

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

U74999PN2002PLC016834

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCB0943N

(ii) (a) Name of the company

BVG INDIA LIMITED

(b) Registered office address

'BVG HOUSE', PREMIER PLAZA, PUNE- MUMBAI ROAD,
CHINCHWAD
PUNE
Maharashtra
411019

(c) *e-mail ID of the company

rajni.p@bvgindia.com

(d) *Telephone number with STD code

0203509000

(e) Website

www.bvgindia.com

(iii) Date of Incorporation

20/03/2002

(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

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(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

(f) Specify the reasons for not holding the same

AGM will be held on 19/08/2023

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	N	Support service to Organizations	N5	Housekeeping & maintenance service	95.81

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
1	BVG KSHITIJ WASTE MANAGEM +	U90009PN2011PTC141572	Subsidiary	74
2	OUT-OF-HOME MEDIA (INDIA) +	U74300MH2006PTC163636	Subsidiary	100
3	BVG SKILL ACADEMY	U74900PN2015NPL157482	Subsidiary	51
4	BVG-UKSAS (SPV) PRIVATE LIM +	U85300PN2019PTC187306	Subsidiary	74
5	BVG SECURITY SERVICES PRIVA +	U74900PN2011PTC141608	Subsidiary	51

6	BVG-UKSAS EMS PRIVATE LIMITED	U85100PN2016PTC158982	Associate	49
7	JHAMTANI PROSUMERS SOLAR	U40108PN2022PTC210573	Associate	21
8	BVG KRYSTAL JOINT VENTURE		Joint Venture	51

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	32,164,861	25,710,388	25,710,388	25,710,388
Total amount of equity shares (in Rupees)	321,648,610	257,103,880	257,103,880	257,103,880

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	32,164,861	25,710,388	25,710,388	25,710,388
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	321,648,610	257,103,880	257,103,880	257,103,880

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	14,835,139	14,835,139	14,835,139	14,835,139
Total amount of preference shares (in rupees)	148,351,390	148,351,390	148,351,390	148,351,390

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares of Rs. 10 each				
Number of preference shares	14,835,139	14,835,139	14,835,139	14,835,139
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	148,351,390	148,351,390	148,351,390	148,351,390

(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	160,794	25,549,594	25710388	257,103,880	257,103,880	
Increase during the year	0	0	0	0	0	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	0	0	0	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						
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						
At the end of the year	160,794	25,549,594	25710388	257,103,880	257,103,880	
Preference shares						

At the beginning of the year	14,835,139	0	14835139	148,351,390	148,351,390	
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	14,835,139	0	14835139	148,351,390	148,351,390	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

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 style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 100px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>	
Transferor's Name	<input style="width: 150px;" type="text"/>	<input style="width: 100px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>	
Transferee's Name	<input style="width: 150px;" type="text"/>	<input style="width: 100px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 100px;" 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	

(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	682,977	10	6,829,770
Total			6,829,770

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	6,829,770	0	0	6,829,770

(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	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

(i) Turnover

23,097,034,066

(ii) Net worth of the Company

10,228,862,964

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	14,885,204	57.9	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	0	0	0	0
	Total	14,885,204	57.9	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	3,461,358	13.46	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)	7,363,826	28.64	14,835,139	100
10.	Others	0	0	0	0
	Total	10,825,184	42.1	14,835,139	100

Total number of shareholders (other than promoters)

182

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

184

**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)	173	182
Debenture holders	1	1

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	1	1	32.4	4.31
B. Non-Promoter	0	6	0	5	0	0
(i) Non-Independent	0	2	0	2	0	0
(ii) Independent	0	4	0	3	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	6	1	6	32.4	4.31

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

9

(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. Hanmantrao Gaikwad	01597742	Managing Director	13,136,112	
Mr. Umesh Mane	01597365	Director	1,749,092	
Mrs. Swapnali Gaikwad	06972087	Director	739,952	
Mr. Pankaj Dhingra	07775198	Director	0	
Mr. Chandrakant Dalvi	03069236	Director	0	
Mr. Rajendra Nimbhorkar	08152265	Director	0	
Mr. Prabhakar Karandikar	02142050	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Ms. Rajani Pamnani	AASPP0883C	Company Secretary	0	
Mr. Manoj Jain	ACNPJ2480N	CFO	0	

