

**MINISTRY OF CORPORATE AFFAIRS****RECEIPT****G.A.R.7****SRN :** G64368715**Service Request Date :** 24/11/2017**Payment made into :** ICICI Bank**Received From :****Name :** SURENDER DHILLON**Address :** 446, UDYOG VIHAR, PHASE V,

GURGAON, Haryana

India - 122016

**Entity on whose behalf money is paid****CIN:** L74899DL1989PLC036849**Name :** PEARL GLOBAL INDUSTRIES LIMITED**Address :** A-3 COMMUNITY CENTER NARAINA INDUSTRIAL AREA

PH II

NEW DELHI, Delhi

India - 110028

**Full Particulars of Remittance****Service Type:** eFiling

| Service Description                                      | Type of Fee | Amount(Rs.)   |
|--|-------------|---------------|
| Fee for Form MGT-7 for the financial year ending on 2017 | Normal      | 600.00        |
| <b>Total</b>   |             | <b>600.00</b> |

**Mode of Payment:** Credit Card- ICICI Bank**Received Payment Rupees:** Six Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar , then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)

# 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

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

L74899DL1989PLC036849

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACM0175F

(ii) (a) Name of the company

PEARL GLOBAL INDUSTRIES LIM

(b) Registered office address

A-3 COMMUNITY CENTER NARAINA INDUSTRIAL AREA  
PH II  
NEW DELHI  
Delhi  
110028

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

sandeep.sabharwal@pearlglob

(d) \*Telephone number with STD code

01244651714

(e) Website

www.pearlglobal.com

(iii) Date of Incorporation

05/07/1989

| 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

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) \*Financial year From date 01/04/2016 (DD/MM/YYYY) To date 31/03/2017 (DD/MM/YYYY)

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

(a) If yes, date of AGM 28/09/2017

(b) Due date of AGM 30/09/2017

(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    | C                        | Manufacturing                      | C2                     | Textile, leather and other apparel products | 60.08                        |
| 2    | G                        | Trade                              | G1                     | Wholesale Trading                           | 39.92                        |

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

\*No. of Companies for which information is to be given 13

Pre-fill All

| S.No | Name of the company            | CIN / FCRN            | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|--------------------------------|-----------------------|--|------------------|
| 1    | Pearl Apparel Fashions Limited | U74900DL2007PLC161396 | Subsidiary                                   | 100              |

|    |                                |                       |            |       |
|----|--------------------------------|-----------------------|------------|-------|
| 2  | Pixel Industries Limited       | U18101TN2014PLC096204 | Subsidiary | 100   |
| 3  | Norp Knit Industries Limited   |                       | Subsidiary | 99.99 |
| 4  | Pearl Global Fareast Limited   |                       | Subsidiary | 100   |
| 5  | Pearl Global (HK) Limited      |                       | Subsidiary | 100   |
| 6  | PGIC Investment Limited        |                       | Subsidiary | 100   |
| 7  | Pearl Global F.Z.E             |                       | Subsidiary | 100   |
| 8  | Prudent Fashions Limited       |                       | Subsidiary | 97.5  |
| 9  | Vin Pearl Global Vietnam Limit |                       | Subsidiary | 80    |
| 10 | Pearl Grass Creations Limited  |                       | Subsidiary | 51    |
| 11 | A&B Investment Limited         |                       | Subsidiary | 100   |
| 12 | DSSP Global Limited            |                       | Subsidiary | 100   |
| 13 | PT Pinnalce Apparels           |                       | Subsidiary | 69.91 |

#### 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             | 51,440,000         | 21,663,937     | 21,663,937         | 21,663,937      |
| Total amount of equity shares (in Rupees) | 514,400,000        | 216,639,370    | 216,639,370        | 216,639,370     |

Number of classes

1

| Class of Shares                           | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Equity Shares                             |                    |                |                    |                 |
| Number of equity shares                   | 51,440,000         | 21,663,937     | 21,663,937         | 21,663,937      |
| Nominal value per share (in rupees)       | 10                 | 10             | 10                 | 10              |
| Total amount of equity shares (in rupees) | 514,400,000        | 216,639,370    | 216,639,370        | 216,639,370     |

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

| Particulars                                   | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares             | 3,266,000          | 0              | 0                  | 0               |
| Total amount of preference shares (in rupees) | 325,700,000        | 0              | 0                  | 0               |

