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: L36911DL2005PLC134929 [Pre-fill]

Global Location Number (GLN) of the company:

* Permanent Account Number (PAN) of the company:

(ii) (a) Name of the company: PC JEWELLER LIMITED

(b) Registered office address

C - 54, Preet Vihar,
Vikas Marg,
Delhi
East Delhi
Delhi

(c) *e-mail ID of the company: info@pcjeweller.com

(d) *Telephone number with STD code: 01149714971

(e) Website: www.pcjeweller.com

(iii) Date of Incorporation: 13/04/2005

(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	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(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 30/09/2022

(c) Whether any extension for AGM granted ○ Yes ◉ No

(f) Specify the reasons for not holding the same

Annual General Meeting will be held on September 30, 2022.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 2

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	C13	Other manufacturing including jewellery, musical instruments, medical instruments,	
2	G	Trade	G2	Retail Trading	

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

*No. of Companies for which information is to be given 5 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	PC UNIVERSAL PRIVATE LIMITE	U36912DL2013PTC248867	Subsidiary	100
2	TRANSFORMING RETAIL PRIVA	U52100DL2014PTC271871	Subsidiary	100
3	LUXURY PRODUCTS TRENDSET	U52393DL2015PTC288371	Subsidiary	100
4	PCJ GEMS & JEWELLERY LIMITE	U36911DL2019PLC348093	Subsidiary	100
5	PC JEWELLER GLOBAL DMCC		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	500,000,000	465,403,896	465,403,896	465,403,896
Total amount of equity shares (in Rupees)	5,000,000,000	4,654,038,960	4,654,038,960	4,654,038,960

Number of classes: 1

Class of Shares Equity Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	500,000,000	465,403,896	465,403,896	465,403,896
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	5,000,000,000	4,654,038,960	4,654,038,960	4,654,038,960

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	260,000,000	0	0	0
Total amount of preference shares (in rupees)	2,600,000,000	0	0	0

Number of classes: 1

Class of shares: Preference Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	260,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	2,600,000,000	0	0	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	936	465,402,960	465403896	4,654,038,9	4,654,038,	
Increase during the year	0	26	26	260	260	0
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	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: Physical shares dematerialised		26	26	260	260	
Decrease during the year	26	0	26	260	260	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 Physical shares dematerialised	26		26	260	260	
At the end of the year	910	465,402,986	465403896	4,654,038,9	4,654,038,9	
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: INE785M01013

(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	

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

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 15,740,509,848

(ii) Net worth of the Company 38,664,896,567

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	204,282,100	43.89	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	0	0	0	
	Total	204,282,100	43.89	0	0

Total number of shareholders (promoters) 1

(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	229,825,865	49.38	0	
	(ii) Non-resident Indian (NRI)	5,698,260	1.22	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	6,951,662	1.49	0	
6.	Foreign institutional investors	4,645,577	1	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	12,238,924	2.63	0	
10.	Others Clearing Members, NBFC, IE	1,761,508	0.38	0	
	Total	261,121,796	56.1	0	0

Total number of shareholders (other than promoters) 222,957

Total number of shareholders (Promoters+Public/ Other than promoters) 222,958

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company 24

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			240,798	0.05
BNP PARIBAS ARBITRA	BNP PARIBAS, CUSTODY OPERATIC			1,433	0
ECOTEK GENERAL TRA	AL MUSSALLA TOWERS OFF NO 8C			1,000,000	0.21
EMERGING MARKETS (	DEUTSCHE BANK AG, DB HOUSE H			60,956	0.01

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
TOUCHSTONE STRATE	CITIBANK N.A. CUSTODY SERVICES			1,980,000	0.43
EMERGING MARKETS (	CITIBANK N.A. CUSTODY SERVICES			479,891	0.1
WORLD EX U.S. TARGE	CITIBANK N.A. CUSTODY SERVICES			32,251	0.01
CC & L Q GLOBAL EQU	DEUTSCHE BANK AG, DB HOUSE H			189	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			50,599	0.01
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			59,161	0.01
CC & L Q GROUP GLOI	DEUTSCHE BANK AG, DB HOUSE H			207	0
SOCIETE GENERALE	SBI SG GLOBAL SECURITIES SERVIC			278	0
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			86,955	0.02
EMERGING MARKETS V	DEUTSCHE BANK AG, DB HOUSE H			23,804	0.01
CITY OF LOS ANGELES	CITIBANK N.A. CUSTODY SERVICES			13,848	0
DIMENSIONAL FUNDS	DEUTSCHE BANK AG, DB HOUSE H			20,382	0.01
DIMENSIONAL WORLD	CITIBANK N.A. CUSTODY SERVICES			107,877	0.02
COPTHALL MAURITIUS	J.P.MORGAN CHASE BANK N.A. IND			3,400	0
WORLD EX U.S. CORE I	CITIBANK N.A. CUSTODY SERVICES			66,129	0.01
ALASKA PERMANENT	DEUTSCHE BANK AG DB HOUSE, H			21,278	0.01
EMERGING MARKETS T	DEUTSCHE BANK AG, DB HOUSE H			51,930	0.01
QUADRATURE CAPITA	JPMORGAN CHASE BANK N.A., IND			136,549	0.03
CITY OF NEW YORK GI	HSBC SECURITIES SERVICES 11TH F			29,790	0.01
SPDR PORTFOLIO EME	HSBC SECURITIES SERVICES 11TH F			177,872	0.04

