

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)

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
- Global Location Number (GLN) of the company
- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- Plot No.3, Sector III, NA
Parwanoo
Himachal Pradesh
173220
India
- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (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

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited (BSE)	1
2	National Stock Exchange	1,024

(b) CIN of the Registrar and Transfer Agent

U74899DL1973PLC006950

Pre-fill

Name of the Registrar and Transfer Agent

MAS SERVICES LTD

Registered office address of the Registrar and Transfer Agents

T-34, 2nd Floor,
Okhla Industrial Area, Phase - II

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM

29/09/2023

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

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	C13	Other manufacturing including jewellery, musical instruments, medical instruments,	100

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

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

9

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Pylania S.A.		Subsidiary	100
2	Kamla International Holdings /		Subsidiary	100

3	ETHOS LIMITED	L52300HP2007PLC030800	Subsidiary	61.07
4	Mahen Distribution Limited	U93000CH2009PLC031625	Subsidiary	100
5	Estima AG		Subsidiary	100
6	Cognition Digital LLP		Subsidiary	99.99
7	Kamla Tesio Dials Limited	U33309CH1996PLC018732	Subsidiary	99.99
8	Silvercity Brands AG		Subsidiary	100
9	Pasadena Retail Private Limited	U52520DL2019PTC344249	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	28,000,000	12,711,397	12,537,117	12,537,117
Total amount of equity shares (in Rupees)	280,000,000	127,113,970	125,371,170	125,371,170

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs. 10 each				
Number of equity shares	28,000,000	12,711,397	12,537,117	12,537,117
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	280,000,000	127,113,970	125,371,170	125,371,170

(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

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	192,636	12,544,428	12737064	127,370,640	127,370,640	
Increase during the year	0	0	0	0	0	0
i. Public 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
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	199,947	199947	1,999,470	1,999,470	0
i. Buy-back of shares	0	199,947	199947	1,999,470	1,999,470	
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	192,636	12,344,481	12537117	125,371,170	125,371,170	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption 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	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

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	<input type="text" value="27/09/2022"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	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	Increase during 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)

0

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

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

(i) Turnover

3,048,061,039

(ii) Net worth of the Company

2,497,173,899

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	3,746,154	29.88	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)	65,418	0.52	0	
10.	Others Trusts, LLP and Foreign Body Cor	2,479,399	19.78	0	
	Total	6,290,971	50.18	0	0

Total number of shareholders (promoters)

16

(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	3,349,009	26.71	0	
	(ii) Non-resident Indian (NRI)	223,556	1.78	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	50	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	1,537,460	12.26	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	735,954	5.87	0	
10.	Others IEPF, Trusts, Clearing House	400,117	3.19	0	
	Total	6,246,146	49.81	0	0

Total number of shareholders (other than promoters)

10,827

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

10,843

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

12

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
JUPITER INDIA FUND	CITIBANK N.A. CUSTODY SERVICES			672,521	5.36
K INDIA OPPORTUNITI				350,450	2.79
UNIVERSAL GOLDEN F				185,503	1.48
JUPITER SOUTH ASIA I				140,772	1.12

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
DGHA LLC				110,313	0.88
WILLOW INDIA ONE, L				40,831	0.33
BNP PARIBAS ARBITRA				17,543	0.14
POLUS GLOBAL FUND				14,497	0.12
1199 SEIU HEALTH CA				2,556	0.02
NEW YORK STATE COM				1,432	0.01
QUADRATURE CAPITA				743	0.01
FIDELITY RUTLAND SC				299	0

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	14	16
Members (other than promoters)	6,935	10,827
Debenture holders	0	0

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
A. Promoter	1	0	1	0	17.65	0
B. Non-Promoter	1	5	1	7	0	0.03
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	4	0	6	0	0.03
C. Nominee Directors representing	0	1	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	1	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	6	2	7	17.65	0.03

