

# 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

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

L24241MH1988PLC097781

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACG2953R

(ii) (a) Name of the company

GODREJ INDUSTRIES LIMITED

(b) Registered office address

GODREJ ONE, PIROJSHANAGAR,  
EASTERN EXPRESS HIGHWAY, VIKHROLI (EAST)  
MUMBAI  
Maharashtra  
400079

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

tejal.jariwala@godrejinds.com

(d) \*Telephone number with STD code

02225188010

(e) Website

www.godrejindustries.com

(iii) Date of Incorporation

07/03/1988

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes

No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes

No

(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

U67120MH1995PLC095302

Pre-fill

Name of the Registrar and Transfer Agent

COMPUTECH SHARECAP LIMITED

Registered office address of the Registrar and Transfer Agents

147 MAHATMA GANDHI ROAD,  
FORT

(vii) \*Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

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

(a) If yes, date of AGM

13/08/2019

(b) Due date of AGM

30/09/2019

(c) Whether any extension for AGM granted

Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 3

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	82
2	L	Real Estate	L1	Real estate activities with own or leased property	1
3	K	Financial and insurance Service	K2	Activities by Trusts, funds and other financial holding companies	17

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

\*No. of Companies for which information is to be given 8

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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1	GODREJ AGROVET LIMITED	L15410MH1991PLC135359	Subsidiary	58.15
2	GODREJ PROPERTIES LIMITED	L74120MH1985PLC035308	Subsidiary	53.65
3	NATURES BASKET LIMITED	U15310MH2008PLC182816	Subsidiary	100
4	ENSEMBLE HOLDINGS AND FIN	U67120MH1992PLC065457	Subsidiary	100
5	GODREJ ONE PREMISES MANA	U70102MH2015PTC266773	Subsidiary	58
6	Godrej International Limited		Subsidiary	100
7	Godrej International Trading &		Subsidiary	100
8	GODREJ CONSUMER PRODUCT	L24246MH2000PLC129806	Associate	23.75

#### 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	800,000,000	336,384,367	336,384,367	336,384,367
Total amount of equity shares (in Rupees)	800,000,000	336,384,367	336,384,367	336,384,367

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	800,000,000	336,384,367	336,384,367	336,384,367
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	800,000,000	336,384,367	336,384,367	336,384,367

###### (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	Issued capital	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	1,000,000,000

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

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>				
<b>At the beginning of the year</b>	336,272,731	336,272,731	336,272,731	
<b>Increase during the year</b>	111,636	111,636	111,636	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	111,636	111,636	111,636	
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				
<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				
<b>At the end of the year</b>	336,384,367	336,384,367	336,384,367	
<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				
<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				
<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	<input type="text" value="13/08/2018"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor		<input type="text"/>		
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			100,709,178
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			22,492,761,833
Deposit			0
<b>Total</b>			<b>22,593,471,011</b>

**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)**

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Commercial paper	18,800	500000	9,400,000,000	500000	9,400,000,000
<b>Total</b>	18,800		9,400,000,000		9,400,000,000

## V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)

### (i) Turnover

21,439,850,114

### (ii) Net worth of the Company

15,759,117,410

## 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	71,761,911	21.33	0	
	(ii) Non-resident Indian (NRI)	13	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)	0	0	0	



10.	Others Trusts	134,556,662	40	0	
	<b>Total</b>	206,318,586	61.33	0	0

Total number of shareholders (promoters)

33

**(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	19,482,526	5.79	0	
	(ii) Non-resident Indian (NRI)	1,080,584	0.32	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	12,453,728	3.7	0	
4.	Banks	2,283,995	0.68	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	40,764,191	12.12	0	
7.	Mutual funds	1,066,266	0.32	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	7,919,519	2.35	0	
10.	Others Trusts	45,014,972	13.38	0	
	<b>Total</b>	130,065,781	38.66	0	0

Total number of shareholders (other than promoters)

76,210

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

76,243

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

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
As per attachment	As per attachment			40,764,191	12.12

**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	20	33
Members (other than promoters)	68,753	76,210
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	3	2	3	0.4	0.24
<b>B. Non-Promoter</b>	1	6	1	7	0.01	0
(i) Non-Independent	1	0	1	0	0.01	0
(ii) Independent	0	6	0	7	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
<b>Total</b>	<b>3</b>	<b>9</b>	<b>3</b>	<b>10</b>	<b>0.41</b>	<b>0.24</b>

