

**FORM NO. MGT-9****ANNEXURE A****EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 2024**

*[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)	<b>CIN</b>	U74999TG2018PTC128723
ii)	<b>Registration Date</b>	December 03, 2018
iii)	<b>Name of the Company</b>	KETO Motors Private Limited
iv)	<b>Category / Sub-Category of the Company</b>	Private Company limited by shares
v)	<b>Address of the Registered office and contact details</b>	9-1-83 & 84, Amarchand Sharma Complex, S D Road, Secunderabad – 500 003 Email: etoindiapvtltd@gmail.com/ketomotorspvtltd@gmail.com
vi)	<b>Whether listed company Yes / No</b>	No
vii)	<b>Name, Address and Contact details of Registrar and Transfer Agent, if any</b>	NIL

\*However, after the closure of the financial year M/s. Aarhi Consultants Private Limited, Domalguda, Hyderabad were appointed as the Registrar and Transfer Agent of the Company.

**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:

<b>Sr. No.</b>	<b>Name and description of main products /services</b>	<b>NIC Code of the Products/services</b>	<b>% to total turnover of the company</b>
1	Manufacture of Three Wheelers and their engine	30912 (As per NIC Code 2008)	92.87%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

<b>Sr. No.</b>	<b>Name and address of the Company</b>	<b>CIN/GLN</b>	<b>Holding /Subsidiary/ Associate</b>	<b>% of shares held</b>	<b>Applicable section</b>
1	ETO Motors Private Limited	U74999TG2018PTC1 26906	Holding Company	98.66	2(87)(ii)
2.	SAERA KETO EV Private Limited	U29109DL2023PTC417 414	Joint Venture	50	2(87)(ii)

\*During the financial year the Company officially ventured into a Joint Venture Agreement with Saera Electric Auto Limited, as approved by the Board of Directors during their meeting held on 20<sup>th</sup> June, 2023. As a result, a Joint Venture Company named M/s. SAERA KETO EV Private Limited was established on 21<sup>st</sup> July, 2023, with both parties holding an equal share.

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

**i) Category-wise Share Holding**

Category of shareholders	Number of shares held at the beginning of the year				Number of shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Individual / HUF	Nil	01	01	0.00	Nil	01	01	0.00	Nil
Central Government	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
State governments	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Bodies corporate	Nil	3,68,63,212	3,68,63,212	99.99	Nil	3,68,65,199	3,68,65,199	98.66	(1.33)
Banks/financial institutions	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Any other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Subtotal (A)(1)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>(2) Foreign</b>									
NRIs – Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Other – Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Bodies Corporate	Nil	1,987	1,987	0.01	Nil	Nil	Nil	Nil	(0.01)
Banks / financial institutions	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Any other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Subtotal (A)(2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total shareholding of promoters(A) = (A)(1) +(A)(2)	Nil	3,68,65,200	3,68,65,200	100	Nil	3,68,65,200	3,68,65,200	98.66	(1.34)

<b>B. Public shareholding</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>1. Institutions</b>									
a) Mutual Funds									
b) Banks / FI									
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Insurance Companies									
g) FIs									
h) Foreign Venture Capital funds									
i) Others (specify)									
Subtotal – (B)(1)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>2. Non-institutions</b>									
a) Bodies corporate									
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	Nil	Nil	Nil	Nil	5,00,000	5,00,000	5,00,000	1.34	1.34
c) Others (specify) Sub-total (B)(2):									
Total Public Shareholding (B)=(B)(1)+ (B)(2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Grand Total (A+B+C)</b>	Nil	3,68,65,200	3,68,65,200	100	Nil	3,73,65,200	3,73,65,200	100	Nil

**ii) Shareholding of Promoters**

Sr. No.	Shareholders name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of change in the 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	ETO Motors Private Limited	3,68,63,212	99.99%	NIL	3,68,65,199	98.66%	NIL	(1.33)
2	Bhaven Vipul Nanavati	01	0.00%	NIL	01	0.00%	NIL	0
3	Kyto Green Technologies Limited	1,987	0.01%	NIL	NIL	NIL	NIL	(0.01)
	<b>Total</b>	<b>3,68,65,200</b>	<b>100%</b>	<b>NIL</b>	<b>3,68,65,200</b>	<b>100%</b>	<b>NIL</b>	<b>NIL</b>

