

ANNEXURE - 1
Form No. MGT- 9
EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2020
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i) CIN	U36911KL2009PLC024641
ii) Registration date	January 29, 2009
iii) Name of the Company	Kalyan Jewellers India Limited
iv) Category/Sub-Category of the Company	Public company limited by shares (Indian non- company)
v) Address of the registered office and contact details	TC-32/204/2, Sitaram Mill Road, Punkunnam, Thrissur, Kerala - 680 002. Tel: 0487 - 2437100 Fax: 0487 - 2382833
vi) Whether listed company Yes/No	No
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	Link In Time India Private Limited C-101, 1st Floor, 247 Park Lal Bahadur Shastri Marg Vikhroli (West), Mumbai 400083 Telephone: +91 22 4918 6200

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated: -

SI No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Manufacturing, Designing, Marketing and selling of jewellery	32111, 32112, and 32119	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES – *

SI No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	% Share s held	Applicabl e Section
1	Enovate Lifestyles Private Limited	U74900MH2010PTC211692	Subsidiary	77%	2(87)
2	Kalyan Jewellers FZE, UAE	Overseas Corporate Body	Subsidiary	100%	2(87)
3	Kalyan Jewellers LLC, UAE	Overseas Corporate Body	Subsidiary	100%	2(87)
4	Kalyan Jewellers For Golden Jewelry Company, W.L.L., Kuwait	Overseas Corporate Body	Subsidiary	100%	2(87)
5	Kalyan Jewellers LLC, Qatar	Overseas Corporate Body	Subsidiary	100%	2(87)
6	Kenouz Al Sharq Gold Ind. LLC, UAE	Overseas Corporate Body	Subsidiary	100%	2(87)
7	Kalyan Jewellers LLC, Oman	Overseas Corporate Body	Subsidiary	100%	2(87)
8	Kalyan Jewelers,INC, USA	Overseas Corporate Body	Subsidiary	100%	2(87)

**Excluding Kalyan Jewellers Bahrain W.L.L., Bahrain, which is in the process of incorporation and, inter alia, awaits regulatory approvals for its incorporation and commencement of operations.*

f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (Specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	-	-	-	-	-	-	-	-	-
2. Non-institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	201417984	-	201417984	24	201417984	-	201417984	24	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	201417984	-	201417984	24	201417984	-	201417984	24	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	201417984	-	201417984	24	201417984	-	201417984	24	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	839241600	-	839241600	100	839241600	-	839241600	100	-

* Includes shareholding of the members of the promoter group (as defined under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended).

ii) Shareholding of Promoters & Promoter group

SI No	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year*
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	T.S.Kalyanaraman	218088480	25.99	Nil	218088480	25.99	Nil	-
2	T.K.Seetharam	138323492	16.48	Nil	138323492	16.48	Nil	-
3	T.K.Ramesh	138323492	16.48	Nil	138323492	16.48	Nil	-
4	N.V.Ramadevi	35772038	4.26	Nil	35772038	4.26	Nil	-
5	Maya Ramakrishnan	35772038	4.26	Nil	35772038	4.26	Nil	-
6	Deepa Harikrishnan	35772038	4.26	Nil	35772038	4.26	Nil	-
7	T.K.Radhika	35772038	4.26	Nil	35772038	4.26	Nil	-

iii) Change in Promoters' Shareholding (please specify, if there is no change)

There were no changes in aggregate promoters shareholding during the year.

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

SI No.	Name of the Share Holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% Holding	No. of Shares	% Holding
1	Highdell Investment Ltd	201417984	24	201417984	24
2	N.V.Ramadevi	35772038	4.26	35772038	4.26
3	Maya Ramakrishnan	35772038	4.26	35772038	4.26
4	DeepaHarikrishnan	35772038	4.26	35772038	4.26
5	T.K.Radhika	35772038	4.26	35772038	4.26

v) Shareholding of Directors and Key Managerial Personnel (KMP):

SI No.	Name of the Director/KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	T.S.Kalyanaraman	218088480	25.99	218088480	25.99
2	T.K.Seetharam	138323492	16.48	138323492	16.48
3	T.K.Ramesh	138323492	16.48	138323492	16.48

V. INDEBTNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment(For details refer Annual Report of the Company)

(Rs in Million)

	Secured Loans excluding deposits*	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	16406.87	-	-	
ii) Interest due but not paid	-	-	-	
iii) Interest accrued but not due	-	-	-	
Total (i+ii+iii)	16406.87	-	-	
Change in Indebtedness during the financial year				
Addition	3079.63	-	-	
Reduction	424.21	-	-	
Net Change	2655.42	-	-	
Indebtedness at the end of the financial year				
i) Principal Amount	19062.29	-	-	
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	19062.29	-	-	-

* Apart from the above Company is having Metal Gold Loan Rs. 6021.55 Million as on 31st March 2020.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(INR in million)

Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
	T.S.Kalyanaraman	T.K.Seetharam	T.K.Ramesh	
Gross salary	Managing Director	Whole-time Director	Whole-time Director	
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	105	105	105	315
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	-	-	-
Stock Option	-	-	-	-
Sweat Equity	-	-	-	-
Commission - as % of profit	-	-	-	-
- Others, specify...	-	-	-	-
Total				315
Ceiling as per the Act – 10% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013 is Rs 235.3 million. The Company had passed special resolution for making managerial remuneration in excess of 10% of the net profits and had obtained approval of members.				

B. Remuneration to other Directors

in million

Sl. No	Particulars of Remuneration	Mr. ADM Chavali	Mr. M Ramaswamy	Mrs. Kishori Udeshi	Mr. TS Anantharaman
	Independent Directors				
	Fee for attending Board/Committee meetings	0.50	0.50	0.50	0.50
	Commission	0.50	0.50	0.50	0.50
	Others	0	0	0	0
	Total	1.0	1.0	1.0	1.0
	Total	4.00			
	Ceiling as per the Act	Being 1% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013 is Rs. 23.53 Million. The payment of commission is well within the above limit			

C. Remuneration to Key Managerial Personnel(KMP)

(INR in Million)

Particulars of Remuneration	Key Managerial Personnel			
	CEO	CS Jishnu RG	CFO V Swaminathan	Total
Gross salary				
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NA	1.26	15	15
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-		-	-
(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-			
Stock Option	-	-	-	-
Sweat Equity	-	-	-	-
Commission				
- as % of profit	-	-	-	-
- Others, specify...	-	-	-	-
Total	-	1.26	15.00	16.26

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
Penalty	Not Applicable	-	-	-	-
Punishment	Not Applicable	-	-	-	-
Compounding	Not Applicable	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	Not Applicable	-	-	-	-
Punishment	Not Applicable	-	-	-	-
Compounding	Not Applicable	-	-	-	-
