

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

L63993WB1983PLC036030

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACH7412G

(ii) (a) Name of the company

EMAMI LIMITED

(b) Registered office address

687 ANANDAPUR ,E.M. BYPASS
KOLKATA
West Bengal
700107
India

(c) *e-mail ID of the company

contact@emamigroup.com

(d) *Telephone number with STD code

03366136264

(e) Website

www.emamilttd.in

(iii) Date of Incorporation

11/03/1983

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

U20221WB1982PTC034886

Pre-fill

Name of the Registrar and Transfer Agent

MAHESHWARI DATAMATICS PVT LTD.

Registered office address of the Registrar and Transfer Agents

23, R.N. Mukherjee Road
5th Floor

(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

(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	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

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

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

11

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Emami Bangladesh Limited, Ba		Subsidiary	100
2	Emami International FZE, UAE		Subsidiary	100

3	Emami Overseas FZE, UAE		Subsidiary	100
4	Pharma Derm SAE Co.		Subsidiary	90.6
5	Emami Indo Lanka (Pvt) Ltd., Sri Lanka		Subsidiary	100
6	Emami (RUS) LLC, Russia		Subsidiary	99.99
7	Crème 21 (Formerly Known as Isha)		Subsidiary	100
8	Brillare Science Private Limited		Subsidiary	57.36
9	Emami International Personal Care Pvt Ltd		Subsidiary	100
10	Helios Life Style Private Limited		Associate	48.49
11	Tru Native F&B Pvt Ltd, India		Associate	20.65

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

	2022	2021	2020	2019
Total number of equity shares	500,000,000	441,150,000	441,150,000	441,150,000
Total amount of equity shares (in Rupees)	500,000,000	441,150,000	441,150,000	441,150,000

Number of classes

1

	2022	2021	2020	2019
Number of equity shares	500,000,000	441,150,000	441,150,000	441,150,000
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	500,000,000	441,150,000	441,150,000	441,150,000

(b) Preference share capital

	2022	2021	2020	2019
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Particulars	Authorised Capital	Issued Capital	Subscribed Capital	Total
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Amount
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	At the beginning of the year			At the end of the year		
	Physical	DEMAT	Total	Physical	DEMAT	Total
Equity shares						
At the beginning of the year	1,121,091	443,392,649	444,513,740	444,513,740	444,513,740	
Increase during the year	0	86,186	86,186	86,186	86,186	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		86,186	86,186	86,186	86,186	
Dematerialization						
Decrease during the year	86,186	3,363,740	3,449,926	3,449,926	3,449,926	0
i. Buy-back of shares	0	3,363,740	3,363,740	3,363,740	3,363,740	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0

iv. Others, specify	86,186		86186	86,186	86,186	
Dematerialization						
At the end of the year	1,034,905	440,115,095	441150000	441,150,000	441,150,000	
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

INE548C01032

(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		29/09/2021	
Date of registration of transfer (Date Month Year)			
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)			
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
Partly convertible debentures	0		0
Fully convertible debentures	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

28,668,746,879

(ii) Net worth of the Company

20,859,566,163

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	29,334,244	6.65	0	
	(ii) Non-resident Indian (NRI)	1,610,826	0.37	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)	208,448,342	47.25	0	
10.	Others	0	0	0	
	Total	239,393,412	54.27	0	0

Total number of shareholders (promoters)

85

(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	18,237,532	4.13	0	
	(ii) Non-resident Indian (NRI)	1,369,747	0.31	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	16,133,060	3.66	0	
4.	Banks	0	0	0	
5.	Financial institutions	62,938	0.01	0	
6.	Foreign institutional investors	56,110,602	12.72	0	
7.	Mutual funds	90,922,735	20.61	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	17,444,087	3.95	0	
10.	Others NBFC,AIF,Trust,IEPF,Clearin	1,475,887	0.33	0	
	Total	201,756,588	45.72	0	0

Total number of shareholders (other than promoters)

88,362

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

88,447

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

239

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)

Detail	As at the beginning of the year	As at the end of the year
Promoters	90	85
Members (other than promoters)	84,443	88,362
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	7	1	7	1	3.68	0.03
B. Non-Promoter	0	8	0	8	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	8	0	8	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	7	9	7	9	3.68	0.03

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 18

(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)
SHRI R.S.AGARWAL	00152996	Whole-time director	195,000	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SHRI R.S.GOENKA	00152880	Whole-time director	392,076	
SHRI S.K.GOENKA	00149916	Managing Director	109,900	
DR. K.N. MEMANI	00020696	Director	0	
DR. Y. P. TRIVEDI	00001879	Director	0	
SHRI S. B. GANGULY	00012220	Director	0	
SHRI AMIT KIRAN DEE	02107792	Director	0	
SHRI P. K. KHAITAN	00004821	Director	0	
SMT MAMTA BINANI	00462925	Director	0	
SHRI C. K. DHANUKA	00005684	Director	0	
SHRI DEBABRATA SAI	02502618	Director	0	
SHRI MOHAN GOENKA	00150034	Whole-time director	61,900	
SHRI A. V. AGARWAL	00149717	Director	134,668	
SHRI H. V. AGARWAL	00150089	Whole-time director	110,266	
SMT. PRITI A SUREKA	00319256	Whole-time director	15,104,702	
SHRI PRASHANT GOE	00703389	Whole-time director	190,000	
SHRI N. H. BHANSALI	AEIPB8122N	CFO	67,476	
SHRI A. K. JOSHI	ACTPJ1695F	Company Secretary	2,100	

