

FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March 2020
[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 : L67120RJ1951PLC045966
- (ii) Registration Date : 14th February 1951
- (iii) Name of the Company : JK Tyre & Industries Ltd.
- (iv) Category/Sub-Category of the Company : Public Company/Limited by Shares
- (v) Address of the Registered Office and Contact Details- : Jaykaygram, PO - Tyre Factory, Kankroli - 313 342 (Rajasthan)
 Ph. No. : 02952-302400/330011
 Fax No. : 02952-232018
 Email id : investorjkyre@jkmail.com
 Website : www.jkyre.com
- (vi) Whether Listed Company : Yes
- (vii) Name, Address and Contact Details of Registrar and Transfer Agent- : Alankit Assignments Ltd.
 205-208, Anarkali Complex,
 Jhandewalan Extension,
 New Delhi- 110 055
 Ph. No. : 91-11-4254 1234
 Fax No. : 91-11-4154 3474
 Email id : rta@alankit.com
 Website : www.alankit.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company:-

Sl. No.	Name and Description of the main products/ services	NIC Code of the Product/ Service *	% to total turnover of the Company
1.	Manufacture of Tyres, Tubes & Flaps	22111	100%

* As per National Industrial Classification (2008)- Ministry of Statistics and Programme Implementation.

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1	Bengal & Assam Company Ltd. 7, Council House Street, Kolkata West Bengal - 700 001	L67120WB1947PLC221402	Holding	53.27	2(46)
2	J.K. International Ltd. Oakhurst House, 57 Ashbourne Road, Derby, Derbyshire DE22 3FS	Not Applicable	Subsidiary	100	2(87)
3	J.K. Asia Pacific Ltd. Room 908, Dominion Centre, 43-59, Queens Road, East, Hong Kong	Not Applicable	Subsidiary	100	2(87)
4	J.K. Asia Pacific (S) Pte. Ltd. 10, Jalan Besar, #10-12, Sim Lim Tower, Singapore - 208 787	Not Applicable	Subsidiary	100	2(87)
5	Lankros Holdings Ltd. Lampousas, 1 Nicosia 1095 Cyprus	Not Applicable	Subsidiary	100	2(87)
6	Sarvi Holdings Switzerland AG Acton Treuhand AG, Gotthardstrasse 28, Postfach 7163 CH - 6302 Zug	Not Applicable	Subsidiary	100	2(87)

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held ✨	Applicable Section
7	JK Tornel S.A. de C.V. Santa Lucia No. 311, Col. Santa Cruz, Acayucan CP 02770 Azcapotzalco, Mexico D.F.	Not Applicable	Subsidiary	99.98	2(87)
8	Comercializadora America Universal, S.A. de C.V. Santa Lucia No. 311, Col. Santa Cruz, Acayucan CP 02770 Azcapotzalco, Mexico D.F.	Not Applicable	Subsidiary	99.98	2(87)
9	Compania Hulera Tacuba, S.A. de C.V. Santa Lucia No. 311, Col. Santa Cruz, Acayucan CP 02770 Azcapotzalco, Mexico D.F.	Not Applicable	Subsidiary	99.98	2(87)
10	Compania Hulera Tornel, S.A. de C.V. Santa Lucia No. 311, Col. Santa Cruz, Acayucan CP 02770 Azcapotzalco, Mexico D.F.	Not Applicable	Subsidiary	99.98	2(87)
11	Compania Inmobiliaria Norida, S.A. de C.V. Santa Lucia No. 311, Col. Santa Cruz, Acayucan CP 02770 Azcapotzalco, Mexico D.F.	Not Applicable	Subsidiary	99.98	2(87)
12	General de Inmuebles Industriales, S.A. de C.V. Santa Lucia No. 311, Col. Santa Cruz, Acayucan CP 02770 Azcapotzalco, Mexico D.F.	Not Applicable	Subsidiary	99.98	2(87)
13	Gintor Administracion, S.A. de C.V. Santa Lucia No. 311, Col. Santa Cruz, Acayucan CP 02770 Azcapotzalco, Mexico D.F.	Not Applicable	Subsidiary	99.98	2(87)
14	Hules Y Procesos Tornel, S.A. de C.V. Santa Lucia No. 311, Col. Santa Cruz, Acayucan CP 02770 Azcapotzalco, Mexico D.F.	Not Applicable	Subsidiary	99.98	2(87)
15	Cavendish Industries Ltd. 7, Council House Street, Kolkata -700 001, West Bengal	U74900WB2015PLC204899	Subsidiary	86.41	2(87)
16	3DInnovations Private Ltd. 3, Bahadur Shah Zafar Marg, New Delhi -110 002	U74110DL2007PTC158104	Subsidiary	100	2(87)
17	Dwarkesh Energy Ltd. Gulab Bhawan, 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi - 110 002	U31200DL2005PLC278945	Associate	Equity -35 OCCRPS^ - 33.33	2(6)
18	Hari Shankar Singhania Elastomer and Tyre Research Institute(HASETRI) Jaykaygram, P.O. Tyre Factory, Kankroli, Rajasthan	U73100RJ1991NPL006245	Associate	24 *	2(6)
19	Valiant Pacific LLC P.O. Box 48679, 305, Al Masraf, Dubai, UAE	Not Applicable	Associate	49	2(6)
20	Western Tire Holdings, Inc 960 Holmdel Road 2-02, Holmdel, NJ 07733	Not Applicable	Associate	40	2(6)
21	Treel Mobility Solutions Private Limited Shed No. 2, Ingale Industrial Estate, S. No. 31/1 Hissa No. 2, Ingale Colony, NDA Road, Shivane, Pune MH 411023	U72900PN2018PTC175996	Associate	26	2(6)

