## 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**

(other than OPCs and Small Companies)

U31900KA1996PTC020380

HIKOKI POWER TOOLS INDIA P

AAACH4391L

Pre-fill

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

Global Location Number (GLN) of the company

- \* Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company

(iii)

(b) Registered office address

PLOT NO.9A, I PHASE,PEENYA INDUSTRIAL AREA, BANGALORE. BANGALORE Karnataka 560058	
(c) *e-mail ID of the company	compliance@hikoki-powertool
(d) *Telephone number with STD code	08028396198
(e) Website	
Date of Incorporation	26/04/1996

(iv)	Type of the Company	Category of the Company S		Sub-category of the Company
	Private Company	Company limited	l by shares	Indian Non-Government company
(v) Whether company is having share capital		pital	Yes	⊖ No
(vi) *Whether shares listed on recognized Stock Exchange(s)		⊖ Yes	No	

(vii) *Financial year From date	01/04/2020	(DD/MM/YYYY) To date	31/03/2021	(DD/MM/YYYY)
(viii) *Whether Annual general ı	meeting (AGM) held	• Yes	No	
(a) If yes, date of AGM	26/11/2021			
(b) Due date of AGM	30/09/2021			
(c) Whether any extension	for AGM granted	Yes	O No	
(d) If yes, provide the Serv extension	ice Request Number (S	SRN) of the application form f	iled for	Pre-fill
(e) Extended due date of A	GM after grant of exter	nsion 3	0/11/2021	
II. PRINCIPAL BUSINES	S ACTIVITIES OF T			

*Number of business activities	1	
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	Main Activity group code		Business Activity Code		% of turnover of the company
1	G	Trade	G1	Wholesale Trading	100

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

\*No. of Companies for which information is to be given 1 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Koki Holdings Co Ltd		Holding	99.99

## IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

### (i) \*SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	lssued capital	Subscribed capital	Paid up capital
Total number of equity shares	42,000,000	25,000,000	25,000,000	25,000,000
Total amount of equity shares (in Rupees)	252,000,000	150,000,000	150,000,000	150,000,000

1

Number of classes

	Authorized	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	42,000,000	25,000,000	25,000,000	25,000,000
Nominal value per share (in rupees)	6	6	6	6
Total amount of equity shares (in rupees)	252,000,000	150,000,000	150,000,000	150,000,000

### (b) Preference share capital

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

Number of classes

Class of shares		Icapital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	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	Nu	ımber of sh	ares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	25,000,000	0	25000000	150,000,000	150,000,00	
Increase during the year	0	0	0	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0

5000			1			1
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	25,000,000	0	25000000	150,000,000	150,000,00	
Preference shares						
At the beginning of the year		0		0		
	0	0	0	0	0	
Increase during the year	0	0	0	0		0
Increase during the year i. Issues of shares					0	0
	0	0	0	0	0	
i. Issues of shares	0	0	0	0	0	0
i. Issues of shares ii. Re-issue of forfeited shares	0	0	0	0	0 0 0	0
i. Issues of shares ii. Re-issue of forfeited shares iii. Others, specify	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0 0 0	0
i. Issues of shares ii. Re-issue of forfeited shares iii. Others, specify Decrease during the year	0 0 0 0	0 0 0 0 0	0 0 0 0 0	0 0 0 0 0	0 0 0 0	0 0 0 0 0
<ul> <li>i. Issues of shares</li> <li>ii. Re-issue of forfeited shares</li> <li>iii. Others, specify</li> <li>Decrease during the year</li> <li>i. Redemption of shares</li> </ul>	0 0 0 0 0 0 0	0 0 0 0 0	0 0 0 0	0 0 0 0	0 0 0 0 0 0 0	0 0 0 0
<ul> <li>i. Issues of shares</li> <li>ii. Re-issue of forfeited shares</li> <li>iii. Others, specify</li> <li>Decrease during the year</li> <li>i. Redemption of shares</li> <li>ii. Shares forfeited</li> </ul>	0 0 0 0 0 0 0 0	0 0 0 0 0 0 0	0 0 0 0 0 0 0	0 0 0 0 0 0 0	0 0 0 0 0 0 0	0 0 0 0 0 0

Class of shares		(i)	(ii)	(iii)
Before split /	Number of shares			
Consolidation	Face value per share			
After split /	Number of shares			
Consolidation	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) \*

$\boxtimes$	Nil			
	[Details being provided in a CD/Digital Media]	⊖ Yes	O No	<ul> <li>Not Applicable</li> </ul>
	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 meetin	g				
Date of registration o	of transfer (Date Month	Year)				
Type of transfer 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock						
Number of Shares/ Debentures/       Amount per Share/         Units Transferred       Debenture/Unit (in Rs.)						
Ledger Folio of Trans	sferor					
Transferor's Name						
	Surname	middle name first name				
Ledger Folio of Trans	sferee					

Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)						
Type of transfe	r	1 - E	quity, 2	2- Preference Shares,3 -	Debentures, 4 - Stock	
Number of Shares/ E Units Transferred						
Ledger Folio of Transferor						
Transferor's Name						
	Surr	name		middle name	first name	
Ledger Folio of Trans	Ledger Folio of Transferee					
Transferee's Name						
	Surr	name		middle name	first name	

## (iv) \*Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year		Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

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

Type of	Number of	Nominal Value of	Total Nominal	Paid up Value of	Total Paid up Value
Securities	Securities	each Unit		each Únit	
Total					

0

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

### (i) Turnover

1,743,440,462

### (ii) Net worth of the Company

806,248,585

### VI. (a) \*SHARE HOLDING PATTERN - Promoters

Category	Equ	ity	Preference		
	Number of shares	Percentage	Number of shares	Percentage	
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		
Government					
(i) Central Government	0	0	0		
(ii) State Government	0	0	0		
(iii) Government companies	0	0	0		
Insurance companies	0	0	0		
Banks	0	0	0		
Financial institutions	0	0	0		
	Individual/Hindu Undivided Family(i) Indian(ii) Non-resident Indian (NRI)(iii) Foreign national (other than NRI)Government(i) Central Government(ii) State Government(iii) Government companiesInsurance companiesBanks	Number of sharesIndividual/Hindu Undivided Family(i) Indian(i) Indian(ii) Non-resident Indian (NRI)(iii) Foreign national (other than NRI)(iii) Foreign national (other than NRI)Government(i) Central Government(i) State Government(ii) State Government(iii) Government companies(iii) Government companies0Insurance companies0Banks0Financial institutions	Number of sharesPercentageIndividual/Hindu Undivided Family0(i) Indian0(ii) Non-resident Indian (NRI)0(iii) Foreign national (other than NRI)0Government0(i) Central Government0(ii) State Government0(iii) Government companies0Insurance companies0Banks0O0Financial institutions0	Number of sharesPercentageNumber of sharesIndividual/Hindu Undivided Family(i) Indian000(ii) Non-resident Indian (NRI)000(iii) Foreign national (other than NRI)000Government00(i) Central Government000(ii) State Government000(iii) Government companies000Insurance companies000Banks000Financial institutions00	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
	Body corporate (not mentioned above)	25,000,000	100	0	
10.	Others	0	0	0	
	Total	25,000,000	100	0	0

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### Total number of shareholders (promoters)

## (b) \*SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equi	ity	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)	0	0	0		
10.	Others	0	0	0		

	Total	0	0	0	0
Total nur	nber of shareholders (other than prom	oters)			
	iber of shareholders (Promoters+Publi n promoters)	<b>c</b> / 2			

### 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	2	2
Members (other than promoters)	0	0
Debenture holders	0	0

### VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### (A) \*Composition of Board of Directors

Category	CategoryNumber 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	
A. Promoter	0	0	0	0	0	0	
B. Non-Promoter	2	3	2	3	0	0	
(i) Non-Independent	2	3	2	3	0	0	
(ii) Independent	0	0	0	0	0	0	
C. Nominee Directors representing	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	
Total	2	3	2	3	0	0	

### (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)
Tomoaki Moro	07869376	Managing Director	0	
Dattatraya Joshi	07234322	Whole-time directo	0	
MASAKI HANAI	08688281	Director	0	08/10/2021
TOMOYOSHI SEO	08688296	Director	0	
YOICHIRO TANAKA	08688301	Director	0	14/06/2021

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

Name	DIN/PAN		change in decignation/	Nature of change (Appointment/ Change in designation/ Cessation)
Dattatraya Joshi	07234322	Whole-time directo	31/03/2021	Cessation
MASAKI HANAI	08688281	Director	09/09/2020	change in designation
TOMOYOSHI SEO	08688296	Director	09/09/2020	change in designation
YOICHIRO TANAKA	08688301	Director	09/09/2020	change in designation

## 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	Attendance		
		attend meeting		% of total shareholding	
AGM	09/09/2020	2	2	100	

### **B. BOARD MEETINGS**

\*Number of meetings held

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S. No.	Date of meeting	Total Number of directors associated as on the date of meeting		
		, i i i i i i i i i i i i i i i i i i i	Number of directors attended	% of attendance
1	15/06/2020	5	2	40

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S. No.	Date of meeting	Total Number of directors associated as on the date			
		of meeting	Number of directors attended	% of attendance	
2	31/07/2020	5	2	40	
3	20/10/2020	5	2	40	
4	01/02/2021	5	2	40	
5	12/03/2021	5	5	100	
6	31/03/2021	5	2	40	

