

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of 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

L26924HR1985PLC056150

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCK1613R

(ii) (a) Name of the company

KAJARIA CERAMICS LIMITED

(b) Registered office address

SF-11, SECOND FLOOR, JMD REGENT PLAZA  
MEHRAULI GURGAON ROAD, VILLAGE SIKANDERPUR GHOSI  
GURGAON  
Gurgaon  
Haryana  
122001

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

investors@kajariaceramics.com

(d) \* Telephone number with STD code

01126946409

(e) Website

WWW.KAJARIACERAMICS.COM

(iii) Date of Incorporation

20/12/1985

(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

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

383 LAKE GARDENS  
1ST FLOOR

(vii) \*Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted  Yes  No

(f) Specify the reasons for not holding the same

The Annual General Meeting of the Company will be held on 28th September, 2021

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

1

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	C13	Other manufacturing including jewellery, musical instruments, medical instruments,	100

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

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

6

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	JAXX VITRIFIED PRIVATE LIMITED	U26933GJ2010PTC062933	Subsidiary	87.37
2	COSA CERAMICS PRIVATE LIMITED	U26933GJ2010PTC063444	Subsidiary	51
3	KAJARIA BATHWARE PRIVATE LIMITED	U26943DL2013PTC252495	Subsidiary	100
4	KAJARIA TILES PRIVATE LIMITED	U26933HR2014PTC081026	Subsidiary	100
5	VENNAR CERAMICS LIMITED	U26919TG1994PLC031858	Subsidiary	51
6	KAJARIA PLYWOOD PRIVATE LIMITED	U36109DL2017PTC324260	Subsidiary	97.89

#### 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	520,000,000	159,081,000	159,081,000	159,081,000
Total amount of equity shares (in Rupees)	520,000,000	159,081,000	159,081,000	159,081,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>EQUITY SHARES</b>				
Number of equity shares	520,000,000	159,081,000	159,081,000	159,081,000
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	520,000,000	159,081,000	159,081,000	159,081,000

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

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	7,710,000	0	0	0
Total amount of preference shares (in rupees)	771,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>PREFERENCE SHARES</b>				
Number of preference shares	7,710,000	0	0	0
Nominal value per share (in rupees)	100	0	0	
Total amount of preference shares (in rupees)	771,000,000	0	0	0

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	1,223,344	157,733,856	158957200	1	1	
<b>Increase during the year</b>	0	123,800	123800	1	1	0
i. Public Issues	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	123,800	123800	1	1	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	0	
<b>Decrease during the year</b>	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				0	0	
<b>At the end of the year</b>	1,223,344	157,857,656	159081000	2	2	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	7,710,000	0	7710000	100	100	
<b>Increase during the year</b>	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				0	0	
<b>Decrease during the year</b>	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				0	0	
<b>At the end of the year</b>	7,710,000	0	7710000	100	100	

ISIN of the equity shares of the company

INE217B01036

(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		28/09/2020	
Date of registration of transfer (Date Month Year)			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee			
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)			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

**(iv) \*Debtentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debtentures	0	0	0
Partly convertible debtentures	0	0	0
Fully convertible debtentures	0	0	0
<b>Total</b>			0

**Details of debtentures**

Class of debtentures	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 debtentures	0	0	0	0
Partly convertible debtentures	0	0	0	0
Fully convertible debtentures	0	0	0	0

**(v) Securities (other than shares and debtentures)**

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

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

(i) Turnover

25,231,740,991.8

(ii) Net worth of the Company

18,781,992,316.91

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	10,955,364	6.89	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)	0	0	0	
10.	Others VK TRUSTEES PRIVATE LIMITED IN	64,669,867	40.65	0	
	<b>Total</b>	<b>75,625,231</b>	<b>47.54</b>	<b>0</b>	<b>0</b>

Total number of shareholders (promoters)

16

(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	15,772,095	9.91	0	
	(ii) Non-resident Indian (NRI)	746,995	0.47	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	2,514,843	1.58	0	
4.	Banks	1,880	0	0	
5.	Financial institutions	4,000	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	19,526,638	12.27	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,253,474	2.05	0	
10.	Others FOREIGN PORTFOLIO INVESTORS	41,634,844	26.17	0	
	<b>Total</b>	83,454,769	52.45	0	0

