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)

I. REGISTRATION AND OTHER DETAILS

| (i) * Corporate Identification Number (CIN) of the compar | ער L52602MH1996PLC192090 | Pre-fill |
|--|----------------------------------|----------|
| Global Location Number (GLN) of the company | | |
| * Permanent Account Number (PAN) of the company | AABCS0279B | |
| (ii) (a) Name of the company | FUTURE CONSUMER LIMITED | |
| (b) Registered office address | | |
| Knowledge House, Shyam Nagar, Off Jogeshwari Vikhroli Link Road,Jogeshwari(East) Mumbai Maharashtra 400060 | 3 | |
| (c) *e-mail ID of the company | manoj.gagvani@futuregroup | |
| (d) *Telephone number with STD code | 02240552200 | |
| (e) Website | www.futureconsumer.in | |
| (iii) Date of Incorporation | 10/07/1996 | |
| (iv) Type of the Company Category of the | e Company Sub-category of the Co | ompany |

| (iv) | Type of the Company | Category of the Com | pany | Sub-category of the Company |
|---|---------------------|---------------------|-------------|-------------------------------|
| | Public Company | Company limited | d by shares | Indian Non-Government company |
| (v) Whether company is having share capital | | Yes | O No | |
| (vi) *Whether shares listed on recognized Stock Exchange(s) | | • Yes | O No | |

(a) Details of stock exchanges where shares are listed

| S. No. | Stock Exchange Name | | | | Code |] | |
|---------------------------------|---------------------|---------------------------|-----------|---------|---------|----------------|--------------|
| 1 | | BSE Limited | | | | 1 | |
| 2 | Natio | onal Stock Exchange of Ir | ndia Limi | ted | | 1,024 | - |
| (b) CIN of the | Registrar and | d Transfer Agent | | | U67190M | H1999PTC118368 | Pre-fill |
| Name of the | Registrar and | I Transfer Agent | | | | | |
| LINK INTIME I | NDIA PRIVATE | LIMITED | | | | | |
| Registered of | fice address | of the Registrar and Tr | ansfer A | gents | | | |
| C-101, 1st Flo Lal Bahadur S | | ikhroli (West) | | | | | |
| *Financial yea | r From date | 01/04/2021 | DD/M | M/YYYY) | To date | 31/03/2022 | (DD/MM/YYYY) |
|) *Whether Anr | nual general r | neeting (AGM) held |] | • Y | es 🔿 | No | |
| (a) If yes, dat | e of AGM | 29/09/2022 | | | | | |
| (b) Due date | of AGM | 30/09/2022 | | | | | |
| (c) Whether a | ny extension | for AGM granted |] | С |) Yes | No | |
| . , | • | S ACTIVITIES OF 1 | THE CO | OMPAN | | 9 | |

*Number of business activities 1

| | Main Activity group code | | Business Activity Code | | % of turnover of the company |
|---|--------------------------------|-------|------------------------------|-------------------|------------------------------------|
| 1 | G | Trade | G1 | Wholesale Trading | 100 |

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

*No. of Companies for which information is to be given 24

Pre-fill All

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|-----------------------------|-----------------------|---|------------------|
| 1 | AADHAAR WHOLESALE TRADII | U52110MH2006PLC160440 | Subsidiary | 100 |
| 2 | THE NILGIRI DAIRY FARM PRIV | U85110MH1970PTC265706 | Subsidiary | 100 |

