

Form MGT-9

EXTRACTS OF THE ANNUAL RETURN AS ON FINANCIAL YEAR ENDED MARCH 31, 2021, AS PER CLAUSE (a) OF SUB SECTION 3 OF SECTION 134 OF THE COMPANIES ACT, 2013.

I. Registration and Other Details:

- i) **CIN:** U74900KA2011FLC058752
- ii) **Registration Date:** May 20, 2011
- iii) **Name of the Company:** TOYOTA FINANCIAL SERVICES INDIA LIMITED
- iv) **Category/Subcategory of the Company:** Company limited by Shares/ Subsidiary of Foreign Company/Non-banking Financial Company (NBFC)
- v) **Address of the Registered Office and contact details:** No. 21 Centropolis, First Floor, 5th Cross, Langford Road, Shanti Nagar, Bangalore, Karnataka, PIN 560025.

Phone No. 080-43442800
Email: cs@tfsin.co.in
- vi) **Whether listed Company:** YES/~~NO~~ (Debt Listed Company)
- vii) **Name, Address and Contact details of Registrar or Transfer Agent if any** None for Equity Shares.

For Non-convertible Debentures:
Karvy Fintech Private Limited, Karvy Selenium, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally Hyderabad, Rangareddi, Telangana – 500032

II. Principal Business Activities of the Company:

The business activities contributing 10% or more of the total turnover of the Company are as under:

Sl. No	Name and Description of main products/ Services	NIC code of the product /Services	Percentage of contribution to total turnover (%)
1	Financing of Toyota Vehicles in India	6492 (As per NIC 2008 list)	100%

III. Particulars of Holding, Subsidiary and Associate Companies:

Sl. No	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary or Associates	Percentage of share held	Applicable Section
1	Toyota Financial Services Corporation, Nagoya Lucent Tower 15f-6-1 Ushijima Cho Nishiku Nagoya, Aichi, Japan	NA	Holding	99.999999%	2(46)

IV. Share holding Pattern (Equity share capital Breakup as percentage of Total Equity)

i) **Category – wise share holding**

[illegible]

i)Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	5	5	0%	-	5	5	0%	0%
ii)Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub total	-	5	5	0%	-	5	5	0%	0%
Total Public shareholding (B)	-	5	5	0%	-	5	5	0%	0%
C. Shares held by custodians for GDR's and ADR's	-	-	-	-	-	-	-	-	-
Grand total (A+B+C)	-	957,972,957	957,972,957	100%	-	957,972,957	957,972,957	100%	0%

ii) **Shareholding of Promoters:**

Sl. No	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% 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	Toyota Financial Services Corporation, Japan	957,972,957	100%	0%	957,972,957	100%	0%	--

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

Promoters' Shareholding	Shareholding at the beginning of the year		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	957,972,957	100%	957,972,957	100%
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
At the End of the year	957,972,957	100%	957,972,957	100%

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

During the year, there have been no changes in shareholding in terms of number of shares or as percentage of total shares of the company in respect of members other than directors, promoters and holders of GDRs and ADRs

Name of Shareholder at the being of the year	No of shares held	Percentage of total shares of the company	Name of the Transferee	Date of transfer	Name of Shareholder at the end of the year	No of shares held	Percentage of total shares of the company
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

v) **Shareholding of Directors and Key Managerial Personnel:**a) **Mr. Narayanaswamy Raja, Managing Director & CEO:**

For Mr. Narayanaswamy Raja	Shareholding at the beginning of the year		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	1	0%	1	0%
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): Transfer of Share	0	0%	0	0%
At the End of the year	1	0%	1	0%

b) **Mr. Manabu Ueno, Whole Time Director:**

For Mr. Manabu Ueno	Shareholding at the beginning of the year		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	1	0%	1	0%
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	0	0%	0	0%
At the End of the year	1	0%	1	0%

c) **Hao Quoc Tien, Non-Executive Director:**

For Mr. Hao Quoc Tien	Shareholding at the beginning of the year		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	1	0%	1	0%
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	0	0%	0	0%
At the End of the year	1	0%	1	0%

d) **Masakazu Yoshimura, Non-Executive Director:**

For Mr. Masakazu Yoshimura	Shareholding at the beginning of the year		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	1	0%	1	0%
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	0	0%	0	0%
At the End of the year	1	0%	1	0%

The rest of the Directors i.e., Ms. Asha Sampath and Mr. Ashok Rao Baswa do not hold any shares in the Company as on end of the financial year.

The Key managerial Personnel (KMPs) except the Managing Director & CEO above do not hold any shares in the Company.

V. **Indebtedness**

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

Particulars	No. of Units	Nominal value per unit	Total Indebtedness (Rs in Mn)
Non-convertible debentures (Secured)	16,000	1,000,000	16,224.17
Partly convertible debentures	NIL	NIL	NIL
Fully convertible debentures	NIL	NIL	NIL
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits	NIL	NIL	NIL
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits	NIL	NIL	40,950.23
Deposit	NIL	NIL	NIL
Total	16,000	1,000,000	57,174.40

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	16,900,000,000	13,250,000,000	14,150,000,000	16,000,000,000
Partly convertible debentures	NIL	NIL	NIL	NIL
Fully convertible debentures	NIL	NIL	NIL	NIL

Securities (other than shares and debentures):

Types of Securities	Number of Securities	Nominal value each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
INR denominated ECB Bonds	705	10,000,000	7,050,000,000	10,000,000	7,050,000,000
Total	705	10,000,000	7,050,000,000	10,000,000	7,050,000,000

XV. Remuneration of Directors and Key Managerial Personnel**A. Remuneration to Managing Director, Whole-time Directors and/or Manager**

(Rs. Million)

Sl. No	Particulars of Remuneration	Name of MD/ WTD/ Manager	
		Mr. Narayanaswamy Raja	Mr. Manabu Ueno
		Managing Director & CEO	Whole-time Director
1	Gross salary (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	1.92	27.25
2	Stock Option	NIL	NIL
3	Sweat Equity		
4	Commission - as % of profit - others, specify...		
5	Others, please specify		
	Total	1.92	27.25

B. Remuneration to other directors:**I. Non - Executive directors: NIL****II. Independent directors:**

(Rs. Million)

Sl. No	Particulars of Remuneration	Independent Directors	
		Ms. Asha Sampath	Mr. Ashok Rao Baswa
1	Gross salary (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	0	0
2	Stock Option	0	0
3	Sweat Equity	0	0
4	Commission - as % of profit - others, specify...	0	0
5	Others, please specify ***Sitting fee	0.40	0.40
	Total	0.40	0.40

***Sitting fee of Rs. 1 lakh paid for each Board meeting attended by independent directors during FY 20-21.

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

(Rs. Million)

Sl. No	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Norimasa Ogawa* Chief Financial Officer (CFO)	Mr. Anupam Vasdani ** Chief Financial Officer (CFO)	Mr. Nithya Prabhu. R Company Secretary (CS)
1	Gross salary (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	21.60	0.76	1.76
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-
5	Others, please specify	-	-	-
	Total	21.60	0.76	1.76

*Resigned effective 31st December 2020**Appointed effective 23rd February 2021**XVI. Penalties / Punishment/ Compounding of Offences**

There were no penalties, punishment or compounding of offences during the year ended March 31, 2021.

For Toyota Financial Services India Limited	For Toyota Financials Service India Limited
-Sd- Narayanaswamy Raja Managing Director & CEO Date: May 27, 2021 Place: Bangalore	-Sd- Manabu Ueno Whole Time Director Date: May 27, 2021 Place: Bangalore