/YY	YY) To date	31/03/2021	(DD/	MM/YYYY)
(viii) *Whether Annual gen			•	Yes (	No	(==/-	,
(viii) Wiletiel Ailidal geli	iciai meeting	y (AOM) ficia		163	NO		
(a) If yes, date of AG	M [	18/05/2021					
(b) Due date of AGM	;	30/09/2021					
(c) Whether any exte	nsion for AG	M granted		O Yes	<ul><li>No</li></ul>		
II. PRINCIPAL BUSIN	NESS ACT	IVITIES OF	THE COMP	ANY			
*Number of busines	ss activities	1					
S.No Main De Activity group code	scription of N	Main Activity gro	Business Activity Code	Description	of Business <i>A</i>	Activity	% of turnover of the company
1 C	Manu	ıfacturing	C10			eral Purpose an ry & equipment	100
*No. of Companies for wh	nich informa	ition is to be gi	ven 0	Pre-	Fill All		
S.No Name of the	company	CIN / F	CRN	Holding/ Subside Joint \	diary/Associa /enture	te/ % of s	shares held
1							
IV. SHARE CAPITAL,	DERENT	IIRES AND (	THER SEC	LIBITIES O	F THE COI	MDANY	
IV. OHARE OAI HAE,	DEBERT	OKEO AND V		JOKITIEG G	11112 001	WII AITT	
i) *SHARE CAPITAL							
(a) Equity share capital							
Particulars		Authorised capital	lssue capita		scribed apital	Paid up capita	1
Total number of equity sh	ares	207,500,000	207,500,00	207,500	0,000	207,500,000	
Total amount of equity sh Rupees)	ares (in	2,075,000,000	2,075,000,	000 2,075,0	00,000 2	2,075,000,000	
Number of classes			1				

207,500,000

207,500,000

Number of equity shares

207,500,000

207,500,000

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,075,000,000	2,075,000,000	2,075,000,000	2,075,000,000

## (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	14,000,000	0	0	0
Total amount of preference shares (in rupees)	140,000,000	0	0	0

Number of classes

Class of shares	Λ41'I	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	14,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	140,000,000	0	0	0

## (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
Equity shares				
At the beginning of the year	177,500,000	1,775,000,000	1,775,000,000	
Increase during the year	30,000,000	300,000,000	300,000,000	0
i. Pubic Issues	0	0	0	0
ii. Rights issue	30,000,000	300,000,000	300,000,000	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
x. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
. Buy-back of shares	0	0	0	0
i. Shares forfeited	0	0	0	0
ii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	207,500,000	2,075,000,000	2,075,000,000	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
ii. Others, specify				
Decrease during the year	0	0	0	0
. Redemption of shares	0	0	0	0
i. Shares forfeited	0	0	0	0
ii. Reduction of share capital	0	0	0	0
v. Others, specify				
		0	0	

Class of shares			(i)			(ii)		(iii)	
Before split /	Number of shares								
Consolidation	Face value per share								
After split /	Number of shares								
Consolidation	Face value per share								
(iii) Details of share of the first return at								al year (or in	the case
⊠ Nil									
[Details being prov	rided in a CD/Digital Me	edia]		0	Yes	<u> </u>	No	O Not Applica	ıble
Separate sheet att	ached for details of trar	nsfers		0	Yes	O 1	No		
Note: In case list of trans Media may be shown.	fer exceeds 10, option	for subm	ission a	s a separa	te sheet	t attachr	nent or	submission in a C	:D/Digital
Date of the previous	annual general meet	ting							
Date of registration of	of transfer (Date Mon	th Year)							
Type of transfe	er	1 - E	quity, 2	2- Prefere	ence Sh	ares,3	- Debei	ntures, 4 - Stoc	<
Number of Shares/ I Units Transferred	Debentures/	·		Amount Debenti					
Ledger Folio of Tran	sferor								
Transferor's Name									
	Surname			middle	name			first name	
Ledger Folio of Transferee									
Transferee's Name									
	Surname			middle	name			first name	

