

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)

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
- Global Location Number (GLN) of the company
- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (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 (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

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	90.57
2	L	Real Estate	L1	Real estate activities with own or leased property	1.47
3	K	Financial and insurance Service	K2	Activities by Trusts, funds and other financial holding companies	7.96

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

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

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	64.88
2	GODREJ PROPERTIES LIMITED	L74120MH1985PLC035308	Subsidiary	47.34
3	GODREJ CAPITAL LIMITED	U67100MH2019PLC330262	Subsidiary	89.48
4	GODREJ ONE PREMISES MANA	U70102MH2015PTC266773	Subsidiary	58
5	GODREJ INTERNATIONAL LIMIT		Subsidiary	100
6	GODREJ INTERNATIONAL TRAD		Subsidiary	100
7	GODREJ CONSUMER PRODUCT	L24246MH2000PLC129806	Associate	23.74

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	336,690,741	336,690,741	336,690,741
Total amount of equity shares (in Rupees)	800,000,000	336,690,741	336,690,741	336,690,741

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	336,690,741	336,690,741	336,690,741
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	800,000,000	336,690,741	336,690,741	336,690,741

(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)	0	0		

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	297,689	336,340,568	336638257	336,638,257	336,638,257	
Increase during the year	0	110,993	110993	110,993	110,993	0
i. Public 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	52,484	52484	52,484	52,484	
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		58,509	58509	58,509	58,509	
Increase Decrease in shares held in Demat mode						
Decrease during the year	58,509	0	58509	58,509	58,509	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	58,509		58509	58,509	58,509	
Decrease in shares held in Physical mode on accou						
At the end of the year	239,180	336,451,561	336690741	336,690,74	336,690,74	
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						
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

INE233A01035

(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="11/08/2023"/>
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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
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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"/>		
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) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	217,500	Please refer clarification n	42,000,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			42,000,000,000

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	35,500,000,000	14,000,000,000	7,500,000,000	42,000,000,000
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	66,000	500000	33,000,000,000	500000	33,000,000,000
Total	66,000		33,000,000,000		33,000,000,000

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

(i) Turnover

30,177,214,618

(ii) Net worth of the Company

15,161,153,251

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	87,037,802	25.85	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)	47,271,047	14.04	0	
10.	Others Trusts	91,817,925	27.27	0	
	Total	226,126,787	67.16	0	0

Total number of shareholders (promoters)

48

(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	17,462,459	5.19	0	
	(ii) Non-resident Indian (NRI)	1,447,860	0.43	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	10,081	0	0	
5.	Financial institutions	7,134,544	2.12	0	
6.	Foreign institutional investors	26,688,150	7.93	0	
7.	Mutual funds	9,214,868	2.74	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,235,514	0.66	0	
10.	Others Trust and IEPF	46,370,478	13.77	0	
	Total	110,563,954	32.84	0	0

Total number of shareholders (other than promoters)

90,353

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

90,401

(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			26,688,150	7.93

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	48	48
Members (other than promoters)	96,430	90,353
Debenture holders	61	96

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	2	2	1	0.4	0.22
B. Non-Promoter	1	6	1	6	0.08	0.02
(i) Non-Independent	1	0	1	0	0.08	0
(ii) Independent	0	6	0	6	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	8	3	7	0.48	0.24

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

12

(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)
NADIR BURJOR GOD	00066195	Managing Director	599,008	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
PIROJSHA ADI GODR	00432983	Director	741,758	
TANYA ARVIND DUBA	00026028	Whole-time directo	741,755	
NITIN SUDHAKAR NA	06521655	Whole-time directo	28,342	30/04/2024
MATHEW EIPE	00027780	Director	82,434	
GANAPATI D. YADAV	02235661	Director	0	
MONAZ NOBLE	03086192	Director	0	
SHWETA BHATIA	03164394	Director	0	
SANDEEP MURTHY	00591165	Director	0	
AJAYKUMAR VAGHAN	00186764	Director	0	
CLEMENT GEORGE F	AAKPP9186E	CFO	27,022	
TEJAL JARIWALA	AJIPJ1782D	Company Secretar	0	13/08/2024

