

# 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]



## Annual Return

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

U51900MH1962PLC012528

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACT3198F

(ii) (a) Name of the company

TATA INTERNATIONAL LIMITEE

(b) Registered office address

7th Floor, Trent House,G -Block, Plot No. C-60,  
Beside Citi Bank,Bandra Kurla Complex,Bandra(East)  
Mumbai  
Mumbai City  
Maharashtra  
400051

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

cslegal.til@tatainternational.cc

(d) \*Telephone number with STD code

02266652200

(e) Website

(iii) Date of Incorporation

30/11/1962

(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

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD  
SAKINAKA

(vii) \*Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 26/09/2019

(b) Due date of AGM 30/09/2019

(c) Whether any extension for AGM granted ☐ Yes ☒ No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 2

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	C2	Textile, leather and other apparel products	49.14
2	C	Manufacturing	C7	Metal and metal products	11.33

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

\*No. of Companies for which information is to be given 49

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	TATA SONS PRIVATE LIMITED	U99999MH1917PTC000478	Holding	41.75
2	TATA INTERNATIONAL DLT PRI	U34200PN2005PTC152193	Joint Venture	50
3	TATA PRECISION INDUSTRIES (	U29120MP1995PLC009773	Joint Venture	50
4	TATA INTERNATIONAL GST AU	U19115MH2014PLC254276	Joint Venture	50
5	TATA CERAMICS LIMITED	U26933KL1991PLC006018	Associate	40.54
6	EURO SHOE COMPONENTS LIM	U19116TN2005PLC056665	Subsidiary	100

7	Calsea Footwear Private Limited	U19201TN2005PTC057816	Subsidiary	100
8	Tata Africa Holdings (SA) (Proprietary)		Subsidiary	100
9	Tata South-East Asia Limited		Subsidiary	100
10	Tata West Asia FZE		Subsidiary	100
11	Tata Africa Holdings (Ghana) Limited		Subsidiary	100
12	Tata Africa Holdings (Kenya) Limited		Subsidiary	100
13	Tata Africa Holdings (Tanzania) Limited		Subsidiary	100
14	Tata Africa Services (Nigeria) Limited		Subsidiary	100
15	Tata Africa Steel Processors (Private) Limited		Subsidiary	100
16	Tata Automobile Corporation (Private) Limited		Subsidiary	100
17	Tata Holdings Mocambique Limited		Subsidiary	100
18	Tata De Mocambique Limitada		Subsidiary	100
19	Tata Uganda Limited		Subsidiary	100
20	Tata Zambia Limited		Subsidiary	100
21	Tata Zimbabwe (Private) Limited		Subsidiary	100
22	Blackwood Hodge Zimbabwe (Private) Limited		Subsidiary	100
23	Cometal, S.A.R.L.		Subsidiary	100
24	Pamodzi Hotels Plc		Subsidiary	100
25	Tata Africa (Senegal) S.A.R.L		Subsidiary	100
26	TIL Leather Mauritius Limited		Subsidiary	100
27	Move On Componentes e Calcamento		Subsidiary	100
28	Motor Hub East Africa Limited		Subsidiary	100
29	Tata International Singapore Pte Ltd		Subsidiary	100
30	Monroa Portugal, Comércio E Serviços		Subsidiary	100
31	Move On Retail Spain, S.L.		Subsidiary	100

32	Tata Africa Cote D'ivoire SARL		Subsidiary	100
33	Tata International Metals (Ame		Subsidiary	100
34	Tata International Metals (Asia		Subsidiary	100
35	Tata International Metals (UK)		Subsidiary	100
36	Tata South East Asia (Cambodi		Subsidiary	100
37	Alliance Motors Ghana Limited		Subsidiary	100
38	Tata International West Asia DI		Subsidiary	100
39	Tata International Vietnam Cor		Subsidiary	100
40	Tata International Canada Limi		Subsidiary	100
41	Newshelf 1369 Pty Ltd		Subsidiary	100
42	Alliance Finance Corporation L		Subsidiary	100
43	Accordian Investments (Propre		Associate	40
44	Consillience Technologies (Pro		Associate	50
45	IHMS Hotels (South Africa ) (Pro		Associate	50
46	Newshelf 919 (Proprietary) Lim		Associate	50
47	Tata Motors (SA) (Proprietary) I		Associate	40
48	Women in Transport		Associate	50
49	Imbanita Consulting And Engin		Associate	50

#### 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	501,000	401,000	401,000	401,000
Total amount of equity shares (in Rupees)	501,000,000	401,000,000	401,000,000	401,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	501,000	401,000	401,000	401,000
Nominal value per share (in rupees)	1,000	1,000	1,000	1,000
Total amount of equity shares (in rupees)	501,000,000	401,000,000	401,000,000	401,000,000

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	200,000	0	0	0
Total amount of preference shares (in rupees)	200,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	200,000	0	0	0
Nominal value per share (in rupees)	1,000	1,000	1,000	1,000
Total amount of preference shares (in rupees)	200,000,000	0	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
<b>Equity shares</b>				
<b>At the beginning of the year</b>	401,000	401,000,000	401,000,000	
<b>Increase during the year</b>	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0

vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify	0	0	0	
NIL				
<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	401,000	401,000,000	401,000,000	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	0	0	0	