Date of registration of transfer (Date Month Year)							
Type of transfer 1 - Equity, 2- Preference Shares,3 - Debentures, 4						Debentures, 4 - Stock	
Number of Shares/ D Units Transferred	ebentures	6/			Amount per Share/ Debenture/Unit (in Rs.)		
Ledger Folio of Transferor							
Transferor's Name							
	Sı	urname			middle name	first name	
Ledger Folio of Transferee							
Transferee's Name							
	Sı	urname			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			300,000,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			952,583,014
Deposit			0
Total			1,252,583,014

#### **Details of debentures**

Class of debentures	Outstanding as at the beginning of 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)

Type of Securities	Number of Securities		Paid up Value of each Unit	Total Paid up Value
Total				

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

(i) Turnover

4,305,270,000

(ii) Net worth of the Company

753,690,000

0

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

S. No.	Category	Equity	Preference

		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)	207,500,000	100	0	
10.	Others	0	0	0	
	Total	207,500,000	100	0	0

Total number of shareholders (promoters)	Total	number	of shareholders	(promoters)
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## (b) \*SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equi	Equity		ence
		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)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters)	0
Total number of shareholders (Promoters+Public/ Other than promoters)	5

# 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	5	5
Members (other than promoters)	0	0
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

A. Promoter	0	0	0	0	0	0
B. Non-Promoter	2	6	2	6	0	0
(i) Non-Independent	2	6	2	6	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	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	0	0	0	0	0	0
Total	2	6	2	6	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 8

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### (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)
ARVIND GOEL	02300813	Director	0	
DEEPAK RASTOGI	02317869	Director	0	
MILIND SHAHANE	03291774	Director	0	
RAVI CHIDAMBAR	08222999	Director	0	
GORO IWAMI	07602939	Whole-time directo	0	
RYO OKUBO	08405946	Director	0	
MASAKI YOSHIOKA	08640059	Whole-time directo	0	
ICHIRO MURATA	08806418	Director	0	

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

3

Name		beginning / during		Nature of change (Appointment/ Change in designation/ Cessation)
TSUYOSHI KAMEDA	07602963	Director	28/07/2020	CESSATION
ICHIRO MURATA	08806418	Additional director	29/07/2020	APPOINTMENT
ICHIRO MURATA	08806418	Director	05/08/2020	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 2

Type of meeting	Date of meeting	Total Number of Members entitled to	Attendance		
		attend meeting		% of total shareholding	
ANNUAL GENERAL MEETI	05/08/2020	5	5	100	
EXTRA ORDINARY GENEF	10/11/2020	5	4	99.99	

### **B. BOARD MEETINGS**

\*Number of meetings held 6

S. No.	Date of meeting	Total Number of directors associated as on the date	Attendance		
		of meeting	Number of directors attended	% of attendance	
1	22/04/2020	8	8	100	
2	02/07/2020	8	8	100	
3	19/08/2020	8	8	100	
4	27/10/2020	8	8	100	
5	10/11/2020	8	6	75	
6	09/02/2021	8	8	100	

$\sim$	ററ	МИКИТ	TEE	MEET	ΓINGS
u.	CO	'1911911 1			HINGS

Ν	lum	ber	ot	mee	tıngs	he	lC
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S. No.	Type of meeting			Attendance		
		Date of meeting	of Members as on the date of the meeting	Number of members attended	% of attendance	
1	AUDIT COMM	02/07/2020	4	4	100	
2	AUDIT COMM	19/08/2020	4	4	100	
3	AUDIT COMM	09/02/2021	4	4	100	
4	CORPORATE	02/07/2020	4	4	100	
5	NOMINATION	19/08/2020	2	2	100	
6	FINANCE CO	26/06/2020	3	3	100	
7	FINANCE COM	15/01/2021	3	3	100	

### D. \*ATTENDANCE OF DIRECTORS

		Board Meetings			Committee Meetings			Whether attended AGM
S. No.		Number of Meetings which director was	Meetings	% of	Number of Meetings which director was	Number of Meetings	% of attendance	held on
		entitled to attend	attended	allendance	entitled to attend	attended	allendance	18/05/2021
								(Y/N/NA)
1	ARVIND GOE	6	6	100	0	0	0	No
2	DEEPAK RAS	6	5	83.33	7	7	100	Yes
3	MILIND SHAH	6	5	83.33	0	0	0	No
4	RAVI CHIDAM	6	6	100	4	4	100	No
5	GORO IWAMI	6	6	100	6	6	100	Yes
6	RYO OKUBO	6	6	100	0	0	0	No
7	MASAKI YOS	6	6	100	4	4	100	Yes
8	ICHIRO MURA	4	4	100	1	1	100	No

