

# Annexure-1

## Form No. MGT-9

EXTRACT OF ANNUAL RETURN  
As on the financial year ended on 31<sup>st</sup> December, 2018

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

### **I. REGISTRATION AND OTHER DETAILS:**

<b>i.</b>	CIN	<b>U22219DL2006PTC151575</b>
<b>ii.</b>	Registration Date	03/08/2006
<b>iii.</b>	Name of the Company	TOYO INK INDIA PRIVATE LIMITED
<b>iv.</b>	Category/Sub-Category of the Company	
<b>v.</b>	Address of the Registered office and contact details	C – 151, Naraina Industrial Area, Phase- I, New Delhi - 110028, 0120-6777222
<b>vi.</b>	Whether listed company	No
<b>vii.</b>	Name, Address and Contact details of Registrar and Transfer Agent, if any	

### **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:-

<b>Sr. No.</b>	<b>Name and Description of main products/ services</b>	<b>NIC Code of the Product/ service</b>	<b>% to total turnover of the company</b>
<b>1</b>	All type of Sheet, Fed Ink, Liquid Ink, Varnish, Pigments	2022	<b>89%</b>
<b>2</b>	Wholesale Trade	4669	<b>11%</b>

### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
	Toyo Ink SC Holding Co. Ltd.	-	Holding	99.99%	Sec 2(46)

### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

#### i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter</b>									
<b>1) Indian</b>	-	-	-	-	-	-	-	-	-
<b>a) Individual/ HUF</b>	-	-	-	-	-	-	-	-	-
<b>b) Central Govt</b>	-	-	-	-	-	-	-	-	-
<b>c) State Govt(s)</b>	-	-	-	-	-	-	-	-	-
<b>d) Bodies Corp</b>	-	-	-	-	-	-	-	-	-
<b>e) Banks / FI</b>	-	-	-	-	-	-	-	-	-
<b>f) Any Other</b>	-	-	-	-	-	-	-	-	-
Sub-total(A)(1):-	-	-	-	-	-	-	-	-	-
<b>2) Foreign</b>	-	-	-	-	-	-	-	-	-
<b>a) NRIs-Individuals</b>	-	-	-	-	-	-	-	-	-
<b>b) Other-Individuals</b>	-	-	-	-	-	-	-	-	-
<b>c) Bodies Corp.</b>	<b>390059200</b>	-	<b>390059200</b>	<b>99.99</b>	<b>410059200</b>	-	<b>410059200</b>	<b>99.99</b>	<b>5.13</b>
<b>d) Banks / FI</b>	-	-	-	-	-	-	-	-	-
<b>e) Any Other....</b>	-	-	-	-	-	-	-	-	-
<b>Total shareholding of Promoter A)=(A)(1)+(A)(2)</b>	<b>390059200</b>	-	<b>390059200</b>	<b>99.99</b>	<b>410059200</b>	-	<b>410059200</b>	<b>99.99</b>	<b>5.13</b>

<b>B. Public Shareholding</b>									
<b>1. Institutions</b>	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total(B)(1)	-	-	-	-	-	-	-	-	-
<b>2. Non Institutions</b>	-	-	-	-	-	-	-	-	-
a) Bodies Corp. (i) Overseas	10000	-	<b>10000</b>	<b>0.01</b>	10000	-	<b>10000</b>	<b>0.01</b>	<b>0</b>
b) Individuals (i) Individual shareholders holding nominal share capital upto Rs. 1 lakh (ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others(Specify)									
Sub-total(B)(2)	<b>10000</b>	-	<b>10000</b>	<b>0.01</b>	<b>10000</b>	-	<b>10000</b>	<b>0.01</b>	<b>0</b>
Total Public Shareholding (B)=(B)(1)+(B)(2)	<b>10000</b>	-	<b>10000</b>	<b>0.01</b>	<b>10000</b>	-	<b>10000</b>	<b>0.01</b>	<b>0</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	<b>390069200</b>	-	<b>390069200</b>	<b>100</b>	<b>410069200</b>	-	<b>410069200</b>	<b>100</b>	<b>5.13</b>

## ii. Shareholding of Promoters

Sr · N	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	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total	
1.	Toyo Ink SC Holdings Co. Ltd.	390059200	99.99	-	410059200	99.99	-	<b>5.13</b>
	<b>Total</b>	390059200	99.99		410059200	99.99		<b>5.13</b>

## iii. Change in Promoters' Shareholding (please specify, if there is no change)

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year	-	-	-	-

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

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	<b>390059200</b>	<b>99.99</b>	<b>390059200</b>	<b>99.99</b>
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	<b>As Per Annexure-I</b>			
	At the End of the year (or on the date of separation, if separated during the year)	<b>410059200</b>	<b>99.99</b>	<b>410059200</b>	<b>99.99</b>

