

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

U47820GJ2023PLC140106

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

ABKCS5559A

(ii) (a) Name of the company

SHREE KARNI FABCOM LIMITED

(b) Registered office address

PLOT 188, 189, 190 BLOCK NO. 314, RAJHANS TEXPA VILLAGE BALE
SHVAR, TALUKA PALSANA Baleshwar
Palsana
Surat
Gujarat
394217

(c) *e-mail ID of the company

shreekarnipvtltd2022@gmail.com

(d) *Telephone number with STD code

0332622350900

(e) Website

www.skflindia.com

(iii) Date of Incorporation

11/04/2023

(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
	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024

(b) CIN of the Registrar and Transfer Agent

U74899DL1973PLC006950

Pre-fill

Name of the Registrar and Transfer Agent

MAS SERVICES LTD

Registered office address of the Registrar and Transfer Agents

T-34, 2nd Floor,
Okhla Industrial Area, Phase - II

(vii) *Financial year From date 11/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

AGM will be held on 28.09.2024

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

2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Textron Fabtech LLP		Associate	45
2	IGK Technical Textiles LLP		Subsidiary	66.67

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	8,000,000	7,072,000	7,072,000	7,072,000
Total amount of equity shares (in Rupees)	80,000,000	70,720,000	70,720,000	70,720,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	8,000,000	7,072,000	7,072,000	7,072,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	80,000,000	70,720,000	70,720,000	70,720,000

(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	0	1,000,000	1000000	10,000,000	10,000,000	
Increase during the year	0	6,072,000	6072000	60,720,000	60,720,000	433,624,000
i. Public Issues	0	1,872,000	1872000	18,720,000	18,720,000	406,224,000
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	4,000,000	4000000	40,000,000	40,000,000	0
iv. Private Placement/ Preferential allotment	0	200,000	200000	2,000,000	2,000,000	27,400,000
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				0	0	
At the end of the year	0	7,072,000	7072000	70,720,000	70,720,000	
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				0	0	
NA						
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	
NA						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE0S4Y01010

(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

1,208,893,884.2

(ii) Net worth of the Company

661,943,399.7

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	5,000,000	70.7	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 NA	0	0	0	
	Total	5,000,000	70.7	0	0

Total number of shareholders (promoters)

4

(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	1,219,200	17.24	0	
	(ii) Non-resident Indian (NRI)	30,600	0.43	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	3,000	0.04	0	
4.	Banks	0	0	0	
5.	Financial institutions	237,000	3.35	0	
6.	Foreign institutional investors	357,000	5.05	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	160,400	2.27	0	
10.	Others Clearing Members & Trusts	64,800	0.92	0	
	Total	2,072,000	29.3	0	0

Total number of shareholders (other than promoters)

793

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

797

(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
WATER FRONT GLOBAL +	C/O ANEX MANAGEMENT SERVICE +			600	0.01
CITRINE FUND LIMITED +	DEUTSCHE BANK AG, DB HOUSE, H +			600	0
NOVA GLOBAL OPPORTUNITIES +	3RD FLOOR, RUE DU SAVOIR, 355 I +			1,800	0.03
VIKASA INDIA EIF I FUND +	4TH FLOOR 19 BANK STREET, CYBER +			98,400	1.39

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
VIKASA INDIA EIF I FUI +	EDELWEISS CAPITAL SERVICES LIM +			108,000	1.53
VIKASA INDIA EIF I FUI +	ORBIS FINANCIAL CORPORATION I +			3,600	0.05
CRAFT EMERGING MA +	ORBIS FINANCIAL CORPORATION I +			10,800	0.15
CRAFT EMERGING MA +	ORBIS FINANCIAL CORPORATION I +			11,400	0.16
GALAXY NOBLE GLOB +	ICICI BANK LTD, EMPIRE COMPLEX +			1,800	0.03
AIDOS INDIA FUND LT +	ICICI BANK LTD, SMS DEPT 1ST FLC +			5,400	0.08
MERU INVESTMENT FL +	ORBIS FINANCIAL CORPORATION I +			3,000	0.04
AYUSHMAT LTD +	HDFC BANK LIMITED, CUSTODY OI +			2,400	0.03
ASTORNE CAPITAL VC +	19-96, THE CENTRAL, 8 EU TONG S +			104,400	1.48
SAINT CAPITAL FUND +	C/O TRI-PRO ADMINISTRATORS LT +			1,200	0.02
FUNICULAR FUNDS LP +	KOTAK MAHINDRA BANK LIMITED, +			3,600	0.05

