

FORM NO. MGT-7

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



Annual Return (other than OPCs and Small Companies)

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

U28900MH1981PTC025413

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACT1772H

(ii) (a) Name of the company

TOYO ENGINEERING INDIA PRI'

(b) Registered office address

TOYO HOUSE L B S MARGKANJURMARG W
MUMBAI
Maharashtra
400078
India

(c) *e-mail ID of the company

sharvari.salvi@toyo-eng.com

(d) *Telephone number with STD code

912225735784

(e) Website

www.toyo-eng.com/in/

(iii) Date of Incorporation

12/10/1981

Type of the Company	Category of the Company	Sub-category of the Company
Private 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

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	M	Professional, Scientific and Technical	M4	Architecture, engineering activities, technical testing and analysis activities	100

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	TOYO ENGINEERING CORPORA		Holding	98.9

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	100,000,000	100,000,000	100,000,000	100,000,000
Total amount of equity shares (in Rupees)	1,000,000,000	1,000,000,000	1,000,000,000	1,000,000,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	100,000,000	100,000,000	100,000,000	100,000,000

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,000,000,000	1,000,000,000	1,000,000,000	1,000,000,000

(b) Preference share capital

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

Number of classes

0

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

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	100,000,000	0	100000000	1,000,000,0	1,000,000,	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0

viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	100,000,000	0	100000000	1,000,000,0	1,000,000,	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

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

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

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

(iv) *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
Total			0

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

26,038,920,741

(ii) Net worth of the Company

9,564,976,960

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)	98,900,000	98.9	0	
10.	Others	0	0	0	
	Total	98,900,000	98.9	0	0

Total number of shareholders (promoters)

1

(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	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 TRUST	1,100,000	1.1	0	

	Total	1,100,000	1.1	0	0
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Total number of shareholders (other than promoters)

1

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

2

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	1	1
Members (other than promoters)	1	1
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	3	4	3	4	0	0
(i) Non-Independent	3	4	3	4	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	3	4	3	4	0	0

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

9

(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)
HIROSHI FUJITA	06585235	Director	0	
YUKIHIRO AKIMOTO	08619640	Managing Director	0	
IPPEITA KISHIGUCHI	08120123	Director	0	
MASATO OTSUKI	08765062	Director	0	
YOSHIO KAWAUCHI	08765083	Director	0	
SURESH BHANUDAS S	07668005	Whole-time director	0	
JASBIRSINGH SONI	08115497	Whole-time director	0	
TUSHAR PATHAK	AIOPP4668H	CFO	0	
SHARVARI SALVI	BHNPS3385K	Company Secretar	0	

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

2

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)
MASATO OTSUKI	08765062	Director	27/08/2021	Change in Designation
YOSHIO KAWAUCHI	08765083	Director	27/08/2021	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 attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	27/08/2021	2	2	100
EXTRAORDINARY GENER	14/02/2022	2	2	100

B. BOARD MEETINGS

*Number of meetings held

10

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/04/2021	7	7	100
2	31/05/2021	7	7	100
3	05/07/2021	7	6	85.71
4	16/07/2021	7	7	100
5	27/08/2021	7	7	100
6	15/09/2021	7	6	85.71
7	18/10/2021	7	7	100
8	03/12/2021	7	6	85.71
9	18/01/2022	7	7	100
10	04/03/2022	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

9

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	INTERNAL CC	30/04/2021	4	4	100
2	INTERNAL CC	16/07/2021	4	4	100
3	INTERNAL CC	18/10/2021	4	4	100
4	INTERNAL CC	18/01/2022	4	4	100
5	CORPORATE	30/04/2021	3	3	100
6	CORPORATE	16/07/2021	3	3	100
7	CORPORATE	18/10/2021	3	3	100
8	CORPORATE	03/12/2021	3	3	100
9	CORPORATE	18/01/2022	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	02/09/2022
								(Y/N/NA)
1	HIROSHI FUJ	10	10	100	9	9	100	Yes
2	YUKIHIRO AK	10	10	100	9	9	100	Yes
3	IPPEITA KISH	10	10	100	4	4	100	Yes
4	MASATO OTS	10	8	80	0	0	0	Yes
5	YOSHIO KAW	10	9	90	0	0	0	Yes
6	SURESH BHA	10	10	100	9	9	100	Yes
7	JASBIRSINGH	10	10	100	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	YUKIHIRO AKIMOT	MANAGING DIR	5,760,867	0	0	576,000	6,336,867
2	SURESH BHANUD	WHOLE-TIME D	6,042,305	3,751,637	0	1,734,373	11,528,315
3	JASBIRSINGH SON	WHOLE-TIME D	6,020,400	3,751,637	0	1,769,339	11,541,376
	Total		17,823,572	7,503,274	0	4,079,712	29,406,558