| | L | | |
|-----------------------------|---|---|---|
| BLOOM FOODS AND BEVERAG | U74120MH2016PTC272100 | Subsidiary | 100 |
| AUSSEE OATS MILLING (PRIVA | | Subsidiary | 50 |
| FCEL OVERSEAS FZCO | | Subsidiary | 60 |
| FCL TRADEVEST PRIVATE LIMIT | U15549MH2018PTC318714 | Subsidiary | 100 |
| FUTURE FOOD AND PRODUCT | U15410MH2008PLC179919 | Subsidiary | 0 |
| | U74900KA2007PLC071171 | Subsidiary | 0 |
| FUTURE FOOD PROCESSING LI | U15122MH2011PLC215430 | Subsidiary | 0 |
| SUBLIME FOODS LIMITED | U15310KA2012PLC101087 | Subsidiary | 0 |
| AUSSEE OATS INDIA LIMITED | U15122MH2011PLC223036 | Subsidiary | 0 |
| MNS FOODS LIMITED | U15400KA2015PLC101423 | Subsidiary | 0 |
| NILGIRIS FRANCHISE LIMITED | U65910MH1996PLC265704 | Subsidiary | 0 |
| NILGIRI'S MECHANISED BAKER | U85110MH1988PTC265435 | Subsidiary | 15.27 |
| APPU NUTRITIONS PRIVATE LIN | U01541KA1985PTC006784 | Subsidiary | 24 |
| DELECT SPICES AND HERBS PR | U15490KA2017PTC106461 | Subsidiary | 0 |
| ILLUSIE TRADING AG (FORMER | | Joint Venture | 50 |
| HAIN FUTURE NATURAL PROD | U51909HR2017PTC069554 | Joint Venture | 50 |
| _ | U74999MH2018PTC329965 | Joint Venture | 50 |
| | U51396MH1980PTC023421 | Subsidiary | 68.72 |
| ACK MEDIA DIRECT LIMITED | U93000MH2004PLC264305 | Subsidiary | 0 |
| _ | U999999MH1980PLC023420 | Subsidiary | 0 |
| IDEAS BOX ENTERTAINMENT L | U92100MH2008PLC187045 | Subsidiary | 0 |
| FCL SPECIALITY FOODS PRIVAT | U15209KA2021PTC153472 | Subsidiary | 0 |
| | AUSSEE OATS MILLING (PRIVATELINITY) FCEL OVERSEAS FZCO FCL TRADEVEST PRIVATE LIMITY FUTURE FOOD AND PRODUCT INTEGRATED FOOD PARK LIMITY FUTURE FOOD PROCESSING LI SUBLIME FOODS LIMITED AUSSEE OATS INDIA LIMITED MNS FOODS LIMITED NILGIRI'S MECHANISED BAKER DELECT SPICES AND HERBS PR ILLUSIE TRADING AG (FORMER HAIN FUTURE NATURAL PROD FONTERRA FUTURE DAIRY PRIVATE AMAR CHITRA KATHA PRIVATE ACK MEDIA DIRECT LIMITED IB H BOOKS & MAGAZINES DIS IDEAS BOX ENTERTAINMENT L | AUSSEE OATS MILLING (PRIVA FCEL OVERSEAS FZCOIntegrate FCEL TRADEVEST PRIVATE LIMIT DIS549MH2018PTC318714FUTURE FOOD AND PRODUCT FUTURE FOOD PARK LIMIT FUTURE FOOD PROCESSING U SUBLIME FOODS LIMITEDU15410MH2008PLC179919AUSSEE OATS INDIA LIMITEDU15122MH2011PLC215430AUSSEE OATS INDIA LIMITEDU1510KA2012PLC101087AUSSEE OATS INDIA LIMITEDU15400KA2015PLC101423NILGIRIS FRANCHISE LIMITEDU15400KA2015PLC101423NILGIRIS FRANCHISE LIMITEDU65910MH1996PLC265704NILGIRI'S MECHANISED BAKER BU85110MH1988PTC265435APPU NUTRITIONS PRIVATE LIM BU01541KA1985PTC006784DELECT SPICES AND HERBS PR BU15490KA2017PTC1064611ILLUSIE TRADING AG (FORMER BI151909HR2017PTC069554FONTERRA FUTURE DAIRY PRI BU74999MH2018PTC329965AMAR CHITRA KATHA PRIVATE BU51396MH1980PTC023421ACK MEDIA DIRECT LIMITEDU93000MH2004PLC264305IB H BOOKS & MAGAZINES DIS BU99999MH1980PLC023420FCL SPECIALITY FOODS PRIVATU1520FA2021PTC153472 | AUSSEE OATS MILLING (PRIVA Subsidiary FCEL OVERSEAS FZCO Subsidiary FCEL OVERSEAS FZCO Subsidiary FCUTURE FOOD AND PRODUCT U15549MH2018PTC318714 Subsidiary FUTURE FOOD AND PRODUCT U15410MH2008PLC179919 Subsidiary INTEGRATED FOOD PARK LIMI U74900KA2007PLC071171 Subsidiary FUTURE FOOD PROCESSING II U15122MH2011PLC215430 Subsidiary SUBLIME FOODS LIMITED U15310KA2012PLC101087 Subsidiary AUSSEE OATS INDIA LIMITED U15400KA2015PLC101423 Subsidiary NULGIRI'S FRANCHISE LIMITED U15400KA2015PLC101423 Subsidiary NILGIRI'S MECHANISED BAKER U85110MH1988PTC265435 Subsidiary AUSSEE TRANCHISE LIMITED U01541KA1985PTC006784 Subsidiary ILLUSIE TRADING AG (FORMER Joint Venture Joint Venture HAIN FUTURE NATURAL PROD U51909HR2017PTC069554 Joint Venture FONTERRA FUTURE DAIRY PRI U74999MH2018PTC329965 Joint Venture AMAR CHITRA KATHA PRIVATE U51306MH1980PTC023421 Subsidiary IB H BOOKS & MAGAZINES DIS U992100MH2004PLC264305 Subsidiary IB H BOOKS & MAGAZINES DIS U92100MH |