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

9

(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)
YASHOVARDHAN SAB	00012158	Managing Director	2,212,355	
ANIL KHANNA	00012232	Director	2,100	
RANJANA AGARWAL	03340032	Director	0	
PRAVEEN GUPTA	01885287	Director	0	
JAI VARDHAN SABOO	00025499	Director	0	
SANJIV SACHAR	02013812	Director	1,521	
Neelima Tripathi	07588695	Director	0	
Nagarajan Subramaniam	02406548	Director	40	
Brahm Prakash Kumar	AQMPK3794M	Company Secretar	2,261	

(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
AGM	27/09/2022	7,287	45	55.5

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2022	8	8	100
2	28/07/2022	8	7	87.5
3	27/09/2022	9	7	77.78
4	07/10/2022	9	9	100
5	05/11/2022	9	7	77.78
6	18/01/2023	9	7	77.78
7	11/02/2023	9	8	88.89
8	09/03/2023	9	8	88.89
9	28/03/2023	9	8	88.89

C. COMMITTEE MEETINGS

Number of meetings held

16

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	30/05/2022	3	3	100
2	Audit Committee	28/07/2022	3	3	100
3	Audit Committee	27/09/2022	3	2	66.67
4	Audit Committee	05/11/2022	3	2	66.67
5	Audit Committee	28/03/2023	3	3	100
6	Audit Committee	09/03/2023	3	3	100
7	Audit Committee	11/02/2023	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
8	Nomination an	28/07/2022	5	5	100
9	Nomination an	27/09/2022	5	4	80
10	Nomination an	27/12/2022	5	5	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	29/09/2023
								(Y/N/NA)
1	YASHOVAR D	9	8	88.89	9	7	77.78	Yes
2	ANIL KHANN/	9	9	100	14	14	100	Yes
3	RANJANA AG	9	8	88.89	15	15	100	No
4	PRAVEEN GL	9	7	77.78	15	13	86.67	Yes
5	JAI VARDHAN	9	3	33.33	0	0	0	No
6	SANJIV SACH	9	8	88.89	6	6	100	Yes
7	Neelima Tripa	9	7	77.78	0	0	0	Yes
8	Nagarajan Sul	9	7	77.78	0	0	0	Yes
9	Empty	9	9	100	1	1	100	Yes

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	Mr. Yashovardhan S	Chairman & Mar	224,321,791	0	0	0	224,321,791
2	Mr. Sanjeev Kumar	Whole Time Dire	15,427,993	0	0	0	15,427,993
	Total		239,749,784	0	0	0	239,749,784

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Sanjeev Kumar	CFO	15,427,993	0	0	0	15,427,993
2	Mr. Brahm Prakash	CS	3,138,210	0	0	0	3,138,210
	Total		18,566,203	0	0	0	18,566,203

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Anil Khanna	Director	0	0	0	802,500	802,500
2	Mr. Sanjiv Sachar	Director	0	0	0	467,500	467,500
3	Mr. Praveen Gupta	Director	0	0	0	577,500	577,500
4	Mr. Jai Vardhan Sal	Director	0	0	0	155,000	155,000
5	Mrs. Ranjana Agaw	Director	0	0	0	657,500	657,500
6	Mrs. Neelima Tripat	Director	0	0	0	300,000	300,000
7	Mr. Nagarajan Subr	Director	0	0	0	300,000	300,000
	Total		0	0	0	3,260,000	3,260,000

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

Kanwaljit Singh Thanewal

Whether associate or fellow

Associate Fellow

Certificate of practice number

5870

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. ... dated

(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:

- 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.
- 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

Yashovardhan Saboo
 Digitally signed by Yashovardhan Saboo
 DN: cn=Yashovardhan Saboo, o=, ou=, email=Yashovardhan.Saboo@...
 Date: 2023.11.28 17:27:29 +05'30'

DIN of the director

00012158

To be digitally signed by

Brahm Prakash Kumar
 Digitally signed by Brahm Prakash Kumar
 DN: cn=Brahm Prakash Kumar, o=, ou=, email=Brahm.Prakash.Kumar@...
 Date: 2023.11.28 17:27:04 +05'30'

Company Secretary

Company secretary in practice

Membership number

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 Attachment(s), if any

List of attachments

Shareholders List.pdf
MGT 8.pdf
Transfer Details.pdf
Notice.pdf

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