ANNEXURE D TO THE DIRECTORS' REPORT

Form No. MGT-9 EXTRACT OF ANNUAL RETURN as on the financial year ended on March 31, 2021

[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: **U50102KL1983PLC003741**
- ii. Registration Date: 05.07.1983
- iii. Name of the Company: Popular Vehicles and Services Limited
- iv. Category / Sub-Category of the Company: Public Company Limited by shares
- v. Address of the Registered office and contact details: **Kuttukaran Centre, Mamangalam, Kochi, Kerala, 682025,** Ph: 0484 - 2345013
- vi. Whether listed company: **No**
- vii. Name, Address and Contact details of Registrar and Transfer Agent, if any:
 Link Intime India Private Limited,
 C-101, 1st floor, 247 Park, Lal Bahadur Shastri Marg,
 Vikhroli (West), Mumbai- 400 083,
 Maharashtra, India. Tel: 022 4918 6200

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)

Sl No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Sale of Vehicles	45101	66.06%
2	Sales of Used Cars	45102	12.44%

III.PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl No	Name and Address of the \ Company	CIN/GLN	Holding/ Subsidiary /Associate	% of share s held	Applic able Sectio n
1	Popular Mega Motors (India)Private limited, Kuttukaran Centre, Mamangalam, Kochi -25	U31103KL1997PTC011748	Subsidiary	100%	2(87)
2	Vision Motors Private Limited Kuttukaran Centre, Mamangalam, Kochi -25 (Wholly owned subsidiary of Popular Mega Motors(India)Private Limited)	U34100KL2008PTC022049	Subsidiary	100%	2(87)
3	Popular Auto Dealers Private Limited, Kuttukaran Centre, Mamangalam, Kochi -25	U50101KL2005PTC018670	Subsidiary	100%	2(87)
4	Popular Auto Works Private Limited, Kuttukaran Centre, Mamangalam, Kochi -25	U34100KL2009PTC024318	Subsidiary	100%	2(87)
5	Kuttukaran Cars Private Limited Kuttukaran Centre, Mamangalam, Kochi –25	U34100KL2011PTC029542	Subsidiary	100%	2(87)
6	Kuttukaran Green Private Limited (Name changed from Kuttukaran Pre Owned Cars Private Limited) Kuttukaran Centre, Mamangalam, Kochi –25 ((Wholly owned subsidiary of Popular Auto Dealers Private Limited)	U50400KL2017PTC049442	Subsidiary	100%	2(87)

*Details of only Subsidiary Companies are given

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

i. Category-wise Share Holding

Category of Shareholders	0 0			No. of Shares held at the end of the year [As on 31-March-2021]			% Chan ge		
	Demat	Phys ical	Total	% of Total Shares	Demat	Physi cal	Total	% of Total Shares	durin g the year
A.Promoters									
(1) Indian									

	1			ĺ		1	I	1	1
a)	8253375	-	8253375	65.79%	8253375	-	8253375	65.79%	
Individual/HUF					-			07.7970	
b) Central Govt	-	-	-	-		-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / Fl	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(1)	8253375	-	8253375	65.79%	8253375	-	8253375	65.79%	-
B. Public Shareholding									
1.Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / Fl	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FII	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non- Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	_	-	-	-	-	-
i) Indian	-	-	-	_	-	-	-	-	-
ii) Overseas	4266666	-	426666 6	34.01%	4266666	-	4266666	34.01%	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	4383	19865	24248	0.20%	4572	1967 6	24248	0.20%	
ii) Individual shareholders holding nominal	-	-	-	-	-	-	-	-	-

share capital in excess of Rs 1 lakh.									
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-		-	-	-	-
Overseas Corporate Bodies	-	-	-	-		-	-	-	-
Foreign Nationals	-	-	-	-		-	-	-	-
Clearing Members	-	-	-	-		-	-	-	-
Trusts	-	-	-	F	F'	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	4271049	1986 5	4290914	34.21%	4271238	19676	4290914	34.21%	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	42710 49	198 65	429091 4	34.21%	4271238	196 76	4290914	34.21%	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	1252442 4	1986 5	1254428 9	100.00%	1252461 3	1967 6	12544289	100.00%	-

(ii) Shareholding of Promoter

	Shareholder' s Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in	
		No.of Share s	% of total Share s of the comp any	%of Share s Pledg ed /encu mber ed to total	No. of Shares	% of total Shares of the compan y	%of Shares Pledge d /encum bered total shares	shareho lding during the year	
1	John K Paul	2751125	21.93%	-	2751125	21.93%	-	-	
2	Francis K Paul	2751125	21.93%	-	2751125	21.93%	-	-	
3	Naveen Philip	2751125	21.93%	-	2751125	21.93%	-	-	

(iii) Change in Promoters' Shareholding

	Shareholding at the the year	beginning of	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	8253375	65.79%	8253375	65.79%	
At the End of the year	8253375	65.79%	8253375	65.79%	

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

Sl. NO	For Each of the Top 10 Shareholders	Shareholding beginning of the year	g at the	Cumulative S during the Year	Year		
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company		
1.	BANYANTREE GROWTH CAPITAL II LLC						
	At the beginning of the year	4266666	34.01%	4266666	34.01%		
	Increase / Decrease in Shareholding during the year	-	-	-	-		
	At the end of the year	4266666	34.01%	4266666	34.01%		
2.	M.A. SAJJAN						
	At the beginning of the year	829	0.01%	829	0.01%		
	Increase / Decrease in Shareholding during the year	-	-	-	-		
	At the end of the year	829	0.01%	829	0.01%		
3.	T.K. JOSHI						
	At the beginning of the year	829	0.01%	829	0.01%		
	Increase / Decrease in Shareholding during the year	-	-	-	-		
	At the end of the year	829	0.01%	829	0.01%		
4.	ALBERT FIGAREDO						

	At the beginning	829	0.01%	829	0.01%
	of the year				
	Increase /	-	-	-	-
	Decrease in				
	Shareholding				
	during the year				
	At the end of the	829	0.01%	829	0.01%
	year				
5.	Р.К.				
	RADHAKRISHNAN				
	At the beginning	829	0.01%	829	0.01%
	of the year				
	Increase /	-	-	-	-
	Decrease in				
	Shareholding				
	during the year				
	At the end of the	829	0.01%	829	0.01%
	year		-		
6.	K.P. RAVI				
	At the beginning	829	0.01%	829	0.01%
	of the year		0.0170		
	Increase /	_	_		
	Decrease in	-	-	-	-
	Shareholding				
	during the year	020	0.010/	020	0.010/
	At the end of the	829	0.01%	829	0.01%
_	year				
7.	Р.К.				
	UDAYAKUMAR				
	At the beginning	829	0.01%	829	0.01%
	of the year				
	Increase /	-	-	-	-
	Decrease in				
	Shareholding				
	during the year				
	At the end of the	829	0.01%	829	0.01%
	year				
8.	M.P. NAIR				
	At the beginning	829	0.01%	829	0.01%
	of the year		_		
	Increase /	-	-	_	-
	Decrease in				
	Shareholding				
	during the year				
	At the end of the	829	0.01%	829	0.01%
	year		0.0170		
9.	V.G. NARAYANAN	1			
٦.	At the beginning	829	0.01%	829	0.01%
		029	0.01%	029	0.0170
	of the year	+			
	Increase /	-	-	-	-
	Decrease in				
	Shareholding				
	during the year				

	At the end of the	829	0.01%	829	0.01%
10.	year A.O. VARGHESE				
10.	At the beginning of the year	640	0.01%	640	0.01%
	Increase / Decrease in Shareholding during the year	-	-	-	-
	At the end of the year	640	0.01%	640	0.01%

*Other than the above, 22 shareholders also hold 640 shares each.

(v) Shareholding of Directors and Key Managerial Personnel:

C 1		g of Directors and				
Sl	For each of	Shareholding a	t the	Cumulative Shareholding		
No.	the Directors	beginning		during the yea	r	
	and Key	of the year	I			
	Managerial	No. of	% of total	No. of	% of total	
	Personnel	shares	shares of	shares	shares of	
			the		the	
			company		company	
1.	John K Paul- Ma	anaging Director	•		-	
	At the	2751125	21.93%	2751125	21.93%	
	beginning of					
	the year					
	Date wise	-	-	-	-	
	Increase /					
	Decrease in					
	Promoters					
	Shareholding					
	during the					
	year					
	At the end of	2751125	21.93%	2751125	21.93%	
	the year					
2.		Whole Time Dire	ctor			
	At the	2751125	21.93%	2751125	21.93%	
	beginning of					
	the year					
	Date wise	-	-	-	-	
	Increase /					
	Decrease in					
	Promoters					
	Shareholding					
	during the					
	year					
	At the end of	2751125	21.93%	2751125	21.93%	
	the year					
3.	Naveen Philip-	Director		1	1	
<u>ر</u>	At the	2751125	21.93%	2751125	21.93%	
	beginning of		//		/	
	the year					
	Date wise					
		-	-	-	-	
	Increase /					
	Decrease in					