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

(i) *SHARE CAPITAL

(a) Equity share capital

| Particulars | Authorised capital | lssued capital | Subscribed capital | Paid up capital |
|--|--------------------|-------------------|--------------------|-----------------|
| Total number of equity shares | 5,650,000,000 | 1,997,034,643 | 1,997,034,643 | 1,997,034,643 |
| Total amount of equity shares (in Rupees) | 33,900,000,000 | 11,982,207,858 | 11,982,207,858 | 11,982,207,858 |

Number of classes

| Class of Shares | Authorised capital | lssued capital | Subscribed capital | Paid up capital |
|---|-----------------------|-------------------|-----------------------|-----------------|
| Number of equity shares | 5,650,000,000 | 1,997,034,643 | 1,997,034,643 | 1,997,034,643 |
| Nominal value per share (in rupees) | 6 | 6 | 6 | 6 |
| Total amount of equity shares (in rupees) | 33,900,000,000 | 11,982,207,858 | 11,982,207,858 | 11,982,207,858 |

1

(b) Preference share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|-------------------|--------------------|-----------------|
| Total number of preference shares | 0 | 0 | 0 | 0 |
| Total amount of preference shares (in rupees) | 0 | 0 | 0 | 0 |

Number of classes

0

| Class of shares | Authorised capital | ICapital | Subscribed capital | Paid up capital |
|---|-----------------------|----------|--------------------|-----------------|
| Number of preference shares | | | | |
| Nominal value per share (in rupees) | | | | |
| Total amount of preference shares (in rupees) | | | | |

(c) Unclassified share capital

| Particulars | Authorised Capital |
|-------------------------------------|--------------------|
| Total amount of unclassified shares | 1,670,000,000 |

(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 | 150,320 | 1,986,890,5 + | 1987040879 | 11,922,245, + | 11,922,245 + | |

| Γ | | | | | | |
|--|---------|-------------|------------|-------------|------------|---|
| Increase during the year | 0 | 9,993,764 | 9993764 | 59,962,584 | 59,962,584 | 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 |
| 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 | 0 | 9,993,764 | 9993764 | 59,962,584 | 59,962,584 | 0 |
| Scheme of Arrangement 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 | | | | | | |
| At the end of the year | 150,320 | 1,996,884,3 | 1997034643 | 11,982,207, | 11,982,207 | |
| 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 | 1 | | | | | |
| 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

