

# 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

L74999DL2016PLC306016

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AADCH9716L

(ii) (a) Name of the company

HONASA CONSUMER LIMITED

(b) Registered office address

UNIT NO - 404, 4TH FLOOR, CITY CENTRE, PLOT NO 05, SECTOR-12, DWARKA NA  
NEW DELHI  
South West Delhi  
Delhi  
110075

(c) \*e-mail ID of the company

DH\*\*\*\*\*TH.IN

(d) \*Telephone number with STD code

01\*\*\*\*\*44

(e) Website

www.honasa.in

(iii) Date of Incorporation

16/09/2016

(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	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N  
anakramguda, Serili ngampally NA

(vii) \*Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM

29/08/2024

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

☐ Yes ☒ No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

2

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	55.3
2	G	Trade	G2	Retail Trading	44.7

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

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

6

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	FUSION COSMECEUTICS PRIVA	U24230DL2003PTC423473	Subsidiary	100

2	BHABANI BLUNT HAIR DRESSING	U93020MH2004PTC148187	Subsidiary	100
3	JUST4KIDS SERVICES PRIVATE LIMITED	U80302HR2010PTC107239	Subsidiary	100
4	B:BLUNT-SPRATT HAIRDRESSING	U93000KA2011PTC058323	Subsidiary	100
5	Honasa Consumer General Trading		Subsidiary	100
6	PT Honasa Consumer Indonesia		Subsidiary	100

#### 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	340,000,870	324,244,157	324,244,157	324,244,157
Total amount of equity shares (in Rupees)	3,400,084,100	3,242,441,570	3,242,441,570	3,242,441,570

Number of classes

3

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	340,000,000	324,244,157	324,244,157	324,244,157
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,400,000,000	3,242,441,570	3,242,441,570	3,242,441,570
Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	290	0	0	0
Nominal value per share (in rupees)	90	90	90	90
Total amount of equity shares (in rupees)	26,100	0	0	0
Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	580	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	58,000	0	0	0

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	26,730	0	0	0
Total amount of preference shares (in rupees)	267,300	0	0	0

Number of classes

6

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.001% Class A Compulsorily Convertible Non-Cum				
Number of preference shares	5,839	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	58,390	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.001% Class B Compulsorily Convertible Non-Cum				
Number of preference shares	1,885	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	18,850	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.001% Class C Compulsorily Convertible Non-Cum				
Number of preference shares	4,845	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	48,450	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.001% Class D Compulsorily Convertible Non-Cum				
Number of preference shares	4,161	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	41,610	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.001% Class E Compulsorily Convertible Non-Cum				
Number of preference shares	5,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	50,000	0	0	0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.001% Class F Compulsorily Convertible Non-Cum				
Number of preference shares	5,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	50,000	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	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	136,336,336	136336336	1,363,363,363	1,363,363,363	
Increase during the year	0	187,907,821	187907821	1,879,078,210	1,879,078,210	3,602,520,740
i. Public Issues	0	11,267,530	11267530	112,675,300	112,675,300	3,537,324,000
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	0	0	0	0	
iv. Private Placement/ Preferential allotment	0	0	0	0	0	
v. ESOPs	0	6,192,591	6192591	61,925,910	61,925,910	65,196,665
vi. Sweat equity shares allotted	0	0	0	0	0	
vii. Conversion of Preference share	0	170,447,700	170447700	1,704,477,000	1,704,477,000	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						
<b>At the end of the year</b>	0	324,244,157	324244157	3,242,441,5	3,242,441,;	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	13,213	13213	132,130	132,130	
<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						
<b>Decrease during the year</b>	0	13,213	13213	132,130	132,130	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						
Conversion into Equity Shares	0	13,213	13213	132,130	132,130	
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE0J5401028

(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"/>			
Date of registration of transfer (Date Month Year)				<input type="text"/>			
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"/>	
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	
Date of registration of transfer (Date Month Year)				<input type="text"/>			
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"/>	

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
<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>					

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



**(i) Turnover**

17,643,889,392

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

11,244,715,743

**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	113,716,550	35.07	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	
	<b>Total</b>	113,716,550	35.07	0	0

**Total number of shareholders (promoters)**

7

**(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	18,560,026	5.72	0	
	(ii) Non-resident Indian (NRI)	425,435	0.13	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	8,455,445	2.61	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	39,615,373	12.22	0	
7.	Mutual funds	10,135,963	3.13	0	
8.	Venture capital	32,977,135	10.17	0	
9.	Body corporate (not mentioned above)	100,155,257	30.89	0	
10.	Others NBFC and Others	202,973	0.06	0	
	<b>Total</b>	210,527,607	64.93	0	0

