

FORM NO. MGT-7

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



सत्यमेव जयते

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

L27100MH1999PLC121285

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCM6632J

(ii) (a) Name of the company

MAHINDRA CIE AUTOMOTIVE I

(b) Registered office address

MAHINDRA TOWERS, P.K.KURNE CHOWK, WORLI
MUMBAI
Maharashtra
400018
India

(c) *e-mail ID of the company

mcie.investors@cie-india.com

(d) *Telephone number with STD code

02224931449

(e) Website

www.mahindracie.com

(iii) Date of Incorporation

13/08/1999

(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	BSE Limited (BSE)	1
2	National Stock Exchange of India Limited (NSE)	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/01/2019 (DD/MM/YYYY) To date 31/12/2019 (DD/MM/YYYY)

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

(a) If yes, date of AGM

25/06/2020

(b) Due date of AGM

30/06/2020

(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	C7	Metal and metal products	100

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

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

19

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Participaciones Internacionale		Holding	56.28
2	Stokes Group Limited		Subsidiary	100

3	Stokes Forgings Limited		Subsidiary	100
4	Stokes Forgings Dudley Limite		Subsidiary	100
5	CIE Galfor S. A. U.		Subsidiary	100
6	CIE Legazpi S.A.		Subsidiary	100
7	UAB CIE LT Forge		Subsidiary	100
8	Mahindra Forgings Europe AG		Subsidiary	100
9	Jeco Jellinghaus Gmbh		Subsidiary	100
10	Gesenkschmiede Schneider		Subsidiary	100
11	Falkenroth Umformtechnik Gn		Subsidiary	100
12	Schoneweiss & Co. GmbH		Subsidiary	100
13	Metalcastello S.p.A		Subsidiary	99.96
14	BF Precision Private Limited	U29253TZ2016PTC022193	Subsidiary	100
15	Bill Forge de Mexico S. A. de C.		Subsidiary	100
16	Aurangabad Electricals Limited	U31909PN1985PLC037539	Subsidiary	100
17	AE Deutschland Gmbh		Subsidiary	100
18	Gescrap India Private Limited	U74999PN2018FTC175675	Associate	30
19	Galfor Eolica S.L.		Associate	25

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	518,592,021	379,011,027	379,010,082	379,010,082
Total amount of equity shares (in Rupees)	5,165,926,210	3,790,116,270	3,790,106,820	3,790,106,820

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	516,592,621	379,011,627	379,010,682	379,010,682
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	5,165,926,210	3,790,116,270	3,790,106,820	3,790,106,820

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	250,005	0	0	0
Total amount of preference shares (in rupees)	2,500,155	0	0	0

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	5	0	0	0
Nominal value per share (in rupees)	31	31	31	31
Total amount of preference shares (in rupees)	155	0	0	0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	250,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	2,500,000	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	378,780,932	3,787,809,320	3,787,809,320	
Increase during the year	229,750	2,297,500	2,297,500	29,528,062
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	229,750	2,297,500	2,297,500	29,528,062
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				
Decrease during the year	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				
At the end of the year	379,010,682	3,790,106,820	3,790,106,820	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	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				
Decrease during the year	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				
At the end of the year	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		06/05/2019	
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			

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			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			971,158,372.65
Deposit			0
Total			971,158,372.65

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
Total					

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

(i) Turnover

26,979,700,485

(ii) Net worth of the Company

26,405,893,507

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)	256,538,944	67.69	0	
10.	Others	0	0	0	
	Total	256,538,944	67.69	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	39,995,631	10.55	0	
	(ii) Non-resident Indian (NRI)	1,317,823	0.35	0	
	(iii) Foreign national (other than NRI)	117,308	0.03	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	26,871	0.01	0	
4.	Banks	4,247	0	0	
5.	Financial institutions	91,383	0.02	0	
6.	Foreign institutional investors	53,335,919	14.07	0	
7.	Mutual funds	24,754,479	6.53	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,606,452	0.69	0	
10.	Others Trusts & Clearing members	221,625	0.06	0	
	Total	122,471,738	32.31	0	0

Total number of shareholders (other than promoters)

62,256

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

62,258

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACACIA CONSERVATION	Other details as per optional attach			8,698,812	2.3
ACACIA PARTNERS, LP	Other details as per optional attach			8,698,812	2.3
ACACIA INSTITUTIONAL	Other details as per optional attach			7,456,125	1.97
ACACIA BANYAN PARTNERS	Other details as per optional attach			5,592,094	1.48
FIRST STATE INDIAN SECURITIES	Other details as per optional attach			4,184,421	1.1
THE SCOTTISH ORIENTAL BANKING CORPORATION	Other details as per optional attach			3,609,353	0.95
CAISSE DE DEPOT ET DE PREVOYANCE	Other details as per optional attach			2,390,546	0.63
VANGUARD EMERGING MARKETS FUND	Other details as per optional attach			1,415,576	0.37

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
VANGUARD TOTAL IN	Other details as per optional attac			1,292,304	0.34
SUNDARAM INDIA MII	Other details as per optional attac			979,429	0.26
BAILLIE GIFFORD PAC	Other details as per optional attac			910,628	0.24
ISHARES CORE EMERG	Other details as per optional attac			877,335	0.23
ACACIA II PARTNERS, I	Other details as per optional attac			621,344	0.16
STICHTING DEPOSITAI	Other details as per optional attac			621,040	0.16
EMERGING MARKETS	Other details as per optional attac			613,565	0.16
PACIFIC HORIZON INV	Other details as per optional attac			486,814	0.13
THE EMERGING MARK	Other details as per optional attac			395,791	0.1
WISDOMTREE INDIA IN	Other details as per optional attac			311,690	0.08
GOVERNMENT PENSIO	Other details as per optional attac			284,222	0.07
ISHARES INDIA SC MA	Other details as per optional attac			275,238	0.07
EMERGING MARKETS	Other details as per optional attac			252,482	0.07
VANGUARD FTSE ALL-	Other details as per optional attac			249,048	0.07
EMERGING MARKETS	Other details as per optional attac			236,947	0.06
CALIFORNIA PUBLIC E	Other details as per optional attac			216,995	0.06
DIMENSIONAL EMERG	Other details as per optional attac			210,513	0.06

