

**Form No. MGT-9  
EXTRACT OF ANNUAL RETURN  
as on the financial year ended on 31/12/2017**

[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: U51394KA1998PTC023723  
 ii) Registration Date: 12/05/1998  
 iii) Name of the Company: **ESSILOR INDIA PRIVATE LIMITED**  
 iv) Category / Sub-Category of the Company: Company limited by shares  
 v) Address of the registered office and contact details: #46, 10<sup>TH</sup>floor, Prestige Trade Tower, Palace Road, High Grounds, SampangiRamanagar, Bangalore -560001, Karnataka, India  
 Contact: 08039585400  
 vi) Whether listed company ~~Yes~~ / No  
 vii) Name, Address and Contact details of Registrar and Transfer Agent, if any: N.A

**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.	Processing and Distribution of ophthalmic lenses	32507	100%

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

Sl. No.	Name and Address of the company	CIN/GLN	Holding	% of shares	Applicable Section
1.	Essilor International SA	NA	Holding	99.99%	2(46)
2.	VVBG Private Limited (Formerly Known as Vijay Vision Pvt Ltd)	U33203MH1995PTC093210	Subsidiary	87.5%	2(87)
3.	Delta Lens Private Limited	U51507MH1995PTC089489	Subsidiary	51%	2(87)
4.	Essilor 20 20 Optics Private Limited	U33112TG2008PTC057791	Subsidiary	70%	2(87)

5.	Essilor Sankar & Co Optics Private Limited	U51394TZ2008PTC014509	Subsidiary	70%	2(87)
6.	Essilor Lens & Spectacles Private Limited	U33202GJ2009PTC058889	Subsidiary	60%	2(87)
7.	GKB Rx Lens Pvt Ltd	U33201WB1985PTC039759	Subsidiary	76%	2(87)
8.	GKB Optic Technologies Private Limited	U74900UP2010PTC041526	Subsidiary	52.009%	2(87)
9.	CP Services Private Limited	U74900KA2009PTC051377	Subsidiary	51%	2(87)
10.	GKB Hi-Tech Lenses Private Limited	U33201GA1986PTC000662	Subsidiary	50.25%	2(87)
11.	Coolwinks Technologies Private Limited (formerly known as OSD Optics India Pvt. Ltd & EBD Technologies Pvt. Ltd)	U51909KA2010PTC053039	Subsidiary	100%	2(87)
12.	Deepak Lens Private Limited	U33201GJ2013PTC074444	Subsidiary	60%	2(87)
13.	Essilor Nepal Private Limited	NA	Subsidiary	51%	2(87)
14.	Prime Lenses Private Limited	U52311GA1988PTC000823	Subsidiary	21.48%	2(87)
15.	GKB Vision Private Limited	U33201GA2000PTC002864	Subsidiary	21.28%	2(87)
16.	Mamtura Lens Technology Private Limited	U33111WB2016PTC209503	Subsidiary	50.1%	2(87)
17.	Enterprise Ophthalmics Private Limited	U33110DL2011PTC213596	Joint Venture	50%	2(6)
18.	Optics India Equipments Private Limited	U33200GJ2011PTC068038	Joint Venture	50%	2(6)
19.	Essilor Lanka Private Limited	NA	Joint Venture	50%	2(6)
20.	PES Optics Private Limited	U74999HR2016PTC063732	Associate	49%	2(6)
21.	Mangalsons Optics Private Limited	U36999MH2016PTC287756	Subsidiary	50.10%	2(87)
22.	Xtravision Lens Technology Private Limited	U33201TN2010PTC075457	Wholly owned Subsidiary	100%	2(87)





upto Rs. 1 lakh									
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Others	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Sub-total (B)(2):-</b>									
Total Public Shareholding(B)= (B)(1)+ (B)(2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	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	3,947,000,000	3,947,000,000	100	Nil	3,947,000,000	3,947,000,000	100	Nil

**(ii) Shareholding of Promoters**

SI No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding 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.	M/s Essilor International S.A.	374,999,999	99.999999	Nil	374,999,999	99.999999	Nil	Nil
2.	Essilor Amara Pte. Ltd	01	0.000001	Nil	01	0.000001	Nil	Nil
3.	Total	3,947,000,000	100	Nil	3,947,000,000	100	Nil	Nil

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

SI 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.	At the beginning of the year	3,750,000,000	100	3,750,000,000	100
2.	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease	197,000,000	100	197,000,000	100
3.	At the End of the year	3,947,000,000	100	3,947,000,000	100

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):Not Applicable**

Sl. No	For Each of the Top 10 Shareholders	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.	At the beginning of the year	Nil	Nil	Nil	Nil
2.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease	Nil	Nil	Nil	Nil
	At the End of the year	Nil	Nil	Nil	Nil

**(v) Shareholding of Directors and Key Managerial Personnel: NIL**

Sl. No.	For Each of the Directors and 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

**V. INDEBTEDNESS**

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

	Secured Loans excluding deposits (In Lakhs)	Unsecured Loans (In Lakhs)	Deposits	Total Indebtedness (In Lakhs)
Indebtedness at the beginning of the financial year.				
i) Principal Amount	15,000	10,400	Nil	25,400
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	
<b>Total (i+ii+iii)</b>	15,000	10,400	Nil	25,400
Change in Indebtedness during the financial year				
• Addition	Nil	Nil	Nil	Nil
• Reduction	Nil	Nil	Nil	Nil
<b>Net Change</b>	Nil	Nil	Nil	Nil
Indebtedness at the end of the financial year				

i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
<b>Total (i+ii+iii)</b>	15,000	10,400	Nil	25,400

## **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
		Mr. Shivkumar J			
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) of Income Tax Act, 1961 (c) Profit in lieu of salary u/s 17(3) of Income Tax At, 1961	406 Lakhs			406 Lakhs
2.	Stock option	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission - as % of profits - others	Nil Nil	Nil Nil	Nil Nil	Nil Nil
5.	Others	Nil	Nil	Nil	Nil
	Total A	406 Lakhs	Nil	Nil	406 Lakhs
	Ceiling as per the Act	NA	NA	NA	NA

### **B. REMUNERATION TO OTHER DIRECTORS:**

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
1.	1. Independent Directors • Fee for attending board / committee meetings • Commission • Others	Nil	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil	Nil
2.	Other Non-Executive Directors • Fee for attending board / committee meetings • Commission • Others	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	Nil
	Total (B) = (1)+(2)	Nil	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil	Nil
	Overall Ceiling as per the Act				

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			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 u/s 17(2) of Income				

	Tax Act, 1961 (c) Profit in lieu of salary u/s 17(3) of Income Tax At, 1961				
2.	Stock option	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission - as % of profits - others	Nil Nil	Nil Nil	Nil Nil	Nil Nil
5.	Others	Nil	Nil	Nil	Nil
	Total A				

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

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/Compounding fees imposed	Authority [RD/ NCLT / COURT]	Appeal made, if any (give Details)
<b>A. Company</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>B. Directors</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>C. Other officers in default</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil