

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

L16004MH1936PLC008587

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCG4768K

(ii) (a) Name of the company

GODFREY PHILLIPS INDIA LIM

(b) Registered office address

'Macropolo Building', Ground Floor, next to Kala Chowky P.O., Dr. Babasaheb Ambedkar Road, Lalbaug
Mumbai
Maharashtra
400033

(c) *e-mail ID of the company

skgupta-gpi@modi-ent.com

(d) *Telephone number with STD code

01161119418

(e) Website

www.godfreyphillips.com

(iii) Date of Incorporation

03/12/1936

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

(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 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

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	C1	Food, beverages and tobacco products	72.46
2	G	Trade	G1	Wholesale Trading	14.86

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

*No. of Companies for which information is to be given 10

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	INTERNATIONAL TOBACCO CO +	U16000MH1964PLC013915	Subsidiary	100
2	CHASE INVESTMENTS LIMITED	U74899DL1984PLC017448	Subsidiary	100
3	UNIQUE SPACE DEVELOPERS L +	U70100MH1988PLC046854	Subsidiary	66.67
4	FRIENDLY REALITY PROJECTS L +	U74899DL1973PLC006528	Subsidiary	92.2
5	RAJPUTANA INFRASTRUCTURE +	U45200DL2006PLC156832	Subsidiary	92.2
6	GODFREY PHILLIPS MIDDLE EA +		Subsidiary	100
7	FLAVORS AND MORE INC		Subsidiary	100
8	KKM MANAGEMENT CENTRE P +	U74999DL1996PTC080090	Associate	36.75
9	KKM MANAGEMENT CENTRE M +		Associate	36
10	IPM INDIA WHOLESALE TRADI +	U51909DL2009PTC189517	Associate	24.8

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	122,000,000	51,993,920	51,993,920	51,993,920
Total amount of equity shares (in Rupees)	244,000,000	103,987,840	103,987,840	103,987,840

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	122,000,000	51,993,920	51,993,920	51,993,920
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	244,000,000	103,987,840	103,987,840	103,987,840

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	60,000	0	0	0
Total amount of preference shares (in rupees)	6,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	60,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	6,000,000	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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	727,182	51,266,738	51993920	103,987,840	103,987,840	
Increase during the year	0	59,875	59875	0	0	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	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	

x. Others, specify		59,875	59875			
Demat/Transfer/Transmission						
Decrease during the year	59,875	0	59875	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	59,875		59875			
Demat/Transfer/Transmission						
At the end of the year	667,307	51,326,613	51993920	103,987,84	103,987,84	
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

INE260B01028

(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" value="05/08/2021"/>	
Date of registration of transfer (Date Month Year) <input type="text"/>			
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"/>
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

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

(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

32,153,327,210

(ii) Net worth of the Company

25,335,247,749

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	23,950	0.05	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)	36,040,940	69.32	0	
10.	Others Trusts	1,801,380	3.46	0	
	Total	37,866,270	72.83	0	0

Total number of shareholders (promoters)

26

(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	6,771,244	13.02	0	
	(ii) Non-resident Indian (NRI)	211,716	0.41	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	24,000	0.05	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	42,760	0.08	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	5,280,757	10.16	0	
7.	Mutual funds	801,199	1.54	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	312,621	0.6	0	
10.	Others Alternate Investment Fund: +	683,353	1.31	0	

	Total	14,127,650	27.17	0	0
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Total number of shareholders (other than promoters)

30,793

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

30,819

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

85

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
DIMENSIONAL EMERG +	CITIBANK N.A. CUSTODY SERVICES +			441	0
JUPITER INDIA FUND	CITIBANK N.A. CUSTODY SERVICES +			3,281,747	6.31
ROTHKO EMERGING M +	CITIBANK N.A. CUSTODY SERVICES +			6,218	0.01
SEGALL BRYANT & HA +	CITIBANK N.A. CUSTODY SERVICES +			8,162	0.02
STATE STREET GLOBAL +	HSBC SECURITIES SERVICES 11TH F +			17,273	0.03
ABU DHABI INVESTME +	JPMORGAN CHASE BANK N.A. IND +			648	0
ALASKA PERMANENT +	DEUTSCHE BANK AG DB HOUSE, H +			5,302	0.01
BRIGHTHOUSE FUNDS +	DEUTSCHE BANK AG, DB HOUSE H +			3,458	0
CITY OF LOS ANGELES +	CITIBANK N.A. CUSTODY SERVICES +			2,579	0.01
CITY OF NEW YORK GF +	HSBC SECURITIES SERVICES 11TH F +			18,466	0.04
EMERGING MARKETS (C +	CITIBANK N.A. CUSTODY SERVICES +			116,494	0.22
EMERGING MARKETS S +	JPMORGAN CHASE BANK N.A. IND +			40,374	0.08
ISHARES CORE MSCI E +	CITIBANK N.A. CUSTODY SERVICES +			31,691	0.06
LOS ANGELES CITY EM +	CITIBANK N.A. CUSTODY SERVICES +			3,395	0.01
OREGON PUBLIC EMP +	DEUTSCHE BANK AG, DB HOUSE H +			643	0
PUBLIC EMPLOYEES RI +	HSBC SECURITIES SERVICES 11TH F +			961	0
SA EMERGING MARKE +	DEUTSCHE BANK AG DB HOUSE, H +			794	0
BOFA SECURITIES EUR +	CITIBANK N.A. CUSTODY SERVICES +			78	0
COPTHALL MAURITIUS +	JPMORGAN CHASE BANK N.A. IND +			550	0
DFA INTERNATIONAL +	STANDARD CHARTERED BANK SEC +			1,938	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS S	JPMORGAN CHASE BANK N.A. IND			2,284	0
MERCER QIF FUND PL	DEUTSCHE BANK AG, DB HOUSE H			1,977	0
MISSOURI EDUCATION	JPMORGAN CHASE BANK N.A. IND			2,061	0
SEGALL BRYANT & HA	HSBC SECURITIES SERVICES 11TH F			384	0
1729 CAPITAL	C/O APEX FUND AND CORPORATE			9,010	0.02

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	27	26
Members (other than promoters)	37,892	30,793
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	2	1	2	0	0.01	0
B. Non-Promoter	1	6	1	5	0	0.05
(i) Non-Independent	1	1	1	1	0	0.04
(ii) Independent	0	5	0	4	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	7	3	5	0.01	0.05
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Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 11

(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)
Rajendra Ambalal Shah	00009851	Director	20,000	
Bina Modi	00048606	Managing Director	3,000	
Lalit Bhasin	00001607	Director	2,000	
Samir Modi	00029554	Whole-time director	2,000	
Sharad Aggarwal	07438861	Whole-time director	0	
Atul Kumar Gupta	01734070	Director	0	
Nirmala Bagri	01081867	Director	0	
Sumant Bharadwaj	08970744	Director	0	
Sunil Agrawal	AACPA5574F	CFO	500	
Sanjay Kumar Gupta	AAAPG1042Q	Company Secretary	500	
Bina Modi	AAPPM4174L	CEO	3,000	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 4

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)
Samir Modi	00029554	Whole-time director	05/08/2021	Reappointment
Sumant Bharadwaj	08970744	Director	05/08/2021	Change in designation
Ruchir Kumar Modi	07174133	Director	05/08/2021	Cessation
Anup Narender Kothari	00294737	Director	20/12/2021	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	05/08/2021	36,863	59	47.48

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	25/06/2021	10	10	100
2	13/08/2021	9	8	88.89
3	23/09/2021	9	8	88.89
4	30/10/2021	9	8	88.89
5	29/01/2022	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

11

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	25/06/2021	4	4	100
2	Audit Committee	13/08/2021	4	3	75
3	Audit Committee	30/10/2021	4	3	75
4	Audit Committee	29/01/2022	3	3	100
5	Stakeholders Forum	13/08/2021	3	3	100
6	Stakeholders Forum	29/01/2022	3	2	66.67
7	Nomination and Remuneration Committee	25/06/2021	4	4	100
8	Nomination and Remuneration Committee	16/09/2021	4	3	75
9	Risk Management Committee	30/10/2021	4	4	100
10	Risk Management Committee	29/01/2022	4	4	100

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	Rajendra Amb	5	5	100	7	7	100	
2	Bina Modi	5	5	100	3	2	66.67	
3	Lalit Bhasin	5	5	100	11	11	100	
4	Samir Modi	5	5	100	0	0	0	
5	Sharad Aggarwal	5	5	100	2	2	100	
6	Atul Kumar Gu	5	5	100	8	8	100	
7	Nirmala Bagri	5	5	100	3	3	100	
8	Sumant Bhara	5	5	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Bina Modi	Managing Director	0	0	0	0	0
2	Samir Modi	Whole-time Director	24,000,000	203,135,742	0	41,200,079	268,335,821
3	Sharad Aggarwal	Whole-time Director	43,719,200	0	0	4,936,649	48,655,849
	Total		67,719,200	203,135,742	0	46,136,728	316,991,670

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Bina Modi	CEO	0	0	0	0	0
2	Sunil Agrawal	CFO	17,951,454	0	0	4,981,884	22,933,338
3	Sanjay Kumar Gupta	Company Secretary	12,325,800	0	0	1,970,667	14,296,467
	Total		30,277,254	0	0	6,952,551	37,229,805

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Lalit Bhasin	Independent Dir +	0	0	0	1,700,000	1,700,000
2	Atul Kumar Gupta	Independent Dir +	0	0	0	1,400,000	1,400,000
3	Rajendra Ambalal S	Non-Independen +	0	0	0	1,200,000	1,200,000
4	Nirmala Bagri	Independent Dir +	0	0	0	900,000	900,000
5	Sumant Bharadwaj	Independent Dir +	0	0	0	600,000	600,000
6	Anup Narender Kott	Independent Dir +	0	0	0	400,000	400,000
	Total		0	0	0	6,200,000	6,200,000

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

Rupesh Agarwal

Whether associate or fellow

Associate Fellow

Certificate of practice number

5673

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 Attachement(s), if any

Attach
Attach
Attach
Attach

List of attachments

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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

Clarification with respect to Form MGT-7

1. In Point III, Flavors and More, Inc (a Subsidiary Company) is dissolved under US Laws
2. In Point VI(b), as per List of Shareholders as on 31.03.2022 provided by Registrar to Share and Transfer Agent of the Company, total number of shareholders were 30819. However, as per shareholding pattern as submitted with stock exchange as on 31.03.2022, total number of shareholders is 30067, which is due to consolidation of shareholding of public shareholders as well as promoter & promoter group which are having more than one folio on the basis of their PAN pursuant to the requirement of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2017/128 dated December 19, 2017.
3. Two shareholders falling under the Promoter Category are holding shares in two demat accounts, those two shareholder's holding has been clubbed for the purpose of Share holding pattern as mentioned in Point VI.(a) . Hence we are considering total number of shareholders (Promoters) as 26.

Godfrey Phillips India Limited								
Details in respect of shares held by or on behalf of the FII/ FPIs.								
Sr. No	Name Of FII/FPI	FII/FPI	Folio No/DP Id	Pan No.	Address	Regn. No. with SEBI / RBI	No. of Share	% of share holding
1	DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIMENSIONAL ETF TRUST	FPI	IN30005410112036	AAJCD0004F	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0827-20/ NA	441	0.0008
2	JUPITER INDIA FUND	FPI	IN30005410024174	AA8TT4862E	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-UK-FP-2425-16/N.A.	3281747	6.3118
3	ROTHKO EMERGING MARKETS SMALL CAP EQUITY FUND, L.P.	FPI	IN30005410110820	ABBF83468D	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0596-20/ NA	6218	0.012
4	SEGALL BRYANT & HAMILL EMERGING MARKETS FUND	FPI	IN30005410108911	ABCCS7122H	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0528-19/ NA	8162	0.0157
5	STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX NON-LENDING SERIES FUND	FPI	IN30014220772391	AAJTS4147D	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	INUSFP023316/A.P. (DIR SERIES) CIRCULAR NO 112	17273	0.0332
6	ABU DHABI INVESTMENT AUTHORITY - XENON	FPI	IN30343810015268	AAACA4380N	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	INUEFP051617/CIRCULAR NO. 533	648	0.0012
7	ALASKA PERMANENT FUND	FPI	IN30016710021055	AAATA7800K	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI	INUSFP117816/NA	5304	0.0102
8	BRIGHTHOUSE FUNDS TRUST I - SSGA EMERGING MARKETS ENHANCED INDEX PORTFOLIO	FPI	IN30016710164004	AAETB1695G	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INUSFP060119/NA	3458	0.0067
9	CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN	FPI	IN30005410032536	AABTC0471C	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0652-14/NA	2579	0.005
10	CITY OF NEW YORK GROUP TRUST	FPI	IN30014220774577	AAATC8419K	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	INUSFP213516/A.P. (DIR SERIES) CIRCULAR NO 112	18466	0.0355
11	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAIDG)	FPI	IN30005410013410	AAACD1644G	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0314-16/N.A.	116494	0.2241
12	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	FPI	IN30343810016687	AAAAE3545P	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	INUSFP172617/CIRCULAR NO 533	40374	0.0777
13	ISHARES CORE MSCI EM IMI UCITS ETF	FPI	IN30005410105204	AAADCI7836E	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-IR-FP-0734-15/NA	31691	0.061
14	LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	FPI	IN30005410009298	AAATL3381R	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-1757-17/EC.CO.FII/691/11.01.02(723)/2003-04	3395	0.0065
15	OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM MANAGED THROUGH DIMENSIONAL FUND ADVISORS LP	FPI	IN30016710135343	AAATO2984K	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INUSFP014216/NA	643	0.0012
16	PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEXICO	FPI	IN30014210743212	AA8TP6710H	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI	INUSFP216615/A.P.(DIR SERIES) CIRCULAR NO.112	961	0.0018
17	SA EMERGING MARKETS VALUE FUND	FPI	IN30016710041027	AAHTS0854M	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI	INUSFP116216/NA	794	0.0015
18	BOFA SECURITIES EUROPE SA	FPI	IN30005410109504	AAICB3737G	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-FR-FP-0885-19/ NA	78	0.0002
19	COPHTALL MAURITIUS INVESTMENT LIMITED - NON ODI ACCOUNT	FPI	IN30343810019701	AAACC4303M	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	INMUF086419/Circular No.533	550	0.0011
20	DFA INTERNATIONAL CORE EQUITY FUND	FPI	IN30152430049717	AA8TD3438N	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	INCAFP268915/ NA	1938	0.0037
21	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND B	FPI	IN30343810016679	AAAAE3543M	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	INUSFP172517/CIRCULAR NO 533	2284	0.0044
22	MERCER QIF FUND PLC- MERCER INVESTMENT FUND 1	FPI	IN30016710124393	AAJCM5945N	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INIRFP033015/NA	1977	0.0038
23	MISSOURI EDUCATION PENSION TRUST MANAGED BY ACADIAN ASSET MANAGEMENT LLC	FPI	IN30343810011570	AAATM4007G	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	INUSFP077016/CIRCULAR NO.533	2061	0.004
24	SEGALL BRYANT & HAMILL EMERGING MARKETS SMALL CAP FUND, LP	FPI	IN30014220771028	AAAXS1801R	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	INUSFP026719/A.P. (DIR SERIES) CIRCULAR NO 112	384	0.0007
25	1729 CAPITAL	FPI	IN30371911048424	AAABC22086P	C/O APEX FUND AND CORPORATE SERVICES MAURITIUS LTD. LOT 15 A 3 1ST FLOOR CYBERCITY EBENE MAURITIUS	INMUF054918/ NA	9010	0.0173
26	CC&L Q GLOBAL SMALL CAP EQUITY FUND	FPI	IN30152430054171	AACTC9839K	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 M.G. ROAD FORT, MUMBAI	INCAFP097921/ NA	48	0.0001
27	FLORIDA RETIREMENT SYSTEM - AQR CAPITAL MANAGEMENT, LLC	FPI	IN30016710131681	AAAJF0103H	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INUSFP207315/NA	7977	0.0153
28	PUB EQUITIES EMERGING MARKETS 2	FPI	IN30343810015477	AACTP9573F	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	INCHFP001417/CIRCULAR NO. 533	4251	0.0082

29	SSGA SPDR ETFs EUROPE I PUBLIC LIMITED COMPANY - SPDR MSCI EMERGING MARKETS SMALL CAP UCITS ETF	FPI	IN30016710121383	AAUCS9527P	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INIRFP026114/NA	1370	0.0026
30	UBS PRINCIPAL CAPITAL ASIA LTD	FPI	IN30152430039021	AABCU7548R	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	INSGFP062014/.	58	0.0001
31	UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH ON BEHALF OF BAYVK A3-FONDS	FPI	IN30179910086198	AABAU1793L	BNP PARIBAS HOUSE 1 NORTH AVENUE, MAKER MAXITY BANDRA KURLA COMPLEX, BANDRA EAST MUMBAI	INGEFP014018/ NA	5809	0.0112
32	UPS GROUP TRUST	FPI	IN30016710078107	AAATU3821D	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INUSFP013716/NA	17917	0.0345
33	WISDOMTREE EMERGING MARKETS SMALLCAP DIVIDEND FUND	FPI	IN30005410103209	AAATW3457F	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0391-15/NA	61022	0.1174
34	ASPIRE EMERGING FUND	FPI	IN30134820032729	AALCA5544M	ICICI BANK LTD SMS DEPT 1ST FLOOR EMPIRE COMPLEX S B MARG LOWER PAREL MUMBAI MAHARASHTRA	INMUF061717/30072013	48	0.0001
35	BNS ASIA LIMITED	FPI	IN30014210541516	AACT1805H	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI	INSGFP176215/A.P.(DIR SERIES) CIRCULAR NO. 112	37	0.0001
36	COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	FPI	IN30016710049693	AAACC9040K	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI	INUSFP083617/NA	12015	0.0231
37	DFA INTERNATIONAL VECTOR EQUITY FUND	FPI	IN30152430049709	AABTD3519Q	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	INCAFP268815/ NA	3458	0.0067
38	DIMENSIONAL EMERGING MARKETS VALUE FUND	FPI	IN30005410040054	AACCD1578M	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0337-16/N.A.	85228	0.1639
39	DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	FPI	IN30016710128022	AAFCD1235L	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INIRFP127115/NA	1063	0.002
40	DIMENSIONAL WORLD EX U.S. CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	FPI	IN30005410115788	AAICD6956H	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0614-21/ NA	7592	0.0146
41	EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	FPI	IN30005410116787	AAGCE7053A	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0804-21/ NA	843	0.0016
42	EMERGING MARKETS TARGETED VALUE PORTFOLIO	FPI	IN30005410100216	AAFCE2416E	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0735-18/NA	2269	0.0044
43	MARSHALL WACE INVESTMENT STRATEGIES - MARKET NEUTRAL TOPS FUND	FPI	IN30005410095078	AAGAM3438F	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-IR-FP-1848-17/NA	4893	0.0094
44	SEGALL BRYANT & HAMILL EMERGING MARKETS FUND, LP	FPI	IN30014220771010	AAXAS1800Q	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	INUSFP031419/A.P. (DIR SERIES) CIRCULAR NO 112	19146	0.0368
45	SPDR MSCI ACWI IMI ETF	FPI	IN30014220772061	AAPTS2593F	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	INUSFP069815/A.P. (DIR SERIES) CIRCULAR NO 112	2783	0.0054
46	SOCIETE GENERALE	FPI	IN30378610000836	AABCS7484C	SBI SG GLOBAL SECURITIES SERVICES PL JEEVAN SEVA ANNEXE BUILDING, A WING GR FLOOR, S V ROAD SANTACRUZ WEST, MUMBAI	INFRFP020917/A.P.(DIR SERIES) CIRCULAR NO 53	300	0.0006
47	STICHTING PENSIOENFONDS SABIC	FPI	IN30014210753881	AASTS4122K	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	INNLP065617/A.P. (DIR SERIES) CIRCULAR NO 112	2797	0.0054
48	CC&L Q INTERNATIONAL SMALL CAP EQUITY FUND	FPI	IN30152430054106	AACTC9790M	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 M.G. ROAD FORT, MUMBAI	INCAFP098021/ NA	19	0
49	DELA DEPOSITORY & ASSET MANAGEMENT B.V. AS RESPONSIBLE ENTITY TO DELA EQUITY FUND 5	FPI	IN30005410095859	AATTS9179B	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-NL-FP-1856-17/NA	1965	0.0038
50	DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DIMENSIONAL EMERGING MARKETS VALUE TRUST	FPI	IN30005410067527	AABTD2064N	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-AU-FP-0321-16/NA	1711	0.0033
51	ISHARES INDIA SC MAURITIUS COMPANY	FPI	IN30005410104453	AACCI7987F	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-MU-FP-0503-15/NA	19657	0.0378
52	NORTHERN TRUST COMMON ALL COUNTRY WORLD EX-US INVESTABLE MARKET INDEX FUND-NON LENDING	FPI	IN30005410038629	AABTN0934H	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-2461-15/NA	368	0.0007
53	POLUS GLOBAL FUND	FPI	IN30134820032456	AAHCP1682K	ICICI BANK LTD SMS DEPT 1ST FLOOR EMPIRE COMPLEX 414 S B MARG LOWER PAREL MUMBAI	INMUF016615/220713/7	30000	0.0577
54	SEI TRUST COMPANY AS TRUSTEE ON BEHALF OF SEGALL BRYANT AND HAMILL EMERGING MARKETS SMALL CAP TRUST	FPI	IN30014210759532	AAUTS7930B	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	INUSFP005518/A.P. (DIR SERIES) CIRCULAR NO 112	3602	0.0069
55	THE BOARD OF REGENTS OF THE UNIVERSITY OF TEXAS SYSTEM-ACADIAN ASSET MANAGEMENT	FPI	IN30016710081274	AAAJT2339R	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INUSFP152016/NA	1635	0.0031
56	UTAH STATE RETIREMENT SYSTEMS	FPI	IN30005410023614	AAATU2901Q	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-2719-16/N.A.	803	0.0015