INE220J01025

0

(ii) Details of stock split/consolidation during the year (for each class of shares)

| 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 | | | |

(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 | O 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 | | | | | |
|--|--|--|--|--|--|
| Date of registration of transfer (Date Month Year) | | | | | |
| Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock | | | | | |
| Number of Shares/ Debentures/ Units Transferred | Amount per Share/ Debenture/Unit (in Rs.) | | | | |

| Ledger Folio of Trans | sferor | | | | |
|--|-------------|--|------------|--|--|
| Transferor's Name | | | | | |
| | Surname | middle name | first name | | |
| Ledger Folio of Trans | sferee | | | | |
| Transferee's Name | | | | | |
| | Surname | middle name | first name | | |
| Date of registration of transfer (Date Month Year) | | | | | |
| Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock | | | | | |
| Number of Shares/ E 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 Trans | sferee | | | | |
| 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 | 2,000 | 900000 | 1,800,000,000 |
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |

| Particulars | Nominal value per unit | Total value |
|-------------|---------------------------|---------------|
| Total | | 1,800,000,000 |

Details of debentures

| 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 | 2,200,000,000 | 0 | 400,000,000 | 1,800,000,000 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 | 0 |

(v) Securities (other than shares and debentures)

| Type of Securities | | 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

9,700,897,579.41

0

(ii) Net worth of the Company

3,860,073,466.03

VI. (a) *SHARE HOLDING PATTERN - Promoters

| S. No. | Category | Equi | 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 | |
| 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) | 167,388,694 | 8.38 | 0 | |
| 10. | Others Relatives of Promoter | 166,788 | 0.01 | 0 | |
| | Total | 167,555,482 | 8.39 | 0 | 0 |

Total number of shareholders (promoters)

| 8 | |
|---|--|
|---|--|

(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 | 774,700,778 | 38.79 | 0 | |
| | (ii) Non-resident Indian (NRI) | 20,036,039 | 1 | 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 | 510,000 | 0.03 | 0 | |
| 4. | Banks | 24,700,266 | 1.24 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 207,059,139 | 10.37 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |

| 8. | Venture capital | 0 | 0 | 0 | |
|-----|---|---------------|-------|---|---|
| 9. | Body corporate (not mentioned above) | 548,369,823 | 27.46 | 0 | |
| 10. | Others Foreign Company | 254,103,116 | 12.72 | 0 | |
| | Total | 1,829,479,161 | 91.61 | 0 | 0 |

Total number of shareholders (other than promoters) 368,020

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

| 368,028 | |
|---------|--|
| , | |
| | |

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

Name of the FII Number of shares % of shares held Address Date of **Country of** Incorporation Incorporation held EMERGING MARKETS [CITIBANK N.A. CUSTODY SERVICES 0.01 229,055 SPDR PORTFOLIO EMEHSBC SECURITIES SERVICES 11TH F 2,343,528 0.12 + EMERGING MARKETS CITIBANK N.A. CUSTODY SERVICES 995,208 0.05 + +EMERGING MARKETS SCITIBANK N.A. CUSTODY SERVICES 104,715 0.01 ++VANGUARD EMERGIN JPMORGAN CHASE BANK N.A. IND 13,567,445 0.68 ++AMERICAN CENTURY 🛛 DEUTSCHE BANK AG, DB HOUSE H 2,618 0 CITY OF LOS ANGELES CITIBANK N.A. CUSTODY SERVICES 0.01 183,415 +DFA INTERNATIONAL STANDARD CHARTERED BANK SEC 550,826 0.03 SRI SILVERDALE OPPOC/O VISTRA (MAURITIUS) LIMITED 100,957 0.01 +**VERLINVEST SA BNP PARIBAS HOUSE 1 NORTH AV** 156,929,569 7.86 + ALASKA PERMANENT DEUTSCHE BANK AG DB HOUSE, H 117,577 0.01 ++AMERICAN CENTURY [DEUTSCHE BANK AG, DB HOUSE, H 445,553 0.02 DIMENSIONAL FUNDS DEUTSCHE BANK AG, DB HOUSE H 237,585 0.01 ++DIMENSIONAL WORLECITIBANK N.A. CUSTODY SERVICES 729,313 0.04 +EMERGING MARKETS (DEUTSCHE BANK AG, DB HOUSE H 105,867 0.01 +EMERGING MARKETS CITIBANK N.A. CUSTODY SERVICES 582,124 0.03 ++WORLD EX U.S. CORE CITIBANK N.A. CUSTODY SERVICES 306,868 0.02 ++