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	4	4
Members (other than promoters)	793	793
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	4	0	4	0	70.7	0
B. Non-Promoter	0	0	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	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	4	0	4	3	70.7	0

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)
RADHE SHYAM DAGA 	07848061	Whole-time director	1,250,000	
MANOJ KUMAR KARN 	08156230	Whole-time director	1,250,000	
RAJ KUMAR AGARWA 	09748957	Whole-time director	1,250,000	
RAJIV LAKHOTIA	02939190	Managing Director	1,250,000	
RASHMI BIHANI	07062288	Director	0	
ARBIND KUMAR LAHO 	AJIPL3769J	CFO	0	
SRIYANS LUNIA	08178507	Director	0	
SWATI SINGHANIA	03610903	Director	0	
JYOTI CHITLANGIYA	BHDPC0836R	Company Secretary	0	29/05/2024

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

9

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)
Rajiv Lakhotia	02939190	Managing Director	10/10/2023	Change in designation
Radhe Shyam Daga	07848061	Whole-time director	10/10/2023	Change in designation
Manoj Kumar Karnal	08156230	Whole-time director	10/10/2023	Change in designation
Raj Kumar Agarwal	09748957	Whole-time director	10/10/2023	Change in designation
Rashmi Bihani	07062288	Director	10/10/2023	Appointment
Swati Singhania	03610903	Director	10/10/2023	Appointment
Sriyans Lunia	08178507	Director	01/11/2023	Appointment
Arbind Kumar Lahoti	AJIPL3769J	CFO	09/11/2023	Appointment
Jyoti Chitlangiya	BHDPC0836R	Company Secretary	09/11/2023	Appointment

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 Meeting	20/05/2023	4	4	100
Extra Ordinary General Meeting	08/07/2023	4	4	100
Extra Ordinary General Meeting	21/09/2023	4	4	100
Extra Ordinary General Meeting	10/10/2023	23	14	97.35
Extra Ordinary General Meeting	01/11/2023	23	14	97.35
Extra Ordinary General Meeting	08/12/2023	23	14	97.35

B. BOARD MEETINGS

*Number of meetings held

22

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/04/2023	4	4	100
2	10/05/2023	4	4	100
3	06/06/2023	4	4	100
4	12/06/2023	4	4	100
5	07/07/2023	4	4	100
6	15/07/2023	4	4	100
7	31/08/2023	4	4	100
8	01/09/2023	4	4	100
9	13/09/2023	4	4	100
10	30/09/2023	4	4	100
11	03/10/2023	4	4	100
12	15/10/2023	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

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					

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	RADHE SHYA	22	22	100	0	0	0	
2	MANOJ KUMAR	22	22	100	0	0	0	

3	RAJ KUMAR /	22	22	100	0	0	0	
4	RAJIV LAKHC	22	22	100	0	0	0	
5	RASHMI BIHA	11	11	100	0	0	0	
6	SRIYANS LUN	8	8	100	0	0	0	
7	SWATI SINGH	11	11	100	0	0	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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rajiv Lakhotia	Managing Director	5,999,000	0	0	0	5,999,000
2	Radhe Shyam Daga	Whole-time director	5,998,000	0	0	0	5,998,000
3	Manoj Kumar Karna	Whole-time director	5,999,000	0	0	0	5,999,000
4	Raj Kumar Agarwal	Whole-time director	5,999,000	0	0	0	5,999,000
	Total		23,995,000	0	0	0	23,995,000

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	Arbind Kumar Lahori	CFO	629,110	0	0	0	629,110
2	Jyoti Chitlangiya	Company Secretary	146,510	0	0	0	146,510
	Total		775,620	0	0	0	775,620

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

MOHD SHAHNAWAZ

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

15076

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

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

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