^ OCCRPS-Optionally Convertible Cumulative Redeemable Preference Shares.

* HASETRI is an approved Scientific and Research Institute which cannot distribute Equity Dividend to its shareholders being a Company licensed under Section 25 of the Companies Act, 1956.

✨ Represents aggregate % of shares held by the Company and/or its subsidiaries wherever applicable.

IV. SHARE HOLDING PATTERN (Equity Share Capital Break-up as percentage of Total Equity)

(i) Category-wise Share Holding

Category of Shareholders		No. of Shares held at the beginning of the year (as on 1st April 2019)				No. of Shares held at the end of the year (as on 31st March 2020)				% change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.	Promoters **									
(1)	Indian									
a)	Individual/HUF	4689105	-	4689105	1.90	6489105	-	6489105	2.64	0.74
b)	Central Govt.	-	-	-	-	-	-	-	-	-
c)	State Govt(s)	-	-	-	-	-	-	-	-	-
d)	Bodies Corp.	133760950	-	133760950	54.32	131960950	-	131960950	53.59	(0.74)
e)	Banks/FI	-	-	-	-	-	-	-	-	-
f)	Any other	-	-	-	-	-	-	-	-	-
Sub-Total (A) (1):-		138450055	-	138450055	56.23	138450055	-	138450055	56.23	-
(2)	Foreign									
a)	NRIs -Individuals	-	-	-	-	-	-	-	-	-
b)	Other-Individuals	-	-	-	-	-	-	-	-	-
c)	Bodies Corp.	-	-	-	-	-	-	-	-	-
d)	Banks/ FI	-	-	-	-	-	-	-	-	-
e)	Any other	-	-	-	-	-	-	-	-	-
Sub-Total (A) (2):-		-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)**		138450055	-	138450055	56.23	138450055	-	138450055	56.23	-

** The total shareholding of Promoters at (A) above includes 7,53,18,140 Equity Shares (30.59%) as on 1st April 2019 and 49,09,490 Equity Shares (1.99%) as on 31st March 2020, pertaining to constituents of the Promoter Group as per SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. The same does not form part of the Promoters as defined in the Companies Act, 2013.