### 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

2
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	Name	Designation	n Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GORO IWA	AMI WHOLE TIM	E D 1,669,572	0	0	1,459,967	3,129,53
2	MASAKI YOS	HIOK WHOLE TIM	E D 2,769,399	0	0	1,161,188	3,930,58
	Total		4,438,971	0	0	2,621,155	7,060,12
mber o	of CEO, CFO and	d Company secretary	whose remuneration	n details to be entere	ed	0	
S. No.	Name	Designation	n Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						
mber o	of other directors	whose remuneration	details to be entered	i	.I.	0	
S. No.	Name	Designation	n Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
•							1
MATTI		TO CERTIFICATION					
MATTI A. Whi prov B. If N	ERS RELATED  The the company visions of the C	any has made compliant properties and compliant properties and compliant properties are seen as a seen and compliant properties are seen as a seen and complete and complete are seen as a seen as a seen and complete are seen as a seen as	nces and disclosure uring the year  THEREOF  IMPOSED ON COM	PANY/DIRECTORS	cable Yes	No No Details of appeal including present	(if any)

Name of the company/ directors/ officers	Name of the co concerned Authority	ourt/ Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)
XIII. Whether comp	lete list of shar	reholders, debenture ho	olders has been enclos	ed as an attachment	
<ul><li>Ye</li></ul>	s No				
XIV. COMPLIANCE	OF SUB-SECT	TION (2) OF SECTION 92	, IN CASE OF LISTED	COMPANIES	
		npany having paid up sha in whole time practice cer			over of Fifty Crore rupees or
Name		JAYESH PARMAR			
Whether associate	e or fellow	<ul><li>Associat</li></ul>	te C Fellow		
Certificate of pra	ctice number	17776			
(b) Unless otherwise Act during the finance (c) The company has the case of a first ret securities of the com (d) Where the annual exceeds two hundre	expressly state ial year. s not, since the curn since the dapany. Il return disclosed, the excess co	date of the closure of the ate of the incorporation of es the fact that the numbe	last financial year with rithe company, issued are of members, (except in who under second prov	empany has complied reference to which the my invitation to the pub	with all the provisions of the last return was submitted or in
		Decla	aration		
•		ectors of the company vid			23/01/2013
		d declare that all the requ nis form and matters incide			
		form and in the attachmen orm has been suppressed			o information material to Is maintained by the company.
2. All the requ	uired attachmen	ts have been completely a	and legibly attached to t	his form.	
		the provisions of Section nt for false statement an			es Act, 2013 which provide for ely.
To be digitally sign	ed by				
Director		IWAMI STANDARD STANDA			
DIN of the director		07602939			
To be digitally sign	ned by	SANGHAVI Digitally signed by SANGHAVI NAMRATA MAMRATA DHIRAJ Delex 2021 47.08 DHIRAJ 18:25:35 +05:30'			

<ul><li>Company Secretary</li></ul>	,					
Company secretary	in practice					
embership number 24564			Certificate of practice number			
Attachments					Lis	st of attachments
1. List of share holders, debenture holders			Attach		olders_31-03-2021.pdf	
2. Approval letter for extension of AGM;			Attach		m MGT-8 signed.pdf ctors attendance.pdf	
3. Copy of MGT-8;				Attach		
4. Optional Attachement(s), if any				Attach		
					R	demove attachment
	Modify	Check F	orm	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



### LIST OF SHAREHOLDERS AS ON 31.03.2021

Name of Shareholder	Ledger	No. of	Face	Total	<b>%</b>
	Folio	shares held	value per	Amount	Holding
	No.		share		
GS Yuasa International	04	103,750,000	10.00	103,75,00,000	50%
Ltd					
Tata Autocomp Systems	01	103,749,950	10.00	103,74,99,500	50%
Limited (TACO)					
TACO Jt./w Arvind	12	20.00	10.00	200	
Goel					
TACO Jt./w Deepak	15	20.00	10.00	200	
Rastogi					
TACO Jt./w Upendra	16	10.00	10.00	100	
Gadre					
TOTAL		20,75,00,000	10.00	207,50,00,000	100%