(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)
JAMSHYD NAORO.	00076250	Director	24/01/2024	Resignation

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	11/08/2023	95,507	63	28.53

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	19/05/2023	11	9	81.82
2	11/08/2023	11	11	100
3	25/10/2023	11	10	90.91
4	08/11/2023	11	10	90.91
5	09/02/2024	10	9	90

C. COMMITTEE MEETINGS

Number of meetings held

15

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	19/05/2023	5	5	100
2	Audit Committee	11/08/2023	5	5	100
3	Audit Committee	08/11/2023	5	5	100
4	Audit Committee	09/02/2024	5	5	100
5	Nomination and Remuneration	19/05/2023	4	3	75
6	Nomination and Remuneration	03/01/2024	4	3	75
7	Nomination and Remuneration	09/02/2024	4	4	100
8	Risk Management	19/05/2023	5	5	100
9	Risk Management	25/10/2023	5	5	100
10	Risk Management	09/02/2024	5	5	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 13/08/2024 (Y/N/NA)
		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	
1	NADIR BURJAN	5	5	100	8	8	100	Yes

2	PIROJSHA AD	5	5	100	0	0	0	Yes
3	TANYA ARVIN	5	4	80	5	2	40	Yes
4	NITIN SUDHA	5	5	100	12	12	100	Not Applicable
5	MATHEW EIP	5	5	100	15	15	100	Yes
6	GANAPATI D.	5	5	100	7	7	100	Yes
7	MONAZ NOBL	5	5	100	7	7	100	Yes
8	SHWETA BHA	5	4	80	7	4	57.14	No
9	SANDEEP MU	5	5	100	7	6	85.71	Yes
10	AJAYKUMAR	5	5	100	0	0	0	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 GODREJ	Chairman & Mar	86,195,022	0	0	0	86,195,022
2	TANYA DUBASH	Executive Direct	91,805,572	0	0	0	91,805,572
3	NITIN NABAR	Executive Direct	56,757,917	0	3,152,634	0	59,910,551
	Total		234,758,511	0	3,152,634	0	0

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
1	Clement Pinto	Chief Financial C	23,513,657	0	1,743,758	0	25,257,415
2	Tejal Jariwala	Company Secre	4,146,877	0	0	0	4,146,877
	Total		27,660,534	0	1,743,758	0	0

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Jamshyd Godrej	Non-Executive D	0	0	0	100,000	100,000
2	Pirojsha Godrej	Non-Executive D	0	0	0	500,000	500,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	Mathew Eipe	Independent Dir	0	1,000,000	0	2,400,000	3,400,000
4	Ganapati Yadav	Independent Dir	0	1,000,000	0	1,600,000	2,600,000
5	Monaz Noble	Independent Dir	0	1,000,000	0	1,200,000	2,200,000
6	Shweta Bhatia	Independent Dir	0	1,000,000	0	800,000	1,800,000
7	Sandeep Murthy	Independent Dir	0	1,000,000	0	1,500,000	2,500,000
8	Ajaykumar Vaghani	Independent Dir	0	1,000,000	0	500,000	1,500,000
	Total		0	6,000,000	0	8,600,000	0

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

Mital Pawar

Whether associate or fellow

Associate Fellow

Certificate of practice number

23424

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. ...

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dated

07/08/2024

(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

NADIR BURJOR
GODREJ
2024.10.10
11:21:06 +05'30'

DIN of the director

0*0*6*9*

To be digitally signed by

KAMBLE ANUPAMA
DINANATH
2024.10.10 11:21:54
+05'30'

Company Secretary

Company secretary in practice

Membership number

1*7*0

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

Clarification Note.pdf Committee Attendance.pdf Details of subsidiaries.pdf FIIData.pdf ShareTransferData.pdf MGT 8_Certificate from PCS.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