### C. COMMITTEE MEETINGS

Number of meetings held 1				1		
	S. No.	Type of meeting			Number of members attended	Attendance % of attendance
	1	CSR Committe	12/03/2021	2	2	100

### D. \*ATTENDANCE OF DIRECTORS

		Board Meetings			Committee Meetings			Whether attended AGM
S. No.			Meetings	% of attendance	dance Number of Meetings which director was entitled to attended attend		% of attendance	held on 26/11/2021 (Y/N/NA)
1	Tomoaki Moro	6	6	100	1	1	100	Yes
2	Dattatraya Jos	6	6	100	1	1	100	No
3	MASAKI HAN	6	1	16.67	0	0	0	No
4	томоуозні	6	1	16.67	0	0	0	Yes
5	YOICHIRO TA	6	1	16.67	0	0	0	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Tomoaki Moro	Managing Direct	15,276,089				15,276,089
2	Dattatraya Joshi	Whole time Dire	10,165,387				10,165,387
	Total		25,441,476				25,441,476
Number c	of CEO, CFO and Com	pany secretary who	se remuneration d	etails to be entered	t t	0	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						
Number c	of other directors whose	e remuneration deta	ils to be entered			0	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable Yes No provisions of the Companies Act, 2013 during the year

B. If No, give reasons/observations

### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

## (A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS $\bowtie$ NiI

		Date of Order	Isection linder which		Details of appeal (if any) including present status			
(B) DETAILS OF COMPOUNDING OF OFFENCES NII								

Name of the company/ directors/ officers	Name of the court/ concerned Authority	ISACTION LINDAR WHICH	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	Gopalakrishnaraj H H
Whether associate or fellow	○ Associate ● Fellow
Certificate of practice number	4152

### 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.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

#### Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ..

dated 17/11/2021

(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 compiled 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.

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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

DIN of the director

To be digitally signed by

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<ul> <li>Company Secretary</li> <li>Company secretary in</li> </ul>	practice			
	63867	Certificate of pra	actice number	
Attachments				List of attachments
1. List of share I	holders, debenture holde	rs	Attach	reholders-Hikoki-2021.pdf
2. Approval lette	er for extension of AGM;		Attach	ataka AGM extension -2021-con 21 Hikoki.pdf
3. Copy of MGT	-8;		Attach	
4. Optional Attac	chement(s), if any		Attach	
				Remove attachment
M	odify	heck 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

Auto-approved By	DS GOVERNMEN T OF INDIA 1	Digitally signed by DS GOVERNMENT OF INDIA 1 DNI-only, point (Order-469001) DNI-only, point (Order-469001) CORPORATE AFFARS, or GOVERNMENT OF INDIA 1 Reason:1 ratiset to the accuracy and integrity of bis document Deeks 2021.12, 18 54,91 19 45530
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### Gopalakrishnaraj H H & Associates

Company Secretaries No. 369, 1<sup>st</sup> Floor, 16<sup>th</sup> Main, 35<sup>th</sup> A Cross 4<sup>th</sup> T Block, Jayanagar, Bengaluru – 560 041 Tel: +91(080) 4971 2653; Cell: +91 98452 97653 Email : gopal@gkrcs.in

### Form No. MGT-8

[Pursuant to section 92(2) of the of the Companies Act, 2013 and Rule 11(2) of the Companies (Management and Administration) Rules, 2014]

Certificate by a Company Secretary in Practice

We have examined the registers, records and books and papers of HIKOKI POWER TOOLS INDIA PRIVATE LIMITED (the Company) holding CIN: U31900KA1996PTC020380 and having its registered office at Plot No.9A, 1<sup>st</sup> Phase, Peenya Industrial Area, Bengaluru-560058 as required to be maintained under the Companies Act, 2013(the Act) and the rules made thereunder for the financial year ended on 31/03/2021.

In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act and Rules made there under in respect of:
  - 1. Its status under the Act.
  - Maintenance of applicable registers/records and making entries therein within the time prescribed therefor;
  - Filing of applicable forms and returns as stated in the annual return, wherever applicable, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time and wherever applicable with additional fees.
  - 4. Calling/ convening/ holding meetings of Board of Directors and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed; during the year there were no circular resolutions passed.
  - 5. The company has not closed Register of Members.
  - The company has not advanced any loans to its directors and/or persons or firms or companies referred in section 185 of the Act.
  - 7. Contracts/arrangements with related parties as specified in section 188 of the Act.
  - There was no issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities.
  - There was no circumstance for keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
  - There was no amount to be transferred to the Investor Education and Protection Fund in accordance with section 125 of the Act.



