

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 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

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

(a) If yes, date of AGM

13/08/2020

(b) Due date of AGM

30/09/2020

(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	79
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	20

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

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

7

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	59.28
2	GODREJ PROPERTIES LIMITED	L74120MH1985PLC035308	Subsidiary	49.37
3	ENSEMBLE HOLDINGS AND FIN	U67120MH1992PLC065457	Subsidiary	100
4	GODREJ ONE PREMISES MANA	U70102MH2015PTC266773	Subsidiary	58
5	Godrej International Limited		Subsidiary	100
6	Godrej International Trading &		Subsidiary	100
7	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	336,466,016	336,466,016	336,466,016
Total amount of equity shares (in Rupees)	800,000,000	336,466,016	336,466,016	336,466,016

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	336,466,016	336,466,016	336,466,016
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	800,000,000	336,466,016	336,466,016	336,466,016

(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
Equity shares				
At the beginning of the year	336,384,367	336,384,367	336,384,367	
Increase during the year	81,649	81,649	81,649	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	81,649	81,649	81,649	
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				
Decrease during the year	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				
At the end of the year	336,466,016	336,466,016	336,466,016	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	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				
Decrease during the year	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				
At the end of the year	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="13/08/2019"/>
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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			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			19,646,268,000
Deposit			0
Total			19,646,268,000

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	18,400	500000	9,200,000,000	500000	9,200,000,000
Total	18,400		9,200,000,000		9,200,000,000

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

(i) Turnover

19,687,138,527

(ii) Net worth of the Company

15,529,302,323

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	61,266,611	18.21	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)	2,988,662	0.89	0	

10.	Others Trusts	145,051,977	43.11	0	
	Total	209,307,263	62.21	0	0

Total number of shareholders (promoters)

54

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	18,625,445	5.54	0	
	(ii) Non-resident Indian (NRI)	1,159,634	0.34	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	1,842,845	0.55	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	37,757,706	11.22	0	
7.	Mutual funds	1,246,199	0.37	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	9,058,224	2.69	0	
10.	Others Trusts	45,014,972	13.38	0	
	Total	127,158,753	37.79	0	0

Total number of shareholders (other than promoters)

82,827

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

82,881

(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			37,757,706	11.22

**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	33	54
Members (other than promoters)	76,210	82,827
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**(A) *Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	3	2	3	0.4	0.24
B. Non-Promoter	1	7	1	5	0.01	0.02
(i) Non-Independent	1	0	1	0	0.01	0
(ii) Independent	0	7	0	5	0	0.02
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	10	3	8	0.41	0.26

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

13

(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 GODF	00066195	Managing Director	599,008	
VIJAY MOHAN CRISHN	00066267	Director	3,878	
ASPY DADY COOPER	00026134	Director	0	
MATHEW EIPE	00027780	Director	82,434	
KEKI ELAVIA MANCHE	00003940	Director	0	
KAVAS NOSHIRWAN F	00066162	Director	0	
GANAPATHI DADASA	02235661	Director	0	
TANYA ARVIND DUBA	00026028	Whole-time directo	741,755	
NITIN SUDHAKAR NAE	06521655	Whole-time directo	28,345	
CLEMENT GEORGE PI	AAKPP9186E	CFO	14,567	
TEJAL VIRENDRA JAR	AJIPJ1782D	Company Secretar	0	

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

6

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)
MATHEW EIPE	00027780	Director	13/05/2019	Appointment
GANAPATHI DADASA	02235661	Director	13/05/2019	Appointment
RASHMI SATISH JOSH	06641898	Director	27/03/2020	Cessation
SALEEM AHMADULLA	00037137	Director	08/08/2019	Completion of tenure
AMIT CHOUDHURY	00557547	Director	08/08/2019	Completion of tenure
KERSI DASTUR	00050199	Director	08/08/2019	Completion of tenure

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	13/08/2019	79,113	78	0.74

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	13/05/2019	15	13	86.67
2	17/05/2019	15	11	73.33
3	13/08/2019	12	10	83.33
4	12/11/2019	12	10	83.33
5	13/02/2020	12	9	75

C. COMMITTEE MEETINGS

Number of meetings held

23

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	13/05/2019	4	4	100
2	Audit Committee	17/05/2019	4	4	100
3	Audit Committee	13/08/2019	4	4	100
4	Audit Committee	12/11/2019	4	4	100
5	Audit Committee	13/02/2020	4	4	100
6	Nomination & Remuneration	13/05/2019	3	3	100
7	Nomination & Remuneration	13/02/2020	3	3	100
8	Risk Management	10/05/2019	3	3	100
9	Risk Management	06/08/2019	3	3	100
10	Risk Management	10/12/2019	3	3	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	13/08/2020
								(Y/N/NA)
1	ADI BARJOR	5	5	100	12	12	100	Yes
2	JAMSHYD NA	5	2	40	0	0	0	No
3	NADIR BURJO	5	4	80	16	15	93.75	Yes
4	VIJAY MOHA	5	4	80	0	0	0	Yes
5	ASPY DADY C	5	5	100	16	15	93.75	Yes
6	MATHEW EIP	5	5	100	4	4	100	Yes
7	KEKI ELAVIA	5	2	40	0	0	0	Yes
8	KAVAS NOSH	5	5	100	8	8	100	Yes
9	GANAPATHI I	5	3	60	0	0	0	No
10	TANYA ARVIN	5	5	100	16	14	87.5	Yes
11	NITIN SUDHA	5	5	100	18	18	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 DIF	74,346,092	0	0	0	74,346,092
2	TANYA ARVIND D	WHOLE-TIME D	62,948,118	0	0	0	62,948,118
3	NITIN SUDHAKAR	WHOLE-TIME D	64,677,067	0	6,817,025	0	71,494,092
	Total		201,971,277	0	6,817,025	0	208,788,302

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Clement Pinto	CFO	25,378,750	0	1,539,914	0	26,918,664
2	Tejal Jariwala	Company Secre	1,591,712	0	0	0	1,591,712
	Total		26,970,462	0	1,539,914	0	28,510,376

Number of other directors whose remuneration details to be entered

12

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Adi Godrej	Chairman, Non-	0	0	0	800,000	800,000
2	Jamshyd Godrej	Non-Executive [0	0	0	200,000	200,000
3	Vijay Crishna	Non-Executive [0	0	0	400,000	400,000
4	Saleem Ahmadullah	Independent Dir	0	0	0	260,000	260,000
5	Amit Choudhury	Independent Dir	0	0	0	280,000	280,000
6	Kersi Dastur	Independent Dir	0	0	0	240,000	240,000
7	Keki Elavia	Independent Dir	0	0	0	200,000	200,000
8	Kavas Petigara	Independent Dir	0	0	0	660,000	660,000
9	Aspy Cooper	Independent Dir	0	0	0	860,000	860,000
10	Rashmi Joshi	Independent Dir	0	0	0	200,000	200,000
11	Mathew Eipe	Independent Dir	0	0	0	580,000	580,000
12	Ganapati Yadav	Independent Dir	0	0	0	300,000	300,000
	Total		0	0	0	4,980,000	4,980,000

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

Ashok Ramani

Whether associate or fellow

Associate Fellow

Certificate of practice number

6808

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

TANYA
DUBASH

DIN of the director

00026028

To be digitally signed by

TEJAL
VIRENDRA
JARIWALA

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 Attachement(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 - clarifications.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