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	TUSHAR PATHAK	CFO	5,215,828	0	0	694,452	5,910,280
2	SHARVARI SALVI	COMPANY SEC	1,285,845	0	0	94,605	1,380,450
	Total		6,501,673	0	0	789,057	7,290,730

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

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

Name

AMRUT K PARAKH

Whether associate or fellow

Associate Fellow

Certificate of practice number

6508

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.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

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

Digitally signed by
SURESH
BHANUDAS
SHELKE
Date: 2022.09.29
11:10:45 +05'30'

DIN of the director

To be digitally signed by

Digitally signed by
AMRUTLAL
KHIMRAJ
PARAKH
Date: 2022.09.29
11:10:45 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

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

List of attachments

-
-
-
-

List of Shareholders as on 31 March 2022.
Mgt-8 -2022.pdf
UDIN.pdf

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



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 **Toyo Engineering India Private Limited (the Company) (U28900MH1981PTC025413)** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March 2022. 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;
 - The Company is a Private Limited Company.
 2. Maintenance of registers/records and making entries therein within the time prescribed therefor;
 - The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate as per the provisions and the rules made thereunder and all entries therein have been duly recorded;
 3. Filing of forms and returns as stated in the Annual Return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time;
 - The Company had filed the following forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time;



Sr. No.	Forms No. / Returns	SRN of forms	Date of Filling	Whether filed in prescribed time Yes/ No	If delay in filing whether requisite additional fee paid Yes/No.
1	MSME 1	T17260647	30/04/2021	Yes	No
2	CHG-1	T20851788	31/05/2021	Yes	No
3	CHG-1	T22125793	09/06/2021	Yes	No
4	CHG-4	T22328215	10/06/2021	Yes	No
5	DPT-3	T26350082	28/06/2021	Yes	No
6	DIR-3KYC Web	T28484343	30/06/2021	Yes	No
7	DIR-3KYC Web	T28223774	30/06/2021	Yes	No
8	DIR-3KYC Web	T28478154	30/06/2021	Yes	No
9	DIR-3KYC	T28296937	30/06/2021	Yes	No
10	DIR-3KYC	T31886203	22/07/2021	Yes	No
11	DIR-3KYC WEB	T35132836	12/08/2021	Yes	No
12	DIR-3KYC WEB	T35181122	12/08/2021	Yes	No
13	MGT-14	T36038750	17/08/2021	Yes	No
14	CHG-1	T39969621	01/09/2021	Yes	No
15	DIR-12	T40248742	02/09/2021	Yes	No
16	MGT-14	T40296352	03/09/2021	Yes	No
17	AOC-4 XBRL	T46799342	24/09/2021	Yes	No
18	CHG-1	T54167341	13/10/2021	Yes	No
19	MGT-7	T55642870	23/10/2021	Yes	No
20	MSME FORM1	T56984867	29/10/2022	Yes	No
21	MGT-14	T81445272	16/02/2022	Yes	No
22	MGT-14	T85492155	09/03/2022	Yes	No
23	MGT-14	T90434630	24/03/2022	Yes	No
24	AOC 4 CSR	T92087899	30/03/2022	Yes	No

4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings 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 resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;



- The Meetings of the Board of Directors, its committees and Annual General Meeting and EOGM of Members for the year ended were held after giving due notice to the members of the Board of Directors, its committee's Members, Members of the Company and resolutions passed thereat were duly recorded in the Minutes Book maintained for the purpose and the same has been signed.
5. Closure of Register of Members / Security holders, as the case may be.
- The Company has not closed its Register of Members during the year;
6. Advances/loans to its directors and/or persons or firms or companies referred to in section 185 of the Act;
- The Company has not given any advances/loans to its directors and/or persons or firms or companies referred to in section 185 of the Act;
7. Contracts/arrangements with related parties as specified in section 188 of the Act;
- The Contracts/arrangements with related parties entered into by the Company are in its ordinary course of business and on an arm's length basis as specified in section 188 of the Act.
8. Issue or allotment or transfer or transmission or buyback 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;
- There was no allotment or transfer or issue of any type of securities during the year in all instances.
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
- There was no transaction necessitating the company to keep 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



