

## 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]

Name of the Registrar and Transfer Agent



## **Annual Return**

(other than OPCs and Small Companies)

Form language				
I. REGISTRATION AND OTI	HER DETAILS			
(i) * Corporate Identification Numbe	er (CIN) of the company	U293	308WB2020PLC238116	Pre-fill
Global Location Number (GLN)	) of the company			
* Permanent Account Number (F	PAN) of the company	AALG	CP2532N	
ii) (a) Name of the company		PHIL	IPS DOMESTIC APPLIANCE	
(b) Registered office address				
3rd Floor, Tower A, DLF IT Park,( AF Major Arterial Road, New Tow Kolkata West Bengal 700156				
(c) *e-mail ID of the company		arun	a.a@philips.com	
(d) *Telephone number with ST	D code	0124	14606004	
(e) Website		www	v. domesticappliances.phi	
iii) Date of Incorporation		17/0	77/2020	
V) Type of the Company	Category of the Compa	any	Sub-category of the	Company
Public Company	Company limited k	oy shares	Subsidiary of F	oreign Company
/) Whether company is having shar	re capital	<ul><li>Yes</li></ul>	O No	
ri) *Whether shares listed on recog	nized Stock Exchange(s)	O Yes	<ul><li>No</li></ul>	
(b) CIN of the Registrar and Tr	ansfer Agent	U724	400TG2017PLC117649	Pre-fill

			DRAFT		1
	KFIN TECHNOLOGIES LIMIT	ED			
	Registered office address	of the Registrar and Tr	ansfer Agents		I
	Selenium, Tower B, Plot No- Financial District, Nanakram				
(vii)	*Financial year From date	01/04/2021	(DD/MM/YYYY) To date	31/03/2022	(DD/MM/YYYY)
(viii)	*Whether Annual general i	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	<ul><li>No</li></ul>	
II. P	PRINCIPAL BUSINESS	S ACTIVITIES OF 1	THE COMPANY		
	*Number of business ac	tivities 2			

	Main Activity group code		Business Activity Code	Description of Business Activity	% of turnover of the company
1	С	Manufacturing	C13	Other manufacturing including jewellery, musical instruments, medical instruments,	26
2	G	Trade	G2	Retail Trading	74

## 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	Philips Domestic Appliances H		Holding	96.13

## 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	97,037,421	57,517,242	57,517,242	57,517,242
Total amount of equity shares (in Rupees)	970,374,210	575,172,420	575,172,420	57,517,242

## **DRAFT**

Number of classes

1		 		
	1			

	1 Authoricad	Icabilai	Subscribed capital	Paid up capital
Number of equity shares	97,037,421	57,517,242	57,517,242	57,517,242
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	970,374,210	575,172,420	575,172,420	57,517,242

## (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	34,062,579	0	0	0
Total amount of preference shares (in rupees)	340,625,790	0	0	0

N	um	ber	of	cl	lasses
---	----	-----	----	----	--------

1
---

Class of shares Preference Shares	Authorised capital	Capital	Subscribed capital	Paid up capital
Number of preference shares	34,062,579	0	0	0
Nominal value per share (in rupees)	10	0	0	
Total amount of preference shares (in rupees)	340,625,790	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	50,000	0	50000	500,000	500,000	
Increase during the year	0	57,517,242	57517242	575,172,420	575,172,42	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

DRAFT									
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				
ix. GDRs/ADRs	0	0	0	0	0	0			
x. Others, specify	0	57,517,242	57517242	575,172,420	575,172,42	0			
Pursuant to the Composite Scheme of Arrangem		, , ,		8	#				
Decrease during the year	50,000	0	50000	500,000	500,000	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				
iv. Others, specify	50,000	0	50000	500,000	500,000				
Pursuant to the Composite Scheme of Arrangemental At the end of the year									
	0	57,517,242	5/51/242	575,172,420	575,172,42				
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	0	0	0	0	0				
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	0	0	0				
At the end of the year	0	0	0	0	0				

