# 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)

(v) Whether company is having share capital

## I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN		IN) of the company	U15490	MH2020PTC352243	Pre-fill
G	Blobal Location Number (GLN) of t	he company			
* F	Permanent Account Number (PAN	) of the company	AAFCJ0	494B	
(ii) (a	) Name of the company		BADSH	AH MASALA PRIVATE 🕌	
(b	) Registered office address				
	Office No.504,Fifth Floor,Neelkanth Road, Vidyavihar (West), NA Mumbai Mumbai City Maharashtra	Corporate Park, Kirol			
(c	) *e-mail ID of the company		shubha	m.jain@dabur.com	
(c	l) *Telephone number with STD co	ode	912267	774333	
(6	) Website		https://l	badshahmasala.com/	
(iii)	Date of Incorporation		21/12/2	020	
(iv)	Type of the Company	Category of the Company		Sub-category of the	Company
	Private Company	Company limited by sha	res	Indian Non-Gove	ernment company

Yes

 $\bigcirc$ 

No

 $(\bullet)$ 

(vi) \*Whether shares listed on recognized Stock Exchange(s) O Yes O No

(vii) *Financial year From date	01/04/2023	(DD/MM/YYYY	) To date	31/03/2024	(DD/MM/YYYY)
(viii) *Whether Annual general r	neeting (AGM) held	$\bigcirc$ )	′es 💿	No	
(a) If yes, date of AGM					
(b) Due date of AGM	30/09/2024				
(c) Whether any extension	for AGM granted	C	) Yes	No	
(f) Specify the reasons for	not holding the same				
AGM of the Company is sch	eduled to be held on				

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities	1
--------------------------------	---

	Main Activity group code		Business Activity Code	Description of Business Activity	% of turnover of the company
1	С	Manufacturing	C1	Food, beverages and tobacco products	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	DABUR INDIA LIMITED	L24230DL1975PLC007908	Holding	51

# 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	30,000,000	28,691,324	28,691,324	28,691,324
Total amount of equity shares (in Rupees)	300,000,000	286,913,240	286,913,240	286,913,240

1

Number of classes

Class of Shares Equity shares	Authoriood	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	30,000,000	28,691,324	28,691,324	28,691,324
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	300,000,000	286,913,240	286,913,240	286,913,240

## (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	ICaullai	Subscribed capital	Paid up capital
Number of preference shares			
Nominal value per share (in rupees)			
Total amount of preference shares (in rupees)			

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	Nı	umber of sha	ares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	28,691,324	28691324	286,913,24( <b>±</b>	286,913,24 <b></b>	
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

	1	г		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	_			0	0	
NA				-	-	
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 NA				0	0	
At the end of the year	0	28,691,324	28691324	286,913,240	286,913,24	
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 0
				0	0	
iii. Others, specify NA						
iii. Others, specify				0	0	
iii. Others, specify NA	0	0	0	0	0 0 0	0
iii. Others, specify NA Decrease during the year	0	0	0	0 0 0 0	0 0 0 0	0
iii. Others, specify NA Decrease during the year i. Redemption of shares	0	0 0 0 0 0	0 0 0 0	0 0 0 0	0 0 0 0	0 0 0 0 0
iii. Others, specify NA Decrease during the year i. Redemption of shares ii. Shares forfeited	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>iii. Others, specify</li> <li>NA</li> <li>Decrease during the year</li> <li>i. Redemption of shares</li> <li>ii. Shares forfeited</li> <li>iii. Reduction of share capital</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

Class c	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]	0	Yes	0	No	0	Not Applicable
	Separate sheet attached for details of transfers	$\bigcirc$	Yes	$\bigcirc$	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						
Date of registration of transfer (Date Month Year)							
Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock							
Number of Shares/ Debentures/ Units Transferred Amount per Share/ Debenture/Unit (in Rs.)							
Ledger Folio of Trans	sferor						
Transferor's Name							
	Surname	middle name first name					
Ledger Folio of Trans	Ledger Folio of Transferee						

Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)						
Type of transfe	Type of transfer			2- Preference Shares,3 -	Debentures, 4 - Stock	
Number of Shares/ D Units Transferred	of Shares/ Debentures/ ansferred Amount per Share/ Debenture/Unit (in Rs.)					
Ledger Folio of Transferor						
Transferor's Name						
	Sur	name		middle name	first name	
Ledger Folio of Trans	Ledger Folio of Transferee					
Transferee's Name						
	Sur	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 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

2,780,671,953.47

0

## (ii) Net worth of the Company

514,561,125.09

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

S. No.	Category	Equ	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	28,691,320	100	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	28,691,320	100	0	0