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	2	2
Members (other than promoters)	65,624	62,256
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	2	4	3	3	1.47	0.01
B. Non-Promoter	0	6	0	6	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	6	0	6	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	10	3	9	1.47	0.01

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

16

(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)
SHRIPRAKASH SHUKL	00007418	Director	0	
ANDER ARENAZA ALV	07591785	Whole-time director	0	
MANOJ MULLASSERY	07642469	Whole-time director	12,448	
ANIL HARIDASS	00266080	Whole-time director	5,585,058	
JESUS MARIA HERRE	06705854	Director	0	
ZHOOBEN DOSSABHC	00110373	Director	21,500	
KADAMBI NARAHARI	05351378	Director	0	
DHANANJAY NAREND	00007563	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
MANOJKUMAR MADAN	00012341	Director	0	
ROXANA MEDA INORI	08520545	Director	0	
ALAN SAVIO DSILVA F	08513835	Director	0	
SUHAIL AMIN NATHAN	01089938	Director	0	
HARI KRISHNAN	AAFPH9008L	CEO	332,714	
MANOJ MULLASSERY	ABJPM2847H	CEO	12,448	
KIYATH JAYAPRAKAS	AAMPN8302N	CFO	0	
PANKAJ VIJAY GOYAL	AIQPG6102K	Company Secretar	0	

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

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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)
Krishnan Shankar Iyer	AAAPI1199J	Company Secretar	31/03/2019	Cessation as Company Secretary
Pankaj Vijay Goyal	AIQPG6102K	Company Secretar	01/04/2019	Appointment as Company Secretary
ROMESH KAUL	00209261	Director	06/05/2019	Regularisation as Director in AGM
Ander Arenaza Alvarez	07591785	Whole-time directo	13/09/2019	Re-appointment as Whole-time Direc
DALJIT LILARAM MIRC	00022951	Director	28/09/2019	Cessation as Director
NEELAM DEO	02817083	Director	28/09/2019	Cessation as Director
JUAN MARIA BILBAO U	06963805	Director	28/09/2019	Cessation as Director
Manojkumar Madangop	00012341	Director	29/09/2019	Re-appointment as Independent Dire
Dhananjay Narendra M	00007563	Director	29/09/2019	Re-appointment as Independent Dire
KADAMBI NARAHARI	05351378	Director	29/09/2019	Appointment as Independent Directo
ALAN SAVIO D SILVA I	08513835	Director	29/09/2019	Appointment as Independent Directo
ROXANA MEDA INORI	08520545	Director	29/09/2019	Appointment as Director
ROMESH KAUL	00209261	Whole-time directo	16/10/2019	Cessation as Whole-time Director
ROMESH KAUL	AAAPK4939J	CEO	16/10/2019	Cessation as CEO
MANOJ MULLASSERY	07642469	Additional director	17/10/2019	Appointment as Additional Director
HARI KRISHNAN	AAFPH9008L	CEO	17/10/2019	Appointment as CEO
HEMANT LUTHRA	00231420	Director	23/10/2019	Cessation as Director
ANIL HARIDASS	00266080	Additional director	10/12/2019	Appointment as Additional Director
Suhail Amin Nathani	01089938	Director	12/12/2019	Re-appointment as Independent Dire

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 Meeting	06/05/2019	66,392	120	69.83

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/02/2019	12	9	75
2	12/03/2019	12	8	66.67
3	06/05/2019	12	8	66.67
4	19/07/2019	12	11	91.67
5	27/09/2019	12	10	83.33
6	23/10/2019	12	11	91.67
7	10/12/2019	12	11	91.67

C. COMMITTEE MEETINGS

Number of meetings held

15

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 Committee	20/02/2019	4	2	50
2	Audit Committee	12/03/2019	4	3	75
3	Audit Committee	06/05/2019	4	2	50
4	Audit Committee	19/07/2019	4	3	75
5	Audit Committee	23/10/2019	4	4	100
6	Audit Committee	10/12/2019	4	4	100
7	Nomination and Remuneration	20/02/2019	4	3	75
8	Nomination and Remuneration	19/07/2019	4	4	100
9	Nomination and Remuneration	27/09/2019	4	4	100

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
10	Nomination an	09/12/2019	3	2	66.67

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	25/06/2020
								(Y/N/NA)
1	SHRIPRAKAS	7	4	57.14	0	0	0	Yes
2	ANDER AREM	7	6	85.71	1	1	100	Yes
3	MANOJ MULL	2	2	100	2	2	100	Yes
4	ANIL HARIDA	1	1	100	1	1	100	Yes
5	JESUS MARIA	7	3	42.86	4	3	75	No
6	ZHOOBEN DO	7	7	100	0	0	0	Yes
7	KADAMBI NA	2	2	100	1	1	100	Yes
8	DHANANJAY	7	7	100	10	10	100	Yes
9	MANOJKUMA	7	5	71.43	10	7	70	Yes
10	ROXANA MEI	2	2	100	2	2	100	Yes
11	ALAN SAVIO	2	2	100	3	3	100	Yes
12	SUHAIL AMIN	7	6	85.71	0	0	0	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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ANDER ARENAZA	Whole-time Dire	1,699,200				1,699,200
2	MANOJ MULLASSE	Whole-time Dire	2,346,662				2,346,662
3	ANIL HARIDASS	Whole-time Dire	825,849				825,849
4	ROMESH KAUL	Whole-time Dire	16,943,610				16,943,610
	Total		21,815,321		0	0	21,815,321