**v. Shareholding of Directors and Key Managerial Personnel:**

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	<b>NIL</b>		<b>NIL</b>	
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the End of the year	<b>NIL</b>		<b>NIL</b>	

## V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
<b>i) Principal Amount</b>	-	<b>1,128,647,600</b>	-	<b>1,128,647,600</b>
<b>ii) Interest due but not paid</b>				
<b>iii) Interest accrued but not due</b>		<b>2,616,368</b>		<b>2,616,368</b>
Total(i+ ii+ iii)	-	<b>1,131,263,968</b>	-	<b>1,131,263,968</b>
Change in Indebtedness during the financial year	-			
- Addition		<b>231,767,100</b>		<b>231,767,100</b>
- Reduction		<b>87,831,000</b>		<b>87,831,000</b>
Net Change	-	<b>143,936,100</b>	-	<b>143,936,100</b>
Indebtedness at the end of the financial year	-		-	
<b>i) Principal Amount</b>		<b>1,272,583,700</b>		<b>1,272,583,700</b>
<b>ii) Interest due but not paid</b>				
<b>iii) Interest accrued but not due</b>		<b>3,295,768</b>		<b>3,295,768</b>
Total (i+ ii+ iii)	-	<b>1,275,879,468</b>	-	<b>1,275,879,468</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Mr. Kotaro Yoshida	Mr. K.S. Murthy	Mr. Kenji Ishii	Mr. Kenichi Tabuchi	Total Amount
<b>1.</b>	Gross salary					
	(a)Salary as per provisions contained in section17(1) of the Income-tax Act, 1961	3,000,000	2,379,366	1,500,000	1,500,000	8,379,366
	(b)Value of perquisites u/s 17(2)Income-tax Act, 1961	12,963,928	5,039,651	7,875,190	8,194,436	34,073,205
	(c)Profits in lieu of salary undersection17(3) Income-taxAct,1961					
<b>2.</b>	Stock Option	-	-	-	-	-
<b>3.</b>	Sweat Equity	-	-	-	-	-
<b>4.</b>	Commission - as %of profit - Others, specify...	-	-	-	-	-
<b>5.</b>	Others, please specify	-	-	-	-	-
<b>6.</b>	Total(A)	<b>15,963,928</b>	<b>7,419,017</b>	<b>9,375,190</b>	<b>9,694,436</b>	<b>42,452,571</b>
	Ceiling as per the Act	N.A.	N.A.	N.A.	N.A.	N.A.

**B. Remuneration to other directors:**

<b>Sl. No.</b>	<b>Particulars of Remuneration</b>	<b>Name of Directors</b>				<b>Total Amount</b>
	<u>Independent Directors</u> ·Fee for attending board committee meetings ·Commission ·Others, please specify	-	-	-	-	-
	Total(1)	-	-	-	-	-
	<u>Other Non-Executive Directors</u> ·Fee for attending board committee meetings ·Commission ·Others, please specify	-	-	-	-	-
	Total(2)	-	-	-	-	-
	Total(B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-



**C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD**

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a)Salary as per provisions contained in section17(1)of the Income-tax Act,1961  (b)Value of perquisites u/s 17(2)Income-tax Act,1961  (c)Profits in lieu of salary under section 17(3)Income-tax Act,1961	NA	NA	NA	NA
2.	Stock Option	NA	NA	NA	NA
3.	Sweat Equity	NA	NA	NA	NA
4.	Commission - as %of profit -others, specify...	NA	NA	NA	NA
5.	Others, please specify	NA	NA	NA	NA
6.	Total	NA	NA	NA	NA

## VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/Court]	Appeal made, If any (give details)
<b>A. Company</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. Directors</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>C. Other Officers In Default</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

Date : 17.05.2019  
Place: Greater Noida

For and on behalf of the Board of Directors of  
Toyo Ink India Pvt. Ltd.

Sd/-

Haruhiko Akutsu  
Chairman

**Annexure-I**

<b>Date of Allotment</b>	<b>No. of Shares Allotted</b>	<b>Name of Allottee</b>	<b>Reason</b>
11.09.2018	20,000,000	Toyo Ink SC Holdings Co. Ltd.	Allotment

**Date :** 17.05.2019  
**Place:** Greater Noida

**For and on behalf of the Board of Directors of  
Toyo Ink India Pvt. Ltd.**

Sd/-

**Haruhiko Akutsu  
Chairman**