

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]



सत्यमेव जयते

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
- (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
	BSE LIMITED	1
	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM

23/08/2021

(b) Due date of AGM

30/09/2021

(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	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

5

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Arvind Lifestyle Brands Limited	U64201GJ1995PLC024598	Subsidiary	100
2	Arvind Beauty Brands Retail Pr	U52100GJ2015PTC082996	Subsidiary	100

3	Arvind Youth Brands Private Li	U52100GJ2020PTC112995	Subsidiary	99.99
4	Value Fashion Retail Limited	U52609DL2020PLC362661	Subsidiary	100
5	PVH Arvind Fashion Private Lir	U52190GJ2011PTC084513	Joint Venture	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	187,500,000	113,487,487	113,487,487	113,487,487
Total amount of equity shares (in Rupees)	750,000,000	453,949,948	453,949,948	424,346,396

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	187,500,000	113,487,487	113,487,487	113,487,487
Nominal value per share (in rupees)	4	4	4	4
Total amount of equity shares (in rupees)	750,000,000	453,949,948	453,949,948	424,346,396

(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	527,716	58,151,648	58679364	234,717,456	234,717,456	
Increase during the year	0	54,808,123	54808123	219,232,492	189,628,944	4,845,598,312
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	54,781,123	54781123	219,124,492	189,520,944	4,844,538,000
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	27,000	27000	108,000	108,000	1,060,290
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	527,716	112,959,771	113487487	453,949,948	424,346,392	
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

INE955V01021

(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	<input type="text" value="28/09/2020"/>
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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		<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) *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	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

(i) Turnover

2,983,005,059

(ii) Net worth of the Company

17,949,816,862

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	16,385	0.01	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)	45,840,470	40.39	0	
10.	Others	0	0	0	
	Total	45,856,855	40.4	0	0

Total number of shareholders (promoters)

87

(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	28,308,060	24.94	0	
	(ii) Non-resident Indian (NRI)	486,909	0.43	0	
	(iii) Foreign national (other than NRI)	200	0	0	
2.	Government				
	(i) Central Government	46	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	2,040	0	0	
4.	Banks	172	0	0	
5.	Financial institutions	81,942	0.07	0	
6.	Foreign institutional investors	9,096,128	8.02	0	
7.	Mutual funds	12,125,237	10.68	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	16,612,670	14.64	0	
10.	Others Alternate Investment Fund:	917,228	0.81	0	
	Total	67,630,632	59.59	0	0

Total number of shareholders (other than promoters)

173,937

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

174,024

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

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

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	87	87
Members (other than promoters)	167,223	173,937
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	0	3	0	3	0	0
B. Non-Promoter	1	8	1	8	0.03	0.66
(i) Non-Independent	1	2	1	2	0.03	0.66
(ii) Independent	0	6	0	6	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	1	11	1	11	0.03	0.66

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

15

(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)
SANJAYBHAI SHRENIK	00008329	Director	649	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
NAGESH DINKAR PINO	00062900	Director	0	
PRAMOD KUMAR GUR	ADXPG9365Q	CFO	7,520	
VALLABH ROOPCHAN	00184775	Director	0	
ACHAL ANIL BAKERI	00397573	Director	0	
NILESH DHIRAJLAL SH	01711720	Director	42	
ABANTI SANKARANAF	01788443	Director	0	
VANI KOLA	01827653	Director	0	
SHAILESH SHYAM CH.	AAIPC4561G	CEO	34,149	
SHAILESH SHYAM CH.	03023079	Managing Director	34,149	
SURESH JAYARAMAN	03033110	Director	739,220	
NITHYA EASWARAN	03605392	Director	6,670	
PUNIT SANJAY LALBH	05125502	Director	1,544	
KULIN SANJAY LALBH	05206878	Director	0	
B.S. Vijay Kumar	DAXPK9214C	Company Secretar	0	

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

7

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)
JAYESH KANTILAL SH	00008349	Director	12/11/2020	Cessation
Shailesh Shyam Chatur	03023079	Additional director	12/11/2020	Appointment
Suresh Jayaraman	03033110	Managing Director	01/02/2020	Cessation
Suresh Jayaraman	03033110	CEO	01/02/2020	Cessation
Shailesh Shyam Chatur	03023079	Managing Director	01/02/2020	Change in Designation
Shailesh Shyam Chatur	03023079	CEO	01/02/2020	Change in Designation
Suresh Jayaraman	03033110	Additional director	02/02/2020	Appointment

