

ANNUAL RETURN

(For the Financial Year ended 31st March 2021)

Form No. MGT-7

[Pursuant to sub-section (3) of Section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

REGISTRATION AND OTHER DETAILS

(i)	Corporate Identification Number (CIN) of the Company	U29309PN2018PTC178041
	Global Location Number (GLN) of the Company	-
	Permanent Account Number (PAN) of the Company	AADCF4658B
(ii)	(a) Name of the Company	Force MTU Power Systems Private Limited
	(b) Registered Office Address	Mumbai- Pune Road, Akurdi, Pune, Maharashtra, India - 411035
	(c) E-mail ID of the Company	pramod.vaidya@force-mtu.com
	(d) Telephone number with STD code	+91-21-356-85-500
	(e) Website	www.force-mtu.com
(iii)	Date of Incorporation	07-08-2018
(iv)	Type of Company	Private Company
	Category of the Company	Company Limited by shares
	Sub-Category of the Company	Indian Non-Government Company
(v)	Whether company is having Share Capital	Yes
(vi)	Whether shares listed on recognized Stock Exchange(s)	No
	(b) CIN of Registrar and Transfer Agent	NA
	Name of Registrar and Transfer Agent	NA
	Registered office address of the Registrar and Transfer Agent	NA
(vii)	Financial Year	01-04-2020 to 31-03-2021
(viii)	Whether Annual General Meeting held	Yes
	(a) If yes, date of AGM	23-09-2021
	(b) Due date of AGM	30-11-2021
	(c) Whether any extension for AGM granted	No

I. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

Number of business activities: 1

Sr. 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	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment, Transport equipment.	100

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

Number of Companies for which information is to be given: 2

Sr. No	Name of the Company	CIN/FCRN	Holding/Subsidiary/ Associate/Joint Venture	% of shares held
1.	Force Motors Limited	L34102PN1958PLC011172	Holding	51%
2.	Rolls-Royce Solutions GmbH (formerly known as MTU Friedrichshafen GmbH)	-	Associate	49%

III. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY:

i. SHARE CAPITAL

a. Equity Share Capital

Particulars	Authorized capital	Issued capital	Subscribed capital	Paid-up capital
Total number of equity shares	250,000,000	206,200,000	206,200,000	206,200,000
Total amount of Equity Shares (in INR)	2,500,000,000	2,062,000,000	2,062,000,000	2,062,000,000

Number of classes: 1

Class of Shares	Authorized capital	Issued capital	Subscribed capital	Paid-up capital
Number of equity shares	250,000,000	206,200,000	206,200,000	206,200,000
Nominal value per share (in INR)	10	10	10	10
Total amount of Equity Shares (in INR)	2,500,000,000	2,062,000,000	2,062,000,000	2,062,000,000

b. Preference Share Capital

Particulars	Authorized capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference Shares (in INR)	0	0	0	0

Number of classes: 0

Class of Shares	Authorized capital	Issued capital	Subscribed capital	Paid-up capital
Number of preference shares	0	0	0	0
Nominal value per share (in INR)	0	0	0	0
Total amount of preference Shares (in INR)	0	0	0	0

c. Unclassified Share Capital

Particulars	Authorized 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	156,200,000	1,562,000,000	1,562,000,000	0
Increase during the year				
i. Public issues	0	0	0	0
ii. Rights issue	50,000,000	500,000,000	500,000,000	0
iii. Bonus issue	0	0	0	0
iv. Private placement/ Preferential Allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat Equity shares allotted	0	0	0	0
vii. Conversion of preference shares	0	0	0	0
viii. Conversion of debentures	0	0	0	0
ix. GDRs/ ADRs	0	0	0	0
x. Others, specify	0	0	0	0
Decrease during the year				
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	0	0	0	0
At the end of the year	206,200,000	2,062,000,000	2,062,000,000	0
Preference Share				
At the beginning of the year	0	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	0	0	0	0
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	0	0	0	0
At the end of the year	206,200,000	2,062,000,000	2,062,000,000	0

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

iii. Details of Shares /Debenture Transfers since closure date of last Financial Year (or in case of the first return at any time since the incorporation of the Company): Nil

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	0	360,084,400
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits	0	0	0
Deposits	0	0	0
Total	0	0	360,084,400

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): NA

IV. Turnover and Net Worth of the Company (as defined in the Companies Act, 2013):

- i. Turnover: INR 116,003,115
- ii. Net worth of the Company: INR 1,561,665,121

V. (a) SHAREHOLDING PATTERN: Promoters

Sr. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual / Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-Resident Indian (NRI)	0	0	0	0
	(iii) Foreign National (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government Companies	0	0	0	0
3.	Insurance Companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign Institutional Investors	0	0	0	0
7.	Mutual Funds	0	0	0	0
8.	Venture Capital	0	0	0	0
9.	Body Corporate (not mentioned above)	206,200,000	100	0	0
10.	Others	0	0	0	0
	Total	206,200,000	100%	0	0

Total number of shareholders (Promoters and Promoters Group): 2 (Folio wise)