Number of classes

2

| Class of shares                                   | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| 4% Non cumulative Redeemable Preference Shares    |                    |                |                    |                 |
| Number of preference shares                       | 10,000             | 0              | 0                  | 0               |
| Nominal value per share (in rupees)               | 10                 | 10             | 10                 | 10              |
| Total amount of preference shares (in rupees)     | 100,000            | 0              | 0                  | 0               |
| Class of shares                                   | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
| 10.5% Non cumulative Redeemable Preference Shares |                    |                |                    |                 |
| Number of preference shares                       | 3,256,000          | 0              | 0                  | 0               |
| Nominal value per share (in rupees)               | 100                | 100            | 100                | 100             |
| Total amount of preference shares (in rupees)     | 325,600,000        | 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 amount |
|---|------------------|----------------------|----------------------|----------------------|
| <b>Equity shares</b>                          |                  |                      |                      |                      |
| <b>At the beginning of the year</b>           | 21,663,937       | 216,639,370          | 216,639,370          |                      |
| <b>Increase during the year</b>               | 0                | 0                    | 0                    | 0                    |
| i. Public Issues                              | 0                | 0                    | 0                    | 0                    |
| ii. Rights issue                              | 0                | 0                    | 0                    | 0                    |
| iii. Bonus issue                              | 0                | 0                    | 0                    | 0                    |
| iv. Private Placement/ Preferential allotment | 0                | 0                    | 0                    | 0                    |
| v. ESOPs                                      | 0                | 0                    | 0                    | 0                    |
| vi. Sweat equity shares allotted              | 0                | 0                    | 0                    | 0                    |

|  |            |             |             |   |
|--|------------|-------------|-------------|---|
| vii. Conversion of Preference share          | 0          | 0           | 0           | 0 |
| viii. Conversion of Debentures               | 0          | 0           | 0           | 0 |
| ix. GDRs/ADRs                                | 0          | 0           | 0           | 0 |
| x. Others, specify<br><input type="text"/>   |            |             |             |   |
| <b>Decrease during the year</b>              | 0          | 0           | 0           | 0 |
| i. Buy-back of shares                        | 0          | 0           | 0           | 0 |
| ii. Shares forfeited                         | 0          | 0           | 0           | 0 |
| iii. Reduction of share capital              | 0          | 0           | 0           | 0 |
| iv. Others, specify<br><input type="text"/>  |            |             |             |   |
| <b>At the end of the year</b>                | 21,663,937 | 216,639,370 | 216,639,370 |   |
| <b>Preference shares</b>                     |            |             |             |   |
| <b>At the beginning of the year</b>          | 0          | 0           | 0           |   |
| <b>Increase during the year</b>              | 0          | 0           | 0           | 0 |
| i. Issues of shares                          | 0          | 0           | 0           | 0 |
| ii. Re-issue of forfeited shares             | 0          | 0           | 0           | 0 |
| iii. Others, specify<br><input type="text"/> |            |             |             |   |
| <b>Decrease during the year</b>              | 0          | 0           | 0           | 0 |
| i. Redemption of shares                      | 0          | 0           | 0           | 0 |
| ii. Shares forfeited                         | 0          | 0           | 0           | 0 |
| iii. Reduction of share capital              | 0          | 0           | 0           | 0 |
| iv. Others, specify<br><input type="text"/>  |            |             |             |   |
| <b>At the end of the year</b>                | 0          | 0           | 0           |   |

(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        |                      | 27/09/2016   |                      |
| 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) <input type="text"/> |                      |  |                      |
| Type of transfer  | <input type="text"/> | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock |                      |
| Number of Shares/ Debentures/<br>Units Transferred                      | <input type="text"/> | Amount per Share/<br>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           |



**(iv) \*Indebtedness including 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                |
| Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits   |                 |                        | 1,829,389,169.14 |
| Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits |                 |                        | 0                |
| Deposit   |                 |                        | 0                |
| <b>Total</b>  |                 |                        | 1,829,389,169.14 |

**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**

8,578,507,115

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

2,786,028,984

**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                              | 11,562,734       | 53.37318882 | 0                |            |
|     | (ii) Non-resident Indian (NRI)          | 2,862,145        | 13.21156445 | 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<br>(not mentioned above) | 30               | 0.00013848  | 0                |            |
| 10. | Others                                  | 0                | 0           | 0                |            |
|     | <b>Total</b>                            | 14,424,909       | 66.58       | 0                | 0          |

