

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]



सत्यमेव जयते

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

L18101KA2004PLC033475

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCG0895N

(ii) (a) Name of the company

GOKALDAS EXPORTS LIMITED

(b) Registered office address

No. 25, Second Cross, Third Main,
Industrial Suburb, Yeshwantpur
Bangalore
Bangalore
Karnataka
560022



(c) *e-mail ID of the company

cs@gokaldasexports.com

(d) *Telephone number with STD code

08068951000

(e) Website

(iii) Date of Incorporation

01/03/2004

(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	NATIONAL STOCK EXCHANGE INDIA LIMITED	1,024
2	BSE LIMITED	1

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (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

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	C2	Textile, leather and other apparel products	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	ALL COLOUR GARMENTS PRIVA	U17111KA2004PTC034055	Subsidiary	100
2	SNS CLOTHING PRIVATE LIMIT	U17115KA2004PTC034457	Subsidiary	100

3	VIGNESH APPARELS PRIVATE L	U18101KA2004PTC033759	Subsidiary	100
4	GOKALDASEXPORTS ACHARPL	U17299KA2021PTC151158	Subsidiary	100
5	SRI SUSAMYUTA KNITS PRIVAT	U17299KA2022PTC156633	Subsidiary	100
6	Gokaldas Exports FZCO		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	65,000,000	58,976,994	58,976,994	58,976,994
Total amount of equity shares (in Rupees)	325,000,000	294,884,970	294,884,970	294,884,970

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	65,000,000	58,976,994	58,976,994	58,976,994
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	325,000,000	294,884,970	294,884,970	294,884,970

(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	0

(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	Physical	DEMAT	Total			
At the beginning of the year	615	42,895,048	42895663	214,478,315	214,478,315	
Increase during the year	0	16,081,332	16081332	80,406,660	80,406,660	2,923,899,000
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	657,167	657167	3,285,835	3,285,835	1,020,000
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		15,424,165	15424165	77,120,825	77,120,825	2,922,879,000
Qualified Institutional Placement and dematerialisation						
Decrease during the year	1	0	1	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	1		1			
Dematerialisation of shares						
At the end of the year	614	58,976,380	58976994	294,884,975	294,884,975	
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

INE887G01027

(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"/>
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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							
Transferor's Name							
	Surname		middle name		first name		
Ledger Folio of Transferee							
Transferee's Name							
	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
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

17,890,880,000

(ii) Net worth of the Company

7,096,296,000

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	249,391	0.42	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	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	13,955,957	23.66	0	
10.	Others		0	0	
	Total	14,205,348	24.08	0	0

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	17,444,623	29.58	0	
	(ii) Non-resident Indian (NRI)	625,587	1.06	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	6,505,333	11.03	0	
7.	Mutual funds	16,044,384	27.2	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,861,281	6.55	0	
10.	Others Trust, Alternate Investment	290,438	0.49	0	
	Total	44,771,646	75.91	0	0

Total number of shareholders (other than promoters) 36,910

**Total number of shareholders (Promoters+Public/
Other than promoters)** 36,912

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
BNP PARIBAS ARBITRA	BNP PARIBAS ARBITRAGE			459	
CAN LAH INVESTMENT	CAN LAH INVESTMENTS PTE. LTD.			922,352	
MONETARY AUTHORIT	MONETARY AUTHORITY OF SINGA			20,823	
POLUS GLOBAL FUND	POLUS GLOBAL FUND			400,000	

