

Annexure VIII

Extract of Annual Return

as on the financial year ended on 31.3.2019

[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:

i	CIN	L35921TN1960PLC004175
ii	Registration Date	June 13, 1960
iii	Name of the Company	Wheels India Limited
iv	Category / Sub-Category of the Company	Public Limited Company
v	Address of the Registered office and contact details	Registered office: 21, Patullos Road Chennai 600 002 Corporate Office: Padi Chennai 600 050 Phone: 044 - 26258511; Fax : 044 - 26257121 E-Mail: investorservices@wheelsindia.com
vi	Whether listed company	Yes
vii	Name, Address and Contact details of Registrar and Transfer Agent, if any	Cameo Corporate Services Limited "Subramanian Building", No. 1, Club House Road, Chennai - 600 002, Phone : 044 - 28460390 Fax : 044 - 28460129 E - Mail : investor@cameoindia.com

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:-

S. No	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Manufacture of Road Wheels	29301	42%
2	Manufacture of Parts & Accessories for Machinery / Equipments used by construction and mining industries	28246	16%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. No	Name and address of the company	CIN/GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1	Axles India Limited, 21, Patullos Road, Chennai 600002	U27209TN1981PLC008630	Associate	9.51	Section 2(6) of the Companies Act 2013
2	WIL Car Wheels Limited, M.T.H Road, Padi, Chennai 600050	U35999TN2017PLC116976	Subsidiary	74	Section 2(87) of the Companies Act 2013



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

i) Category-wise Shareholding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% of Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A) Promoters									
(1) Indian									
(a) Individual/HUF	-	-	-	-	-	-	-	-	-
(b) Central Govt	-	-	-	-	-	-	-	-	-
(c) State Govt (s)	-	-	-	-	-	-	-	-	-
(d) Bodies Corp.	4905569	0	4905569	40.77	9811138	0	9811138	40.77	-
(e) Banks / FI	-	-	-	-	-	-	-	-	-
(f) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A) (1)	4905569	-	4905569	40.77	9811138	-	9811138	40.77	-
(2) Foreign									
(a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
(b) Other - Individuals	-	-	-	-	-	-	-	-	-
(c) Bodies Corp.	4118640	0	4118640	34.23	8237280	0	8237280	34.23	-
(d) Banks / FI	-	-	-	-	-	-	-	-	-
(e) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A) (2)	4118640	0	4118640	34.23	8237280	0	8237280	34.23	-
Total Shareholding of Promoter (A) = (A) (1) + (A) (2)	9024209	0	9024209	75.00	18048418	0	18048418	75.00	-
(B) Public Shareholding									
(1) Institutions									
(a) Mutual Funds	912864	0	912864	7.58	1803132	0	1803132	7.49	-0.09
(b) Banks/FI	890	0	890	0.01	1735	0	1735	0.01	0.00
(c) Central Govt	-	-	-	-	-	-	-	-	-
(d) State Govt (s)	-	-	-	-	-	-	-	-	-
(e) Venture Capital funds	-	-	-	-	-	-	-	-	-
(f) Insurance Companies	175370	-	175370	1.46	350740	-	350740	1.46	0.00
(g) FIs	0	0	0	0	0	0	0	0	0
(h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i) Others (Specify)									
Foreign Portfolio Investor	5267	0	5267	0.04	15117	0	15117	0.06	0.02
Sub-Total (B)(1)	1094391	0	1094391	9.09	2170724	0	2170724	9.02	-0.07

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% of Change during the Year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
(2) Non-Institutions										
(a) Bodies Corporate										
i. Indian	750330	36924	787254	6.54	1493014	73598	1566612	6.51	-0.03	
ii. Overseas	-	-	-	-	-	-	-	-	-	
(b) individuals										
i. Individual shareholders holding nominal share capital up to Rs. 1 lakh	845194	154036	999230	8.30	1665641	203174	1868815	7.77	-0.53	
ii. Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	11050	11050	0.09	133042	22100	155142	0.64	0.55	
(c) Others (Specify)										
i. Clearing member	1887	0	1887	0.02	2156	0	2156	0.01	-0.01	
ii. Directors and their relatives	30741	0	30741	0.26	61482	0	61482	0.26	0.00	
iii. Escrow Account - Clause 5A of the Listing Agreement	957	0	957	0.01	1914	0	1914	0.01	0.00	
iv. Hindu Undivided Families	38082	0	38082	0.32	77128	17	77145	0.32	0.00	
v. IEPF	14506	0	14506	0.12	29456	0	29456	0.12	0.00	
vi. Non-resident Indians	28398	1574	29972	0.25	79546	3148	82694	0.34	0.09	
Sub-Total (B)(2)	1710095	203584	1913679	15.91	3543379	302037	3845416	15.98	0.07	
Total Public Shareholding = (B) (1) + (B) (2)	2804486	203584	3008070	25.00	5714103	302037	6016140	25.00	-	
C. Shares held by custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0	
Grand Total(A+B+C)	11828695	203584	12032279	100.00	23762521	302037	24064558	100.00	0.00	