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	28/09/2020	182,057	59	0.46

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	22/05/2020	12	12	100
2	21/06/2020	12	12	100
3	03/07/2020	12	11	91.67
4	09/07/2020	12	11	91.67
5	02/09/2020	12	12	100
6	12/11/2020	12	10	83.33
7	03/02/2021	12	12	100

C. COMMITTEE MEETINGS

Number of meetings held

31

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	09/07/2020	4	3	75
2	Audit Committee	02/09/2020	4	4	100
3	Audit Committee	12/11/2020	4	4	100
4	Audit Committee	03/02/2021	4	4	100
5	Nomination and Remuneration	02/09/2020	4	4	100
6	Nomination and Remuneration	12/11/2020	4	4	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
7	Nomination an	03/02/2021	4	4	100
8	Stakeholders F	09/07/2020	3	3	100
9	Risk Manager	09/07/2020	5	4	80
10	Corporate Soc	03/02/2021	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	23/08/2021
								(Y/N/NA)
1	SANJAYBHAI	7	7	100	21	21	100	No
2	NAGESH DIN	7	7	100	5	5	100	Yes
3	VALLABH RO	7	7	100	0	0	0	Yes
4	ACHAL ANIL I	7	6	85.71	3	3	100	Yes
5	NILESH DHIR	7	7	100	10	10	100	Yes
6	ABANTI SANJ	7	5	71.43	5	3	60	Yes
7	VANI KOLA	7	6	85.71	0	0	0	Yes
8	SHAILESH SH	1	1	100	11	11	100	Not Applicable
9	SURESH JAY	7	7	100	11	11	100	Not Applicable
10	NITHYA EASV	7	7	100	9	9	100	Yes
11	PUNIT SANJA	7	7	100	13	13	100	Yes
12	KULIN SANJA	7	7	100	22	22	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	Suresh Jayaraman	Managing Director	17,407,076	0	0	1,082,908	18,489,984
2	Shailesh Shyam Ch	Managing Director	5,017,520	0	0	3,180,305	8,197,825
	Total		22,424,596	0	0	4,263,213	26,687,809

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	PRAMOD KUMAR C	CFO	11,602,894	0	0	1,729,730	13,332,624
2	Vijay Kumar B S	Company Secretary	1,752,814	0	0	168,409	1,921,223
	Total		13,355,708	0	0	1,898,139	15,253,847

Number of other directors whose remuneration details to be entered

11

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Niles. Nilesh Dhirajl	Independent Director	0	0	0	180,000	180,000
2	Nagesh Dinkar Ping	Independent Director	0	0	0	170,000	170,000
3	Abanti Sankaranara	Non Executive Director	0	0	0	80,000	80,000
4	Achal Anil Bakeri	Independent Director	0	0	0	100,000	100,000
5	Vallabh Roopchand	Independent Director	0	0	0	80,000	80,000
6	Sanjaybhai Lalbhai	Non Executive Director	0	0	0	70,000	70,000
7	Suresh Jayaraman	Director	0	0	0	10,000	10,000
8	Kulin Lalbhai	Non Executive Director	0	0	0	80,000	80,000
9	Punit Lalbhai	Non Executive Director	0	0	0	90,000	90,000
10	Jayesh Shah	Non Executive Director	0	0	0	100,000	100,000
11	Nithya Easwaran	Non Executive Director	0	0	0	160,000	160,000
	Total		0	0	0	1,120,000	1,120,000

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

Rohit S Dudhela

Whether associate or fellow

Associate Fellow

Certificate of practice number

7396

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:

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

Jayaraman Suresh
Digitally signed by Jayaraman Suresh
Date: 2021.10.22 15:13:23 +05'30'

DIN of the director

To be digitally signed by

ROHIT SHANTILAL DUDHELA
Digitally signed by ROHIT SHANTILAL DUDHELA
Date: 2021.10.22 15:27:48 +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

AFL MGT 8 310321.pdf
AFL FII and FPI details.pdf
AFL list of committee meetings 2020-21.pdf
AFL Share Transfers.pdf
AFL Clarification letter for DSC and Shareh
AFL UDIN for MGT 7 310321.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