(b) SHAREHOLDING PATTERN- Public/ Other than promoters

Sr. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	-	-	-	-

	(ii) Non-Resident Indian (NRI)	-	-	-	-
	(iii) Foreign National (other than NRI)	-	-	-	-
2	Government	-	-	-	-
	(i) Central Government	-	-	-	-
	(ii) State Government	-	-	-	-
	(iii) Government Companies	-	-	-	-
3	Insurance Companies	-	-	-	-
4	Banks	-	-	-	-
5	Financial institutions	-	-	-	-
6	Foreign Institutional Investors	-	-	-	-
7	Mutual Funds	-	-	-	-
8	Venture Capital	-	-	-	-
9	Body Corporate (not mentioned above)	-	-	-	-
10	Others, specify (IEPF, Trusts, Unclaimed shares, Clearing Members)	-	-	-	-
	Total	-	-	-	-

Total number of shareholders (other than promoters): Nil

Total number of shareholders (Promoters + Public/ other than promoters): 2 (Folio wise)

VI. 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)	-	-
Debenture holders	-	-

VII. 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	6	0	6	0	0
B. Non- Promoter	0	0	0	0	0	0
(i) Non- Independent	0	0	0	0	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	0	6	0	6	0	0

Number of Directors and Key Managerial Personnel (who is not director) as on Financial Year end date: 8

(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)
Mr. Abhaykumar Navalmal Firodia	00025179	Director	-	-
Mr. Prasan Abhaykumar Firodia	00029664	Director	-	-
Mr. Kishore Jayaraman	02092505	Director	-	-
Mr. Prashant Vijay Inamdar	07071502	Director	-	-
Mr. Petar Pero Pelemis	08194831	Director	-	-
Mr. Matthias Hans Joerg Vogel	08194830	Director	-	-
Mr. Pramod Dnyaneshwar Vaidya	AARPV9085D	CEO	-	-
Mr. Jayant Shrihari Barve	AHSPB4463H	CFO	-	-

(ii) Particulars of change in Director (s) and Key Managerial Personnel during the year: 3

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)
Mr. Jayant Shrihari Barve	AHSPB4463H	CFO	01-10-2020	Appointment
Mr. Mayuresh Sunil Kolhe	BBWPK5025R	Company Secretary	01-10-2020	Appointment

Mr. Mayuresh Sunil Kolhe	BBWPK5025R	Company Secretary	24-11-2020	Cessation
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VIII. 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 the Meeting	Attendance	
			Number of members attended	% of Total shareholding
Annual General Meeting	01-10-2020	2	2	100%

B. BOARD MEETINGS

Number of Meetings Held: 4

Sr. No.	Date of Meeting	Total number of Directors associated as on the date of Meeting	Attendance	
			Number of Directors Attended	% of attendance
1.	09-06-2020	6	5	83.33
2.	19-06-2020	6	5	83.33
3.	01-10-2020	6	5	83.33
4.	28-01-2021	6	3	50

C. COMMITTEE MEETINGS: Nil

D. ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			AGM is held on 23-09-2021
		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 Meeting Attended	% of Attendance	
1.	Mr. Abhaykumar Navalmal Firodia	4	1	25	-	-	-	Yes
2.	Mr. Prasan Abhaykumar Firodia	4	4	100	-	-	-	Yes
3.	Mr. Kishore Jayaraman	4	3	75	-	-	-	Yes
4.	Mr. Prashant Vijay Inamdar	4	4	100	-	-	-	Yes
5.	Mr. Petar Pero Pelemis	4	4	100	-	-	-	Yes
6.	Mr. Matthias Hans Joerg Vogel	4	2	50	-	-	-	No

IX. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: Nil

(Amount in INR)

Sr. No	Name	Designation	Gross Salary	Commission	Stock Option/Sweat Equity	Others	Total Amount

Number of CEO, CFO and Company Secretary whose remuneration details to be entered: 4

(Amount in INR)

Sr. No	Name	Designation	Gross Salary	Commission	Stock Option/Sweat Equity	Others	Total Amount
1.	Pramod Vaidya	CEO	9,991,475	-	-	-	9,991,475
2.	*Jayant Shrihari Barve	CFO	2,968,320	-	-	-	2,968,320
3.	**Mayuresh Sunil Kolhe	CS	249,976	-	-	-	249,976
4.	**Niraj Tripathi	CS	65,243	-	-	-	65,243
	Total		13,275,014				13,275,014

*Mr. Jayant Barve was appointed as CFO of the Company w.e.f. 1st October 2020, the details of remuneration are provided for the period of his association with the Company.

**Mr. Mayuresh Kolhe who was appointed as Company Secretary w.e.f. 1st October 2020 was resigned w.e.f 24th November 2020, the details of remuneration are provided for the period of his association with the Company.

** Mr. Niraj Tripathi was joined the Company as the Company Secretary w.e.f. 22nd February 2021, the details of remuneration are provided for the period of his association with the Company. The formal appointment of Mr. Niraj was made by the Board of Directors in its Meeting held on 25th May 2021.

Number of other Directors whose remuneration details to be entered: Nil

Sr. No	Name	Designation	Gross Salary	Commission	Stock Option/Sweat Equity	Others	Total Amount

X. 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
- B. If No, give reasons/observations- NA



XI. PENALTY AND PUNISHMENT- DETAILS THEREOF:

(A) Details of Penalties / Punishment Imposed On Company/ Directors / Officers: Nil

(B) Details of Compounding of Offences: Nil

XII. WHETHER COMPLETE LIST OF SHAREHOLDERS, DEBENTURE HOLDERS HAS BEEN ENCLOSED AS AN ATTACHMENT:

The details are available with the Company and can be obtained by members upon request.

XIII. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, INCASE OF LISTED COMPANIES: NA