| Name of the FII | Address | Date of Incorporation | Country of Incorporation | Number of shares held | % of shares held |
|-------------------------|-----------------------------------|--------------------------|-----------------------------|--------------------------|------------------|
| BNP PARIBAS ARBITRA | BNP PARIBAS HOUSE 1 NORTH AV + | | | 5,940 | 0 |
| VANGUARD ESG INTEF + | JPMORGAN CHASE BANK N.A. IND + | | | 340,222 | 0.02 |
| EMERGING MARKETS | CITIBANK N.A. CUSTODY SERVICES | | | 308,324 | 0.02 |
| SPDR S AND P EMERG | HSBC SECURITIES SERVICES 11TH F | | | 365,898 | 0.02 |
| THE EMERGING MARK | CITIBANK N.A. CUSTODY SERVICES | | | 175,333 | 0.02 |
| VANGUARD FIDUCIAR | JPMORGAN CHASE BANK N.A. IND | | | 348,411 | 0.02 |
| VANGUARD FIDUCIAR | JPMORGAN CHASE BANK N.A. IND | | | 5,367,136 | 0.27 |
| WORLD EX U.S. TARGE | CITIBANK N.A. CUSTODY SERVICES | | | 319,341 | 0.02 |

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 | 17 | 8 |
| Members (other than promoters) | 319,344 | 368,020 |
| Debenture holders | 96 | 1 |

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 | 0 | 1 | 0 | 1 | 0 | 0 |
| B. Non-Promoter | 2 | 6 | 2 | 6 | 0 | 0.01 |
| (i) Non-Independent | 2 | 2 | 2 | 2 | 0 | 0 |
| (ii) Independent | 0 | 4 | 0 | 4 | 0 | 0.01 |
| C. Nominee Directors representing | 0 | 1 | 0 | 1 | 0 | 0 |
| (i) Banks & FIs | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Investing institutions | 0 | 0 | 0 | 0 | 0 | 0 |

| (iii) Government | 0 | 0 | 0 | 0 | 0 | 0 |
|--------------------------|---|---|---|---|---|------|
| (iv) Small share holders | 0 | 0 | 0 | 0 | 0 | 0 |
| (v) Others | 0 | 1 | 0 | 1 | 0 | 0 |
| Total | 2 | 8 | 2 | 8 | 0 | 0.01 |

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) |
|--------------------------------|------------|-------------------|--------------------------------|--|
| Kishore Laxminarayan E + | 00005740 | Director | 0 | |
| Ghyanendra Nath Bajpa ₽ | 00946138 | Director | 250,000 | |
| Krishan Kant Rathi | 00040094 | Director | 0 | 29/09/2022 |
| Ashni Biyani | 00058775 | Managing Director | 67,169 | |
| Deepak Malik | 00662141 | Nominee director | 0 | |
| Frederic de Mevius | 03359921 | Director | 0 | 16/06/2022 |
| Adhiraj Anil Harish | 03380459 | Director | 0 | 03/05/2022 |
| Harminder Sahni | 00576755 | Director | 0 | 14/09/2022 |
| Neelam Chhiber | 00838007 | Director | 18,000 | |
| Jude Linhares | 08314396 | Director | 1,200 | 15/04/2022 |
| Manoj Gagvani | AEAPG5724P | Company Secretar | 100 | |
| Amit Kumar Agrawal | ADGPA5269C | CFO | 183,999 | |
| Rajendra Bajaj | ALUPB6650J | CFO | 42,500 | |

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| Name | DIN/PAN | Designation at the beginning / during the financial year | change in decignation/ | Nature of change (Appointment/ Change in designation/ Cessation) |
|--------------------|------------|--|------------------------|---|
| Narendra Baheti | 00057255 | Director | 29/04/2021 | Cessation |
| Jude Linhares | 08314396 | Director | 29/04/2021 | Appointment |
| Sailesh Kedawat | ABQPK1580L | CFO | 14/02/2022 | Cessation |
| Amit Kumar Agrawal | ADGPA5269C | CFO | 15/02/2022 | Appointment |
| Rajendra Bajaj | ALUPB6650J | CFO | 15/02/2022 | 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 | 1 | | | |
|-------------------------|-----------------|--|--------|----------------------------|
| Type of meeting | Date of meeting | Total Number of Members entitled to | Attend | ance |
| | | | | % of total shareholding |
| Annual General Meeting | 29/09/2021 | 341,304 | 82 | 14.46 |

