

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]



सत्यमेव जयते

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	<input type="text" value="U35999KA2011FTC056984"/>	<input type="button" value="Pre-fill"/>						
Global Location Number (GLN) of the company	<input type="text"/>							
* Permanent Account Number (PAN) of the company	<input type="text" value="AAPCS3783A"/>							
(ii) (a) Name of the company	<input type="text" value="SCANIA COMMERCIAL VEHICLE"/>							
(b) Registered office address	<input type="text" value="Plot No. 64-66, 88-97, Narasapura KIADB Industrial Area, Achhatanahalli Village, Narasapura Hobli Kolar Karnataka 562133"/>							
(c) *e-mail ID of the company	<input type="text" value="johan.schlyter@scania.com"/>							
(d) *Telephone number with STD code	<input type="text" value="81522884400"/>							
(e) Website	<input type="text" value="www.scania.com"/>							
(iii) Date of Incorporation	<input type="text" value="09/02/2011"/>							
(iv)	<table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Private Company</td><td>Company limited by shares</td><td>Subsidiary of Foreign Company</td></tr></tbody></table>	Type of the Company	Category of the Company	Sub-category of the Company	Private Company	Company limited by shares	Subsidiary of Foreign Company	
Type of the Company	Category of the Company	Sub-category of the Company						
Private Company	Company limited by shares	Subsidiary of Foreign Company						
(v) Whether company is having share capital	<input checked="" type="radio"/> Yes	<input type="radio"/> No						
(vi) *Whether shares listed on recognized Stock Exchange(s)	<input type="radio"/> Yes	<input checked="" type="radio"/> 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

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

(e) Extended due date of AGM after grant of extension

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	C	Manufacturing	C11	Motor vehicles, trailers, semi trailers and other Transport Vehicles	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	Scania Commercial Vehicles Al		Holding	99.99
2	SST SUSTAINABLE TRANSPORT	U74999MH2017PTC290986	Subsidiary	99.99

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	15,000,000	13,809,281	13,809,281	13,809,281
Total amount of equity shares (in Rupees)	1,500,000,000	1,380,928,100	1,380,928,100	1,380,928,100

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	15,000,000	13,809,281	13,809,281	13,809,281
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	1,500,000,000	1,380,928,100	1,380,928,100	1,380,928,100

(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	13,809,281	0	13809281	1,380,928,100	1,380,928,100	
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				0	0	
<input type="text" value="0"/>						
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				0	0	
<input type="text" value="0"/>						
At the end of the year	13,809,281	0	13809281	1,380,928,1	1,380,928,	

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				0	0	
<input type="text" value="0"/>						
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				0	0	
<input type="text" value="0"/>						
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)

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

Ledger Folio of Transferee	<input type="text"/>
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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

2,928,516,000

(ii) Net worth of the Company

-1,811,857,000

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)	13,809,281	100	0	
10.	Others	0	0	0	
	Total	13,809,281	100	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	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	0	0	0	

	Total	0	0	0	0
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Total number of shareholders (other than promoters)

0

**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	2	2
Members (other than promoters)	0	0
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	1	5	1	3	0	0
(i) Non-Independent	1	5	1	3	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	1	5	1	3	0	0

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

5

(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)
NILS ANDRES GUSTAFSSON	08167544	Director	0	
JAN ERIK ANDARK	08167508	Director	0	31/03/2022
PETR NOVOTNY	08275525	Managing Director	0	31/12/2021
VIJAY CHHIBBER	00396838	Director	0	01/09/2021
SNEHAL PATIL	AWNPP0752F	Company Secretary	0	05/04/2023

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

4

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)
ANDERS PER WILLIAMSSON	07845663	Director	30/06/2020	Cessation
SUNIL KUMAR MITTAL	02347945	Director	31/03/2021	Cessation
NIROGI VENKATA SESHAIAH	ADJPN0899E	Company Secretary	30/10/2020	Cessation
SNEHAL PATIL	AWNPP0752F	Company Secretary	10/02/2021	Appointment

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

0

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding

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	30/06/2020	5	5	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	15/09/2020	5	5	100
3	20/10/2020	5	5	100
4	11/11/2020	5	5	100
5	10/02/2021	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

0

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					

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	05/04/2023
								(Y/N/NA)
1	NILS ANDRES	5	5	100	0	0	0	No
2	JAN ERIK ANI	5	5	100	0	0	0	Not Applicable
3	PETR NOVOT	5	5	100	0	0	0	Not Applicable
4	VIJAY CHHIBI	5	5	100	0	0	0	Not Applicable

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	PETR NOVOTNY	Managing Director	27,048,000	0	0	0	27,048,000
	Total		27,048,000	0	0	0	27,048,000

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	SNEHAL PATIL	Company Secre	235,000	0	0	0	235,000
2	NIROGI VENKATA	Company Secre	10,057,000	0	0	0	10,057,000
	Total		10,292,000	0	0	0	10,292,000

Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUNIL KUMAR MIT	Director	0	0	0	3,331,000	3,331,000
2	VIJAY CHHIBBER	Director	0	0	0	1,503,000	1,503,000
	Total		0	0	0	4,834,000	4,834,000

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

Annual General Meeting (AGM) for the financial year ended 31st March 2020 has not been convened within the due date. The AGM is held on 23.05.2022. For this delay, company will ensure the filing of compounding application before the competent authority.