(ii) Shareholding of Promoters:

S. No.	Shareholders' Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of Change during the Year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	TV Sundaram Iyengar & Sons Private Limited	2455514	20.41	Nil	4911028	20.41	Nil	Nil
2.	Southern Roadways Limited	1116314	9.28	Nil	2232628	9.28	Nil	Nil
3.	Sundaram Finance Holdings Limited	1333741	11.08	Nil	2667482	11.08	Nil	Ni
4.	Titan Europe Limited	4118640	34.23	Nil	8237280	34.23	Nil	Nil
	Total	9024209	75.00	Nil	18048418	75.00	Nil	Nil



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

S. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total Shares of the company
1	TV Sundaram Iyengar & Sons Private Limited				
	At the beginning of the year	2455514	20.41	2455514	20.41
	Allotment of Bonus Shares by the Company in the ratio of 1:1 on 13-Aug-2018	2455514	20.41	4911028	20.41
	At the end of the Year 31-Mar-2019	4911028	20.41	4911028	20.41
2.	Southern Roadways Limited				
	At the beginning of the year	1116314	9.28	1116314	9.28
	Allotment of Bonus Shares by the Company in the ratio of 1:1 on 13-Aug-2018	1116314	9.28	2232628	9.28
	At the end of the Year 31-Mar-2019	2232628	9.28	2232628	9.28
3.	Sundaram Finance Holdings Limited				
	At the beginning of the year	1333741	11.08	1333741	11.08
	Allotment of Bonus Shares by the Company in the ratio of 1:1 on 13-Aug-2018	1333741	11.08	2667482	11.08
	At the end of the Year 31-Mar-2019	2667482	11.08	2667482	11.08
4.	Titan Europe Limited				
	At the beginning of the year	4118640	34.23	4118640	34.23
	Allotment of Bonus Shares by the Company in the ratio of 1:1 on 13-Aug-2018	4118640	34.23	8237280	34.23
	At the end of the Year 31-Mar-2019	8237280	34.23	8237280	34.23

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

SI No	Name of the Share holder	No of shares	% of total shares of the company	Cumulative No. of shares	% of total shares of the company
1	RELIANCE CAPITAL TRUSTEE CO. LTD. - A/C RELIANCE TAX SAVER (ELSS) FUND				
	At the beginning of the year 01-Apr-2018	912864	7.5867	912864	7.5867
	Purchase 06-Apr-2018	3715	0.0308	916579	7.6175
	Purchase 25-May-2018	440	0.0036	917019	7.6211
	Purchase 08-Jun-2018	981	0.0081	918000	7.6292
	Sale 22-Jun-2018	-16435	-0.1366	901565	7.4926
	Sale 27-Jul-2018	-6323	-0.0525	895242	7.4401
	Sale 03-Aug-2018	-12401	-0.1031	882841	7.3370
	Sale 09-Aug-2018	-17775	-0.1477	865066	7.1895

