

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 (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

L26941UP1983PLC027278

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACA2513K

(ii) (a) Name of the company

RADICO KHAITAN LIMITED

(b) Registered office address

BAREILLY ROAD
RAMPUR
UTTAR PRADESH
Uttar Pradesh
244901



(c) *e-mail ID of the company

investor@radico.co.in

(d) *Telephone number with STD code

01140975444

(e) Website

www.Radicokhaitan.com

(iii) Date of Incorporation

21/07/1983

(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 of India	1,024
2	Bombay Stock Exchange	1

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

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 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2023

(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	C1	Food, beverages and tobacco products	

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

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

9

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Radico NV Distilleries Maharashtra 	U15429MH2000PLC193208	Joint Venture	36
2	Radico Spiritzs India Private Limited 	U15494UP2013PTC073884	Subsidiary	100

3	Accomreal Builders Private Limited	U70109UP2021PTC144703	Subsidiary	100
4	Compaqt Era Builders Private Limited	U70109UP2021PTC143152	Subsidiary	100
5	Destihomz Buildwell Private Limited	U70200UP2021PTC143341	Subsidiary	100
6	Equibuild Realtors Private Limited	U70103UP2021PTC143294	Subsidiary	100
7	Proprent Era Estates Private Limited	U70109UP2021PTC143872	Subsidiary	100
8	Binayah Builders Private Limited	U70109UP2021PTC151558	Subsidiary	100
9	Firstcode Reality Private Limited	U70109UP2021PTC150995	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	170,000,000	133,673,765	133,673,765	133,673,765
Total amount of equity shares (in Rupees)	340,000,000	267,347,530	267,347,530	267,347,530

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs. 10 each				
Number of equity shares	170,000,000	133,673,765	133,673,765	133,673,765
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	340,000,000	267,347,530	267,347,530	267,347,530

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	6,000,000	0	0	0
Total amount of preference shares (in rupees)	600,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares of Rs. 100 each				
Number of preference shares	6,000,000			
Nominal value per share (in rupees)	100			
Total amount of preference shares (in rupees)	600,000,000	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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	1,087,238	132,586,527	133673765	267,347,530	267,347,530	
		+		+	+	
Increase during the year	0	165,395	165395	330,790	330,790	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		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		165,395	165395	330,790	330,790	
Conversion of Physical Shares into Demat						
Decrease during the year	165,395	0	165395	330,790	330,790	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0

iv. Others, specify	165,395		165395	330,790	330,790	
Decreasing Equity Shares						
At the end of the year	921,843	132,751,922	133673765	267,347,530	267,347,530	
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

(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
Partly convertible debentures	0		0
Fully convertible debentures	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

127,439,108,000

(ii) Net worth of the Company

22,078,953,000

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	412,210	0.31	0	
	(ii) Non-resident Indian (NRI)		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	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors		0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	53,417,608	39.96	0	
10.	Others		0	0	
	Total	53,829,818	40.27	0	0

Total number of shareholders (promoters)

10

(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	17,157,703	12.84	0	
	(ii) Non-resident Indian (NRI)	899,303	0.67	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	104	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	3,705,769	2.77	0	
4.	Banks	3,958	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	24,904,923	18.63	0	
7.	Mutual funds	24,347,910	18.21	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,790,532	2.84	0	
10.	Others Alternate Investment Fund, +	5,033,745	3.77	0	
	Total	79,843,947	59.73	0	0

Total number of shareholders (other than promoters)

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

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

145

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
TIMF Holdings				6,195,129	4.63
BNP Paribas Arbitrage +				1,707,955	1.28
Think India Opportuni +				1,536,888	1.15
Massachusetts Institut +				1,480,000	1.11