IN of the equity shares	of the company			INE0FO801019			
(ii) Details of stock spl	it/consolidation during the ye	ear (for each o	class of shares)		0		
Class o	f shares	(i)		(ii)	(iii)		
Before split /	Number of shares						
Consolidation	Face value per share						
After split /	Number of shares						
Consolidation	Face value per share						
	es/Debentures Transfer at any time since the inc				ncial year (or in the	cas	
	vided in a CD/Digital Media]		<ul><li>Yes</li></ul>	O No	Not Applicable		
Separate sheet at	tached for details of transfers			O No			
1edia may be shown.	sfer exceeds 10, option for su	ibmission as a	separate sheet	attachment	or submission in a CD/D	igita	
Date of registration	of transfer (Date Month Ye	ar)					
Type of transf	er 1	- Equity, 2- F	Preference Sh	ares,3 - De	bentures, 4 - Stock		
Number of Shares/ Units Transferred	Debentures/		mount per Sha ebenture/Unit				
Ledger Folio of Tra	nsferor	-					
Transferor's Name							
	Surname		middle name		first name		

		<b>DRAF</b> 1						
Ledger Folio of Trans	sferee							
Transferee's Name								
	Surname		middle name	first name				
Date of registration o	Date of registration of transfer (Date Month Year)							
Type of transfer	1	- Equity,	2- Preference Shares,3 -	Debentures, 4 - Stock				
Number of Shares/ D Units Transferred	Debentures/		Amount per Share/ Debenture/Unit (in Rs.)					
Ledger Folio of Trans	sferor							
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** 

DRAFT

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)	<b>Securities</b>	(other than	shares	and	debentures)	١
-----	-------------------	-------------	--------	-----	-------------	---

` '		,			
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

17,386,769,547

(ii) Net worth of the Company

3,696,021,725

## 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	0	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		

		DRAFT			
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)	55,290,242	96.13	0	
10.	Others NA	0	0	0	
	Total	55,290,242	96.13	0	0

**Total number of shareholders (promoters)** 

1			

## (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	955,815	1.66	0		
	(ii) Non-resident Indian (NRI)	37,813	0.07	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	2,319	0	0		
5.	Financial institutions	11	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)	456,519	0.79	0		
10.	Others Shares held by Trust's	774,523	1.35	0		

	DRAFT			
Total	2,227,000	3.87	0	0

Total number of shareholders (other than promoters)

10,811

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

10,812

## 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	1	1
Members (other than promoters)	6	10,812
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			ectors at the end e year	Percentage of shares held by directors as at the end of year		
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	0	3	3	2	0	0
(i) Non-Independent	0	3	3	0	0	0
(ii) Independent	0	0	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	0	3	3	2	0	0

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

#### (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)
Gulbahar Taurani	08797127	Managing Director	0	
Susim Mukul Datta	00032812	Additional director	0	
Anil Chandak	06896696	Additional director	0	
Anisha Motwani	06943493	Additional director	0	
Rajiv Mathur	AAIPM9775A	Company Secretar	0	01/07/2022
Rajiv Mathur	06931798	Whole-time directo	0	01/07/2022
Anil Chandak	ACSPC1164F	CFO	0	

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

7

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)
Rajiv Mathur	06931798	Whole-time directo	01/08/2021	Change in designation
Rajiv Mathur	AAIPM9775A	Company Secretar	01/08/2021	Appointment
Gulbahar Taurani	08797127	Managing Director	01/08/2021	Change in designation
Sudeep Agrawal	08056132	Whole-time directo	02/09/2021	Cessation
Anil Chandak	06896696	Additional director	02/09/2021	Appointment
Susim Mukul Datta	00032812	Additional director	02/09/2021	Appointment
Anisha Motwani	06943493	Additional director	28/10/2021	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

|1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance		
				% of total shareholding	
Annual General meeting	30/07/2021	7	7	100	



#### **B. BOARD MEETINGS**

\*Number of meetings held 7

S. No.	Date of meeting	Total Number of directors associated as on the date			
		of meeting	Number of directors attended	% of attendance	
1	16/06/2021	3	3	100	
2	30/06/2021	3	3	100	
3	16/07/2021	3	3	100	
4	12/08/2021	3	3	100	
5	02/09/2021	3	3	100	
6	17/12/2021	5	5	100	
7	22/03/2022	5	5	100	

#### C. COMMITTEE MEETINGS

Number of meetings held 4

S. No.	Type of meeting		Total Number of Members as	Attendance			
		Date of meeting	on the date of	Number of members attended	% of attendance		
1	Audit Committe	17/12/2021	3	3	100		
2	Nomination an	17/12/2021	3	3	100		
3	Audit Committe	22/03/2022	3	3	100		
4	Stakeholder R	22/03/2022	3	3	100		

