

# 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
- Main Building, Arvind Limited Premises,  
Naroda Road,  
Ahmedabad  
Ahmedabad  
Gujarat  
380025
- (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 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM

26/09/2022

(b) Due date of AGM

30/09/2022

(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	134,247,790	132,461,813	132,461,813
Total amount of equity shares (in Rupees)	750,000,000	536,991,160	529,847,252	529,745,522

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	134,247,790	132,461,813	132,461,813
Nominal value per share (in rupees)	4	4	4	4
Total amount of equity shares (in rupees)	750,000,000	536,991,160	529,847,252	529,745,522

###### (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)				

**(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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	527,716	112,959,771	113487487	453,949,948	424,346,399	
<b>Increase during the year</b>	0	18,974,326	18974326	75,897,304	105,399,124	4,006,847,831
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	18,306,624	18306624	73,226,496	73,226,496	3,926,770,831
v. ESOPs	0	667,702	667702	2,670,808	2,670,808	80,076,983
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				0	29,501,822	
Receipt of amount against partly paidup shares						
<b>Decrease during the year</b>	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				0	0	
NA						
<b>At the end of the year</b>	527,716	131,934,097	132461813	529,847,252	529,745,521	
<b>Preference shares</b>						

<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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				0	0	
<input type="text" value="NA"/>						
<b>Decrease during the year</b>	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				0	0	
<input type="text" value="NA"/>						
<b>At the end of the year</b>	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="23/08/2021"/>
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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
------------------	----------------------	--

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
<b>Total</b>			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
<b>Total</b>	<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**

5,140,049,976

**(ii) Net worth of the Company**

23,022,767,019

**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	16,110	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)	48,894,610	36.91	0	
10.	Others	0	0	0	
	<b>Total</b>	48,910,720	36.92	0	0

**Total number of shareholders (promoters)**

88

**(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	41,240,432	31.13	0	
	(ii) Non-resident Indian (NRI)	627,825	0.47	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	0	0	0	
4.	Banks	82,114	0.06	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	13,808,686	10.42	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	27,791,790	20.98	0	
10.	Others	0	0	0	
	<b>Total</b>	83,551,093	63.06	0	0

**Total number of shareholders (other than promoters)**

171,439

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

171,527

**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	88
Members (other than promoters)	173,937	171,439
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
<b>A. Promoter</b>	0	3	0	3	0	0
<b>B. Non-Promoter</b>	1	8	1	8	0.17	0.77
(i) Non-Independent	1	2	1	2	0.17	0.77
(ii) Independent	0	6	0	6	0	0
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	<b>1</b>	<b>11</b>	<b>1</b>	<b>11</b>	<b>0.17</b>	<b>0.77</b>

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 SHRENI	00008329	Director	641	
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	40	01/07/2022
SHAILESH SHYAM CH.	03023079	Managing Director	220,899	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SHAILESH SHYAM CH.	AAIPC4561G	CEO	220,899	
SURESH JAYARAMAN	03033110	Director	1,021,568	
NITHYA EASWARAN	03605392	Director	0	
PUNIT SANJAY LALBH	05125502	Director	1,544	
KULIN SANJAY LALBH	05206878	Director	0	
NAGESH DINKAR PINC	00062900	Director	0	
PIYUSH GUPTA	AEOPG5294C	CFO	0	
VIJAY KUMAR B S	DAXPK9214C	Company Secretar	0	

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

4

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)
SURESH JAYARAMAN	03033110	Director	23/08/2021	Change in designation
PRAMOD KUMAR GUF	ADXPG9365Q	CFO	11/02/2022	Resignation
PIYUSH GUPTA	AEOPG5294C	CFO	12/02/2022	Appointment
VIJAY KUMAR B S	DAXPK9214C	Company Secretar	31/03/2022	Resignation

**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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	23/08/2021	182,088	71	0.44
EXTRAORDINARY GENER	16/09/2021	176,105	70	0.9