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

51,088

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

51,095

**(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	5	7
Members (other than promoters)	35	51,088
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>	2	0	2	0	35.07	0
<b>B. Non-Promoter</b>	0	3	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	0	3	0	0
<b>C. Nominee Directors representing</b>	0	1	0	1	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	1	0	1	0	0
Total	2	4	2	4	35.07	0

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

8

**(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)
Varun Alagh	07597289	Whole-time director	103,550,850	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Ghazal Alagh	07608292	Whole-time director	9,964,700	
Vivek Gambhir	06527810	Director	0	
Subramaniam Somasundaram	01494407	Director	0	
Namita Gupta	07337772	Director	0	
Ishaan Mittal	07948671	Director	0	
Raman Preet Sohi	BFEPS4768F	CFO	0	
Dhanraj Dagar	BTKPD5395R	Company Secretary	8	

**(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

3

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	25/09/2023	40	8	94.62
Extra-Ordinary General Meeting	03/10/2023	40	10	96.82
Extra-Ordinary General Meeting	28/01/2024	51,479	252	66.62

**B. BOARD MEETINGS**

\*Number of meetings held

14

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/05/2023	6	3	50

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	25/07/2023	6	6	100
3	29/09/2023	6	5	83.33
4	03/10/2023	6	4	66.67
5	10/10/2023	6	5	83.33
6	13/10/2023	6	6	100
7	21/10/2023	6	4	66.67
8	25/10/2023	6	6	100
9	30/10/2023	6	6	100
10	02/11/2023	6	6	100
11	22/11/2023	6	6	100
12	22/12/2023	6	5	83.33

### C. COMMITTEE MEETINGS

Number of meetings held

12

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	Nomination an	29/05/2023	3	2	66.67
2	Audit Committe	25/07/2023	3	3	100
3	Nomination an	10/10/2023	3	3	100
4	Audit Committe	13/10/2023	3	3	100
5	IPO Committe	23/10/2023	3	3	100
6	IPO Committe	03/11/2023	3	3	100
7	Audit Committe	22/11/2023	3	3	100
8	Audit Committe	09/02/2024	3	3	100
9	Corporate Soc	01/03/2024	3	3	100
10	Risk Manager	01/03/2024	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	29/08/2024
								(Y/N/NA)
1	Varun Alagh	14	14	100	4	4	100	Yes
2	Ghazal Alagh	14	14	100	2	2	100	Yes
3	Vivek Gambhi	14	13	92.86	10	10	100	Yes
4	Subramaniam	14	9	64.29	6	6	100	Yes
5	Namita Gupta	14	11	78.57	5	4	80	Yes
6	Ishaan Mittal	14	13	92.86	10	10	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	Varun Alagh	Whole Time Dire	39,978,400	0	0	21,600	40,000,000
2	Ghazal Alagh	Whole Time Dire	17,978,400	0	0	21,600	18,000,000
	Total		57,956,800	0	0	43,200	58,000,000

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	Raman Preet Sohi	CFO	11,956,300	0	132,319,716	3,043,700	147,319,716
2	Dhanraj Dagar	Company Secre	3,978,400	0	806,171	21,600	4,806,171
	Total		15,934,700	0	133,125,887	3,065,300	152,125,887

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Vivek Gambhir	Director	0	0	0	2,300,000	2,300,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	Namita Gupta	Director	0	600,000	0	1,600,000	2,200,000
3	Subramaniam Soma	Director	0	1,400,000	0	1,600,000	3,000,000
	Total		0	2,000,000	0	5,500,000	7,500,000

#### 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

Shashi Shekhar

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

14145

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. ... 06 dated 22/09/2022 (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 

GHAZAL ALAGH Digitally signed by GHAZAL ALAGH Date: 2024.10.01 19:29:45 +05'30'

DIN of the director 0\*6\*8\*9\*

To be digitally signed by 

DHANRAJ DAGAR Digitally signed by DHANRAJ DAGAR Date: 2024.10.01 19:30:39 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number 3\*3\*8 Certificate of practice number

Attachments

- List of share holders, debenture holders
- Approval letter for extension of AGM;
- Copy of MGT-8;
- Optional Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

List of shareholders.pdf

Form MGT-8\_HCL\_2023-2024.pdf

List of Directors.pdf

Additional Details of Board and Committee M

List of FII.pdf

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