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

2

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)
Smt. Rama Bijapurkar	00001835	Director	02/08/2021	Cessation of Directorship
Smt. Mamta Binani	00462925	Director	29/10/2021	Appointment as an Independent Director

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 MEETI	29/09/2021		126	53.71

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/05/2021	16	16	100
2	02/08/2021	16	16	100
3	25/08/2021	15	15	100
4	29/10/2021	16	16	100
5	03/02/2022	16	16	100
6	21/03/2022	16	14	87.5

C. COMMITTEE MEETINGS

Number of meetings held

32

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 COMM	25/05/2021	4	4	100
2	AUDIT COMM	02/08/2021	4	4	100
3	AUDIT COMM	29/10/2021	5	5	100
4	AUDIT COMM	03/02/2022	5	5	100
5	NOMINATION	25/05/2021	3	3	100
6	NOMINATION	02/08/2021	3	3	100
7	NOMINATION	29/10/2021	3	3	100
8	NOMINATION	03/02/2022	3	3	100
9	SHARE TRAN	02/08/2021	4	3	75

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
10	SHARE TRAN	01/10/2021	4	4	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (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	SHRI R.S.AG/	6	6	100	0	
2	SHRI R.S.GO	6	6	100	16	16	100	
3	SHRI S.K.GO	6	6	100	15	15	100	
4	DR. K.N. MEM	6	5	83.33	1	1	100	
5	DR. Y. P. TRIV	6	6	100	2	2	100	
6	SHRI S. B. GA	6	6	100	15	15	100	
7	SHRI AMIT KI	6	6	100	14	14	100	
8	SHRI P. K. KH	6	6	100	1	1	100	
9	SMT MAMTA	3	3	100	1	1	100	
10	SHRI C. K. DH	6	6	100	10	10	100	
11	SHRI DEBABI	6	6	100	5	5	100	
12	SHRI MOHAN	6	6	100	22	16	72.73	
13	SHRI A. V. AG	6	6	100	10	10	100	
14	SHRI H. V. AG	6	6	100	18	17	94.44	
15	SMT. PRITI A	6	5	83.33	14	12	85.71	
16	SHRI PRASH/	6	6	100	5	5	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

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHRI R. S. AGARWAL	EXECUTIVE CH	43,200,000	25,000,000		5,224,000	73,424,000
2	SHRI R. S. GOENKA	WHOLE TIME D	43,200,000	25,000,000		5,224,000	73,424,000
3	SHRI S. K. GOENKA	MANAGING DIR	13,800,000	0		1,678,000	15,478,000
4	SHRI MOHAN GOENKA	WHOLE TIME D	12,000,000	0		2,320,000	14,320,000
5	SHRI H. V. AGARWAL	WHOLE TIME D	12,000,000	0		1,480,000	13,480,000
6	SMT PRITI A SURESH	WHOLE TIME D	12,000,000	0		1,480,000	13,480,000
7	SHRI PRASHANT K	WHOLE TIME D	12,000,000	0		1,480,000	13,480,000
	Total		148,200,000	50,000,000	0	18,886,000	217,086,000

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	SHRI N. H. BHANSALI	CEO-Finance, S	24,585,000	0		2,012,000	26,597,000
2	SHRI A. K. JOSHI	Company Secre	5,420,000	0		285,000	5,705,000
	Total		30,005,000	0		2,297,000	32,302,000

Number of other directors whose remuneration details to be entered

9

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Dr. K. N. Memani	INDEPENDENT		750,000		275,000	1,025,000
2	Dr. Y. P. Trivedi	INDEPENDENT		450,000		350,000	800,000
3	Shri P. K. Khaitan	INDEPENDENT		450,000		325,000	775,000
4	Shri Debabrata Sarin	INDEPENDENT		450,000		405,000	855,000
5	Shri S. B. Ganguly	INDEPENDENT		450,000		735,000	1,185,000
6	Shri C. K. Dhanuka	INDEPENDENT		450,000		610,000	1,060,000
7	Shri Amit Kiran Deb	INDEPENDENT		450,000		710,000	1,160,000
8	Smt Mamta Binani	INDEPENDENT		200,000		175,000	375,000
9	Shri A. V. Agarwal	NON-EXECUTIV		0		550,000	550,000
	Total		0	3,650,000		4,135,000	7,785,000

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

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.

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

DIN of the director

To be digitally signed by

- 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

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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