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

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MANOJ MULLASSE	Chief Executive	8,058,738		680,852		8,739,590
2	HARI KRISHNAN	Chief Executive	3,222,996				3,222,996
3	KIYATH JAYAPRAK	Chief Financial C	7,907,690				7,907,690
4	KRISHNAN SHANK	Company Secre	1,184,349				1,184,349
5	Pankaj Vijay Goyal	Company Secre	1,796,549				1,796,549
	Total		22,170,322	0	680,852		22,851,174

Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	DALJIT LILARAM M	Independent Dir	0	1,055,000		820,000	1,875,000
2	MANOJKUMAR MA	Independent Dir	0	1,500,000		760,000	2,260,000
3	DHANANJAY NARE	Independent Dir	0	1,420,000		1,080,000	2,500,000
4	SUHAIL AMIN NAT	Independent Dir	0	1,500,000		600,000	2,100,000
5	NEELAM DEO	Independent Dir	0	1,125,000		500,000	1,625,000
6	JUAN MARIA BILB	Independent Dir	0	1,125,000		0	1,125,000
7	KADAMBI NARAH	Independent Dir	0	375,000		220,000	595,000
8	ALAN SAVIO DSIL	Independent Dir	0	305,000		320,000	625,000
9	ROXANA MEDA IN	Independent Dir	0	325,000		300,000	625,000
10	HEMANT LUTHRA	Non-Executive D	0		12,191,948	22,727,936	34,919,884

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		0	8,730,000	12,191,948	27,327,936	48,249,884

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

Reasons for the observation of the secretarial auditor at point no. 3 of the MGT-8 in respect of filing of Form IEPF-1A in respect of unclaimed dividend and unclaimed deposit transferred to IEPF before the year 2011 by the Companies which were merged with the Company in the year 2014 is enclosed

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

Sachin Bhagwat

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

6029

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

MANOJ MENON
MULLASSERY
Digitally signed by MANOJ MENON
MULLASSERY
Date: 2020.02.21 10:40:04 +05'30'

DIN of the director

07642469

To be digitally signed by

PANKAJ VIJAY GOYAL
Digitally signed by PANKAJ VIJAY GOYAL
Date: 2020.02.21 10:41:02 +05'30'

- ☒ Company Secretary
☐ Company secretary in practice

Membership number

29614

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

Attach

Attach

Attach

Attach

List of attachments

MGT_8_for_FY_2019.pdf
Additional_att_Committee_Fil.pdf
Explanation_Authorised_Capital.pdf
Explanation_Secr_Auditor_observation.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

ADDITIONAL ATTACHMENT TO FORM MGT-7

Point IX. C.

Additional attachment to Committee Meetings

COMMITTEE MEETINGS

NAME OF THE
COMMITTEE:

Stakeholders' Relationship Committee

S. No.	Date of meeting	Total No. of Members as on the date of meeting	No. of Directors attended	as %age of total members
11	19/07/2019	3	3	100

NAME OF THE
COMMITTEE:

Corporate Social Responsibility Committee

S. No.	Date of meeting	Total No. of Members as on the date of meeting	No. of Directors attended	as %age of total members
12	20/02/2019	3	3	100
13	19/07/2019	3	3	100
14	10/12/2019	4	4	100



**NAME OF THE
COMMITTEE:**

Risk Management Committee

S. No.	Date of meeting	Total No. of Members as on the date of meeting	No. of Directors attended	as %age of total members
15	16/07/2019	3	3	100

Point VI. C.

Additional attachment to Details of Foreign institutional investors' (FIIs) holding shares of the company

There were total 5 Foreign Institutional Investors (FII) and 90 Foreign Portfolio Investors (FPI) as on 31st December, 2019. For the purpose of this form the Company has considered both categories under Foreign Institutional Investors (FIIs).

For Point VI. C. of the E-form MGT - 7 the fields for shareholding break up is limited to 25 rows and therefore we have provided entire details through this additional attachment.

For MAHINDRA CIE AUTOMOTIVE LIMITED

COMPANY SECRETARY



SLNO	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	REGN. NO WITH SEBI	HOLDING	% TO EQT
1	ACACIA PARTNERS, LP	9 West 57th Street Suite 5000 Newyork NY	UNITED STATES OF AMERICA	0222914	86988312	2.30
2	ACACIA CONSERVATION FUND LP	9 West 57th street Suite 5000 New York NY	UNITED STATES OF AMERICA	023214	86988312	2.30
3	ACACIA INSTITUTIONAL PARTNERS, LP	9 West 57th Street Suite 5000 Newyork NY	UNITED STATES OF AMERICA	023114	7456125	1.97
4	ACACIA BANYAN PARTNERS	IFS COURT TWENTY EIGHT CYBERCITY	MAURITIUS	023514	5592094	1.48
5	FIRST STATE INDIAN SUBCONTINENT FUND	ARTHUR COX BUILDING EARLSFORT TERRACE DUBLIN	IRELAND	002917	4184421	1.10
6	THE SCOTTISH ORIENTAL SMALLER COMPANIES TRUSTPLC	10 ST COLME STREET EDINBURGH MIDLOTHIAN	UNITED KINGDOM	236415	3609353	0.95
7	CAISSE DE DEPOT ET PLACEMENT DU QUEBEC-FIRST STATE INVESTMENTS INTERNATIONAL LIMITED	1000 PLACE JEAN- PAUL- RIOPLELLE MONTREAL QUEBEC	CANADA	072815	2390546	0.63
8	VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	100 VANGUARD BOULEVARD MALVERN PA	UNITED STATES OF AMERICA	068617	1415576	0.37
9	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	UNITED STATES OF AMERICA	101917	1292304	0.34