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

2

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)
Mr. Umesh Mane	01597365	Whole-time director	10/03/2023	Change in Designation
Mr. Jayant Pendse	02434630	Director	24/03/2023	Cessation due to retirement

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	16/08/2022	185	11	57.95

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	08/04/2022	8	7	87.5
2	02/06/2022	8	8	100
3	30/09/2022	8	7	87.5
4	11/01/2023	8	7	87.5
5	10/03/2023	8	7	87.5
6	29/03/2023	7	6	85.71

C. COMMITTEE MEETINGS

Number of meetings held

14

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	08/04/2022	4	3	75
2	Audit Committee	02/06/2022	4	4	100
3	Audit Committee	30/09/2022	4	4	100
4	Audit Committee	10/03/2023	4	4	100
5	Nomination and Remuneration	02/06/2022	3	3	100
6	Nomination and Remuneration	10/03/2023	3	3	100
7	Corporate Social Responsibility	06/04/2022	3	3	100
8	Corporate Social Responsibility	09/09/2022	3	3	100
9	Corporate Social Responsibility	27/10/2022	3	3	100
10	Finance Committee	30/07/2022	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	
1	Mr. Hanmantrao	6	6	100	9	9	100	
2	Mr. Umesh Mahajan	6	2	33.33	9	5	55.56	
3	Mrs. Swapnali	6	6	100	6	6	100	
4	Mr. Pankaj Dhanraj	6	6	100	4	3	75	
5	Mr. Chandrakant	6	5	83.33	6	6	100	
6	Mr. Rajendra	6	6	100	2	2	100	
7	Mr. Prabhakar	6	6	100	4	4	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Hanmantrao Gaikwad	Managing Director	22,478,403	0	0	23,400	22,501,803
2	Mr. Umesh Gautam	Director	9,000,900	0	0	0	9,000,900
	Total		33,857,703	0	0	23,400	31,502,703

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. Manoj Jain	CFO	8,928,326	0	0	500,880	9,429,206
2	Ms. Rajani Pamnani	Company Secretary	3,965,606	0	0	217,044	4,182,650
	Total		12,893,932	0	0	717,924	13,611,856

Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mrs. Swapnali Gaikwad	Director	2,378,400	0	0	23,400	2,401,800
2	Mr. Pankaj Dhingra	Director	0	4,000,000	0	0	4,000,000
	Total		2,378,400	4,000,000	0	23,400	6,401,800

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

6

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
BVG India Limited	JUDICIAL MAGISTRATE	13/08/2022	137 of The Companies Act, 2013	Fine of Rs.500/- each	Matter resolved
Umesh Gautam	JUDICIAL MAGISTRATE	13/08/2022	137 of The Companies Act, 2013	Fine of Rs.500/- each	Matter resolved
Vaishali Hanmantrao Gaikwad	JUDICIAL MAGISTRATE	13/08/2022	137 of The Companies Act, 2013	Fine of Rs.500/- each	Matter resolved

Ganesh Shripad Li	JUDICIAL MAGIS	13/08/2022	137 of The Compan	Fine of Rs.500/- ea	Matter resolved
Hanmantrao Gaikv	JUDICIAL MAGIS	13/08/2022	137 of The Compan	Fine of Rs.500/- ea	Matter resolved
Rajani Ramchand	JUDICIAL MAGIS	13/08/2022	137 of The Compan	Fine of Rs.500/- ea	Matter resolved

(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

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 Attachment(s), if any

-
-
-
-

List of attachments

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



IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

C. COMMITTEE MEETINGS

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
11	Finance Committee	27/09/2022	3	3	100
12	Finance Committee	02/11/2022	3	2	66.67
13	Finance Committee	02/12/2022	3	2	66.67
14	Finance Committee	29/12/2022	3	3	100
15	Finance Committee	01/03/2023	3	2	66.67