

# 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
- Global Location Number (GLN) of the company
- \* Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- E-92, MIDC INDUSTRIAL AREA, WALUJ  
AURANGABAD  
Aurangabad  
Maharashtra  
431136  
India
- (c) \* e-mail ID of the company
- (d) \* Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (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 Ltd.	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) \*Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

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

(a) If yes, date of AGM 08/08/2019

(b) Due date of AGM 30/09/2019

(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	C11	Motor vehicles, trailers, semi trailers and other Transport Vehicles	98.3

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

\*No. of Companies for which information is to be given 5

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Endurance Overseas Srl, Italy		Subsidiary	100
2	Endurance SpA, Italy		Subsidiary	100

3	Endurance Engineering SrL, Ita		Subsidiary	100
4	Endurance Castings SpA, Italy		Subsidiary	100
5	Endurance Amann GmbH, Ger		Subsidiary	100

#### 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	165,000,000	140,662,848	140,662,848	140,662,848
Total amount of equity shares (in Rupees)	1,650,000,000	1,406,628,480	1,406,628,480	1,406,628,480

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	165,000,000	140,662,848	140,662,848	140,662,848
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,650,000,000	1,406,628,480	1,406,628,480	1,406,628,480

###### (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
<b>Equity shares</b>				
At the beginning of the year	140,662,848	1,406,628,480	1,406,628,480	
Increase during the year	0	0	0	0
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	0	0	0	0
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	140,662,848	1,406,628,480	1,406,628,480	
<b>Preference shares</b>				
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

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) \*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			800,783,692
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			1,372,115,675
Deposit			0
<b>Total</b>			<b>2,172,899,367</b>

**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
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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
<b>Total</b>					

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

54,174,583,657

**(ii) Net worth of the Company**

20,781,989,848

**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	71,696,976	50.97	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	0	0	0	
	<b>Total</b>	71,696,976	50.97	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	35,982,539	25.58	0	
	(ii) Non-resident Indian (NRI)	94,022	0.07	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	11,382	0.01	0	
5.	Financial institutions	12,476	0.01	0	
6.	Foreign institutional investors	22,108,226	15.72	0	
7.	Mutual funds	8,386,127	5.96	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,038,612	1.45	0	
10.	Others            Clearing member	332,488	0.24	0	
	<b>Total</b>	68,965,872	49.04	0	0

**Total number of shareholders (other than promoters)**

38,998

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

39,000

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

129

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ABU DHABI INVESTME	JPMORGAN CHASE BANK N.A. IND			27,847	0.02
AEMV	HSBC SECURITIES SERVICES, GOREG			9,000	0.01
AL MEHWAR COMMERC	DEUTSCHE BANK AG, SOMANI MA			310,565	0.22
AVAW	HSBC SECURITIES SERVICES, GOREG			36,000	0.03
AVS-MF	HSBC SECURITIES SERVICES, GOREG			17,500	0.01
BLUE SKY PASSIVE EQU	CITIBANK N.A. BKC BANDRA - EAST			1,278	0
BNP PARIBAS ARBITRA	BNP PARIBAS MAKER MAXITY BKC,			21,998	0.02
CALIFORNIA PUBLIC E	DEUTSCHE BANK AG DB HOUSE FO			38,660	0.03

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CF DV ACWI EX-U.S. IM	DEUTSCHE BANK AG DB HOUSE FO			234	0
CITY OF LOS ANGELES	CITIBANK N.A. BKC BANDRA - EAST			2,061	0
COLLEGE RETIREMENT	DEUTSCHE BANK AG DB HOUSE FO			30,382	0.02
DB INTERNATIONAL (A	DEUTSCHE BANK AG DB HOUSE FO			12	0
DFA INTERNATIONAL	HSBC SECURITIES SERVICES GOREG			791	0
DIMENSIONAL FUNDS	DEUTSCHE BANK AG DB HOUSE FO			1,570	0
EB DV ACWI EX-U.S. SM	DEUTSCHE BANK AG DB HOUSE FO			1,094	0
EMERGING MARKETS C	CITIBANK N.A. BKC BANDRA - EAST			4,535	0
EMERGING MARKETS C	CITIBANK N.A. BKC BANDRA - EAST			28,182	0.02
EMERGING MARKETS S	JPMORGAN CHASE BANK N.A. MAL			63,089	0.04
EMERGING MARKETS S	JPMORGAN CHASE BANK N.A. MAL			81,605	0.06
EMERGING MARKETS S	JPMORGAN CHASE BANK N.A. MAL			9,882	0.01
EMERGING MARKETS S	CITIBANK N.A. BKC BANDRA - EAST			12,236	0.01
EMERGING MARKETS S	CITIBANK N.A. BKC BANDRA - EAST			978	0
EMIRATES NBD SICAV	DEUTSCHE BANK AG, DB HOUSE FO			45,469	0.03
EMPLOYEES PROVIDEN	DEUTSCHE BANK AG, DB HOUSE FO			440,000	0.31
EMPLOYEES PROVIDEN	DEUTSCHE BANK AG, DB HOUSE FO			42,000	0.03