**Total number of shareholders (promoters)**

6

**(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                              | 3,248,015        | 14.99272731 | 0                |            |
|        | (ii) Non-resident Indian (NRI)          | 143,514          | 0.66245577  | 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                                   | 513,178   | 2.36881228 | 0 |   |
| 5.  | Financial institutions                  | 0         | 0          | 0 |   |
| 6.  | Foreign institutional investors         | 1,410,005 | 6.50853536 | 0 |   |
| 7.  | Mutual funds                            | 805,451   | 3.71793456 | 0 |   |
| 8.  | Venture capital                         | 0         | 0          | 0 |   |
| 9.  | Body corporate<br>(not mentioned above) | 699,942   | 3.23090858 | 0 |   |
| 10. | Others Clearing Members, Trusts, etc.   | 418,923   | 1.93373439 | 0 |   |
|     | <b>Total</b>                            | 7,239,028 | 33.42      | 0 | 0 |

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

19,328

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

19,334

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

2

| Name of the FII    | Address                            | Date of Incorporation | Country of Incorporation | Number of shares held | % of shares held |
|--------------------|------------------------------------|-----------------------|--------------------------|-----------------------|------------------|
| PREMIER INVESTMENT | KOTAK MAHINDRA BANK, INFINITY      |                       |                          | 1,051,231             | 4.85             |
| LTS INVESTMENT FUN | SCB, C-38/39 G-Block, BKC Bandra ( |                       |                          | 358,774               | 1.66             |

**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                         | 6                            | 6                      |
| Members<br>(other than promoters) | 20,537                       | 19,328                 |
| 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  | 1             | 2  | 1             | 33   | 7.13          |
| <b>B. Non-Promoter</b>                   | 1  | 4             | 1  | 3             | 0  | 0             |
| (i) Non-Independent                      | 1  | 0             | 1  | 0             | 0  | 0             |
| (ii) Independent                         | 0  | 4             | 0  | 3             | 0  | 0             |
| <b>C. Nominee Directors representing</b> | 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                                    | 3  | 5             | 3  | 4             | 33   | 7.13          |

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

9

### (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) |
|-----------------------|----------|---------------------|--------------------------------|--|
| Mr. Pulkit Seth       | 00003044 | Managing Director   | 6,947,621                      |  |
| Mr. Deepak Seth       | 00003021 | Director            | 1,544,499                      |  |
| Mrs. Shefali Seth     | 01388430 | Whole-time director | 201,478                        |  |
| Mr. Vinod Vaish       | 01945795 | Whole-time director | 0                              |  |
| Mr. Chitranjan Dua    | 00036080 | Director            | 0                              |  |
| Mr. Anil Nayar        | 01390190 | Director            | 0                              |  |
| Mr. Rajendra Kumar An | 00731956 | Director            | 0                              |  |

| Name                 | DIN/PAN    | Designation      | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|----------------------|------------|------------------|--------------------------------|--|
| Mr. Raj Kumar Chawla | ABTPC1467H | CFO              | 0                              |  |
| Mr. Sandeep Sabharwa | ACDPS3791D | Company Secretar | 0                              |  |

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

1

| 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) |
|-----------------------|----------|--|---|--|
| Mr. Samar Ballav Moha | 00327410 | Director   | 20/03/2017  | 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

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 Meeting | 27/09/2016      | 19,907   | 712                        | 71.96                   |

**B. BOARD MEETINGS**

\*Number of meetings held

4

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance                   |                 |
|--------|-----------------|--|------------------------------|-----------------|
|        |                 |  | Number of directors attended | % of attendance |
| 1      | 25/05/2016      | 8  | 4                            | 50              |
| 2      | 12/08/2016      | 8  | 6                            | 75              |
| 3      | 08/11/2016      | 8  | 8                            | 100             |
| 4      | 14/02/2017      | 8  | 4                            | 50              |