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- Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3)(4) and (5) thereof.
- 12. Constitution/appointment/re-appointments/retirement/filling up casual vacancies /disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them.
- Appointment/reappointment/filling up casual vacancies of auditors as per the provisions of section 139 of the Act. – There was no change in the Auditors.
- 14. There were no approvals to be taken from the Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act. The company has taken approval form the Central Government (Registrar Of Companies, Karnataka) for change of name.
- 15. The company has not accepted/renewed any deposit.
- Borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable.
- The company has not provided any Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act.
- alteration of the provisions of the Memorandum and/ or Articles of Association of the Company - The Company has adopted new set of articles of association. There was no change in Memorandum of association.

Place: Bengaluru Date: 17/12/2021

UDIN: F005654C001795926

For Gopalakrishnaraj H H & Associates Green FCS: 5657 \* CP: 4157 \*

Proprietor CP 4152;FCS 5654 PR:945/2020



Website: www.mca.gov.in

Telephone: 080-25537449

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GOVERNMENT OF INDIA MINISTRY OF CORPORATE AFFAIRS OFFICE OF THE REGISTRAR OF COMPANIES, KARNATAKA II FLOOR, 'E' WING KENDRIYA SADAN, KORAMANGALA, BANGALORE – 560 034

### ORDER

Extension of time for holding of Annual General Meeting (AGM) for the financial year ended on 31.03.2021 in terms of third proviso to section 96(1) of Companies Act, 2013 (the Act)

1. Whereas, sub-section (1) of section 96 of the Companies Act ,2013 (the Act) provides, inter-alia, that every company, other than a One Person Company, shall in each year hold in addition to any other meetings, a general meeting as its Annual General Meeting (AGM) and shall specify the meeting as such in the notices calling it, and not more than fifteen months shall elapse between the date of one AGM of a company and that of the next;

2. And whereas, the first proviso to sub-section (1) of section 96 of the Act provides that in case of the first AGM, it shall be held within a period of nine months from the date of closing of the first financial year of the company and in any other case, within a period of six months, from the date of closing of the financial year.

3. And whereas, the third proviso to Section 96(1) of the Act provides that the Registrar may, for any special reason, extend the time within which any Annual General Meeting, other than the first Annual General Meeting, shall be held, by a period not exceeding three months.

4. And whereas, various representations have been received from the Companies, Industry bodies and Professional Institutes pointing out that several companies are finding it difficult to hold their AGM for the financial year ended on 31.03.2021 due to the difficulties faced in view of the Covid-19 Pandemic.

5. And whereas, the representations have been considered and the undersigned is of the considered opinion that due to such unprecedented special reasons, the time within which the AGM for the financial year ended on 31.03.2021 is required to be held as per provisions of sub-section (1) of the section 96 ought to be extended in terms of the third proviso to section 96(1).

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6. Now, therefore in terms of power vested with the undersigned under the third proviso to sub-section (1) of the section 96 of the Act, I hereby extend the time to hold the AGM, other than the first AGM for the financial year ended on 31.03.2021 for companies within the jurisdiction of this office, which are unable to hold their AGM for such period within the due date of holding the AGM by a period of **Two Months** from the due date by which the AGM ought to have been held in accordance with the provisions of sub-section (1) to section 96 of the Act, without requiring the companies to file applications for seeking such extension by filing the prescribed Form No. GNL-1.

### Explanation I:

It is hereby clarified that the extension granted under this order shall also cover the:

- i. Pending applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, which are yet to be approved.
- ii. Applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, which were rejected.
- Applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, where the extension approved was for a period less than Two Months.

### **Explanation II:**

It is also clarified that the extension granted under this order shall not cover the applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, where the extension approved was for a period of more than Two Months

93 (C.V. SAJEEVAN) REGISTRAR OF COMPANIES KARNATAKA

Date : 23rd September 2021

Place: Bengaluru

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HIKOKI POWER TOOLS INDIA PRIVATE LIMITED List of shareholders as on 31/03/2021

Amount per share: Rs.6/-

SI. No.	Sl. No. First name	Middle name	Last name	Folio-No.	Last name Folio-No. DP-ID Client account. No.	No. of shares held	Class of shares
-	1 Koki Holdings Co., Ltd.	T	1	12	12 NA	2,49,99,990 Equity	Equity
	Hikoki Power Tools						
(N	2 (Singapore) Pte. Ltd.	I		11	11 NA	10	10 Equity
					Total	2,50,00,000	

For and on behalf of board of directors of Hikoki Power Tools India Pvt. Ltd.

TX. Rung

Tomoaki Moro Managing Director DIN:07869376

Place:Bangalore Date : 14/12/2021

Anjan ghael

Anjan Ghosal Whole time director DIN:07027181