3

## 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	4	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 number of shareholders (other than promoters) 4	Total	4	0	0	0
	Total number of shareholders (other than prome	oters) 4			
Total number of shareholders (Promoters+Public/ Other than promoters)7		c/ 7			

### 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	3	3
Members (other than promoters)	4	4
Debenture holders	0	0

## VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Category		lirectors at the g of the year		rectors at the end ne year	Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. <b>Promoter</b>	1	0	1	0	48.49	0
B. Non-Promoter	1	5	1	5	0	0
(i) Non-Independent	1	3	1	3	0	0
(ii) Independent	0	2	0	2	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	5	2	5	48.49	0

10

### (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)
HEMANT JAWAHARL/	00847692	Managing Director	13,913,749	
REHAN HASAN	09840620	Whole-time directo	0	
PRITAM DAS NARAN(	00021581	Director	0	
MOHIT MALHOTRA	08346826	Director	0	
AJAYKUMAR GUNVAI	00420389	Director	0	
ANGELO GEORGE	01112373	Director	0	
RAJIV ISHWARBHAI N	01382798	Director	0	
ADITYA BHARGAVA		CFO	0	
SHUBHAM JAIN		Company Secretar	0	
REHAN HASAN		CEO	0	

Name	DIN/PAN	ineginning / during the	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)	
ASHOK KUMAR JAI	00042902	Director	31/07/2023	Cessation	
ANKUSH JAIN	06764909	Director	31/07/2023	Cessation	
PRITAM DAS NARA	00021581	Director	01/08/2023	Appointment	
MOHIT MALHOTRA	08346826	Director	01/08/2023	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

2

Type of meeting	Date of meeting	Total Number of Members entitled to	Attendance		
				% of total shareholding	
ANNUAL GENERAL MEETI	28/07/2023	7	6	99.49	
EXTRA ORDINARY GENER	28/07/2023	7	6	99.49	

## **B. BOARD MEETINGS**

*Number of meetings held	4
--------------------------	---

S. No.	Date of meeting	Total Number of directors associated as on the date				
		of meeting	Number of directors attended	% of attendance		
1	27/04/2023	7	7	100		
2	28/07/2023	7	7	100		
3	31/10/2023	7	6	85.71		
4	29/01/2024	7	7	100		

## C. COMMITTEE MEETINGS

Nur	nber of meeting	gs held		3		
	S. No.	Type of meeting		Total Number of Members as		Attendance
			Date of meeting	on the date of the meeting	Number of members attended	% of attendance
	1	AUDIT COMM	27/04/2023	3	3	100
	2	NOMINATION	27/04/2023	4	4	100
	3	NOMINATION	28/07/2023	4	4	100

## D. \*ATTENDANCE OF DIRECTORS

		Board Meetings			Committee Meetings			Whether attended AGM
S. No.	of the director		Meetings	% of		Meetings	% of attendance	held on
		attend	allended			attend		(Y/N/NA)
1	HEMANT JAW	4	4	100	0	0	0	
2	REHAN HASA	4	4	100	0	0	0	

3	PRITAM DAS	2	2	100	0	0	0	
4	MOHIT MALH	2	2	100	0	0	0	
5	AJAYKUMAR	4	4	100	2	2	100	
6	ANGELO GEC	4	3	75	3	3	100	
7	RAJIV ISHWA	4	4	100	3	3	100	

#### 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 Stock Option/ Total S. No. Name Gross Salary Designation Commission Others Sweat equity Amount HEMANT JAWAHA Managing Direct 1 27,049,992 0 0 0 27,049,992 ++2 0 0 0 **REHAN HASAN** Whole Time Dire 15,955,745 15,955,745 +Total 43,005,737 0 0 0 43,005,737

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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ADITYA BHARGAV ₽	CFO	13,524,527	0	0	0	13,524,527
2	SHUBHAM JAIN	Company Secre	813,187	0	0	0	813,187
	Total		14,337,714	0	0	0	14,337,714

Number of other directors whose remuneration details to be entered

0

2

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 O 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 NI

Name of the	Name of the court/ concerned Authority	Date of Order			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	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	Manish Kumar Agrawal
Whether associate or fellow	O Associate  Fellow
Certificate of practice number	7057

#### 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.

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

dated 02/01/2023

(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.

25

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	00847692		
To be digitally signed by			
Company Secretary			
O Company secretary in practice	9		
Membership number 58662			
Attachments			List of attachments
1. List of share holders,	debenture holders	Attach	
2. Approval letter for ex	tension of AGM;	Attach	
3. Copy of MGT-8;		Attach	
4. Optional Attachemen	it(s), if any	Attach	
			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