**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)	39,372	38,999
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
<b>A. Promoter</b>	1	0	1	0	50.97	0
<b>B. Non-Promoter</b>	2	7	2	7	0	12.02
(i) Non-Independent	2	2	2	2	0	12.02
(ii) Independent	0	5	0	5	0	0
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	<b>3</b>	<b>7</b>	<b>3</b>	<b>7</b>	<b>50.97</b>	<b>12.02</b>

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

11

**(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. Naresh Chandra	00027696	Director	16,910,000	
Mr. Anurang Jain	00291662	Managing Director	71,696,976	
Mr. Partho Datta	00040345	Director	0	
Mr. Soumendra Basu	01125409	Director	0	
Mr. Roberto Testore	01935704	Director	0	
Mr. Ramesh Gehaney	02697676	Whole-time director	0	
Mr. Satrajit Ray	00191467	Whole-time director	0	
Ms. Anjali Seth	05234352	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mrs. Falguni Nayar	00003633	Director	0	
Mr. Massimo Venuti	06889772	Director	0	
Mr. Sunil Lalai	AAGPL2945P	Company Secretary	1	

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

0

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)

**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	06/09/2018	38,977	45	82.51

**B. BOARD MEETINGS**

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/04/2018	10	9	90
2	15/05/2018	10	10	100
3	10/08/2018	10	8	80
4	03/11/2018	10	9	90
5	07/02/2019	10	10	100

**C. COMMITTEE MEETINGS**

Number of meetings held

11

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	15/05/2018	3	3	100
2	Audit Committee	10/08/2018	3	3	100
3	Audit Committee	02/11/2018	3	3	100
4	Audit Committee	07/02/2019	3	3	100
5	Nomination and Remuneration	25/04/2018	3	3	100
6	Nomination and Remuneration	15/05/2018	3	3	100
7	Corporate Social Responsibility	15/05/2018	3	3	100
8	Corporate Social Responsibility	10/08/2018	3	3	100
9	Corporate Social Responsibility	02/11/2018	3	3	100
10	Stakeholders Meeting	25/04/2018	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	08/08/2019
								(Y/N/NA)
1	Mr. Naresh Ch	5	5	100	0	0	0	Yes
2	Mr. Anurang J	5	5	100	5	5	100	Yes
3	Mr. Partho Dat	5	5	100	6	6	100	Yes
4	Mr. Soumendr	5	5	100	9	9	100	Yes
5	Mr. Roberto Te	5	3	60	0	0	0	No
6	Mr. Ramesh G	5	5	100	3	3	100	Yes
7	Mr. Satrajit Ra	5	5	100	2	2	100	Yes
8	Ms. Anjali Seth	5	5	100	8	8	100	Yes
9	Mrs. Falguni N	5	4	80	0	0	0	Yes
10	Mr. Massimo V	5	4	80	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	Mr. Anurang Jain	Managing Director	54,440,908	0	0	3,193,344	57,634,252
2	Mr. Ramesh Gehan	Whole-time Director	20,849,175	0	0	957,228	21,806,403
3	Mr. Satrajit Ray	Whole-time Director	20,924,068	0	0	921,648	21,845,716
	Total		96,214,151	0	0	5,072,220	101,286,371

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Sunil Lalai	Company Secretary	8,258,620	0	0	450,384	8,709,004
	Total		8,258,620	0	0	450,384	8,709,004

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Soumendra Basu	Independent Director	0	2,250,000	0	590,000	2,840,000
2	Mr. Partho Datta	Independent Director	0	2,250,000	0	550,000	2,800,000
3	Mr. Roberto Testore	Independent Director	0	2,250,000	0	170,000	2,420,000
4	Ms. Anjali Seth	Independent Director	0	2,000,000	0	570,000	2,570,000
5	Mrs. Falguni Nayar	Independent Director	0	2,000,000	0	220,000	2,220,000
6	Mr. Naresh Chandra	Chairman and Non-Executive Director	0	0	0	2,950,000	2,950,000
	Total		0	10,750,000	0	5,050,000	15,800,000

**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

(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

Whether associate or fellow

 Associate  Fellow

Certificate of practice number

**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

DIN of the director

00291662

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

8078

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**

ETL\_MGT 8\_FY 2018\_19.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**