B. BOARD MEETINGS

*Number of meetings held 7

| | | | | Attendance |
|--------|-----------------|---|------------------------------|-----------------|
| S. No. | Date of meeting | Total Number of directors associated as on the date | | Allehuanoe |
| | | of meeting | Number of directors attended | % of attendance |
| 1 | 29/04/2021 | 10 | 9 | 90 |
| 2 | 26/06/2021 | 10 | 10 | 100 |
| 3 | 13/08/2021 | 10 | 10 | 100 |
| 4 | 12/11/2021 | 10 | 8 | 80 |
| 5 | 02/02/2022 | 10 | 9 | 90 |
| 6 | 10/02/2022 | 10 | 9 | 90 |
| | 10/03/2022 | 10 | 8 | 80 |

C. COMMITTEE MEETINGS

| ber of meet | ings held | | 10 | | |
|-------------|-----------------|-----------------|---|-------------------|-----------------|
| S. No. | Type of meeting | Date of meeting | Total Number of Members as on the date of | Number of members | Attendance |
| | | | | attended | % of attendance |
| 1 | Audit Committe | 29/04/2021 | 4 | 4 | 100 |
| 2 | Audit Committe | 26/06/2021 | 4 | 4 | 100 |
| 3 | Audit Committe | 13/08/2021 | 4 | 3 | 75 |
| 4 | Audit Committe | 12/11/2021 | 4 | 3 | 75 |
| 5 | Audit Committe | 02/02/2022 | 4 | 4 | 100 |
| 6 | Audit Committe | 10/02/2022 | 4 | 4 | 100 |
| 7 | Nomination an | 29/04/2021 | 4 | 3 | 75 |
| 8 | Nomination an | 26/06/2021 | 4 | 4 | 100 |
| 9 | Nomination an | 02/02/2022 | 3 | 2 | 66.67 |
| 10 | Nomination an | | 3 | 2 | 66.67 |

-

D. *ATTENDANCE OF DIRECTORS

| No. of the director | | Board Meetings | | | Co | gs | Whether attended AGM | |
|---------------------|-----------------|------------------------------------|----------|--------------------------|--------------------|-----------------------|----------------------|----------------|
| | | the director Meetings which Number | | umber of % of attendance | | Number of Meetings | % of | held on |
| | | entitled to attend | attended | attendance | entitled to attend | attended | attendance | 29/09/2022 |
| | | | | | | | | (Y/N/NA) |
| 1 | Kishore Laxmi | 7 | 5 | 71.43 | 6 | 3 | 50 | Yes |
| 2 | Ghyanendra N | 7 | 7 | 100 | 10 | 10 | 100 | Yes |
| 3 | Krishan Kant F | 7 | 7 | 100 | 8 | 7 | 87.5 | No |
| 4 | Ashni Biyani | 7 | 7 | 100 | 4 | 3 | 75 | No |
| 5 | Deepak Malik | 7 | 4 | 57.14 | 4 | 2 | 50 | No |
| 6 | Frederic de Me | 7 | 6 | 85.71 | 0 | 0 | 0 | Not Applicable |
| 7 | Adhiraj Anil Ha | 7 | 6 | 85.71 | 10 | 10 | 100 | Not Applicable |
| 8 | Harminder Sal | 7 | 7 | 100 | 6 | 6 | 100 | Not Applicable |
| 9 | Neelam Chhib | 7 | 7 | 100 | 0 | 0 | 0 | Yes |
| 10 | Jude Linhares | 7 | 7 | 100 | 0 | 0 | 0 | Not Applicable |