10	SUNDARAM INDIA MIDCAP FUND	21 COLLYER QUAY 13-02 HSBC BUILDING SINGAPORE	SINGAPORE	0001414	979429	0.26
11	BAILLIE GIFFORD PACIFIC FUND A SUB FUND OF BAILLIE GIFFORD OVERSEAS GROWTH FUNDS ICVC	CALTON SQUARE 1 GREENSIDE ROW EDINBURGH	UNITED KINGDOM	0193715	910628	0.24
12	ISHARES CORE EMERGING MARKETS MAURITIUS CO	INTERNATIONAL FINANCIAL SERVICES IFS COURT TWENTY EIGHT CYBERCITY EBENE MAURITIUS	MAURITIUS	0052015	877335	0.23
13	ACACIA II PARTNERS, LP	9 West 57th Street Suite 5000 NewYork NY	UNITED STATES OF AMERICA	0023014	621344	0.16
14	STICHTING DEPOSITARY APG EMERGING MARKETS EQUITY P OOL	CUDE LINDESTRAAT 70	NETHERLANDS	0147615	621040	0.16
15	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP INC.	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	0031416	613565	0.16
16	PACIFIC HORIZON INVESTMENT TRUST PLC	CALTON SQUARE 1 GREENSIDE ROW EDINBURGH SCOTLAND	UNITED KINGDOM	0221416	486814	0.13
17	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	0033916	395791	0.10
18	WISDOMTREE INDIA INVESTMENT PORTFOLIO, INC.	C/O CIM GLOBAL BUSINESS 33 EDITH CAVELL STREET PORT LOUIS	MAURITIUS	0080015	311690	0.08
19	GOVERNMENT PENSION FUND GLOBAL	Bankpllassen 2 P O Box 1179 Sentrum Oslo 0107	NORWAY	0130516	284222	0.07



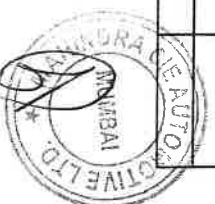
20	ISHARES INDIA SC MAURITIUS COMPANY	IFS COURT TWENTYEIGHT CYBERCITY EBENE MAURITIUS	MAURITIUS	P050315	275238	0.07
21	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-	430 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	P172617	252482	0.07
22	VANGUARD FTSE ALL-WORLD EX-US SMALL- CAP INDEXFUND	130 VANGUARD BOULEVARD MALVERN PA	UNITED STATES OF AMERICA	P067617	249048	0.07
23	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	430 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	P176217	236947	0.06
24	CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM	430 Q STREET LPE ROOM 4800 SACRAMENTO CA	UNITED STATES OF AMERICA	P111015	216995	0.06
25	DIMENSIONAL EMERGING MARKETS VALUE FUND	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	P033716	210513	0.06
26	UPS GROUP TRUST	55 GLENLAKE PKWY NE ATLANTA GEORGIA	UNITED STATES OF AMERICA	P013716	160668	0.04
27	EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS P LC	25/28 NORTH WALL QUAY DUBLIN 1	IRELAND	P027616	122383	0.03
28	SPDR S AND P EMERGING MARKETS SMALL CAP ETF	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	P131616	120052	0.03
29	JASMINE INDIA FUND	C/o Globefin Management Services Ltd 1st Floor Anglo Mauritius House Intendence Street Port Louis	MAURITIUS	P268716	107510	0.03
30	STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX NON-LENDING SERIES FUND	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	P023316	103476	0.03



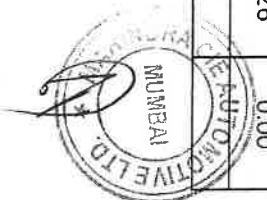
31	ISHARES CORE MSCI EM IMI UCITS ETF	JP MORGAN HOUSE /FSC DUBLIN 1	IRELAND	073415	100750	0.03
32	NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL CAP INDEX FUND- NON LENDING	50 S LaSalle Street Chicago Illinois	UNITED STATES OF AMERICA	0095215	98929	0.03
33	COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	730 THIRD AVENUE NEW YORK NEW YORK	UNITED STATES OF AMERICA	0083617	97214	0.03
34	FIRST STATE INVESTMENTS ICVC - FIRST STATE INDIAN SUBCONTINENT ALL-CAP FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O. BOX NO. 1142, FORT MUMBAI	INDIA	0039718	78554	0.02
35	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL F UNDS ICVC	20 Triton Street Regents Place London NW1 3BF U K	UNITED KINGDOM	0032216	76740	0.02
36	PUB EQUITIES EMERGING MARKETS 1	UETLIBERGSTRASSE 231 ZURICH	SWITZERLAND	0001517	75196	0.02
37	CITY OF NEW YORK GROUP TRUST	CNE CENTRE STREET NEW YORK NY 10007 2341	UNITED STATES OF AMERICA	0213516	72405	0.02
38	GYMKHANA PARTNERS L.P.	c o Farley Capital 777 Third Avenue 27th Floor New York NY	UNITED STATES OF AMERICA	0299916	71700	0.02
39	TOKIO MARINE ASIA EX-JAPAN SMALL AND MID SELECT FUND, A SUB FUND OF TOKIO MARINE FUNDS PLC	Block 5 Harcourt Centre Harcourt Road Dublin 2 Ireland		013218	65733	0.02
40	TMA ASIAN SMALL TO MID CAP EQUITY FUND	C/O GLOBAL FUNDS TRUST COMPANY PO BOX 309 UGLAND HOUSE GRAND CAYMAN	CAYMAN ISLANDS	0271615	61307	0.02



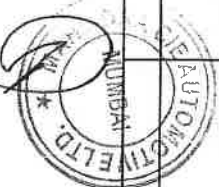
41	EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF D FA INVESTMENT DIMENSIONS GROUP INC.	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	0031516	41536	0.01
42	ISHARES MSCI EM SMALL CAP UCITS ETF	JP MORGAN HOUSE IFSC DUBLIN 1	IRELAND	257116	41411	0.01
43	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX SECURITIES LENDING	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	0022916	41161	0.01
44	DUPONT PENSION TRUST	1 RIGHTER PARKWAY SUITE 3200 WILMINGTON DE	UNITED STATES OF AMERICA	0340016	40000	0.01
45	MGI EMERGING MARKETS EQUITY FUND- DIMENSIONAL FUND ADVISORS LTD.	70 SIR JOHN ROGERSONS QUAY DUBLIN	IRELAND	300816	39202	0.01
46	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	277 EAST TOWN STREET COLUMBUS OH 43215 USA	UNITED STATES OF AMERICA	0130016	36815	0.01
47	ISHARES EMSC MAURITIUS CO	INTERNATIONAL FINANCIAL SERVICES IFS COURT TWENTYEIGHT CYBERCITY EBENE	MAURITIUS	0051915	36336	0.01
48	PUB EQUITIES EMERGING MARKETS 2	UETLIBERGSTRASSE 231 ZURICH	SWITZERLAND	0001417	34785	0.01
49	EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED COMPANY	25/28 NORTH WALL QUAY DUBLIN I	IRELAND	0027716	34346	0.01
50	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	INDIA	0022719	33742	0.01