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

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.
(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:

- 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.
- 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

To be digitally signed by 

- 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

Attach
Attach
Attach
Attach

List of attachments

List of Shareholders.pdf
ROC Karnataka AGM extension notification
Form MGT-8.pdf
ICSI-UDIN.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



List of Equity Shareholders as on 31st March 2021

Sr. No.	Name of the Member	Registered Folio Number	Number of shares held, Face Value Rs. 100/- per share.
1	Scania CV AB	01	13,809,231
2	Scania Trucks and Buses AB	02	50
	TOTAL		13,809,281

For SCANIA COMMERCIAL VEHICLES INDIA PRIVATE LIMITED


Syen Johan Persson Schlyter
Managing Director (DIN: 09184785)
Address: Vasavagen 13 13933
Varmdo Sweden.



Scania Commercial Vehicles India Private Limited
Plot no.64-66, 88-97, Narsapura KIADB Industrial Area
Achhatanahalli Village, Narsapura Hobli, Kolar District
Karnataka - 563133

Phone : +91 0815 - 228 8300
CIN : U35999KA2011FTC056984
Email : johan.schlyter@scania.com

SCANIA



Website: www.mca.gov.in

Telephone: 080-25537449

**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS
OFFICE OF THE REGISTRAR OF COMPANIES, KARNATAKA
II FLOOR, 'E' WING KENDRIYA SADAN, KORAMANGALA, BANGALORE - 560 034**

ORDER

Extension of time for holding of Annual General Meeting (AGM)
for the financial year ended on 31.03.2021
in terms of third proviso to section 96(1) of Companies Act, 2013 (the Act)

1. Whereas, sub-section (1) of section 96 of the Companies Act, 2013 (the Act) provides, inter-alia, that every company, other than a One Person Company, shall in each year hold in addition to any other meetings, a general meeting as its Annual General Meeting (AGM) and shall specify the meeting as such in the notices calling it, and not more than fifteen months shall elapse between the date of one AGM of a company and that of the next;
2. And whereas, the first proviso to sub-section (1) of section 96 of the Act provides that in case of the first AGM, it shall be held within a period of nine months from the date of closing of the first financial year of the company and in any other case, within a period of six months, from the date of closing of the financial year.
3. And whereas, the third proviso to Section 96(1) of the Act provides that the Registrar may, for any special reason, extend the time within which any Annual General Meeting, other than the first Annual General Meeting, shall be held, by a period not exceeding three months.
4. And whereas, various representations have been received from the Companies, Industry bodies and Professional Institutes pointing out that several companies are finding it difficult to hold their AGM for the financial year ended on 31.03.2021 due to the difficulties faced in view of the Covid-19 Pandemic.
5. And whereas, the representations have been considered and the undersigned is of the considered opinion that due to such unprecedented special reasons, the time within which the AGM for the financial year ended on 31.03.2021 is required to be held as per provisions of sub-section (1) of the section 96 ought to be extended in terms of the third proviso to section 96(1).

6. Now, therefore in terms of power vested with the undersigned under the third proviso to sub-section (1) of the section 96 of the Act, I hereby extend the time to hold the AGM, other than the first AGM for the financial year ended on 31.03.2021 for companies within the jurisdiction of this office, which are unable to hold their AGM for such period within the due date of holding the AGM by a period of **Two Months** from the due date by which the AGM ought to have been held in accordance with the provisions of sub-section (1) to section 96 of the Act, without requiring the companies to file applications for seeking such extension by filing the prescribed Form No. GNL-1.

Explanation I:

It is hereby clarified that the extension granted under this order shall also cover the:

- i. Pending applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, which are yet to be approved.
- ii. Applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, which were rejected.
- iii. Applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, where the extension approved was for a period less than Two Months.

Explanation II:

It is also clarified that the extension granted under this order shall not cover the applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, where the extension approved was for a period of more than Two Months


(C.V. SAJEEVAN)
REGISTRAR OF COMPANIES
KARNATAKA

Date : 23rd September 2021

Place: Bengaluru

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

We have examined the registers, records and books and papers of **SCANIA COMMERCIAL VEHICLES INDIA PRIVATE LIMITED** (CIN: U35999KA2011FTC056984) (the Company) 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, 2021.