**iii) Change in promoters' shareholding:**

Sr. No.		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
1	<b>At the beginning of the year</b>	3,68,65,200	100%	3,68,65,200	98.66%
2	<b>Date wise increase / decrease in Promoters' shareholding during the year specifying the reasons for increase/decrease (allotment/transfer/bonus/sweat equity etc.)</b>	There is no change in the overall promoter shareholding. However, during the year KYTO Green Technologies has ceased to be the promoter and the shareholder of the Company. The entire shareholding of 1987 equity shares of KYTO Green Technologies Limited has been transferred to ETO Motors Private Limited. The same was also approved by the Board of Directors in their meeting held on 27 <sup>th</sup> March, 2024.			
3	<b>At the end of the year</b>	3,68,65,200	98.66%	3,68,65,200	98.66%

**iv) Shareholding pattern of top ten shareholders other than directors, promoters and holders of ADRs and GDRs:**

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
*1.	Venkatesh Challa	-	-	5,00,000	1.34

\*During the review period, Mr. Venkatesh Challa committed to invest Rs. 50,00,000 in the Company and agreed to subscribe to 5,00,000 equity shares at Rs. 10 per share on a private placement basis. This proposal was approved by the members at the Extraordinary General Meeting held on 25<sup>th</sup> March, 2024. Following the circulation of the offer letter and the receipt of the requisite funds, the Board of Directors approved the allotment of 5,00,000 equity shares to Mr. Venkatesh Challa on 30<sup>th</sup> March, 2024.

**v) Shareholding of directors and key managerial personnel:**

Sl. No.	For Each of the Directors & KMP	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
*1.	Venkatesh Challa	-	-	5,00,000	1.34

**V. INDEBTEDNESS**

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	5,00,00,000	-	5,00,00,000
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	5,00,00,000	-	5,00,00,000
<b>Change in Indebtedness during the financial year</b>				
* Addition	-	31,29,71,872	-	31,29,71,872
* Reduction	-	-	-	-
<b>Net Change</b>	-	31,29,71,872	-	31,29,71,872
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	36,29,71,872	-	36,29,71,872
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	36,29,71,872	-	36,29,71,872

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

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

Sl. No.	Particulars in remuneration	Name of MD/WTD/Manager (Mr. Vikram Sinha)	Total amount
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 (b) Value of perquisites as per section 17(2) of the Income Tax Act, 1961 (c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	17,67,300	17,67,300
2	Stock option	Nil	Nil
3	Sweat equity	Nil	Nil
4	Commission	Nil	Nil
5	Others	Nil	Nil
6	Total (A)	17,67,300	17,67,300
7	Ceiling as per the Act	As per the Companies Act, 2013	As per the Companies Act, 2013

\*Mr. Vikram Sinha has resigned from the post of Additional Director and Managing Director of the Company w.e.f. 1<sup>st</sup> August, 2023.

**B. Remuneration to other directors:**

Sl. No.	Particulars of remuneration	Name of directors	Total amount
1	Independent Directors · Fee for attending board committee meetings · Commission · Others, please specify	NIL	Nil
	Total (1)		
2	Other Non-Executive Directors · Fee for attending board committee meetings · Commission · Others, please specify	NIL	Nil
	Total (2)		
	Total (B)=(1+2)	NIL	Nil

	<b>Total managerial remuneration</b>	<b>NIL</b>	<b>Nil</b>
	<b>Overall ceiling as per the Act</b>	<b>NIL</b>	<b>Nil</b>

**B. Remuneration to key managerial personnel other than MD/Manager/WTD**

<b>Sl. No.</b>	<b>Particulars of remuneration</b>	<b>Key managerial personnel (Ms. Sumitra Pradhan, Company Secretary)</b>
<b>1</b>	<b>Gross salary</b> <b>(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961</b> <b>(b) Value of perquisites as per section 17(2) of the Income Tax Act, 1961</b> <b>(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961</b>	<b>3,29,406</b>
<b>2</b>	<b>Stock option</b>	<b>NIL</b>
<b>3</b>	<b>Sweat equity</b>	<b>NIL</b>
<b>4</b>	<b>Commission</b>	<b>NIL</b>
<b>5</b>	<b>Others</b>	<b>NIL</b>
<b>6</b>	<b>Total (C)</b>	<b>3,29,406</b>

\*Ms. Sumitra Pradhan has resigned from the post of Company Secretary of the Company from w.e.f. 30<sup>th</sup> March, 2024.

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: Nil**

**For and on behalf of Keto Motors Private Limited**

**Date: 25.09.2024**  
**Place: Hyderabad**

**Sd/-**  
**Anthony Daniel**  
**Director**  
**DIN: 08558880**

**Sd/-**  
**Venkatesh Challa**  
**Director**  
**DIN: 08891249**