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

| | f Managing Director, W | | | | | 3 | |
|---------|-------------------------|------------------------|-------------------|----------------------|-------------------------------|-----------|-----------------|
| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
| 1 | Ashni Biyani | Managing Direct ₽ | 21,067,524 | 0 | 0 | 0 | 21,067,52 |
| 2 | Jude Linhares | Executive Direct | 35,420,807 | 0 | 0 | 0 | 35,420,80 |
| 3 | Narendra Baheti | Executive Direct | 2,645,000 | 0 | 0 | 0 | 2,645,00 |
| | Total | | 59,133,331 | 0 | 0 | 0 | 59,133,33 |
| ımber o | f CEO, CFO and Comp | oany secretary who | se remuneration d | etails to be entered | b | 4 | |
| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
| 1 | Manoj Gagvani | Company Secre + | 12,667,960 | 0 | 0 | 0 | 12,667,96 |
| 2 | Amit Kumar Agrawa ∓ | Dy. Chief Financ ₽ | 650,378 | 0 | 0 | 0 | 650,378 |
| 3 | Rajendra Bajaj | Dy. Chief Financ ₽ | 382,349 | 0 | 0 | 0 | 382,349 |
| 4 | Sailesh Kedawat | Chief Financial (∓ | 13,298,534 | 0 | 0 | 0 | 13,298,53 |
| | Total | | 26,999,221 | 0 | 0 | 0 | 26,999,22 |
| imber o | f other directors whose | remuneration detail | ils to be entered | | | 7 | |
| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
| 1 | Ghyanendra Nath B + | Chairman | 0 | 0 | 0 | 625,000 | 625,000 |
| 2 | Kishore Biyani | Director | 0 | 0 | 0 | 325,000 | 325,000 |
| 3 | Frederic De Mevius | Director | 0 | 0 | 0 | 300,000 | 300,000 |
| 4 | Krishan Kant Rathi | Director | 0 | 0 | 0 | 525,000 | 525,000 |
| 5 | Adhiraj Harish | Director | 0 | 0 | 0 | 600,000 | 600,000 |
| 6 | Harminder Sahni | Director | 0 | 0 | 0 | 550,000 | 550,000 |
| 7 | Neelam Chhiber | Director | 0 | 0 | 0 | 375,000 | 375,000 |
| | Total | | 0 | 0 | 0 | 3,300,000 | 3,300,00 |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- * A. Whether the company has made compliances and disclosures in respect of applicable Yes O No provisions of the Companies Act, 2013 during the year
 - B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NI

| 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 appeal (if any) including present status |
|--|--|---------------|--|------------------------|--|
| Future Consumer I | ADC TRIVENDRA | 26/02/2022 | In contravention with | The penalty of Rs + | The Company has paid the ar |
| Future Consumer I | ADC BHATINDA | 16/04/2021 | In contravention of p | The penalty of RS | The Company has paid the ar |
| Future Consumer I | ADC AGRA | 17/12/2021 | In contravention with + | Fine of Rs. 75,000 | The Company has filed an app |
| Kishore Biyani | SEBI | 03/02/2021 | Contravention of pro | Order passed impo | The Order of SEBI has been s + |
| (B) DETAILS OF CO | MPOUNDING OF OF | | il 1 | | |

| Name of the | Name of the court/ concerned Authority | | lsection under which | | Amount of compounding (in Rupees) |
|-------------------|--|------------|----------------------|--------------------|--------------------------------------|
| Future Consumer L | Patiala House Cou | 27/11/2021 | Section 26 and 59 c | The product" Carot | 30,000 |

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 | Virendra Bhatt |
|-----------------------------|-----------------------|
| Whether associate or fellow | Associate Fellow |

Certificate of practice number

| 404 | | |
|------|--|--|
| 1124 | | |

4

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 | 12 | dated | 12/08/2022 | |
|---|----|-------|------------|--|
|---|----|-------|------------|--|

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled 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.
- 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 | 07089892 | | | |
| To be digitally signed by | | | | |
| Company Secretary | | | | |
| ⊖ Company secretary in practice | | | | |
| Membership number 10652 | Certific | ate of practice nu | ımber | |
| Attachments | | | | List of attachments |
| 1. List of share holders, de | benture holders | Δ | ttach | |
| 2. Approval letter for exten | sion of AGM; | | ttach | |
| 3. Copy of MGT-8; | | A | ttach | |
| 4. Optional Attachement(s |), if any | A | ttach | |
| | | | | 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