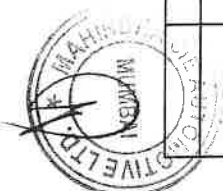
51	WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	031716	32725	0.01
52	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NON-LENDING COMMON TRUST FUND	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	022816	30337	0.01
53	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	172517	27792	0.01
54	ALASKA PERMANENT FUND	801 WEST 10TH STREET JUNEAU ALASKA	UNITED STATES OF AMERICA	117816	27683	0.01
55	T.A. WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	031616	24191	0.01
56	QUEENSLAND INVESTMENT TRUST NO 2	Level 5 66 Eagle Street Brisbane	AUSTRALIA	071216	20910	0.01
57	MERCER EMERGING MARKETS EQUITY FUND	99 HIGH STREET BOSTON MA	UNITED STATES OF AMERICA	239715	20010	0.01
58	WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	021616	19585	0.01
59	INTEGRATED CORE STRATEGIES ASIA PTE	83 RAFFLES PLACE UOB PLAZA 2 14-20	SINGAPORE	121916	18020	0.00
60	JOHN HANCOCK VARIABLE INSURANCE TRUST EMERGING MARKETS VALUE TRUST	601 CONGRESS STREET BOSTON MA 02210-2805	UNITED STATES OF AMERICA	038215	17673	0.00
61	VANGUARD TOTAL WORLD STOCK INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	UNITED STATES OF AMERICA	067417	17526	0.00



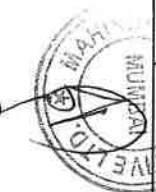
62	LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	202 West First Street Suite 500 Los Angeles California	UNITED STATES OF AMERICA	0175717	15755	0.00
63	ISHARES IV PUBLIC LIMITED COMPANY- ISHARES MSCI EM IMI ESG SCREENED UCITS ETF	C TIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	INDIA	068018	15240	0.00
64	CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN	360 E Second Street Suite 600 Los Angeles CA		0065214	15185	0.00
65	MERCER QIF FUND PLC- MERCER INVESTMENT FUND 1	70 SIR JOHN ROGERSON'S QUAY DUBLIN 2	IRELAND	033015	15125	0.00
66	JAPAN TRUSTEE SERVICES BANK, LTD. RE RB INDIA ASEA N INFRASTRUCTURE EQUITY MOTHER FUND	8-11 HARUMI 1 - CHOME CHUO-KU TOKYO	JAPAN	195815	15000	0.00
67	EXCEL FUNDS MAURITIUS COMPANY LTD	IFS Court Twenty Eight Cybercity Ebene	MAURITIUS	0125215	14642	0.00
68	DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DI MENSIONAL EMERGING	Level 43 1 Macquarie Place Sydney NSW	AUSTRALIA	0032116	14562	0.00
69	THE SULTANATE OF OMAN MINISTRY OF DEFENCE PENSION FUND	PO BOX 79 RUWI PC 122	OMAN	0222316	14235	0.00
70	EMERGING MARKETS TARGETED VALUE PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	INDIA	0073518	14124	0.00



71	LEGAL AND GENERAL ASSURANCE (PENSION MANAGEMENT) LIMITED	One Coleman Street London	UNITED KINGDOM	0115617	11550	0.00
72	OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM MANAGED THROUGH DIMENSIONAL FUND ADVISORS LP	350 WINTER STREET NE SUITE 100 SALEM OREGON	UNITED STATES OF AMERICA	0014216	11514	0.00
73	PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEXICO	33 PLAZA LA PRENSA SANTA FE NEW MEXICO	UNITED STATES OF AMERICA	0216615	10888	0.00
74	JOHN HANCOCK FUNDS II EMERGING MARKETS FUND	601 CONGRESS STREET BOSTON MA 02210 2805 USA	UNITED STATES OF AMERICA	0164915	10554	0.00
75	DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	25/28 NORTH WALL QUAY DUBLIN 1	IRELAND	127115	10227	0.00
76	VIRGINIA RETIREMENT SYSTEM	1200 EAST MAIN STREET RICHMOND VIRGINIA	UNITED STATES OF AMERICA	0158315	10211	0.00
77	ELARA INDIA OPPORTUNITIES FUND LIMITED	4th Floor 19 Bank Street Cybercity Ebene	MAURITIUS	0242916	10000	0.00
78	INTERNATIONAL FINANCE CORPORATION	IFC LIBRARY INTERNATIONAL FINANCE CORPO- RATION 2121 PENNSYLVANIA AVENUE NW WASHINGTON D C 20433 U S A ZOTHERS	OTHERS		9656	0.00
79	SSGA SPDR ETFS EUROPE I PUBLIC LIMITED COMPANY - S PDR MSCI EMERGING MARKETS SMALL CAP UCITS ETF	78 SIR JOHN ROGERSONS QUAY DUBLIN 2	IRELAND	026114	9199	0.00