In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we 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 there under in respect of:
1. Its status under the Act;
 2. Maintenance of registers and records and making entries therein within the time prescribed therefor;
 3. Filing of forms and returns are not stated in the Annual Return, however the company has filed the forms and returns with the Registrar of Companies within the prescribed time, except few forms which are filed beyond the due dates. Further there was no requirement of filing of forms and returns with Regional Director, Central Government, the Tribunal, Court or other authorities.
 4. Calling, convening and holding meetings of Board of Directors and its committees and the meetings of the members of the company on due dates (Except the Annual General Meeting for the F.Y 2019-20 which was held after the due date) as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings including circular resolutions have been properly recorded in the Minute Book and registers maintained for the purpose and the same have been signed. Further the Company was not required to pass any resolution by postal ballot;



5. The company was not required to close its Register of Members/Securities during the year;
6. The Company has not given any loan to any of its Directors or to any other person in whom the Directors are interested or given any guarantee or provided security in connection with any loan taken by them or any such persons referred to in section 185 of the Act as modified from time to time;
7. Contracts and arrangements with related parties, which were in the ordinary course of business and on the arm's length basis as specified in the provisions of section 188 of the Act;
8. There was no issue or allotment or transfer or transmission or buy back of securities and there was no preference shares or debentures in the Company. Further there was no alteration or reduction of share capital or conversion of shares/securities. Hence not required to issue any security certificates in such cases;
9. There were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares and bonus share pending registration of transfer of shares;
10. The company has not declared/paid any dividend during the financial year and previous years; hence the Company was not required to transfer the 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 the report of directors as per sub-sections (3) (4) and (5) thereof; The financial statements for the financial ended 31st March, 2020 were signed on 17th January, 2022.
12. Constitution, appointment, re-appointments, retirement, disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. The Company was not required to fill any casual vacancies of directors. Mr. Nirogi Venkata Sesa Pavan Kumar, Company Secretary of the company has been resigned w.e.f. 30th October, 2020 and Ms.Snehal Patil has been appointed as Company Secretary w.e.f 10th February, 2021;
13. Appointment/re-appointment of auditors as per the provisions of Section 139 of the Act. There is no casual vacancy of auditors during the year under review;

M/s. S.R. Batliboi & Associates LLP, Chartered Accountants, Bangalore (Firm Registration No: 101049W/E300004) were appointed as Statutory Auditors in the Annual General Meeting held on 23rd May, 2022(held for the financial year 2019-20) till the conclusion of 14th(Fourteenth) Annual General Meeting of the Company.



14. There is no such instance/transactions where the approval is required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities, under the various provisions of the Act;
However, the Annual General Meeting for the financial year ended 31st March, 2020, is convened after the due date. The company is required to file compounding application for the same.
15. The Company has not accepted / renewed any deposits attracting the provisions of section 73 of the Act;
16. Borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;
17. Investment made in fixed deposits etc. Further, the company has not given any loans, any guarantees or provided any securities to other bodies corporate or persons falling under the provisions of section 186 of the Act during the year under review;
18. The company has not altered the provisions of the Memorandum and Articles of Association during the year under review.

For KDSH & ASSOCIATES LLP

Place: Bangalore
Date: 24th May, 2023



A handwritten signature in blue ink, appearing to be 'SHIVARAMA HEGDE'.

CS SHIVARAMA HEGDE

Designated Partner

FCS: 10680 CP No.18141

UDIN: F010680E000371953

Peer Review Certificate No.:2406/2022

This certificate is to be read with our letter of even date which is annexed as Annexure A to Form MGT-8 and forms an integral part of this certificate.

Annexure A to Form MGT-8

To,
SCANIA COMMERCIAL VEHICLES INDIA PRIVATE LIMITED

Our certificate on the Annual Return (Form MGT-8) of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Annual Return (e-form MGT-7). We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. The compliance of the provisions of Companies Act, 2013, rules, regulation, standards is the responsibility of management. Our examination was limited to the verification of records on test basis.

For KDSH & ASSOCIATES LLP

Place: Bangalore
Date: 24th May, 2023



A handwritten signature in blue ink, appearing to read "CS Shivarama Hegde".

CS SHIVARAMA HEGDE
Designated Partner
FCS: 10680 CP No.18141
UDIN: F010680E000371953
Peer Review Certificate No.:2406/2022



**THE INSTITUTE OF
Company Secretaries of India**

भारतीय कम्पनी सचिव संस्थान
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