

**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

L29306MH2020PLC341326

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AANCM5330P

(ii) (a) Name of the company

MOTHERSON SUMI WIRING INF

(b) Registered office address

Unit No. 705 C Wing ONE BKC,G Block  
Bandra Kurla Complex, Bandra East,  
Mumbai,  
Mumbai City,  
Maharashtra,  
India - 400051

(c) \*e-mail ID of the company

investorrelations@mswil.moth

(d) \*Telephone number with STD code

912261354800

(e) Website

www.mswil.motherson.com

(iii) Date of Incorporation

02/07/2020

(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	Bombay	1
2	National Stock Exchange	1,024

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N  
anakramguda, Serili ngampally NA

(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

(f) Specify the reasons for not holding the same

The AGM of the company is scheduled to be held on 29th of August 2024

## 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	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	100

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

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

Pre-fill All

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

#### 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	9,000,000,000	4,421,107,932	4,421,107,932	4,421,107,932
Total amount of equity shares (in Rupees)	9,000,000,000	4,421,107,932	4,421,107,932	4,421,107,932

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	9,000,000,000	4,421,107,932	4,421,107,932	4,421,107,932
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	9,000,000,000	4,421,107,932	4,421,107,932	4,421,107,932

###### (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)	0	0		

###### (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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	10,542	4,421,097,344	4421107932	4,421,107,944	4,421,107,944	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	10,542	4,421,097,344	4421107932	4,421,107,944	4,421,107,944	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	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						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE0FS801015

**(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	
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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) \*Debtentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debtentures	0	0	0
Partly convertible debtentures	0	0	0
Fully convertible debtentures	0	0	0
<b>Total</b>			0

**Details of debtentures**

Class of debtentures	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 debtentures	0	0	0	0
Partly convertible debtentures	0	0	0	0
Fully convertible debtentures	0	0	0	0

**(v) Securities (other than shares and debtentures)**

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**

83,282,502,305

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

16,768,096,237

**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	23,282,316	0.53	0	
	(ii) Non-resident Indian (NRI)	102,431,562	2.32	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)	2,603,287,284	58.88	0	
10.	Others		0	0	
	<b>Total</b>	2,729,001,162	61.73	0	0

**Total number of shareholders (promoters)**

9

**(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	431,576,974	9.76	0	
	(ii) Non-resident Indian (NRI)	19,904,588	0.45	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	70,552,791	1.6	0	



4.	Banks	69,393	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	631,290,189	14.28	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	38,544,100	0.87	0	
10.	Others	500,168,735	11.31	0	
	<b>Total</b>	1,692,106,770	38.27	0	0

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

88,932

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

88,941

**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	9	9
Members (other than promoters)	685,392	888,932
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>	0	2	0	2	0	2.32
<b>B. Non-Promoter</b>	1	7	1	7	0	0
(i) Non-Independent	1	2	1	2		0
(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
Total	1	9	1	9	0	2.32

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

**(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)
Vivek Chaand Sehgal	00291126	Director	102,431,562	
Laksh Vaaman Sehgal	00048584	Director	172	
Norikatsu Ishida	09443998	Director	0	
Yuichi Shimizu	10059731	Director	0	
Arjun Puri	00211590	Director	5,250	
Geeta Mathur	02139552	Director	14,175	
Anupam Mohindroo	06544719	Director	0	
Rajesh Kumar Seth	09477684	Director	108,563	
Virendra Chand Katoch	08452183	Director	0	
Anurag Gahlot	09455743	Whole-time director	33,880	
Mahender Chhabra	AAEPC0301J	CFO	0	
Pooja Mehra	AJZPM9066A	Company Secretar	2,386	

**(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)
Yoshio Matsushita	09480897	Director	10/07/2023	Cessation
Yuichi Shimizu	10059731	Director	10/07/2023	Appointment
Gaya Nand Gauba	ACTPG0642B	CFO	10/07/2023	Cessation
Mahender Chhabra	AAEPC0301J	CFO	10/07/2023	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