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

15

**(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)
ADI BARJORJI GODRE	00065964	Director	607,692	
JAMSHYD NAOROJI G	00076250	Director	190,838	
NADIR BURJOR GODR	00066195	Managing Director	599,008	
SALEEM ANVAAR AHM	00037137	Director	6,004	08/08/2019
AMIT BIREN CHOUDHI	00557547	Director	300	08/08/2019
VIJAY MOHAN CRISHN	00066267	Director	3,878	
KERSI KAIKHUSHRU I	00050199	Director	3,608	08/08/2019
ASPY DADY COOPER	00026134	Director	0	
KAVAS NOSHIRWAN F	00066162	Director	0	
KEKI ELAVIA MANCHE	00003940	Director	0	
RASHMI SATISH JOSH	06641898	Additional director	0	
TANYA ARVIND DUBA	00026028	Whole-time directo	741,755	
NITIN SUDHAKAR NAE	06521655	Whole-time directo	31,933	
CLEMENT GEORGE PI	AAKPP9186E	CFO	11,778	
TEJAL VIRENDRA JAR	AJIPJ1782D	Company Secretar	0	

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

3

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)
Nilufer Shekhawat	ABDPI7014E	Company Secretar	31/10/2018	Cessation
TEJAL VIRENDRA JAR	AJIPJ1782D	Company Secretar	12/11/2018	Appointment
RASHMI SATISH JOSH	06641898	Additional director	15/03/2019	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

2

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	13/08/2018	70,252	69	66.96
Extra Ordinary General Meeting	28/03/2019	76,004	63	1.53

## B. BOARD MEETINGS

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/05/2018	12	12	100
2	13/08/2018	12	12	100
3	12/11/2018	12	12	100
4	14/01/2019	12	11	91.67
5	13/02/2019	12	11	91.67

## 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
1	Audit Committee	23/05/2018	4	4	100
2	Audit Committee	13/08/2018	4	4	100
3	Audit Committee	12/11/2018	4	4	100
4	Audit Committee	13/02/2019	4	4	100
5	Nomination & Remuneration	23/05/2018	3	3	100
6	Nomination & Remuneration	12/11/2018	3	3	100
7	Nomination & Remuneration	13/02/2019	3	3	100
8	Corporate Social Responsibility	13/02/2019	4	4	100
9	Stakeholders' Meeting	16/04/2018	4	3	75
10	Stakeholders' Meeting	10/05/2018	4	4	100

**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	13/08/2019
								(Y/N/NA)
1	ADI BARJOR	5	5	100	12	12	100	Yes
2	JAMSHYD NA	5	3	60	0	0	0	Yes
3	NADIR BURJO	5	5	100	17	13	76.47	Yes
4	SALEEM ANV	5	5	100	7	7	100	Not Applicable
5	AMIT BIREN C	5	5	100	8	8	100	Not Applicable
6	VIJAY MOHA	5	5	100	0	0	0	Yes
7	KERSI KAIKH	5	5	100	4	4	100	Not Applicable
8	ASPY DADY C	5	5	100	0	0	0	Yes
9	KAVAS NOSH	5	5	100	8	8	100	Yes
10	KEKI ELAVIA	5	5	100	0	0	0	No
11	RASHMI SATI	0	0	0	0	0	0	Yes
12	TANYA ARVIN	5	5	100	17	14	82.35	Yes
13	NITIN SUDHA	5	5	100	16	16	100	Yes

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	NADIR BURJOR G	MANAGING DIR	59,906,061	0	0	0	0
2	TANYA ARVIND D	WHOLE-TIME D	63,365,442	0	0	0	0
3	NITIN SUDHAKAR	WHOLE-TIME D	36,904,004	0	6,464,370	0	0
	Total		160,175,507	0	6,464,370	0	166,639,877

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Clement Pinto	CFO	15,711,742	0	1,383,465	0	0
2	Nilufer Shekhawat	Company Secre	1,432,741	0	0	0	0
3	Tejal Jariwala	Company Secre	573,171	0	0	0	0
	Total		17,717,654	0	1,383,465	0	19,101,119

Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Adi Godrej	Chairman, Non-	0	0	0	800,000	0
2	Jamshyd Godrej	Non-Executive [	0	0	0	300,000	0
3	Vijay Crishna	Non-Executive [	0	0	0	500,000	0
4	Saleem Ahmadullah	Independent Dir	0	0	0	640,000	0
5	Amit Choudhury	Independent Dir	0	0	0	660,000	0
6	Kersi Dastur	Independent Dir	0	0	0	580,000	0
7	Keki Elavia	Independent Dir	0	0	0	500,000	0
8	Kavas Petigara	Independent Dir	0	0	0	660,000	0
9	Aspy Cooper	Independent Dir	0	0	0	560,000	0
10	Rashmi Joshi	Independent Dir	0	0	0	0	0
	Total		0	0	0	5,200,000	5,200,000

#### 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

Bhavana Shewakramani

Whether associate or fellow

Associate  Fellow

Certificate of practice number

9577

**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. ... 5 dated 12/11/2018

(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

TANYA  
DUBASH

DIN of the director

00026028

To be digitally signed by

JARIWALA  
TEJAL  
VIRENDRA

Company Secretary

Company secretary in practice

Membership number

9817

Certificate of practice number

**Attachments**

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

**List of attachments**

FII data.pdf  
Committee meetings.pdf  
Details of subsidiaries.pdf  
Share Transfer Data.pdf  
Note - directors at AGM.pdf  
MGT-8.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**