10. Declaration/ payment of a dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;

➤ The Company has not declared any dividend during the year. There was no amount required to be transferred relating to unpaid/ unclaimed dividend/other amounts as applicable, to the Investor Education and Protection Fund in accordance with section 125 of the Act;

11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub-section (3), (4) and (5) thereof;

➤ The Audited financial statements of the Company are signed by the Directors, CFO and the Company Secretary as per the provisions of Section 134 of the Act. Further, the report of Directors is prepared as per the provision of subsections (3), (4) and (5) of section 134 of the Act;

12. Constitution/ appointment/ re-appointment/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

➤ The Board of Directors of the company is duly constituted. Notices of Disclosure of Interest under Section 184(1) of the Act have been received from the Directors of the Company.

During the year there was the following re-appointment / change in designation of Directors and KMP made: -

Change in Designation

Mr. Yoshio Kawauchi and Mr. Masato Otsuki who were appointed by the Board as Additional Directors of the Company w.e.f. 30.06.2020 to hold office up to the ensuing Annual General Meeting, be and are hereby appointed as a Director of the Company IN THE AGM Dt. 27.08.2021.

KMP

Mr. Yukihiro Akimoto has been re-appointed as Managing Director of the Company for the period from 1 April 2021 to 31 March 2023 in the AGM dt. 27.08.2021.

Mr. Suresh B Shelke has been re-appointed as Whole Time Director of the Company and designated as Executive Director-



Commercial and sales of the Company for a period from 1 April 2022 to 31 March 2024 in the ensuing AGM.

Mr. Jasbir S. Soni has been re-appointed as Whole Time Director of the Company designated as Executive Director-Projects & EPC, for a period from 1 April 2022 to 31 March 2024 in the ensuing AGM.

The Company had paid remuneration to the Managing Director, Whole-time Director, Company Secretary and CFO as under and which was in the limit as per Act;

Sr.	Name of Director	Designation of Director	Total Remunerations
1	Mr. Y. Akimoto	Managing Director	6,336,867
2	Mr. Suresh B. Shelke	Executive Director- Commercial and sales	11,528,315
3	Mr. Jabir S. Soni	Executive Director- Projects & EPC	11,541,376
4	Mr. Tushar Pathak	CFO	5,910,280
5	Ms. Sharvari Salvi	Company Secretary	1,380,450

13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

➤ The Company has appointed the M/s. B S R & Co. LLP as a Statutory Auditor for a period of 5 years from the conclusion of the 44th AGM till the conclusion of the 49th AGM of the company to be held in the year 2025.

14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

➤ The Company has obtained all necessary approvals of the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities in due course under the various provisions of the Act

15. Acceptance/ renewal/ repayment of deposits;

➤ The Company does not accept any deposits.



16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

➤ The Company has no borrowing from its Directors, Members.

➤ During the year, the Company has availed External Commercial Borrowing of Rs. 678,426,052/- (Indian Rupees Six Hundred Seventy-Eight Million Four Hundred Twenty-Six Thousand Fifty Two only) and in USD 36,363,636 (United States Dollars Thirty Six Million Three Hundred Sixty Three Thousand Six Hundred Thirty Six only) from its parent company viz., M/s. Toyo Engineering Corporation, Japan for a period of 5 years.

➤ The amount borrowed by the Company from public financial institutions, banks and others is/ are within the borrowing limits of the company. Further, the Company has Created, Modified and satisfied the following charges during the year;

Sr. No.	Charge ID	Charge Holder Name	Date of Charge Creation	Date of Modification	Date of Satisfaction of charge	Charge amount secured	Address
1	100487476	HDFC BANK LIMITED	15/09/2021	-	-	3000000000.0	Ground Floor, DLF Tower 2 A, Jasola Vihar, New Delhi DELHI DL 110025 IN
2	10589881	KOTAK MAHINDRA BANK LIMITED	26/08/2015	24/08/2021	-	6500000000.0	27BKC, C 27, G Block Bandra Kurla Complex, Bandra (E), Mumbai Ma 400051 IN
3	10021549	Standard Chartered Bank	25/09/2006	20/05/2021	-	11970000000.0	23, NARAIN MANZILBARKH AMBA ROAD, NEW DELHI DL 110001 IN
4	10493226	Standard Chartered Bank	26/03/2014	05/06/2020	20/05/2021	12000000000.0	23, NARAIN MANZILBARKH AMBA ROAD NEW DELHI DL 110001 IN



17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;


➤ There were no Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act during the year.