Category of Shareholders		No. of Shares held at the beginning of the year (as on 1st April 2019)				No. of Shares held at the end of the year (as on 31st March 2020)				% change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B.	Public Share holding									
1.	Institutions									
a)	Mutual Funds	1709759	1260	1711019	0.69	19952	1260	21212	0.01	(0.68)
b)	Banks/FI	492391	15385	507776	0.21	350811	15385	366196	0.15	(0.06)
c)	Central Govt.∞	704273	-	704273	0.29	825168	-	825168	0.33	0.04
d)	State Govt. (s)	1427600	-	1427600	0.58	1427600	-	1427600	0.58	-
e)	Venture Capital Funds	-	-	-	-	-	-	-	-	-
f)	Insurance Companies	2659578	-	2659578	1.08	2148958	-	2148958	0.87	(0.21)
g)	FIs	9489589	-	9489589	3.85	6201132	-	6201132	2.52	(1.33)
h)	Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i)	Others	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1):-		16483190	16645	16499835	6.70	10973621	16645	10990266	4.46	(2.24)
2.	Non-Institutions									
a)	Bodies Corp.									
i)	Indian	19257607	18170	19275777	7.83	18910491	16580	18927071	7.69	(0.14)
ii)	Overseas	17437500	-	17437500	7.08	17437500	-	17437500	7.08	-
b)	Individuals									
i)	Individual Shareholders holding nominal share capital upto ₹ 1 lakh	39465297	1148052	40613349	16.49	42864565	987957	43852522	17.81	1.32
ii)	Individual Shareholders holding nominal share capital in excess of ₹ 1 lakh	8039030	-	8039030	3.26	11887724	-	11887724	4.83	1.57
c)	Others (specify)									
i)	Clearing Members	422514	-	422514	0.17	537390	-	537390	0.22	0.05

Category of Shareholders		No. of Shares held at the beginning of the year (as on 1st April 2019)				No. of Shares held at the end of the year (as on 31st March 2020)				% change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
ii)	Foreign National	500	-	500	-	500	-	500	-	-
iii)	Non-Resident Indians	2778741	116005	2894746	1.18	2647365	114305	2761670	1.12	(0.06)
iv)	Trust	1205	-	1205	-	2305	-	2305	-	-
v)	Resident HUF	2596369	-	2596369	1.05	1383877	-	1383877	0.56	(0.49)
Sub-Total (B)(2):-		89998763	1282227	91280990	37.07	95671717	1118842	96790559	39.31	2.24
Total Public shareholding (B)= (B)(1)+(B)(2)		106481953	1298872	107780825	43.77	106645338	1135487	107780825	43.77	-
C.	Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)		244932008	1298872	246230880	100.00	245095393	1135487	246230880	100.00	-

* As on 31st March 2019 includes 7,03,818 Equity Shares and as on 31st March 2020 includes 8,24,713 Equity Shares held in the demat Account of IEPF Authority.

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (as on 1 st April 2019)			Shareholding at the end of the year (as on 31 st March 2020)			% change in shareholding during the year
		No. of Shares	% of Total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of Total Shares of the Company	% of Shares Pledged/ encumbered to total shares	
1	Bengal & Assam Company Ltd.	61434600	24.95	16.24	131158250	53.27	-	28.32
2	Shri Bharat Hari Singhania	773325	0.31	-	923325	0.37	-	0.06
3	Dr. Raghupati Singhania	923990	0.38	-	1458990	0.59	-	0.21
Total		63131915	25.64	16.24	133540565	54.23	-	28.59

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (as on 1st April 2019)		Cumulative Shareholding during the year		
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company	
1.	Bengal & Assam Company Ltd.					
	At the beginning of the year		61434600	24.95	61434600	24.95
	Date wise Increase in Promoters' Shareholding during the year-					
	- Transmission pursuant to Scheme of Arrangement which became effective on 24 th May 2019 – 7,15,23,650 Equity Shares				132958250	54.00
- Market Sale on 30 th December 2019 -18,00,000 Equity Shares						
At the end of the year i.e., 31 st March 2020				131158250	53.27	
2.	Shri Bharat Hari Singhania					
	At the beginning of the year		773325	0.31	773325	0.31
	Date wise Increase in Promoters' Shareholding during the year-					
	- Market Purchases on 30 th December 2019 – 1,50,000 Equity Shares				923325	0.37
At the end of the year i.e., 31 st March 2020				923325	0.37	
3.	Dr. Raghupati Singhania					
	At the beginning of the year		923990	0.38	923990	0.38
	Date wise Increase in Promoters' Shareholding during the year-					
	- Market Purchases on 30 th December 2019 – 5,35,000 Equity Shares				1458990	0.59
At the end of the year i.e., 31 st March 2020				1458990	0.59	

