

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

104 VASAN UDYOG BHAVAN, SUN MILL COMPOUND,
TULSI PIPE ROAD, LOWER PAREL
MUMBAI
Maharashtra
400013

(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

(b) CIN of the Registrar and Transfer Agent

Name of the Registrar and Transfer Agent

Registered office address of the Registrar and Transfer Agents

(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	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)*No. of Companies for which information is to be given

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	NYKAA E- RETAIL PRIVATE LIM	U74999MH2017PTC291558	Subsidiary	100
2	FSN BRANDS MARKETING PRIV	U74120MH2015PTC262096	Subsidiary	100
3	NYKAA FASHION PRIVATE LIM	U18102MH2019PTC320627	Subsidiary	100
4	NYKAA-KK BEAUTY PRIVATE LI	U24290MH2018PTC311880	Subsidiary	51
5	FSN INTERNATIONAL PRIVATE	U52100MH2019PTC334211	Subsidiary	100

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	19,500,000	15,057,237	15,057,237	15,057,237
Total amount of equity shares (in Rupees)	195,000,000	150,572,370	150,572,370	150,572,370

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	19,500,000	15,057,237	15,057,237	15,057,237
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	195,000,000	150,572,370	150,572,370	150,572,370

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	500,000	436,500	436,500	436,500
Total amount of preference shares (in rupees)	5,000,000	4,365,000	4,365,000	3,273,750

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.001% Non-cumulative , Optionally Convertible Red				
Number of preference shares	500,000	436,500	436,500	436,500
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	5,000,000	4,365,000	4,365,000	3,273,750

(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			
Equity shares						
At the beginning of the year	1,747,150	12,801,927	14549077	145,490,770	145,490,770	

Increase during the year	427,560	80,600	508160	5,081,600	5,081,600	1,036,482,8
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	142,336	0	142336	1,423,360	1,423,360	861,070,172
v. ESOPs	285,224	80,600	365824	3,658,240	3,658,240	175,412,646
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	
<input type="checkbox"/> X						
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				0	0	
<input type="checkbox"/> X						
At the end of the year	2,174,710	12,882,527	15057237	150,572,370	150,572,370	
Preference shares						
At the beginning of the year	275,000	0	275000	2,750,000	2,062,500	
Increase during the year	161,500	0	161500	1,615,000	1,211,250	977,003,940
i. Issues of shares	161,500	0	161500	1,615,000	1,211,250	977,003,940
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
<input type="checkbox"/> X						
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				0	0	
<input type="checkbox"/> X						
At the end of the year	436,500	0	436500	4,365,000	3,273,750	

ISIN of the equity shares of the company

INE388Y01029

(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="30/09/2020"/>
Date of registration of transfer (Date Month Year)	<input type="text"/>
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				<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	

Date of registration of transfer (Date Month Year)				<input type="text"/>		
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.)	
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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			0

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)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	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

1,458,132,707

(ii) Net worth of the Company

5,611,432,449

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	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0

3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others Trusts	7,317,295	48.6	143,500	32.88
	Total	7,317,295	48.6	143,500	32.88

Total number of shareholders (promoters)

2

(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	2,097,236	13.93	165,000	37.8
	(ii) Non-resident Indian (NRI)	1,906,100	12.66	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0

8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	403,245	2.68	0	0
10.	Others Fearing Capital India Evolvi	3,333,361	22.14	128,000	29.32
	Total	7,739,942	51.41	293,000	67.12

Total number of shareholders (other than promoters)

79

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

81

**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	2	2
Members (other than promoters)	71	79
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	1	2	1	2	0	0
B. Non-Promoter	0	5	0	5	0	0
(i) Non-Independent	0	5	0	5	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	4	0	4	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	2	0	2	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	2	0	2	0	0
Total	1	11	1	11	0	0

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)
FALGUNI SANJAY NAY	00003633	Managing Director	0	
ADWAITA SANJAY NA	07931382	Director	1,000	
ANCHIT NAYAR	08351358	Director	5,334	
MILAN BHAGWANDAS	00394065	Director	0	
ANITA RAMACHANDR,	00118188	Director	2,260	
ALPANA PARIDA	06796621	Director	5,648	
WILLIAM SEAN SOVAH	01161892	Nominee director	0	15/07/2021
SHEFALI MUNJAL	01336733	Nominee director	76,924	15/07/2021
PADMINI ADITYA VIKR	00046486	Nominee director	0	15/07/2021
AKSHAY TANNA	02967021	Nominee director	0	15/07/2021
VIKRAM SUD	01853732	Director	18,000	09/04/2021
YOGESH MAHANSARI	00090323	Director	0	30/07/2021
FALGUNI SANJAY NAY	ABHPN4229N	CEO	0	
ARVIND GOVIND AGAI	ADCPA2142C	CFO	0	
RAJENDRA NILKANTH	AARPP0968R	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)
FALGUNI SANJAY NAY	00003633	Director	12/02/2021	Change in Designation
ARVIND GOVIND AGAI	ADCPA2142C	CFO	01/06/2020	Appointment
SACHIN PARIKH	APBPP2074D	CFO	01/06/2020	Cessation
RAJENDRA NILKANTH	AARPP0968R	Company Secretar	05/11/2020	Appointment
PRATIK BHUJADE	ATYPB5011D	Company Secretar	05/11/2020	Cessation
ANCHIT SANJAY NAYA	08351358	Additional director	30/09/2020	Change in designation as Director