80	INTERNATIONAL MONETARY FUND - MANAGER A	700 19TH STREET NW WASHINGTON DC	UNITED STATES OF AMERICA	287816	8069	0.00
81	SA EMERGING MARKETS VALUE FUND	10 ALMADEN BLVD 15 TH FLOOR SAN JOSE CALIFORNIA	UNITED STATES OF AMERICA	2116216	6907	0.00
82	DFA INTERNATIONAL CORE EQUITY FUND	SUITE 1520 - 1500 WEST GEORGIA STREET VANCOUVER BRITISH COLUMBIA	CANADA	2268915	6248	0.00
83	EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	C TIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C- 55, BKC BANDRA - EAST, MUMBAI	INDIA	2024018	5090	0.00
84	UTAH STATE RETIREMENT SYSTEMS	540 East 200 South Salt Lake City Utah	UNITED STATES OF AMERICA	2271916	3840	0.00
85	DFA INTERNATIONAL VECTOR EQUITY FUND	SUITE 1520 - 1500 WEST GEORGIA STREET VANCOUVER BRITISH COLUMBIA	CANADA	2268815	3821	0.00
86	OLD WESTBURY SMALL & MID CAP STRATEGIES FUND - DIM ENSIONAL FUND ADVISORS	C TIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C- 55, BKC BANDRA - EAST, MUMBAI	INDIA	2044014	3236	0.00
87	NORTHERN TRUST COMMON ALL COUNTRY WORLD EX-US INVE STABLE MARKET INDEX FUND-NON LENDING	50 South LaSalle Street Chicago Illinois	UNITED STATES OF AMERICA	2246115	2819	0.00
88	QIC INTERNATIONAL EQUITIES FUND	Level 5 66 Eagle Street Brisbane	AUSTRALIA	2071316	2810	0.00



89	CREDIT LYONNAIS INTERNATIONAL ASSET MANAGEMENT (SINGAPORE) LTD	DEUTSCHE BANK AG GROUND FLOOR MIHATRE PEN BLDG TULSI PIPE ROAD DADAR W MUMBAI MUMBAI	INDIA		2130	0.00
90	VANGUARD ESG INTERNATIONAL STOCK ETF	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	INDIA	014619	1942	0.00
91	THE REGENTS OF THE UNIVERSITY OF CALIFORNIA - STATE STREET GLOBAL	1111 BROADWAY SUITE 2100 OAKLAND CA		242917	1918	0.00
92	MORGAN STANLEY ASSET MANAGEMENT	C/O STOCK HOLDING CORPN OF INDIA LTD, MITTAL COURT B WING 224 MARIMAN POINT MUMBAI	INDIA		1845	0.00
93	CREDIT LYONNAIS INTERNATIONAL ASSET MANAGEMENT (H K) LIMITED	DEUTSCHE BANK AG GROUND FLOOR MIHATRE PEN BLDG TULSI PIPE ROAD DADAR (W) BOMBAY MUMBAI	INDIA		1704	0.00
94	UBS FUND MANAGEMENT (SWITZERLAND) AG ON BEHALF OF UBS (CH) INSTITUTIONAL FUND - EQUITIES EMERGING MARKETS SMALL CAP PASSIVE II	AESCHENPLATZ 6 BASEL	SWITZERLAND	119816	751	0.00
95	MORGAN STANLEY ASSET MANAGEMENT INC	A/C MORGAN STANLEY INSTITUTIONAL FUND HONGKONG & SHANGHAI BANKING CORPN LTD C/O INV DEPT. 52/60 M G ROAD BOMBAY MUMBAI	INDIA		568	0.00
TOTAL:					53210892	14.04

For MANINDRA AUTOMOTIVE LIMITED

COMPANY SECRETARY

21st August 2020

To,
Registrar of Companies,
100, Everest, Marine Drive,
Mumbai - 400002

Sub: Clarification on the Authorized Share Capital of the Company

**Ref: i) Master data of the Company available on MCA website.
ii) Form INC-18 filed with Registrar of Companies vide SRN - R13211636**

Dear Sir/Madam,

This is to inform you that Hon'ble National Company Law Tribunal, Mumbai Bench (Tribunal) dated 4th November, 2019 has approved the Scheme of Merger by way of absorption of Bill Forge Private Limited ("Transferor Company") by Mahindra CIE Automotive Limited ("Transferee Company") which became effective on 15th November, 2019. Pursuant to the scheme, the Authorised share capital of the Transferor Company has been merged into the Authorised Capital of the Transferee Company.

The order of Tribunal has been submitted with Registrar of Companies in Form INC-28 vide SRN R13211636 dated 15th November, 2019.

We would like to bring to your attention, that, post approval of the said form INC-28, the merged Authorized Capital would be reflected on the Company Master Data on the website of Ministry of Corporate Affairs (MCA).

For your information the detailed break-up of the Pre-merger and Post-merger Share Capital structure of the Company is produced as below:

A. Pre-merger Share Capital structure of Mahindra CIE Automotive Limited, as currently reflected on MCA Master Data (Transferee Company):

Particulars	Amount (Rupees)
Authorized Capital	
513,192,621 Equity Shares of Rs. 10 each	5,131,926,210
5 4% Non-Cumulative Redeemable Non-Convertible Preference Shares of Rs. 31 each	155
Total	5,131,926,365
Issued Capital	
379,011,627 Equity Shares of Rs. 10 each	3,790,116,270



Particulars	Amount (Rupees)
Subscribed and Paid – up Capital	
379,010,682 Equity Shares of Rs. 10 each	3,790,106,820
Total	3,790,106,820

B. Pre-merger Share Capital structure of Bill Forge Private Limited (Transferor Company) which will be added to the Capital of the Company:

Particulars	Amount (Rupees)
Authorized Capital	
3,400,000 Equity Shares of Rs. 10 each	34,000,000
250,000 Compulsory Convertible Preference Shares of Rs. 10/- each	2,500,000
Total	36,500,000
Issued	
1,171,207 Equity Shares of Rupees 10 each	11,712,070
Subscribed and Paid – up	
1,171,207 Equity Shares of Rupees 10 each	11,712,070
Total	11,712,070

Post-merger Share capital structure of Mahindra CIE Automotive Limited (Transferee Company) as reflected in this Form MGT-7