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	1	1
Members (other than promoters)	227,905	222,957
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	0	1	0	43.89	0
B. Non-Promoter	1	5	1	5	0.03	0
(i) Non-Independent	1	0	1	0	0.03	0
(ii) Independent	0	5	0	5	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	5	2	5	43.92	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)
Balram Garg	00032083	Managing Director	204,282,100	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Ramesh Kumar Sharma	01980542	Whole-time directo	132,500	
Manohar Lal Singla	03625700	Director	0	
Krishan Kumar Khurana	00253589	Director	0	
Miyar Ramanath Nayak	03352749	Director	0	
Suresh Kumar Jain	05103064	Director	0	
Sannovanda Machaiah	06952954	Director	0	
Sanjeev Bhatia	AAAPB1445Q	CFO	129,275	
Vijay Panwar	ANGPP5195G	Company Secretar	54,696	

(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)
Balram Garg	00032083	Managing Director	01/07/2021	Reappointment
Ramesh Kumar Sharma	01980542	Whole-time directo	07/02/2022	Reappointment

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	30/09/2021	226,993	87	54.81

B. BOARD MEETINGS

*Number of meetings held 5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/05/2021	7	4	57.14

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	14/08/2021	7	6	85.71
3	28/10/2021	7	7	100
4	14/11/2021	7	5	71.43
5	14/02/2022	7	6	85.71

C. COMMITTEE MEETINGS

Number of meetings held 13

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 Committ	27/05/2021	4	3	75
2	Audit Committ	14/08/2021	4	4	100
3	Audit Committ	14/11/2021	4	3	75
4	Audit Committ	14/02/2022	4	4	100
5	Nomination an	27/05/2021	3	2	66.67
6	Nomination an	14/08/2021	3	3	100
7	Stakeholders F	27/05/2021	3	3	100
8	Stakeholders F	14/11/2021	3	3	100
9	Risk Managem	05/07/2021	3	3	100
10	Risk Managem	25/01/2022	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	Balram Garg	5	5	100	9	9	100	
2	Ramesh Kuma	5	5	100	7	7	100	

3	Manohar Lal S	5	5	100	8	8	100	
4	Krishan Kuma	5	5	100	13	12	92.31	
5	Miyar Ramana	5	3	60	4	2	50	
6	Suresh Kumar	5	3	60	2	1	50	
7	Sannovanda M	5	2	40	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: 2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Balram Garg	Managing Direct	0	0	0	0	0
2	Ramesh Kumar Sha	Executive Direct	3,970,733	0	0	0	3,970,733
	Total		3,970,733	0	0	0	3,970,733

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	Sanjeev Bhatia	CFO	3,970,733	0	0	0	3,970,733
2	Vijay Panwar	Company Secre	4,045,564	0	0	0	4,045,564
	Total		8,016,297	0	0	0	8,016,297

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	Manohar Lal Singla	Independent Dir	0	0	0	280,000	280,000
2	Krishan Kumar Khu	Independent Dir	0	0	0	320,000	320,000
3	Miyar Ramanath Na	Independent Dir	0	0	0	140,000	140,000
4	Suresh Kumar Jain	Independent Dir	0	0	0	130,000	130,000
5	Sannovanda Macha	Independent Dir	0	0	0	80,000	80,000
	Total		0	0	0	950,000	950,000

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

Please see the attachment.

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

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. .. 12 dated 22/05/2014 (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 compiled 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 00032083

To be digitally signed by

(●) Company Secretary

( ) Company secretary in practice

Membership number 19063

Certificate of practice number

Attachments

1. List of share holders, debenture holders — Attach
2. Approval letter for extension of AGM; — Attach
3. Copy of MGT-8; — Attach
4. Optional Attachement(s), if any — 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