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

6

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra-Ordinary General Mee	21/04/2020	73	3	53.08
Extra-Ordinary General Mee	22/05/2020	72	4	57.25
Extra-Ordinary General Mee	10/10/2020	75	6	24.87
Extra-Ordinary General Mee	29/01/2021	88	6	27.35
Extra-Ordinary General Mee	08/03/2021	80	11	37
Annual General Meeting	30/09/2020	68	16	33.41

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/04/2020	12	10	83.33
2	22/05/2020	12	11	91.67

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	20/08/2020	12	11	91.67
4	05/11/2020	12	10	83.33
5	28/01/2021	12	11	91.67
6	12/02/2021	12	11	91.67

C. COMMITTEE MEETINGS

Number of meetings held

12

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	19/08/2020	4	4	100
2	Audit Committee	03/11/2020	4	4	100
3	Audit Committee	09/02/2021	5	5	100
4	Nomination and	16/07/2020	4	4	100
5	Nomination and	19/08/2020	4	2	50
6	Nomination and	04/11/2020	4	4	100
7	Nomination and	09/02/2021	4	4	100
8	Finance cum M	30/09/2020	3	3	100
9	Series-F Fund	21/04/2020	3	3	100
10	Series-F Fund	22/05/2020	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	29/09/2021
								(Y/N/NA)
1	FALGUNI SAM	6	6	100	3	3	100	Yes
2	ADWAITA SA	6	6	100	0	0	0	No

3	ANCHIT NAYAK	6	6	100	3	3	100	Yes
4	MILAN BHAGAT	6	6	100	6	6	100	Yes
5	ANITA RAMACHAN	6	6	100	7	7	100	Yes
6	ALPANA PARIKH	6	6	100	7	6	85.71	No
7	WILLIAM SEAR	6	5	83.33	5	5	100	Not Applicable
8	SHEFALI MUNDRA	6	3	50	0	0	0	Not Applicable
9	PADMINI ADITYA	6	3	50	0	0	0	Not Applicable
10	AKSHAY TANK	6	5	83.33	0	0	0	Not Applicable
11	VIKRAM SUDHAKAR	6	6	100	0	0	0	Not Applicable
12	YOGESH MAHAPATRA	6	6	100	11	10	90.91	Not Applicable

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	FALGUNI SANJAY	Managing Director	94,731,766	0	0	0	94,731,766
	Total		94,731,766	0	0	0	94,731,766

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ARVIND GOVINDA	CFO	19,575,751	0	0	95,000	19,670,751
2	RAJENDRA NILKAI	CS	4,955,577	0	0	0	4,955,577
3	PRATIK BHUJADE	CS	1,105,049	0	0	0	1,105,049
4	SACHIN PARIKH	CFO	1,829,734	0	0	0	1,829,734
	Total		27,466,111	0	0	95,000	27,561,111

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ANITA RAMACHAN	Director	0	1,000,000	0	340,000	1,340,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	ALPANA PARIDA	Director	0	500,000	0	340,000	840,000
3	YOGESHKUMAR M	Director	0	1,000,000	0	340,000	1,340,000
	Total		0	2,500,000	0	1,410,000	3,910,000

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

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

Atul Mehta

Whether associate or fellow

Associate Fellow

Certificate of practice number

2486

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

Falguni Sanjay Nayar
Digitally signed by Falguni Sanjay Nayar
Date: 2021.10.23 19:21:05 +05'30'

DIN of the director

To be digitally signed by

ATUL HASMUKH RAI MEHTA
Digitally signed by ATUL HASMUKH RAI MEHTA
Date: 2021.10.23 19:25:47 +05'30'

- 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 Attachment(s), if any

List of attachments

Attach	FSN E - List of Shareholders.pdf
Attach	FSN MGT-8.pdf
Attach	FSN E - List of transfers.pdf
Attach	FSN E - Committee meeting details.pdf
Attach	FSN E - Clarification Letter.pdf
	UDIN of MGT-7_FSN.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