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	21/08/2023	718,619	182	

### B. BOARD MEETINGS

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	19/05/2023	10	10	100
2	10/07/2023	10	10	100
3	28/07/2023	10	10	100
4	31/10/2023	10	10	100
5	27/11/2023	10	10	100
6	31/01/2024	10	10	100

### C. COMMITTEE MEETINGS

Number of meetings held

17

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 COMM	18/05/2023	6	6	100
2	RISK MANAGI	05/06/2023	6	5	83.33
3	CORPORATE	26/06/2023	3	3	100
4	SUSTAINABIL	07/07/2023	4	4	100
5	AUDIT COMM	10/07/2023	6	6	100
6	NOMINATION	10/07/2023	4	4	100
7	AUDIT COMM	28/07/2023	6	5	83.33
8	AUDIT COMM	18/09/2023	6	6	100
9	AUDIT COMM	30/10/2023	6	6	100
10	NOMINATION	03/11/2023	4	4	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	
		(Y/N/NA)						
1	Vivek Chaand	6	6	100	1	1	100	Y
2	Laksh Vaamar	6	6	100	15	14	93.33	Y
3	Norikatsu Ishic	6	6	100	14	11	78.57	Y
4	Yuichi Shimizu	4	4	100	0	0	0	Y
5	Arjun Puri	6	6	100	9	9	100	Y
6	Geeta Mathur	6	6	100	11	11	100	Y
7	Anupam Mohi	6	6	100	10	10	100	Y
8	Rajesh Kumar	6	6	100	10	10	100	Y
9	Virendra Char	6	6	100	5	5	100	Y
10	Anurag Gahlot	6	6	100	6	6	100	Y

**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	Anurag Gahlot	Whole time Dire +	18,124,058	0	0	0	18,124,058
	Total		18,124,058	0	0	0	18,124,058

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	Mahendra Chabra	CFO	9,771,134	0	0	0	9,771,134
2	Pooja Mehra	Company Secre +	9,065,147	0	0	0	9,065,147
	Total		18,836,281	0	0	0	18,836,281

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rajesh Kumar Seth	Independent Dir +	740,000	5,000,000	0	0	5,740,000
2	Arjun Puri	Independent Dir +	710,000	6,000,000	0	0	6,710,000
3	Anupam Mohindroo	Independent Dir +	690,000	5,000,000	0	0	5,690,000
4	Geeta Mathur	Independent Dir +	770,000	6,000,000	0	0	6,770,000
5	Virendra Chand Kat +	Independent Dir +	450,000	5,000,000	0	0	5,450,000
	Total		3,360,000	27,000,000	0	0	30,360,000

**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

D.P GUPTA

Whether associate or fellow

Associate  Fellow

Certificate of practice number

1509

**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. ... 4 dated 28/01/2022

(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

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 Attachement(s), if any

**List of attachments**

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**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**

**IX Information for Committee Meetings****Pt No C. Number of Meetings Held 17**

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 Meeting	18/05/2023	6	6	100
2.	Audit Committee Meeting	10/07/2023	6	6	100
3.	Audit Committee Meeting	28/07/2023	6	5	83.33
4.	Audit Committee Meeting	18/09/2023	6	6	100
5.	Audit Committee Meeting	30/10/2023	6	6	100
6.	Audit Committee Meeting	30/01/2024	6	6	100
7.	Audit Committee Meeting	28/03/2024	6	6	100
8.	Nomination and Remuneration Committee Meeting	10/07/2023	4	4	100
9.	Nomination and Remuneration Committee Meeting	03/11/2023	4	4	100
10.	Stakeholder Relationship Committee Meeting	28/03/2024	4	3	75
11.	Risk Management Committee Meeting	05/06/2023	5	5	100
12.	Risk Management Committee Meeting	27/11/2023	5	5	100
13.	Corporate Social Responsibility Committee Meeting	26/06/2023	3	3	100
14.	Sustainability Committee Meeting	07/07/2023	4	4	100
15.	Sustainability Committee Meeting	18/12/2023	4	4	100
16.	Committee of Directors (Administrative Matters)	22/12/2023	4	3	75
17.	Share Transfer Committee Meeting	28/03/2024	4	3	75