Particulars	Amount (Rupees)
Authorized Capital	
516,592,621 Equity Shares of Rs. 10 each	5,165,926,210
5 4% Non-Cumulative Redeemable Non-Convertible Preference Shares of Rs. 31 each	155
250,000 Compulsory Convertible Preference Shares of Rs. 10/- each	2,500,000
Total	5,168,426,365
Issued Capital	
379,011,627 Equity Shares of Rs. 10 each	3,790,116,270
Subscribed and Paid – up Capital	
379,010,682 Equity Shares of Rs. 10 each	3,790,106,820
Total	3,790,106,820

As mentioned above, in form MGT-7, at point no. IV (i) (a) of the form, the Company is required to provide the detailed break-up of Authorised share capital of the Company. Since, the MCA master data reflects the Authroized Share Capital prior to merger and we have mentioned in



Mahindra **CIE**

Mahindra CIE Automotive Ltd

Mahindra Towers, 1st Floor,
Dr. G. M. Bhosale Marg, Worli,
Mumbai 400 018, India
Tel: +91 22 24931449
Fax: +91 22 24915890
www.mahindracie.com
mcie.investors@cie-india.com

Form MGT-7 the Post-merger Authorised Capital, this letter is being submitted for the purpose of clarification.

We request your good office to take the same on record.

Thanking you,

Yours faithfully

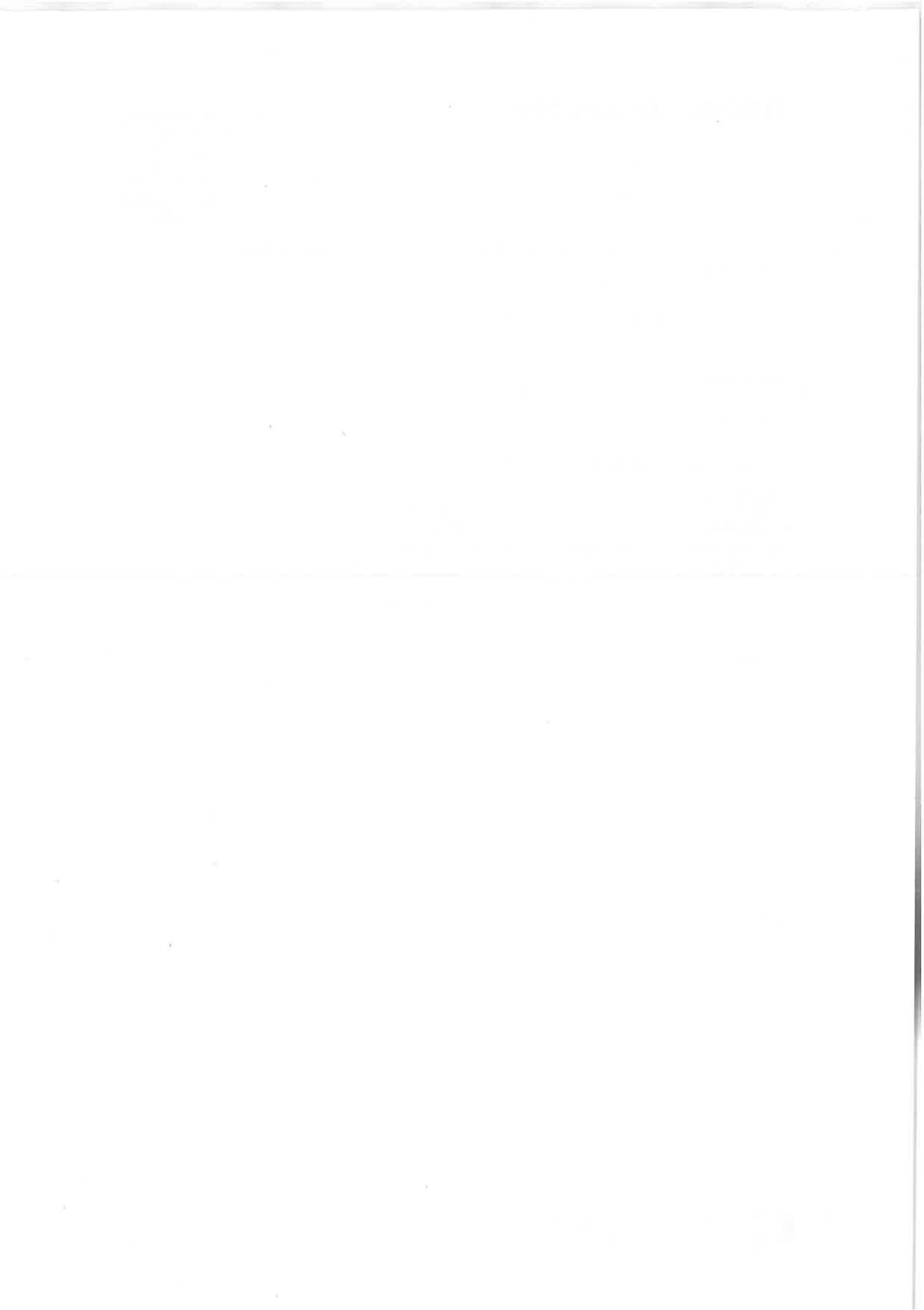
For Mahindra CIE Automotive Limited



Pankaj Goyal
Company Secretary & Compliance Officer
ACS - 29614



Mahindra CIE Automotive Limited
CIN: L27100MH1999PLC121285



21st August 2020

To,
Registrar of Companies,
100, Everest, Marine Drive,
Mumbai - 400002

Sub: Observation of the Secretarial Auditor and response of the management in respect of filing of Form IEPF-1A

Dear Sir / Madam,

This is in respect of the observation of the Auditor at point no. 3 of the MGT-8 in respect of filing of Form IEPF-1A in respect of unclaimed dividend and unclaimed deposit transferred to IEPF before the year 2011 by the Companies which were merged with the Company in the year 2014 is enclosed herewith.