### For Tata Autocomp GY Batteries Private Limited

Sanghavi Namrata Dhiraj Digitally signed by SANGHAVI NAMRATA DHIRAJ Date: 2021.07.05 13:51:21 +05'30'

Namrata Sanghavi Company Secretary Date: July 5, 2021

Membership No.: A24564

# Prajot Tungare & Associates Company Secretaries

#### Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

### CERTIFICATE BY COMPANY SECRETARY IN PRACTICE

I have examined the registers, records, books and papers of TATA Autocomp GY Batteries Private Limited ('the Company') as required to be maintained under the Companies Act, 2013 ('the Act') and the rules made thereunder for the financial year ended on 31<sup>st</sup> March 2021. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with the provisions of the Act & Rules made there under in respect of:-
  - 1. It's Status as a Private Limited Company.
  - 2. Maintenance of all registers, as per the provisions of the Act and the rules made thereunder and all entries therein have been recorded;
  - 3. The Company is regular in filling of forms and returns as required under the Act, with the Registrar of Companies;
  - 4. We have been informed that proper notices were given and the proceedings have been properly recorded in the Minute Book for Calling/convening/holding meetings of the Board of Directors and the meeting of members of the Company on due dates as stated in the Annual Return and same have been duly signed;
  - 5. The Company did not close its Register of Members, and thus compliance of Section 91 of the Act was not required to be made;
  - 6. Company has not advance loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
  - 7. As per information and documents provided and explanations furnished to us, we state that transactions with related party under Section 188 of the Act are in ordinary course of business and on arm's length basis. Further the company has maintain Register of Related party transaction under section 189 of the act as per the requirement of provision of the Act;
  - 8. The Company has not undertaken any activity in relation to issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances during the year except the company has made right issue during the year and the company has made necessary compliances as per the Act;

# Prajot Tungare & Associates Company Secretaries

- 9. We were informed that there was no incidence for keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares;
- 10. The Company had not declared any dividend and was not required to transfer any amount to the Investor Education and Protection Fund in accordance with Section 125 of the Act during the year under review;
- 11. The Company has complied with the provisions of the Act with respect to the signing of audited financial statement and report of directors for the year;
- 12. Constitution / appointment / re-appointments / retirement / filling up casual vacancies / disclosures of Directors, Key Managerial Personnel and remuneration paid to them;
- 13. The Company has complied with the provisions of Section 139 of the Act with respect to the appointment of statutory Auditors. There were no instances of casual vacancy caused due to resignation of statutory Auditor during the year;
- 14. During the financial year there were no instances requiring approval of Regional Director / Central Government / Court / Tribunal or such other authorities under various provisions of the Act;
- 15. The Company has not accepted / renewed any public deposits under the Act;
- 16. The Company has not borrowed funds from Directors, Members, banks and Financial Institution during the financial year under review;
- 17. The Company has not given any loans / guarantee or given any securities or made investment under the provisions of Section 186 of the Act;
- 18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

For Prajot Tungare & Associates Company Secretaries

JAYESH
MANSUKH
PARMAR
Date: 2021.07.04
23:58:57 +05'30'

CS Jayesh Parmar Partner

Certificate of Practice No.: 17776

Membership No.: 48837

UDIN No. A048837C000574923

Place: Pune

Date: 04/07/2021



### Point No. IX (D) ATTENDANCE OF DIRECTORS

Name of Director	Number of Board meetings which director was entitled to attend	No. of Board meetings attended	Number of Committee meetings which director was entitled to attend	No. of Committee meetings attended
Tsuyoshi Kameda	2	2	0	0

Note:

Mr. Tsuyoshi Kameda ceased to be Director on July 28, 2020

### For Tata Autocomp GY Batteries Private Limited

SANGHAVI Digitally signed by SANGHAVI NAMRATA NAMRATA DHIRAJ Date: 2021.07.05 13:49:56 +05'30'

Namrata Sanghavi Company Secretary Date: July 5, 2021

Membership No.: A24564