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
AIDOS INDIA FUND LT +	AIDOS INDIA FUND LTD			7,000	
GS INDIA EQUITY	GS INDIA EQUITY			57,116	
AMERICAN CENTURY I +	AMERICAN CENTURY ETF TRUST - A +			4,153	
GOLDMAN SACHS FUI +	GOLDMAN SACHS FUNDS - GOLDI +			2,827,763	
HSBC GLOBAL INVEST +	HSBC GLOBAL INVESTMENT FUND +			1,609,843	
BUMA-UNIVERSAL-FO +	BUMA-UNIVERSAL-FONDS I			80,028	
PUBLIC EMPLOYEES RI +	PUBLIC EMPLOYEES RETIREMENT A +			21,063	
AURIGIN MASTER FUN +	AURIGIN MASTER FUND LIMITED			194,669	
AMERICAN CENTURY I +	AMERICAN CENTURY ETF TRUST-A +			19,364	
AMERICAN CENTURY I +	AMERICAN CENTURY ETF TRUST-A +			68	
NATIONAL RAILROAD +	NATIONAL RAILROAD RETIREMENT +			17,115	
STATE OF WISCONSIN +	STATE OF WISCONSIN INVESTMENT +			29,459	
TARA EMERGING ASIA +	TARA EMERGING ASIA LIQUID FUND +			55,000	
ACADIAN EMERGING I +	ACADIAN EMERGING MARKETS SM +			152,297	
VIRGINIA RETIREMENT +	VIRGINIA RETIREMENT SYSTEM MA +			13,339	
ACADIAN EMERGING I +	ACADIAN EMERGING MARKETS EC +			8,277	
QUADRATURE CAPITA +	QUADRATURE CAPITAL VECTOR SI +			45,536	
ACADIAN EMERGING I +	ACADIAN EMERGING MARKETS EC +			19,609	

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)	24,609	36,910
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	0	2	0	2	0	0.42
B. Non-Promoter	2	2	2	2	0	0
(i) Non-Independent	2	0	2	0	0	0
(ii) Independent	0	2	0	2	0	0
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	2	4	2	4	0	0.42

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

8

(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)
RICHARD BLAISE SEB 	00189029	Director	0	
MATHEW CYRIAC	01903606	Director	0	
ANURADHA SHARMA	01965605	Director	0	
GAUTHAM MADHAVAN 	02826558	Director	249,391	
SATHYAMURTHY ANN 	APLPS2325E	CFO	0	
SIVARAMAKRISHNAN 	07954560	Managing Director	0	
PRABHAT KUMAR SIN 	08275987	Whole-time director	0	
SHRITHEE SHEKAR M 	BWAPM9521R	Company Secretar	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

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	17/09/2021	25,411	64	
Postal Ballot	11/12/2021	25,000		

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	14/05/2021	6	6	100
2	30/07/2021	6	6	100
3	24/08/2021	6	6	100
4	17/09/2021	6	5	83.33
5	29/10/2021	6	5	83.33
6	21/01/2022	6	6	100
7	01/03/2022	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

10

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	14/05/2021	3	3	100
2	Audit Committee	30/07/2021	3	3	100
3	Audit Committee	24/08/2021	3	3	100
4	Audit Committee	29/10/2021	3	2	66.67
5	Audit Committee	21/01/2022	3	3	100
6	Nomination and Remuneration Committee	30/07/2021	4	4	100
7	Nomination and Remuneration Committee	17/09/2021	4	4	100
8	Nomination and Remuneration Committee	01/03/2022	3	3	100
9	Stakeholder Relationship Committee	17/09/2021	3	3	100
10	Corporate Social Responsibility Committee	21/01/2022	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	
								(Y/N/NA)
1	RICHARD BLA	7	7	100	10	10	100	
2	MATHEW CYI	7	6	85.71	10	9	90	
3	ANURADHA S	7	7	100	9	9	100	
4	GAUTHAM M	7	7	100	2	2	100	
5	SIVARAMAKF	7	7	100	2	2	100	
6	PRABHAT KU	7	6	85.71	0			

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sivaramakrishnan C	Managing Director	23,978,000	0	0	44,781,000	68,759,000
2	Prabhat Kumar Singh	Whole Time Director	6,500,000	0	0	0	6,500,000
	Total		30,478,000	0	0	44,781,000	75,259,000

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	SATHYAMURTHY, S	CFO	17,394,000				17,394,000
2	SHRITHEE SHEKAR	Company Secretary	1,353,000				1,353,000
	Total		18,747,000		0	0	18,747,000

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Richard Blaise Sebastian	Non-Executive Director	0	0	0	1,440,000	1,440,000
2	Anuradha Sharma	Non- Executive Director	0	0	0	1,680,000	1,680,000
3	Mathew Cyriac	Non-Executive Director	0	0	0	1,440,000	1,440,000
4	Gautham Madhavarao	Non-Executive Director	0	0	0	1,280,000	1,280,000
	Total		0	0	0	5,840,000	5,840,000

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

Nagendra D Rao

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

7731

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. ... 06 dated 29/04/2022

(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

07954560

To be digitally signed by

- ☐ Company Secretary
- ☒ Company secretary in practice

Membership number

5553

Certificate of practice number

7731

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

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