[Durantena				
	Promoters				
	Shareholding				
	during the				
	year				
	At the end of	2751125	21.93%	2751125	21.93%
	the year				
4		Nominee Direct			
	At the	0	.0%	0	.0%
	beginning of				
	the year				
	Date wise	-	-	-	-
	Increase /				
	Decrease in				
	Promoters				
	Shareholding				
	during the				
	year				
	At the end of	0	.0%	0	.0%
	the year	-		-	
5		ndependent Dir	ector		
_	At the	0	.0%	0	.0%
	beginning of				
	the year				
	Date wise	-	-	-	-
	Increase /				
	Decrease in				
	Promoters				
	Shareholding				
	during the				
	year				
	At the end of	0	.0%	0	.0%
	the year	0	.0 /0	0	.0 /0
	the year				
6	Preeti Reddy - I	ndependent Dir	ector		
_	At the	0	.0%	0	.0%
	beginning of			-	
	the year				
	Date wise	_	_	_	_
	Increase /				
	Decrease in				
	Promoters				
	Shareholding				
	during the				
	-				
	year At the end of	0	.0%	0	.0%
			.0%0	U	.0%0
	the year				

V.INDEBTEDNESS –

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

(in	m	illi	on	s)
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	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	2037.31	61.71		2099.02
ii) Interest due but not paid				
iii) Interest accrued but not				
due	6.28			6.28
Total (i+ii+iii)	2043.59	61.71		2105.3
Change in Indebtedness during the financial year				
* Addition				
* Reduction	94.8	31.6		126.4
Net Change	94.8	31.6		126.4
Indebtedness at the end of the financial year				
i) Principal Amount	1948.79	30.11		1978.9
ii) Interest due but not paid				
iii) Interest accrued but not				
due	0.13			0.13
Total (i+ii+iii)	1948.92	30.11		1979.03

VI.REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER: (in millions)

Sl NO	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		John K Paul Managing Director	Francis K Paul Whole Time Director	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	7.17	7.17	14.34
	(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, please specify : Special time incentive & Incentive			
	Total (A)	7.17	7.17	14.34
	Ceiling as per the Act			

B. REMUNERATION TO OTHER DIRECTORS

Sl NO.	Particulars of Remuneration	Name of Directors				Total Amount	
		Rahul G. Kurup	Naveen Philip	Jacob Kurian	Preeti Reddy		
1	Independent Directors						
	Fee for attending board committee meetings	-	-	0.50	0.45	0.95	
	Commission	-	-				
	Others, please specify	-	-				
	Total (1)	-	-	0.50	0.45	0.95	
2	Other Non-Executive Directors						
	Fee for attending board committee meetings	-	-				
	Commission	-	-				
	Others, please specify	-	-				
	Total (2)	-	-				
	Total (B)=(1+2)	-	-	0.50	0.45	0.95	
	Total Managerial Remuneration	-	-				
	Overall Ceiling as per the Act						

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SL	Particulars of Remuneration	Key Managerial Personnel			21	
NO.						
		CEO Mr. Philip Chacko M	CFO Mr. John Verghese	CS Mr. Varun T.V.	Total	
1	Gross salary	10.61	5.46	2.05	18.12	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961					
	(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, please specify	-	-	-	-
	Total	10.61	5.46	2.05	18.12

VII.PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Туре	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						
Penalty			NIL			
Punishment]					
Compounding						
B. DIRECTORS						
Penalty			NIL			
Punishment						
Compounding						
C. OTHER OFFICE	RS IN DEFAULT					
Penalty						
Punishment						
Compounding	NIL					

For and on Behalf of Board of Directors of Popular Vehicles and Services Limited

Sd/-

Place: Kochi-25 Date: 01.07.2021 John K Paul (Managing Director) DIN:00016513 Sd/-

Francis K Paul (Whole Time Director) DIN:00018825