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

Sl. No.	Top Ten Shareholders	Shareholding at the beginning of the year (1 st April 2019)		Shareholding at the end of the year (31 st March 2020)	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1	Edgefield Securities Ltd.	17437500	7.08	17437500	7.08
2	Tasha Investment Advisors LLP	4744141	1.93	4868178	1.98
3	Deepak Bhagnani	2475115	1.01	2500024	1.02
4	Mineral Enterprises Limited	-	-	2329173	0.95
5	Ellipsis Partners LLC	-	-	1683859	0.68
6	Life Insurance Corporation of India	1980445	0.80	1469825	0.60
7	Karnataka State Industrial and Infrastructure Development Corporation Limited	1427600	0.58	1427600	0.58
8	Ashish Dhawan	-	-	1300000	0.53
9	Pace Stock Broking Services Pvt. Ltd.	6822	-	890713	0.36
10	Dimensional Emerging Markets Value Fund	984128	0.40	861377	0.35

Note: More than 99% of the Shares of the Company are held in dematerialised form, and are widely traded on daily basis. Therefore, the date wise increase/decrease in shareholding is not indicated.

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For each of the Director and KMP	Shareholding at the beginning of the year (as on 1st April 2019)		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	Dr. Raghupati Singhania, Chairman & Managing Director				
	At the beginning of the year	923990	0.38	923990	0.38
	Date wise Increase in Shareholding during the year - Market Purchases on 30 th December 2019 – 5,35,000 Equity Shares			1458990	0.59
	At the end of the year i.e., 31 st March 2020			1458990	0.59
2.	Shri Bakul Jain, Director				
	At the beginning of the year	4000	0.00	4000	0.00
	Date wise Increase/Decrease in Shareholding during the year			NO CHANGE	
	At the end of the year i.e., 31 st March 2020			4000	0.00
3.	Shri Shreekant Somany, Director				
	At the beginning of the year	27500	0.01	27500	0.01
	Date wise Decrease in Shareholding during the year - Market Sales on 27 th August 2019 – 13,750 Equity Shares			13750	0.01
	At the end of the year i.e., 31 st March 2020			13750	0.01
4.	Smt. Sunanda Singhania, Director				
	At the beginning of the year	562500	0.23	562500	0.23
	Date wise Increase in Shareholding during the year - Market Purchases on 30 th December 2019 – 65,000 Equity Shares			627500	0.25
	At the end of the year i.e., 31 st March 2020			627500	0.25
5.	Shri Bharat Hari Singhania, Managing Director				
	At the beginning of the year	773325	0.31	773325	0.31
	Date wise Increase in Shareholding during the year - Market Purchases on 30 th December 2019 – 1,50,000 Equity Shares			923325	0.37
	At the end of the year i.e., 31 st March 2020			923325	0.37
6.	Shri Anshuman Singhania, Dy. Managing Director				
	At the beginning of the year	63375	0.03	63375	0.03
	Date wise Increase in Shareholding during the year - Market Purchases on 30 th December 2019 – 75,000 Equity Shares			138375	0.06
	At the end of the year i.e., 31 st March 2020			138375	0.06
7.	Shri Arun K. Bajoria, Director & President – International Operations				
	At the beginning of the year	500	0.00	500	0.00
	Date wise Increase/Decrease in Shareholding during the year			NO CHANGE	
	At the end of the year i.e., 31 st March 2020			500	0.00
8.	Shri Pawan Kumar Rustagi, Vice President (Legal) & Company Secretary				
	At the beginning of the year	10	0.00	10	0.00
	Date wise Increase/Decrease in Shareholding during the year			NO CHANGE	
	At the end of the year i.e., 31 st March 2020			10	0.00

Note: Shri Arvind Singh Mewar, Shri Vimal Bhandari, Shri Kalpataru Tripathy, Smt. Meera Shankar (Appointed as Director w.e.f. 30th January 2020) and Dr. Wolfgang Holzbach, Directors of the Company were not holding any shares in the Company at the beginning of the year, i.e., as on 1st April 2019 and at the end of the year i.e., as on 31st March 2020. Also, there was no increase/decrease in their shareholding during the financial year. Shri Sanjeev Aggarwal, CFO was not holding any equity shares of the Company at the beginning of the year, i.e., as on 1st April 2019 and at the end of the year i.e., as on 31st March 2020. Also, there was no increase/decrease in his shareholding during the financial year.