57	WISDOMTREE INDIA INVESTMENT PORTFOLIO, INC.	FPI	IN30005410102206	AAACW7548L	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-MU-FP-0800-15/NA	24853	0.0478
58	WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	FPI	IN30005410074905	AABCW4402G	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0317-16/NA	5565	0.0107
59	WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	FPI	IN30005410074841	AABCW4401F	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0216-16/NA	2053	0.0039
60	APMS INVESTMENT FUND LIMITED	FPI	IN30152430051446	AAECM5148A	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25, MAHATMA GANDHI ROAD FORT, MUMBAI	INMUFP025115/ NA	488275	0.9391
61	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	FPI	IN30016710156689	AACCD1506B	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INUKFP032216/ NA	7282	0.014
62	EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED COMPANY	FPI	IN30016710100511	AABCE7501L	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INIRFP027716/NA	4395	0.0085
63	JOHN HANCOCK VARIABLE INSURANCE TRUST EMERGING MARKETS VALUE TRUST	FPI	IN30005410078971	AAATJ9048H	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0382-15/NA	603	0.0012
64	JUPITER SOUTH ASIA INVESTMENT COMPANY LIMITED - SOUTH ASIA ACCESS FUND	FPI	IN30005410116344	AAACB9126B	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-MU-FP-0492-16/ NA	694103	1.335
65	K INDIA OPPORTUNITIES FUND LIMITED - CLASS E	FPI	IN30317320069441	AAFCK1911Q	KOTAK MAHINDRA BANK LIMITED KOTAK INFINITI, BLDG.NO.21, 6TH FLR ZONE IV,CUSTODY SERVS,INFINITY PARK GEN. AK VAIDYA MARG, MALAD E, MUMBAI	INMUFP097517/ NA	7873	0.0151
66	NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL CAP INDEX FUND- NON LENDING	FPI	IN30005410085015	AACTN1585B	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0952-15/NA	11411	0.0219
67	PREMIER INVESTMENT FUND LIMITED	FPI	IN30317320000220	AACCP9387L	C/O KOTAK MAHINDRA BANK LIMITED KOTAK INFINITI, BLDG.NO.21, 6TH FLR ZONE IV,CUSTODY SERVS, INFINITY PARK GEN. AK VAIDYA MARG, MALAD E, MUMBAI	INMUFP067016/.	1465	0.0028
68	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	FPI	IN30014210779541	AAATP5186E	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	INUSFP130016/A.P. DIR SER CIR NO 112	3812	0.0073
69	QUADRATURE CAPITAL VECTOR SP LIMITED	FPI	IN30343810021660	AAACQ7172Q	JPMORGAN CHASE BANK N.A., INDIA SUB CUSTODY, 6th FLOOR, PARADIGM B, MINDSPACE, MALAD W, MUMBAI	INCYFP003521/CIRCULAR NO.533	333	0.0006
70	ROTHKO EMERGING MARKETS ALL CAP EQUITY FUND, L.P.	FPI	IN30005410110782	ABBFR3469C	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0597-20/ NA	1338	0.0026
71	STATE STREET EMERGING MARKETS ENHANCED NON-LENDING COMMON TRUST FUND	FPI	IN30014220772359	AAGT56024G	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	INUSFP027016/A.P. (DIR SERIES) CIRCULAR NO 112	5548	0.0107
72	CC&P Q EMERGING MARKETS EQUITY FUND	FPI	IN30152430049602	AABTC7446B	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	INCAFP153415/ NA	329	0.0006
73	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	FPI	IN30343810017116	AAAAE5365K	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	INUSFP176217/CIRCULAR NO 533	30082	0.0579
74	EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS PLC	FPI	IN30016710100587	AAAAE2450P	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INIRFP027616/NA	7967	0.0153
75	INTERNATIONAL MONETARY FUND	FPI	IN30005410112315	EXEMPTCATG	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-2878-16/ NA	278	0.0005
76	ISHARES MSCI EM SMALL CAP UCITS ETF	FPI	IN30005410105132	AADCI3486J	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-IR-FP-2571-16/NA	4160	0.008
77	JOHN HANCOCK FUNDS II EMERGING MARKETS FUND	FPI	IN30005410080999	AAATJ9049G	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-1649-15/NA	824	0.0016
78	PUB EQUITIES EMERGING MARKETS 1	FPI	IN30343810015452	AACTP9572E	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	INCHFP001517/CIRCULAR NO. 533	19593	0.0377
79	SPDR S&P EMERGING MARKETS SMALL CAP ETF	FPI	IN30014220772140	AAHTS4805N	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	INUSFP131616/A.P. (DIR SERIES) CIRCULAR NO 112	22090	0.0425
80	STATE STREET GLOBAL ADVISORS LUXEMBOURG SICAV - STATE STREET EMERGING MARKETS SMALL CAP ESG SCREENED EQUITY FUND	FPI	IN30016710153025	ABACS4237P	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INLUFP077618/NA	3051	0.0059
81	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX SECURITIES LENDING FUND	FPI	IN30014220772439	AAHTS6002P	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	INUSFP022916/A.P. (DIR SERIES) CIRCULAR NO 112	2970	0.0057
82	STATE STREET EMERGING MARKETS SMALL CAP ACTIVE NON-LENDING QIB COMMON TRUST FUND	FPI	IN30014220772383	AAHTS0174J	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	INUSFP034816/A.P. (DIR SERIES) CIRCULAR NO 112	11990	0.0231
83	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NON-LENDING COMMON TRUST FUND	FPI	IN30014220772422	AAITS0342K	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	INUSFP022816/A.P. (DIR SERIES) CIRCULAR NO 112	9427	0.0181
84	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	FPI	IN30005410013268	AAATD7768G	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	IN-US-FP-0339-16/NA	48483	0.0932

