

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
- 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
- (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

(b) CIN of the Registrar and Transfer Agent

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 (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

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	49.61
2	G	Trade	G2	Retail Trading	50.39

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	FUSION COSMECEUTICS PRIVA	U24230MH2003PTC141101	Subsidiary	100
2	JUST4KIDS SERVICES PRIVATE I	U80302HR2010PTC107239	Subsidiary	100
3	BHABANI BLUNT HAIR DRESSIN	U93020MH2004PTC148187	Subsidiary	100
4	B:BLUNT-SPRATT HAIRDRESSIN	U93000KA2011PTC058323	Subsidiary	100
5	Honasa Consumer General Tra		Subsidiary	100
6	PT Honasa Consumer Indonesi		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	136,336,336	136,336,336	136,336,336
Total amount of equity shares (in Rupees)	3,400,084,100	1,363,363,360	1,363,363,360	1,363,363,360

Number of classes

3

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	340,000,000	136,336,336	136,336,336	136,336,336
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,400,000,000	1,363,363,360	1,363,363,360	1,363,363,360
Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
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				
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	13,213	13,213	13,213
Total amount of preference shares (in rupees)	267,300	132,130	132,130	132,130

Number of classes

6

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class-A				
Number of preference shares	5,839	581	581	581
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	58,390	5,810	5,810	5,810
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class-B				
Number of preference shares	1,885	1,885	1,885	1,885
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	18,850	18,850	18,850	18,850
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class-C				
Number of preference shares	4,845	4,845	4,845	4,845
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	48,450	48,450	48,450	48,450
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class-D				
Number of preference shares	4,161	4,161	4,161	4,161
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	41,610	41,610	41,610	41,610
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class - E				
Number of preference shares	5,000	902	902	902
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	50,000	9,020	9,020	9,020
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class - F				
Number of preference shares	5,000	839	839	839
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	50,000	8,390	8,390	8,390

(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	0	136,336,336	136336336	1,363,363,3	1,363,363,3	
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						
Others						
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				0	0	
Others						
At the end of the year	0	136,336,336	136336336	1,363,363,3	1,363,363,3	
Preference shares						

At the beginning of the year	0	13,213	13213	132,130	132,130	
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				0	0	
Others						
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				0	0	
Others						
At the end of the year	0	13,213	13213	132,130	132,130	

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="30/09/2022"/>
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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

13,948,030,967

(ii) Net worth of the Company

6,268,777,783

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	117,002,850	85.82	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others Others	0	0	0	0
	Total	117,002,850	85.82	0	0

Total number of shareholders (promoters)

5

(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	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others Others	19,333,486	14.18	13,213	100
	Total	19,333,486	14.18	13,213	100

Total number of shareholders (other than promoters)

35

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

40

**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	2	5
Members (other than promoters)	17	35
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	2	0	2	0	85.81	0
B. Non-Promoter	0	2	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	2	0	3	0	0
C. Nominee Directors representing	0	3	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	3	0	1	0	0
Total	2	5	2	4	85.81	0

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

6

(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	106,737,650	
Ghazal Alagh	07608292	Whole-time director	10,065,200	
Vivek Gambhir	06527810	Director	0	
SUBRAMANIAM SOMA	01494407	Director	0	
NAMITA GUPTA	07337772	Director	0	
Ishaan Mittal	07948671	Director	0	

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

6

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)
Rahul Chaudhry	02013700	Nominee director	08/06/2022	Cessation
Vettakkorumakankav Si	01038711	Nominee director	20/10/2022	Cessation
Namita Gupta	07337772	Director	08/06/2022	Appointment
Varun Alagh	AGEPA6168M	CEO	26/07/2022	Appointment
Ramanpreet Sohi	BFEPS4768F	CFO	26/07/2022	Appointment
Dhanraj Dagar	BTKPD5395R	Company Secretar	11/05/2022	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

6

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extraordinary General Meet	28/04/2022	40	10	94.4
Extraordinary General Meet	20/07/2022	40	10	94.4
Extraordinary General Meet	31/08/2022	40	10	94.4
Annual General Meeting	30/09/2022	40	10	94.4
Extraordinary General Meet	26/10/2022	40	10	94.4
Extraordinary General Meet	17/12/2022	40	10	94.4

B. BOARD MEETINGS

*Number of meetings held

16

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/04/2022	7	7	100
2	22/04/2022	7	7	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	09/05/2022	7	7	100
4	11/05/2022	7	7	100
5	08/06/2022	7	7	100
6	26/07/2022	7	7	100
7	31/08/2022	7	6	85.71
8	13/09/2022	7	4	57.14
9	22/09/2022	7	4	57.14
10	30/09/2022	7	4	57.14
11	20/10/2022	6	6	100
12	24/11/2022	6	3	50

C. COMMITTEE MEETINGS

Number of meetings held

4

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	15/12/2022	3	3	100
2	Audit Committee	23/12/2022	3	3	100
3	Nomination Re	24/11/2022	3	3	100
4	IPO Committee	28/12/2022	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 25/09/2023 (Y/N/NA)
		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	
1	Varun Alagh	16	16	100	1	1	100	Yes

2	Ghazal Alagh	16	16	100	0	0	0	Yes
3	Vivek Gambhi	16	11	68.75	4	4	100	Yes
4	SUBRAMANIA	16	11	68.75	2	2	100	Yes
5	NAMITA GUP	11	6	54.55	1	1	100	Yes
6	Ishaan Mittal	16	16	100	4	4	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	14,978,400	0	0	21,600	15,000,000
2	Ghazal Alagh	Whole Time Dire	9,978,400	0	0	21,600	10,000,000
	Total		24,956,800	0	0	43,200	25,000,000

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	Ramanpreet Sohi	Chief Financial C	9,187,600	0	1,020,676	1,171,600	11,379,876
2	Dhanraj Dagar	Company Secre	2,916,400	0	623,725	99,600	3,639,725
	Total		12,104,000	0	1,644,401	1,271,200	15,019,601

Number of other directors whose remuneration details to be entered

0

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 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

Whether associate or fellow

 Associate Fellow

Certificate of practice number

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.

DeclarationI 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

GHAZAL ALAGH Digitally signed by GHAZAL ALAGH Date: 2023.11.17 15:43:56 +05'30'

DIN of the director

07608292

To be digitally signed by

DHANRA J DAGAR Digitally signed by DHANRA J DAGAR Date: 2023.11.17 15:44:47 +05'30'

Company Secretary

Company secretary in practice

Membership number

33308

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

Attach

Attach

Attach

Attach

List of attachments

List of Equity Shareholders.pdf
List of Preference Shareholders.pdf
Board Meeting Details.pdf
Details of Share Transfer.pdf
Form MGT-8_HCL.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