(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					
Date of registration of transfer (Date Month Year)					
Type of transfer		<div style="border: 1px solid black; width: 40px; height: 25px; margin: 0 auto;"></div>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock		
Number of Shares/ Debentures/ Units Transferred		<div style="border: 1px solid black; width: 100px; height: 25px; margin: 0 auto;"></div>	Amount per Share/ Debenture/Unit (in Rs.)		<div style="border: 1px solid black; width: 150px; height: 25px; margin: 0 auto;"></div>
Ledger Folio of Transferor					
Transferor's Name	<div style="border: 1px solid black; width: 150px; height: 25px; margin: 0 auto;"></div>		<div style="border: 1px solid black; width: 150px; height: 25px; margin: 0 auto;"></div>		<div style="border: 1px solid black; width: 150px; height: 25px; margin: 0 auto;"></div>
	Surname		middle name		first name
Ledger Folio of Transferee					
Transferee's Name	<div style="border: 1px solid black; width: 150px; height: 25px; margin: 0 auto;"></div>		<div style="border: 1px solid black; width: 150px; height: 25px; margin: 0 auto;"></div>		<div style="border: 1px solid black; width: 150px; height: 25px; margin: 0 auto;"></div>
	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) \*Indebtedness including debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	12,000	1000000	12,000,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			2,582,440,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			3,471,646,000
Deposit			0
<b>Total</b>			18,054,086,000

**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
<b>Non-convertible debentures</b>	12,000,000,000	0	0	12,000,000,000
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	0	0	0	0

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

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Commercial Papers	1,600	500000	800,000,000	500000	800,000,000
<b>Total</b>	1,600		800,000,000		800,000,000

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)****(i) Turnover**

48,099,460,849.82

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

19,882,060,849.82

**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)	167,400	41.75	0	
10.	Others	0	0	0	
	<b>Total</b>	167,400	41.75	0	0

**Total number of shareholders (promoters)**

1

**(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	512	0.13	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)	233,088	58.13	0	
10.	Others	0	0	0	
	<b>Total</b>	233,600	58.26	0	0

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

14

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

15

**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	1	1
Members (other than promoters)	14	14
Debenture holders	8	7

**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	0	0	0	0	0
<b>B. Non-Promoter</b>	1	4	1	4	0	0
(i) Non-Independent	1	2	1	2	0	0
(ii) Independent	0	2	0	2	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
<b>Total</b>	1	4	1	4	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)
SANDHYA SHAILESH H	00021947	Director	0	
NOEL NAVAL TATA	00024713	Managing Director	0	
DEEPAK PREMNARAY	00154746	Director	0	
RAMAKRISHNAN MUK	00778253	Director	0	
GOPAL KRISHNA PILL	02340756	Director	0	

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

0

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)

**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	26/09/2018	15	9	60

**B. BOARD MEETINGS**

\*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	02/04/2018	5	5	100
2	02/05/2018	5	5	100
3	28/05/2018	5	5	100
4	15/06/2018	5	5	100
5	28/07/2018	5	5	100
6	30/10/2018	5	5	100
7	18/02/2019	5	5	100

**C. COMMITTEE MEETINGS**

Number of meetings held

13

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	02/05/2018	3	3	100
2	Audit Committee	28/05/2018	3	3	100
3	Audit Committee	15/06/2018	3	3	100
4	Audit Committee	28/07/2018	3	3	100
5	Audit Committee	29/10/2018	3	3	100
6	Audit Committee	18/02/2019	3	3	100
7	Nomination & Remuneration Committee	01/05/2018	3	3	100
8	Nomination & Remuneration Committee	29/10/2018	3	3	100

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
9	Risk Manager	02/04/2018	3	3	100
10	Risk Manager	28/07/2018	3	3	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	26/09/2019
								(Y/N/NA)
1	SANDHYA SH	7	7	100	10	10	100	No
2	NOEL NAVAL	7	7	100	0	0	0	Yes
3	DEEPAK PRE	7	7	100	13	13	100	No
4	RAMAKRISHN	7	7	100	2	2	100	No
5	GOPAL KRISH	7	7	100	13	13	100	No

#### 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	NOEL NAVAL TATA	Managing Director	59,926,004	0	0	0	59,926,004
	Total		59,926,004	0	0	0	59,926,004

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AJAY MURLIDHAR	CFO & CS	15,556,518	0	0	0	15,556,518
	Total		15,556,518	0	0	0	15,556,518

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
--------	------	-------------	--------------	------------	-------------------------------	--------	--------------

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SANDHYA SHAILE	Director	0	0	0	770,000	770,000
2	DEEPAK PREMNAI	Director	0	0	0	860,000	860,000
3	RAMAKRISHNAN M	Director	0	0	0	410,000	410,000
4	GOPAL KRISHNA F	Director	0	0	0	860,000	860,000
	Total		0	0	0	2,900,000	2,900,000

#### 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

#### 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

Hitesh Gupta

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

12722

**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. ... **BCR711** dated **24/06/2019**

(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

TATA NOEL  
NAVAL  
Digitally signed by  
TATA NOEL, NAVAL  
Date: 2019.12.30  
19:07:20 +05'30'

DIN of the director

00024713

**To be digitally signed by**

Ajay  
Murlidhar  
Ponkshe  
Digitally signed by  
Ajay Murlidhar  
Ponkshe  
Date: 2019.12.30  
19:08:53 +05'30'

- ☒ Company Secretary  
☐ Company secretary in practice

Membership number

9147

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

**Attach****Attach****Attach****Attach****List of attachments**

List of Shareholders and Debenture holder  
MGT-8\_TIL.pdf  
Committee Details.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**