## D. \*ATTENDANCE OF DIRECTORS

	Board Meetings				Co	Whether attended AGM		
S. No.	of the director	he director   Meetings which   Num   director was   Meet		Meetings which Number of % of Meetings which Number of		Meetings which Number of director was Meetings		held on
	entitled attend		attended		entitled to attended attend		attendance	(Y/N/NA)
1	Gulbahar Taur	7	7	100	0	0	0	
2	Susim Mukul [	3	3	100	4	4	100	
3	Anil Chandak	2	2	100	4	4	100	

4 A	nisha Motwa	2	2			1	i	1	
					100	4	4	100	
5 F	Rajiv Mathur	7	7		100	1	1	100	
X. *REM	UNERATION (	OF DIRECTO	RS AND	KEY	MANAGER	RIAL PERSONI	NEL	-	
	Nil								
ımber of N	Managing Direct	or, Whole-time	Directors	s and/or	<sup>.</sup> Manager wl	hose remuneration	on details to be ent	ered 3	
S. No.	Name	Design	ation	Gross Salary		Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Gulbahar Taur	ani Vice-Cha	airman a	14,1	44,491	0	13,123,333	14,037,747	41,305,571
2	Rajiv Mathu	r Whole-T	ime Dire	7,8	08,017	0	13,424,171	1,736,179.4	22,968,367.
3	Anil Chandal	k Whole-T	ime Dire	4,3	68,491	0	35,237	1,961,766	6,365,494
Т	otal			26,3	320,999	0	26,582,741	17,735,692.4	70,639,432.
Number of CEO, CFO and Company secretary whose remuneration details to be entered 2									
S. No.	Name	Desigr	Designation		s Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Anil Chandal	k CF	CFO		68,491	0	35,237	1,961,766	6,365,494
2	Rajiv Mathu	r Compan	Company Secre		08,017	0	13,424,171	1,736,179.4	22,968,367.
Т	otal				76,508	0	13,459,408	3,697,945.4	29,333,861.
ımber of o	other directors w	hose remunera	ition deta	ils to be	e entered			0	
S. No.	Name	Desigr	ation	Gros	s Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1									0
Т	otal								
MATTEF	RS RELATED TO	O CERTIFICAT	ION OF	СОМРІ	LIANCES AN	ND DISCLOSUR	ES		
A. Whet	her the company	√ has made cor	npliances	s and di	sclosures in	respect of applic	able (●) Yes	○ No	
provis	sions of the Com	panies Act, 20	13 during	the ye	ar		<b>©</b> 100	<b>O</b> 110	
B. IT NO,	, give reasons/ob	oservations							

DRAFT

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act an section under which penalised / punishe	Details of pena		tails of appeal (if any) luding present status
(B) DETAILS OF CO	MPOUNDING OF OF	FENCES N	il			
Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act a section under which offence committed	h Particulars o		amount of compounding (in Rupees)
XIII. Whether comp	lete list of sharehold	ders, debenture ho	Iders has been end	losed as an atta	chment	
<ul><li>Ye</li></ul>	s No					
XIV. COMPLIANCE	OF SUB-SECTION (	2) OF SECTION 92,	, IN CASE OF LIST	ED COMPANIES		
	mpany or a company pany secretary in who					er of Fifty Crore rupees or
Name						
Whether associate	e or fellow	<ul><li>Associat</li></ul>	e O Fellow			
Certificate of pra	ctice number					
						/ and adequately. th all the provisions of the
		Deals	ıration			
I am Authorised by t	he Board of Directors			29	dated	05/08/2022
(DD/MM/YYYY) to s	ign this form and dec	lare that all the requ	irements of the Com	panies Act, 2013	_l and the ru	les made thereunder
·	ject matter of this forn s stated in this form a			•		declare that: oformation 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

	DRAFT
Director	
DIN of the director	
To be digitally signed by	
◯ Company Secretary	
Company secretary in practice	
Membership number Cer	tificate of practice number
Attachments	List of attachments
1. List of share holders, debenture holders	Attach Philips_List of shareholders_31 March 202
2. Approval letter for extension of AGM;	Attach
3. Copy of MGT-8;	Attach
4. Optional Attachement(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