**C. COMMITTEE MEETINGS**

Number of meetings held

24

| 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 |

| 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                       | 25/05/2016      | 3   | 3                          | 100             |
| 2      | Audit Committee                       | 12/08/2016      | 3   | 3                          | 100             |
| 3      | Audit Committee                       | 08/11/2016      | 3   | 3                          | 100             |
| 4      | Audit Committee                       | 09/02/2017      | 3   | 3                          | 100             |
| 5      | Nomination and Remuneration Committee | 25/05/2016      | 3   | 2                          | 66.66666667     |
| 6      | Nomination and Remuneration Committee | 12/08/2016      | 3   | 2                          | 66.66666667     |
| 7      | CSR Committee                         | 12/08/2016      | 3   | 3                          | 100             |
| 8      | Stakeholders Forum                    | 11/04/2016      | 3   | 3                          | 100             |
| 9      | Stakeholders Forum                    | 05/05/2016      | 3   | 3                          | 100             |
| 10     | Stakeholders Forum                    | 08/06/2016      | 3   | 2                          | 66.66666667     |

**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 | 28/09/2017                   |
|        |                       |  |                             |                 |  |                             |                 | (Y/N/NA)                     |
| 1      | Mr. Pulkit Sethi      | 4  | 3                           | 75              | 18   | 16                          | 88.88888889     | No                           |
| 2      | Mr. Deepak Sengupta   | 4  | 2                           | 50              | 0  | 0                           | 0               | Yes                          |
| 3      | Mrs. Shefali Sengupta | 4  | 3                           | 75              | 0  | 0                           | 0               | No                           |
| 4      | Mr. Vinod Vaidya      | 4  | 4                           | 100             | 22   | 22                          | 100             | Yes                          |
| 5      | Mr. Chitranjan Kumar  | 4  | 3                           | 75              | 0  | 0                           | 0               | Yes                          |
| 6      | Mr. Anil Nayar        | 4  | 3                           | 75              | 7  | 7                           | 100             | Yes                          |
| 7      | Mr. Rajendra Kumar    | 4  | 1                           | 25              | 3  | 0                           | 0               | No                           |

**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

3

| S. No. | Name              | Designation         | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total Amount |
|--------|-------------------|---------------------|--------------|------------|-------------------------------|--------|--------------|
| 1      | Mr. Pulkit Seth   | Managing Director   | 9,628,800    | 0          | 0                             | 0      | 9,628,800    |
| 2      | Mrs. Shefali Seth | Whole-Time Director | 6,028,800    | 0          | 0                             | 0      | 6,028,800    |
| 3      | Mr. Vinod Vaish   | Whole-Time Director | 1,317,766    | 0          | 0                             | 0      | 1,317,766    |
|        | Total             |                     | 16,975,366   | 0          | 0                             | 0      | 16,975,366   |

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

2

| S. No. | Name                  | Designation       | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total Amount |
|--------|-----------------------|-------------------|--------------|------------|-------------------------------|--------|--------------|
| 1      | Mr. Raj Kumar Chavhan | CFO               | 1,949,808    | 0          | 0                             | 0      | 1,949,808    |
| 2      | Mr. Sandeep Sabharwal | Company Secretary | 1,535,263    | 0          | 0                             | 0      | 1,535,263    |
|        | Total                 |                   | 3,485,071    | 0          | 0                             | 0      | 3,485,071    |

Number of other directors whose remuneration details to be entered

5

| S. No. | Name                    | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others  | Total Amount |
|--------|-------------------------|-------------|--------------|------------|-------------------------------|---------|--------------|
| 1      | Mr. Deepak Seth         | Director    | 0            | 0          | 0                             | 20,000  | 20,000       |
| 2      | Mr. Chittranjan Dua     | Director    | 0            | 0          | 0                             | 35,000  | 35,000       |
| 3      | Mr. Anil Nayar          | Director    | 0            | 0          | 0                             | 35,000  | 35,000       |
| 4      | Mr. Rajendra Kumar      | Director    | 0            | 0          | 0                             | 10,000  | 10,000       |
| 5      | Mr. Samar Ballav Mishra | Director    | 0            | 0          | 0                             | 15,000  | 15,000       |
|        | Total                   |             | 0            | 0          | 0                             | 115,000 | 115,000      |

#### 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:

- 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



DIN of the director

01945795

To be digitally signed by



Company Secretary

Company secretary in practice

Membership number

8370

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 Attachement(s), if any

Attach

Attach

Attach

Attach

**List of attachments**

MGT-8\_PGIL.pdf  
PGIL-SHT.pdf  
Details of Stakeholders Relationship Comn

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**