Total number of shareholders (other than promoters) 65,022

Total number of shareholders (Promoters+Public/  
Other than promoters) 65,038

**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	16	16
Members (other than promoters)	66,120	65,022
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>	3	0	3	0	2.64	0
<b>B. Non-Promoter</b>	0	5	0	5	0	0.01
(i) Non-Independent	0	1	0	1	0	0
(ii) Independent	0	4	0	4	0	0.01
<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>5</b>	<b>3</b>	<b>5</b>	<b>2.64</b>	<b>0.01</b>

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

### (B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
MR. ASHOK KUMAR K. 	00273877	Director	1,047,004	
MR. CHETAN KAJARIA 	00273928	Director	1,339,880	
MR. RISHI KAJARIA	00228455	Director	1,805,716	
MR. DEV DATT RISHI	00312882	Director	624	
RAJ KUMAR BHARGAVA 	00016949	Director	18,592	
MR. H. RATHNAKAR H. 	05158270	Director	0	
MR. DEBI PRASAD BA. 	00061648	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
MRS. SUSHMITA SINGH	02284266	Director	0	
MR. RAM CHANDRA R	ABIPR6358K	Company Secretary	0	
MR. SANJEEV AGARWAL	ABQPA2001E	CFO	0	

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

0

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)

## 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	29/09/2020	65,096	108	51.99

### B. BOARD MEETINGS

\*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/06/2020	8	8	100
2	07/08/2020	8	8	100
3	20/10/2020	8	8	100
4	21/01/2021	8	8	100

### C. COMMITTEE MEETINGS

Number of meetings held

17

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 COMM	26/06/2020	4	4	100
2	AUDIT COMM	07/08/2020	4	4	100
3	AUDIT COMM	20/10/2020	4	4	100
4	AUDIT COMM	21/01/2021	4	4	100
5	STAKEHOLDER	05/05/2020	3	3	100
6	STAKEHOLDER	13/07/2020	3	2	66.67
7	STAKEHOLDER	05/10/2020	3	2	66.67
8	STAKEHOLDER	05/01/2021	3	2	66.67
9	NOMINATION	26/06/2020	4	4	100
10	NOMINATION	11/12/2020	4	3	75

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (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	MR. ASHOK K	4	4	100	13	13	100	
2	MR. CHETAN	4	4	100	10	10	100	
3	MR. RISHI KA	4	4	100	5	5	100	
4	MR. DEV DAT	4	4	100	1	1	100	
5	RAJ KUMAR I	4	4	100	4	4	100	
6	MR. H. RATHI	4	4	100	8	6	75	
7	MR. DEBI PR	4	4	100	7	7	100	
8	MRS. SUSHM	4	4	100	11	8	72.73	

**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	MR. ASHOK KUMAR	CHAIRMAN & M	26,429,000	0	0	39,600	26,468,600
2	MR. CHETAN KAJARI	JOINT MANAGER	27,820,000	0	0	39,600	27,859,600
3	MR. RISHI KAJARI	JOINT MANAGER	27,820,000	0	0	39,600	27,859,600
	Total		82,069,000	0	0	118,800	82,187,800

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	MR. RAM CHANDRAN	COMPANY SECRETARY	13,957,344	0	0	39,600	13,996,944
2	MR. SANJEEV AGARWAL	CFO	13,649,544	0	0	39,600	13,689,144
	Total		27,606,888	0	0	79,200	27,686,088

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MR. DEV DATT RISHI	NON EXECUTIVE	140,000	0	0	0	140,000
2	MR. RAJ KUMAR BANSAL	NON EXECUTIVE	240,000	0	0	0	240,000
3	MR. DEBI PRASAD	NON EXECUTIVE	300,000	0	0	0	300,000
4	MR. H. RATHNAKAR	NON EXECUTIVE	280,000	0	0	0	280,000
5	MRS. SUSHMITA SINGH	NON EXECUTIVE	280,000	0	0	0	280,000
	Total		1,240,000	0	0	0	1,240,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow

Associate  Fellow

Certificate of practice number

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.  
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

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

dated

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

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

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

**To be digitally signed by**

Director

DIN of the director

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

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

**List of attachments**

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**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**