**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	07/04/2021	12	8	66.67
2	03/06/2021	12	11	91.67
3	21/07/2021	12	10	83.33
4	06/08/2021	12	12	100
5	21/08/2021	12	8	66.67
6	13/11/2021	12	9	75
7	11/02/2022	12	9	75

### C. COMMITTEE MEETINGS

Number of meetings held

41

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	03/06/2021	4	3	75
2	Audit Committee	06/08/2021	4	4	100
3	Audit Committee	13/11/2021	4	3	75
4	Audit Committee	11/02/2022	4	4	100
5	Corporate Social Responsibility	03/06/2021	3	3	100
6	Nomination and Remuneration	03/06/2021	4	4	100
7	Nomination and Remuneration	13/11/2021	4	2	50
8	Nomination and Remuneration	11/02/2022	3	2	66.67
9	Risk Management	03/06/2021	6	5	83.33
10	Risk Management	29/11/2021	6	4	66.67

### 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	26/09/2022
								(Y/N/NA)
1	SANJAYBHAI	7	6	85.71	30	30	100	No
2	VALLABH RO	7	6	85.71	0	0	0	Yes
3	ACHAL ANIL I	7	3	42.86	3	2	66.67	Yes
4	NILESH DHIR	7	6	85.71	11	8	72.73	Yes
5	ABANTI SANK	7	2	28.57	6	3	50	No
6	VANI KOLA	7	3	42.86	0	0	0	No
7	SHAILESH SH	7	7	100	32	2	6.25	Yes
8	SURESH JAY	7	6	85.71	32	2	6.25	Yes
9	NITHYA EASV	7	7	100	10	9	90	Yes
10	PUNIT SANJA	7	7	100	31	31	100	Yes
11	KULIN SANJA	7	7	100	32	32	100	Yes
12	NAGESH DIN	7	6	85.71	6	6	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. Shailesh Shyan	Managing Director	28,625,219	0	26,390,543	2,982,730	57,998,492
2	Mr. Suresh Jayaram	Whole-time Director	0	0	0	0	0
	Total		28,625,219	0	26,390,543	2,982,730	57,998,492

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Pramod Kumar	Chief Financial Officer	18,497,860	0	1,422,880	1,638,313	21,559,053
2	Mr. Vijay Kumar B S	Company Secretary	2,438,974	0	0	248,217	2,687,191

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	Mr. Piyush Gupta	Chief Financial Officer	8,303,404	0	0	693,153	8,996,557
	Total		29,240,238	0	1,422,880	2,579,683	33,242,801

Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sanjay Lalbhai	Director	0	0	0	60,000	60,000
2	Kulin Lalbhai	Director	0	0	0	90,000	90,000
3	Punit Lalbhai	Director	0	0	0	100,000	100,000
4	Nithya Easwaran	Director	0	0	0	160,000	160,000
5	Nagesh Dinkar Ping	Director	0	750,000	0	150,000	900,000
6	Nilesh Dhirajlal Sha	Director	0	750,000	0	140,000	890,000
7	Abanti Sankaranara	Director	0	750,000	0	60,000	810,000
8	Achal Anil Bakeri	Director	0	650,000	0	50,000	700,000
9	Vallabh Roopchand	Director	0	550,000	0	50,000	600,000
10	Vani Kola	Director	0	0	0	0	0
	Total		0	3,450,000	0	860,000	4,310,000

#### 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:

- 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

Jayarama  
n Suresh  
Digitally signed by  
Jayaraman Suresh  
Date: 2022.11.24  
12:42:16 +05'30'

DIN of the director

03033110

**To be digitally signed by**

LIPI  
JHA  
Digitally signed by  
LIPI JHA  
Date: 2022.11.24  
12:42:53 +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

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

MGT 8 310322 AFL.pdf
Register of tranfer of shares.pdf
AFL list of committee meetings 2021-22.pc

**Remove attachment**

**Modify**

**Check 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**