V. **INDEBTEDNESS**
Indebtedness of the Company including interest outstanding/accrued but not due for payment

(₹ Crores)				
	Secured Loans Excluding Deposits	Unsecured Loans	Deposit	Total Indebtedness
Indebtedness at the beginning of the financial year (as on 1st April 2019)				
(i) Principal Amount	2,981.37	230.06	108.18	3,319.61
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	11.29	2.06	6.31	19.66
Total (i+ii+iii)	2,992.66	232.12	114.49	3,339.27
Change in indebtedness during the financial year				
• Addition	260.64	145.62	51.18	457.44
• Reduction	(392.66)	(111.26)	(52.28)	(556.20)
Net Change	(132.02)	34.36	(1.10)	(98.76)
Indebtedness at the end of the financial year (As on 31st March 2020)				
(i) Principal Amount	2,837.89	263.82	107.19	3,208.90
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	22.75	2.66	6.20	31.63
Total (i+ii+iii)	2,860.64	266.48	113.39	3,240.51

VI. **REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. No	Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount
		Dr. Raghupati Singhania (Chairman & Managing Director)	Shri Bharat Hari Singhania (Managing Director)	Shri Arun K. Bajoria (Director & President - International Operations)	Shri Anshuman Singhania (Dy. Managing Director)	
1.	Gross Salary					
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	6.59	3.39	4.25	2.52	16.75
	(b) Value of perquisites under Section 17(2) of the Income-tax Act, 1961	0.34	-	0.01	0.22	0.57
2.	Commission - as % of profit	-	-	-	-	-
3.	Others (mainly contribution to Provident Fund)	0.68	0.38	0.19	0.28	1.53
	Total (A)	7.61	3.77	4.45	3.02	18.85
	Ceiling as per the Act	₹ 11.88 Crores (being 10% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013)				

(The Company does not have Sweat Equity/Scheme for stock option.)

B. Remuneration to other Directors:

(₹ Crores)

Sl. No	Particulars of Remuneration	Name of Directors								Total Amount
		Shri Arvind Singh Mewar	Shri Bakul Jain	Smt. Sunanda Singhania	Shri Shreekanth Somany	Smt. Meera Shankar	Shri Vimal Bhandari	Shri Kalpataru Tripathy	Dr. Wolfgang Holzbach	
1.	Independent Directors									
	• Fee for attending Board/ Committee Meetings	0.04	0.07	-	0.04	0.01	0.05	0.07	0.04	0.32

	• Commission	0.10	0.10	-	0.10	0.02	0.10	0.10	0.10	0.62
	Total (1)	0.14	0.17	-	0.14	0.03	0.15	0.17	0.14	0.94
2	Other Non-executive Directors									
	• Fee for attending Board/ Committee Meetings	-	-	0.04	-	-	-	-	-	0.04
	• Commission	-	-	0.10	-	-	-	-	-	0.10
	Total (2)	-	-	0.14	-	-	-	-	-	0.14
	Total(B)= (1+2)	0.14	0.17	0.14	0.14	0.03	0.15	0.17	0.14	1.08
	Total Managerial Remuneration ((A)+(B))									19.93*
	Overall Ceiling as per the Act	₹ 13.07 Crores (being 11% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013)								

* Total Remuneration to Managing Directors, Whole-time Directors and other Directors (being the total of A and B), includes sitting fees of ₹ 0.36 Crore.

§ Smt. Meera Shankar was appointed as an Independent Director w.e.f. 30th January 2020.

C. Remuneration to Key Managerial Personnel Other than MD/Manager/WTD:

(₹ Crores)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Shri Pawan Kumar Rustagi, Vice President (Legal) & Company Secretary	Shri Sanjeev Aggarwal, Chief Financial Officer	
1.	Gross Salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	1.20	1.53	2.73
	(b) Value of perquisites under Section 17(2) of the Income-tax Act, 1961	-	-	-
2.	Others (mainly contribution to Provident Fund)	-	0.10	0.10
	Total	1.20	1.63	2.83

(The Company does not have Sweat Equity/Scheme for stock option. Commission- Not Applicable.)

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences during the year ended 31st March 2020.

On behalf of the Board of Directors

15th June 2020
New Delhi

Dr. Raghupati Singhania
Chairman & Managing Director