18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

➤ During the year, the company has altered CLAUSE NO 32 OF THE OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY by passing a special resolution at EOGM dt. 14/02/2022.

➤ Further, there was no other change in the Memorandum of Association and Articles of Association of the company.

Place: Ichalkaranji
Date: 28/09/2022

Signature: 
CS Amrut K. Parakh
C.P. No. : 6508
UDIN No. F007180D001068680



PEER REVIEW CERTIFICATE NO.1851/2022
ICSI Unique Code: I2004MH476500

Note: The qualification, reservation or adverse remarks; if any, may be stated at the relevant place(s).

Annexure - A

Registers as maintained by the Company

Sr. No.	Statutory Registers	Form No.	Under section
1	Register of members	Form No. MGT-1	Pursuant to section 88 (1)(a) of the Companies Act, 2013 and rule 3(1) of the Companies (Management and Administration) Rules, 2014.
2	Register of charges	Form No. CHG-7	Pursuant to section 85 of the Companies Act, 2013 and sub-rule (1) of rule 10 of the Companies (Registration of Charges) Rules, 2014.
3	Register of contracts with related parties and contracts and Bodies etc. in which directors are interested	Form No. MBP-4	Pursuant to section 189(1) of the Companies Act, 2013 and rule 16(1)] of the Companies (Meeting of Board and its Powers) Rules 2014.
4	Register of investments not held in its own name by the company	Form No. MBP-3	Pursuant to section 187(3) of the Companies Act, 2013 and rule 14(1) of the Companies (Meeting of Board and its Powers) Rules 2014.
5	Register of details of securities held by Directors and Key Management Personnel	-	Pursuant to section 170 of the Companies Act, 2013 and rule 17(2) of the Companies (Appointment and Qualifications of Directors) Rules 2014.
6	Register of Deposit	-	Pursuant to section 73 of the Companies Act, 2013 and rule 14 of the Companies (Acceptance of Deposit) Rules 2014.
7	Register of directors and key managerial personnel	-	Pursuant to section 170 of the Companies Act, 2013 and rule 17(1) of the Companies (Appointment and Qualifications of Directors) Rules 2014.



8	Register of Renewed and Duplicate Share Certificates	Form No. SH-2	Pursuant to sub-section (3) of section 46 of the Companies Act, 2013 and rule 6(3)(a) of the Companies (Share Capital and Debentures) Rules 2014.
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Sr. No.	Other Registers	Form No.	Under section
1	Register of Share Transfer	Form SH-4	[Pursuant to section 56 and rule 11 of the Companies (Share Capital and Debentures) Rules 2014]





Toyo Engineering India Private Limited

CIN : U28900MH1981PTC025413

Registered Office : Toyo House, L.B.S. Marg,
Kanjurmarg (West), Mumbai - 400 078, INDIA
Tel: +91 22 2573 7000, Fax: +91 22 2573 7520 / 21
E-mail : in.contact@toyo-eng.com
Website : www.toyo-eng.com/in/

TOYO ENGINEERING INDIA PRIVATE LIMITED

LIST OF SHAREHOLDERS AS ON 31 March 2022

Sr. No.	Folio No.	Name of the Shareholder(s)	Address	No. of Equity Shares held (of Rs. 10 each)	% To Total Equity Capital
1.	7	TOYO ENGINEERING CORPORATION	11 TH FLOOR, SHIN - MARUNOUCHI BUILDING, 1-5-1 MARUNOUCHI, CHIYODA- KU, TOKYO 100-6511, JAPAN	98900000	98.9
2.	63	MR. Y. AKIMOTO & MR. SURESH B. SHELKE, TRUSTEES, TOYO ENGINEERING INDIA PRIVATE LIMITED EMPLOYEES' BENEFIT TRUST	C/o TOYO ENGINEERING INDIA PRIVATE LIMITED. "TOYO HOUSE", LAL BAHADUR SHASTRI MARG, KANJUR MARG (WEST), MUMBAI 400 078	1100000	1.1
			TOTAL	100000000	100.00

For Toyo Engineering India Private Limited


Sharvari Salvi
Company Secretary



Toyo Technology Centre: 71, Kanjur Village Road, Kanjurmarg (E), Mumbai - 400 042.

Tel: +91 22 2573 5000, Fax: +91 22 2573 5842

Delhi Office: 214, Splendor Forum, Jasola District Centre, Near Apollo Hospital, New Delhi - 110025.

Phone : 011-4059-1240, Fax : 011-4059-1246, Email : in.delhi@toyo-eng.com