We are submitting herewith the said observation and response of the management thereto:

Observations of the Secretarial Auditor:

Mahindra Composites Limited (MCL) and Mahindra UGINE Steel Company Limited (MUSCO) were amalgamated with the Company pursuant to the Scheme of Amalgamation which became effective from 10 December 2014. The Company has not filed the Form IEPF - 1A as required under the Rule 5(4A) of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules) with respect to the unclaimed dividend amount transferred by Mahindra Composites Limited (MCL) to the Investor Education and Protection Fund (IEPF), under Section 205C of the Companies Act, 1956, for the dividends MCL had declared for financial years ended 31 March 2000, 31st March, 2002, 31st March, 2003 and 31 March 2004 and Unclaimed Deposits transferred by Mahindra UGINE Steel Company Limited (MUSCO) to IEPF during the period 2006 to 2009.

Management Response:

This Observation of the Auditor concerns the two aforesaid companies that were merged with Mahindra CIE pursuant to Scheme of Amalgamation which became effective from 10th December, 2014. The issue relates to the filing of details of the shareholders / deposit holders whose unclaimed dividends/ unclaimed deposits were transferred to IEPF by the merged entities before 2011. The applicable provisions of the Law at that time required the companies to maintain these records for a period of three years which time period expired before the



merger of these entities with the Company. The merging companies had transferred all the relevant records as per the then existing regulations to the Company. The Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules) were amended effective from 20th August, 2019 requiring companies to file details of shareholders / deposit holders in respect of unclaimed dividends and unclaimed deposits transferred by the companies to IEPF without specifying any time periods. The Company has filed all the relevant details for transfers made by the merging companies to IEPF from the year 2012. The Company is trying to retrieve the relevant data prior to 2011 as required by the new amendment to the regulations and shall endure to file the same.

We request your good office to take the same on record and advise us on the action which should be taken by the Company in such situation.

Thanking you,

Yours faithfully

For Mahindra CIE Automotive Limited



Pankaj Goyal
Company Secretary & Compliance Officer
ACS - 29614



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 A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **Mahindra CIE Automotive Limited** CIN L27100MH1999PLC121285 (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 December 2019. 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, I 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 provisions of the Act & Rules made thereunder in respect of:
1. its status under the Act;
 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. filing of forms and returns are not stated in the annual return, however, the Company has filed the forms and returns with the Registrar of Companies, Central Government and National Company Law Tribunal within the prescribed time, wherever required, *except filing of Forms with respect to the following: Mahindra Composites Limited (MCL) and Mahindra Ugine Steel Company Limited (MUSCO) were amalgamated with the Company pursuant to the Scheme of Amalgamation which became effective from 10 December 2014. The Company has not filed the Form IEPF – 1A as required under the Rule 5(4A) of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules) with respect to the unclaimed dividend amount transferred by MCL to the Investor Education and Protection Fund (IEPF) under Section 205C of the Companies Act, 1956 for the dividends MCL had declared for financial years ended 31 March 2000, 31 March, 2002, 31 March, 2003 and 31 March 2004 and Unclaimed Deposits transferred by MUSCO to IEPF during the period 2006 to 2009. This observation is based on the records of the Company and Forms 1 and Forms 1 INV filed by MCL and MUSCO as available on the*

website of the Ministry of Corporate Affairs. The Company was not required to file any forms or returns with the Regional Director or Court or other Authorities;

4. calling, convening, holding meetings of Board of Directors or its committees, and the meeting of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and the resolutions passed by postal ballot have been properly recorded in the Minute Book maintained for the purpose and the same have been signed;
5. closure of Register of Members;
6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act: **Not applicable**;
7. contracts/arrangements with related parties as specified in section 188 of the Act;
8. issue, allotment, transfer, and transmission of securities and issue of security certificates in such instances, as applicable. The Company did not buy back securities or reduce its share capital. The authorized share capital of the Company was altered pursuant to the Scheme of amalgamation of Bill Forge Pvt. Ltd., a wholly-owned subsidiary of the Company with the Company, which was approved by the National Company Law Tribunal during the financial year. The Company has not issued any preference shares or debentures and therefore the clause pertaining to their redemption did not apply. The Company has not issued any convertible shares / securities, hence there was no conversion thereof and therefore was not required to issue any security certificates in this regard;
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act: **Not applicable**;
10. the Company did not declare dividend during the year under review. The requirement of transfer of unclaimed dividend amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act did not apply to the Company;
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3) and (5) thereof;
12. constitution, appointment, re-appointments, retirement, disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. The provisions of the Act with



respect to filling up of casual vacancy did not apply to the Company during the year under review;

13. appointment / reappointment / filling up casual vacancies of auditors as per the provisions of Section 139 of the Act: **Not applicable;**
14. approvals required to be taken from the Central Government with regard to appointment of Mr. Ander Arenaza Alvarez as Whole-time Director of the Company for a period of three years from 13 September 2019 to 12 September 2022 and from the National Company Law Tribunal with regard to the amalgamation of Bill Forge Private Limited, a wholly-owned subsidiary of the Company, with the Company. The Company was not required to obtain any approval from Regional Director, Registrar, Court or such other Authorities under the various provisions of the Act;
15. acceptance/ renewal/ repayment of deposits: **Not applicable;**
16. borrowings from bank and modification of charge. The Company did not borrow from its directors, members, public financial institutions, and others nor did it create or satisfy any charge during the financial year;
17. investments made in other bodies corporate falling under the provisions of Section 186 of the Act. The Company did not give any loans or guarantees or provide securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act during the period under review;
18. alteration of the capital clause of the Memorandum and Articles of Association pursuant to the Scheme of Amalgamation of Bill Forge Pvt. Ltd. with the Company as approved by the National Company Law Tribunal.

Place: Pune

Date: 21 August 2020



Signature:

CS Sachin Bhagwat
ACS: 10189 C.P. No. 6029
UDIN: A010189B000602132