SI No	Name of the Share holder	No of shares	% of total shares of the company	Cumulative No. of shares	% of total shares of the company
	Allotment of Bonus shares by the Company at the ratio of 1:1 on 13-Aug-2018	865066	7.1895	1730132	7.1895
	Purchase 17-Aug-2018	6239	0.0259	1736371	7.2154
	Sale 24-Aug-2018	-1965	-0.0081	1734406	7.2073
	Sale 31-Aug-2018	-3315	-0.0137	1731091	7.1935
	Purchase 14-Sep-2018	4000	0.0166	1735091	7.2101
	Purchase 21-Sep-2018	3949	0.0164	1739040	7.2265
	Purchase 28-Sep-2018	18114	0.0752	1757154	7.3018
	Purchase 05-Oct-2018	23917	0.0993	1781071	7.4012
	Purchase 12-Oct-2018	10702	0.0444	1791773	7.4456
	Purchase 19-Oct-2018	2590	0.0107	1794363	7.4564
	Purchase 26-Oct-2018	3963	0.0164	1798326	7.4729
	Purchase 02-Nov-2018	680	0.0028	1799006	7.4757
	Purchase 16-Nov-2018	3062	0.0127	1802068	7.4884
	Purchase 15-Feb-2019	1064	0.0044	1803132	7.4928
	At the end of the Year 31-Mar-2019	1803132	7.4928	1803132	7.4928
2.	MAHAM HOLDINGS LIMITED				
	At the beginning of the year 01-Apr-2018	190553	1.5836	190553	1.5836
	Allotment of Bonus shares by the Company at the ratio of 1:1 on 13-Aug-2018	190553	1.5836	381106	1.5836
	At the end of the Year 31-Mar-2019	381106	1.5836	381106	1.5836
3.	GENERAL INSURANCE CORPORATION OF INDIA				
	At the beginning of the year 01-Apr-2018	175370	1.4574	175370	1.4574
	Allotment of Bonus shares by the Company at the ratio of 1:1 on 13-Aug-2018	175370	1.4574	350740	1.4574
	At the end of the Year 31-Mar-2019	350740	1.4574	350740	1.4574
4.	ABI SHOWATECH (INDIA) LIMITED				
	At the beginning of the year 01-Apr-2018	144929	1.2045	144929	1.2045
	Allotment of Bonus shares by the Company at the ratio of 1:1 on 13-Aug-2018	144929	1.2045	289858	1.2045
	At the end of the Year 31-Mar-2019	289858	1.2045	289858	1.2045
5.	PADMALAKSHMI HOLDINGS PRIVATE LIMITED				
	At the beginning of the year 01-Apr-2018	129645	1.0774	129645	1.0774
	Allotment of Bonus shares by the Company at the ratio of 1:1 on 13-Aug-2018	129645	1.0774	259290	1.0774
	At the end of the Year 31-Mar-2019	259290	1.0774	259290	1.0774



SI No	Name of the Share holder	No of shares	% of total shares of the company	Cumulative No. of shares	% of total shares of the company
6.	SUNDHARAMS PRIVATE LIMITED				
	At the beginning of the year 01-Apr-2018	158808	1.3198	158808	1.3198
	Allotment of Bonus shares by the Company at the ratio of 1:1 on 13-Aug-2018	158808	1.3198	317616	1.3198
	At the end of the Year 31-Mar-2019	317616	1.3198	317616	1.3198
7.	REVATHI HOLDINGS PRIVATE LIMITED				
	At the beginning of the year 01-Apr-2018	103803	0.8627	103803	0.8627
	Allotment of Bonus shares by the Company at the ratio of 1:1 on 13-Aug-2018	103803	0.8627	207606	0.8627
	At the end of the Year 31-Mar-2019	207606	0.8627	207606	0.8627
8	KOTAK MAHINDRA OLD MUTUAL LIFE INSURANCE LIMITED				
	At the beginning of the year 01-Apr-2018	23046	0.1915	23046	0.1915
	Allotment of Bonus shares by the Company at the ratio of 1:1 on 13-Aug-2018	23046	0.1915	46092	0.1915
	At the end of the Year 31-Mar-2019	46092	0.1915	46092	0.1915
9	SAMUEL A W				
	At the beginning of the year 01-Apr-2018	11050	0.0918	11050	0.0918
	Purchase 10-Aug-2018	11050	0.0918	22100	0.0918
	Sale 13-Aug-2018	-11050	0.0918	11050	0.0918
	Allotment of Bonus shares by the Company at the ratio of 1:1 on 13-Aug-2018	11050	0.0918	22100	0.0918
	At the end of the Year 31-Mar-2019	22100	0.0918	22100	0.0918
10	S DAVID PADMANABAN				
	At the beginning of the year 01-Apr-2018	1000	0.0083	1000	0.0083
	Allotment of Bonus shares by the Company at the ratio of 1:1 on 13-Aug-2018	1000	0.0083	2000	0.0083
	At the end of the Year 31-Mar-2019	2000	0.0083	2000	0.0083

(v) Shareholding of Directors and Key Managerial Personnel:

S. No	For each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year					
1	Mr. S Ram	Nil	Nil	Nil	Nil
2	Mr. Srivats Ram	26536	0.220		
	Allotment of Bonus shares by the Company at the ratio of 1:1 on 13-Aug-2018	26536	0.220	53072	0.220
	At the end of the Year 31-Mar-2019	53072	0.220	53072	0.220
3	Mr. S Viji	Nil	Nil	Nil	Nil
4	Mr. Christopher M B Akers	Nil	Nil	Nil	Nil
5	Mr. T S Vijayaraghavan	Nil	Nil	Nil	Nil
6	Mr. S Prasad	1600	0.013		
	Allotment of Bonus shares by the Company at the ratio of 1:1 on 13-Aug-2018	3200	0.013	3200	0.013
	At the end of the Year 31-Mar-2019	3200	0.013	3200	0.013
7	Mr. Aroon Raman	Nil	Nil	Nil	Nil
8	Mr. B Santhanam	Nil	Nil	Nil	Nil
9	Ms. Bharati Rao	Nil	Nil	Nil	Nil
10	Mr. Paul G Reitz	Nil	Nil	Nil	Nil
11	Mr. R Raghuttama Rao	Nil	Nil	Nil	Nil
12	Mr. R Raghunathan, Chief Financial Officer	Nil	Nil	Nil	Nil
13	Ms. K V Lakshmi, Company Secretary	Nil	Nil	Nil	Nil

V. INDEBTEDNESS

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

Rs. in lakhs

	Secured Loans excluding deposits	Unsecured Loans	Deposits Unsecured	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	12,740.57	8,996.10	14,177.90	35,914.57
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	100.30	57.11	634.74	792.14
Total (i+ii+iii)	12,840.87	9,053.21	14,812.64	36,706.71
Change in Indebtedness during the financial year				
Addition	17,769.24	-	-	17,769.24
Reduction	-	7,997.04	344.40	8,341.44
Net Change	17,769.24	7,997.04	344.40	26,110.68
Indebtedness at the end of the financial year				
i) Principal Amount	30,509.81	999.06	13,833.50	45,342.37
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	199.26	30.12	745.68	975.05
Total (i+ii+iii)	30,709.06	1,029.18	14,579.18	46,317.42



VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

Rs. in lakhs

Sl. No	Particulars of Remuneration	Name of MD/WTD/Manager	
		Mr. Srivats Ram, Managing Director	Total Amount
1	Gross salary		
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	140.00	
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	1.77	
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify	227.43	-
5	Others-Retirement Benefits	23.63	-
Total (A)			392.83
Ceiling as per the Act (5% of the net profits)			568.58

B. Remuneration to other Directors:

Rs. in lakhs

Sl. No	Name of Directors	Particulars of Remuneration			Total Amount
		Fee for attending Board / committee meetings	Commission	Others, please specify	
Independent Directors					
1	Mr. T S Vijayaraghavan	2.20	-	-	2.20
2	Mr. S Prasad	2.85	-	-	2.85
3	Mr. Aroon Raman	1.40	-	-	1.40
4	Mr. B Santhanam	1.00	-	-	1.00
5	Ms. Bharati Rao	1.00	-	-	1.00
6	Mr. R Raghuttama Rao	1.05	-	-	1.05
Total (1)		9.50	-	-	9.50
Other Non-Executive Directors					
1	Mr. S Ram	1.35	113.72	-	115.07
2	Mr. S Viji	2.40	-	-	2.40
3	Mr. CMB Akers	0.40	-	-	0.40
4	Mr. Paul G Reitz	0.40	-	-	0.40
Total (2)		4.55	113.72	-	118.27
Total (B) = (1)+(2)		14.05	113.72	-	127.77
Total Managerial Remuneration (A+B)					520.60
Overall Ceiling as per the Act (11% of the net profits)					1250.88

C. Remuneration to key managerial personnel other than MD/MANAGER/WTD:

Rs. in lakhs

Sl. No	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Mr. R Raghunathan, CFO	Ms. K V Lakshmi, CS	
1	Gross salary			
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	56.51	14.96	71.47
(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	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-
5	Others-Retirement Benefits	1.71	0.25	1.96
	Total (C)	58.22	15.21	73.43

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)
(A) Company; (B) Directors; (C) other officers in Default					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

On behalf of the Board of Directors

S Ram

Chairman

DIN 00018309

Place : Chennai

Date : 29.05.2019