85	VIRGINIA RETIREMENT SYSTEM	FPI	IN30016710130865	AAATV3654P	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INUSFP158315/NA	2990	0.0058
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GENERATED ON : 06/05/2022

COMMITTEE MEETINGS DURING FINANCIAL YEAR 2021-22

Number of meetings held: 11

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	Corporate Social Responsibility Committee Meeting	25/06/2021	5	5	100

Note: S. No. 1 to 10 are already mentioned in the Form MGT-7 in Point No. IX. C “Committee Meeting”. Hence we are submitting the details of additional meeting by way of an attachment.

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of M/s Godfrey Phillips India Limited (herein after referred to as "**the Company**") as required to be maintained under the Companies Act, 2013 (herein after referred to as "**the Act**") and the rules made there under for the financial year ended on March 31, 2022 ("Period"). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
1. its status under the Act;
 2. maintenance of registers/ records & making entries therein within the time prescribed therefore;
 3. filing of forms and returns ~~as stated in the annual return~~, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within and beyond the prescribed time;

During the Period under review, the Company was not required to file any forms and returns to the Regional Director, Central Government, Tribunal, Court or other authorities except to Investor Education and Protection Fund Authority.

4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/ registers maintained for the purpose and the same have been signed;

During the Period under review, the Company has not passed any resolution through Postal Ballot Process.

5. Closure of Register of Members/ Security holders, as the case may be.

During the period, the Company does not have any other security holder and as such no register is maintained for such security holders.



6. advances/ loans to its directors and/ or persons or firms or companies referred in section 185 of the Act;

During the Period under review, the Company has not made advances/ loans to its directors and/ or persons or firms or companies referred in Section 185 of the Act.

7. contracts/ arrangements with related parties as specified in section 188 of the Act;

During the Period under review, the Company has entered into transactions with related parties pursuant to Section 2(76) read with Section 188 of the Companies Act, 2013, in the ordinary course of business and at arm's length basis, therefore, provisions of Section 188 of the Act are not attracted

8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;

During the Period under review, the Company has not made any

- issue or allotment or buy back of securities;
- redemption of preference shares or debentures;
- alteration or reduction of share capital;
- conversion of shares/ securities.

9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.

During the Period under review, the Company has not kept in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.

10. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;

During the Period under review, the Company was not required to transfer any other amount, as applicable, except unpaid/ unclaimed dividend to Investor Education and Protection Fund in accordance with Section 125 of the Act and the same has been deposited.

11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub.- sections (3), (4) and (5) thereof;



12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

During the Period under the review, there was no filing up of casual vacancies of the Directors. Further, there was no appointment/ retirement / filing up of casual vacancies of Key Managerial Personnel.

13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

During the Period under review, the Company has not made any appointment/ re-appointment or filling up casual vacancies of auditors as per the provisions of section 139 of the Act.

14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

During the Period under review, the Company was not required to take any approvals from the Central Government, Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act.

15. acceptance/ renewal/ repayment of deposits;

During the Period under review, the Company has not made any acceptance/ renewal/ repayment of deposits.

16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

During the Period under review, the Company has not made any borrowings from its directors, members, public financial institutions, and others and was not required to modify any charge in that respect.

17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;

During the Period under review, the Company has not made any loans and investments to other bodies corporate or persons falling under the provisions of section 186 of the Act.

18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

During the Period under review, the Company has not made any alteration to the provision of the Memorandum and Articles of Association of the Company

Mr. Ruchir Modi, former Director of the Company has filed a complaint against Mr. Sanjay Gupta, Company Secretary of the Company for professional or other misconduct under Section 21 of the Company Secretaries Act, 1980 by stating that principles of corporate governance and provisions of



Section 188 of the Companies Act, 2013 have not been complied in appointment of Mrs. Bina Modi, President and Managing Director of the Company. The Board of Discipline after considering the materials on record, agreed with the opinion that Mr. Sanjay Gupta is 'Not Guilty' of professional or other misconduct for the allegation made by Mr. Ruchir Modi but also stated that if any non-compliance observed in future of relevant provisions of the Companies Act, 2013 or the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, there could be a case of professional misconduct. Based on similar complaint filed by Mr. Ruchir Modi, the letter seeking various information and documents as issued by the Regional Director Western Region on 22nd March 2021, consequent to inspection of the books and accounts and other books and papers ordered in terms of Section 206(5) of the Companies Act 2013, was replied by the Company alongwith submission of all the required documents vide its letter dated 9th June 2021. Thereafter, the Company has not received any further communication in this regard from the concerned authority.

For Chandrasekaran Associates
Company Secretaries

Rupesh Agarwal



Rupesh Agarwal
Managing Partner

Membership No. A16302

Certificate of Practice No. 5673

UDIN: A016302D000397837

Date: 26.05.2022

Place: Delhi

Note:- Due to restricted movement amid COVID-19 pandemic, we are issuing this report after examining the Secretarial Records including Minutes, Documents, Registers and other records etc., and some of them received by way of electronic mode from the Company and could not be verified from the original records. The management has confirmed that the records submitted to us are true and correct. We are not commenting on the Statutory Compliances whose due dates are extended by Regulators from time to time due to COVID- 19 or still there is time line to comply with such compliances.