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Vanguard Emerging M +				1,133,208	0.85
Vanguard Total Intern +				1,059,212	0.79
Ishares Core MSCI Eme +				811,380	0.61
Government Pension +				730,340	0.55
The Scottish Oriental +				624,156	0.47
First State Indian Subc +				611,562	0.46
Emerging Markets Cor +				491,461	0.37
Universal - Investment +				491,438	0.37
Vanguard Fiduciary Tr +				486,583	0.36
238 Plan Associates LL +				348,000	0.26
Bowhead India Fund				322,975	0.24
Bofa Securities Europe +				320,717	0.24
Vanguard FTSE All- Wo +				300,724	0.22
The Emerging Markets +				272,791	0.2
Dovetail India Fund C +				270,450	0.2
Emerging Markets Sm +				269,108	0.2
The Nomura Trust and +				254,750	0.19
Tata Indian Opportuni +				200,000	0.15
Envision India Fund				197,500	0.15
Ishares Core MSCI Tot +				196,044	0.15
Abu Dhabi Investmen +				173,735	0.13

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	10	10
Members (other than promoters)	146,380	117,079
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	0	2	0	0.24	0
B. Non-Promoter	1	5	1	5	0.01	0.01
(i) Non-Independent	1	0	1	0	0.01	0
(ii) Independent	0	5	0	5	0	0.01
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	5	3	5	0.25	0.01

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)
Lalit Kumar Khaitan	00238222	Managing Director	234,295	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Abhishek Khaitan	00772865	Managing Director	86,065	
Krishan Pal Singh	00178560	Whole-time director	20,000	
Sharad Jaipuria	00017049	Director	1,000	
Raghupati Singhania	00036129	Director		
Tushar Jain	00053023	Director	1,000	
Dilip Kumar Banthiya	AAVPB8361L	CFO	721	
Sushmita Singha	02284266	Director		
Sarvesh Srivastava	06869261	Director		
Dinesh Kumar Gupta	AISPG5909L	Company Secretary		

(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	29/09/2022	132,852	59	46.4

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	30/05/2022	8	7	87.5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	10/08/2022	8	8	100
3	14/11/2022	8	4	50
4	14/02/2023	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

25

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	30/05/2022	3	2	66.67
2	Audit Committee	10/08/2022	3	2	66.67
3	Audit Committee	14/11/2022	3	2	66.67
4	Audit Committee	14/02/2023	3	3	100
5	Stakeholder's	30/05/2022	3	3	100
6	Stakeholder's	10/08/2022	3	3	100
7	Stakeholder's	14/11/2022	3	2	66.67
8	Stakeholder's	14/02/2023	3	3	100
9	Nomination, R	30/05/2022	3	2	66.67
10	Nomination, R	10/08/2022	3	2	66.67

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	Lalit Kumar K	4	2	50	13	6	46.15	
2	Abhishek Khai	4	4	100	14	12	85.71	
3	Krishan Pal Si	4	4	100	13	13	100	

4	Sharad Jaipur	4	3	75	11	8	72.73	
5	Raghupati Sin	4	3	75	7	4	57.14	
6	Tushar Jain	4	3	75	15	6	40	
7	Sushmita Sing	4	3	75	4	4	100	
8	Sarvesh Sriva	4	4	100	9	9	100	

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	Lalit Kumar Khaitan	Managing Director					0
2	Abhishek Khaitan	Managing Director					0
3	Krishan Pal Singh	Whole Time Director					0
	Total						

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	DILIP KUMAR BAN	Chief Financial Officer					0
2	DINESH KUMAR G	Company Secretary					0
	Total						

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	SHARAD JAIPURIA	Independent Director				195,000	195,000
2	RAGHUPATI SINGH	Independent Director				165,000	165,000
3	TUSHAR JAIN	Independent Director				180,000	180,000
4	SUSHMITA SINGH	Independent Director				150,000	150,000
5	SARVESH SRIVASTAVA	Independent Director				280,000	280,000
	Total		0		0	970,000	970,000

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

Tanuj Vohra

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

5253

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

DIN of the director

00178560

To be digitally signed by

☒ Company Secretary

☐ Company secretary in practice

Membership number

9191

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

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