

# 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]



## 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

L31200KL1996PLC010010

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACV5492Q

(ii) (a) Name of the company

V GUARD INDUSTRIES LIMITED

(b) Registered office address

42/962, VENNALA HIGH SCHOOL ROAD,  
VENNALA  
KOCHI  
Ernakulam  
Kerala  
682022

(c) \*e-mail ID of the company

cscompliance@vguard.in

(d) \*Telephone number with STD code

04844335000

(e) Website

www.vguard.in

(iii) Date of Incorporation

12/02/1996

(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	NATIONAL STOCK EXCHANGE LTD - A 1024	1,024
2	BSE LTD -A 1	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 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM 05/08/2021

(b) Due date of AGM 30/09/2021

(c) Whether any extension for AGM granted ☐ Yes ☒ No

## 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	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	46
2	G	Trade	G1	Wholesale Trading	54

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

\*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	GUTS ELECTRO-MECH LIMITED	U52520TG1987PLC007245	Subsidiary	74

## 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	430,188,458	430,188,458	430,188,458
Total amount of equity shares (in Rupees)	500,000,000	430,188,458	430,188,458	430,188,458

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares				
Number of equity shares	500,000,000	430,188,458	430,188,458	430,188,458
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	500,000,000	430,188,458	430,188,458	430,188,458

#### (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			

<b>At the beginning of the year</b>	824,854	427,462,681	428287535	428,287,535	428,287,535	
<b>Increase during the year</b>	0	1,908,263	1908263	1,908,263	1,908,263	44,340,621.7
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	1,900,923	1900923	1,900,923	1,900,923	44,340,621.7
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 shares dematerialized during the year	0	7,340	7340	7,340	7,340	
<b>Decrease during the year</b>	7,340	0	7340	7,340	7,340	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 Shares dematerialized during the year	7,340	0	7340	7,340	7,340	
<b>At the end of the year</b>	817,514	429,370,944	430188458	430,188,458	430,188,458	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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

INE951I01027

(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

Particulars	Number of units	Nominal value per unit	Total value
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			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
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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
<b>Total</b>					

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

**(i) Turnover**

26,990,041,431.6

**(ii) Net worth of the Company**

12,077,717,970.81

**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	61,336,596	14.26	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 Promoter group & trust	184,798,356	42.96	0	
	<b>Total</b>	246,134,952	57.22	0	0

**Total number of shareholders (promoters)**

6

**(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	55,208,669	12.83	0	
	(ii) Non-resident Indian (NRI)	2,706,712	0.63	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	9,443,846	2.2	0	
4.	Banks	91	0	0	
5.	Financial institutions	0	0	0	



6.	Foreign institutional investors	63,989,833	14.87	0	
7.	Mutual funds	44,690,992	10.39	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	909,321	0.21	0	
10.	Others AIF, IEPF, Trust, HUF, Clearir	7,104,042	1.65	0	
	<b>Total</b>	184,053,506	42.78	0	0

**Total number of shareholders (other than promoters)**

93,728

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

93,734

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

110

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Nalanda India Equity F	C/O Kotak Mahindra Bank Limited			18,262,790	4.24
Nalanda India Fund Li	C/O Kotak Mahindra Bank Limited			8,349,796	1.94
India Midcap (Mauritiu	HSBC Securities Services 11th Flr, E			5,030,000	1.16
Kotak Funds - India Mi	HSBC Securities Services 11th Flr, E			3,288,878	0.76
Bay Capital India Func	4th Floor, Raffles Tower,19 Cyberc			3,080,569	0.71
Highclere Internationa	Citibank N.A. Custody Services Fife			2,532,400	0.58
First State Investment	Deutsche Bank Ag, Db House Haza			2,318,922	0.53
Alps/Kotak India Grow	Deutsche Bank Ag, Db House Haza			1,793,261	0.41
Vanguard Emerging M	JP Morgan Chase Bank N.A. India S			1,526,092	0.35
Ishares Core Emerging	Citibank N.A. Custody Services Fife			1,407,913	0.32
Dnb Fund-Asian Small	Hsbc Securities Services 11th Flr, B			1,405,800	0.32
Kuwait Investment Au	Citibank N.A. Custody Services Fife			1,374,375	0.31
Vanguard Total Intern	JP Morgan Chase Bank N.A. India S			1,253,368	0.29
Government Pension	Citibank N.A. Custody Services Fife			1,000,000	0.23
Schroder Internationa	JP morgan Chase Bank N.A. India S			786,964	0.18

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Emerging Markets Cor	Citibank N.A. Custody Services Fife			706,803	0.16
Tkp Investments Bv - /	Citibank N.A. Custody Services Fife			595,974	0.13
Absl Umbrella Ucits Fu	Standard Chartered Bank Securitie			588,250	0.13
Vanguard Fiduciary Tr	JP Morgan Chase Bank N.A. India S			570,182	0.13
The Emerging market	Citibank N.A. Custody Services Fife			553,953	0.12
Bay Capital India Func	Deutsche Bank Ag, Db House Haza			530,923	0.12
Emerging Markets Sm	JP Morgan Chase Bank N.A. India S			523,960	0.12
Sun Life Excel India Fu	Standard Chartered Bank Securitie			444,500	0.1
Emerging Markets Sm	JP Morgan Chase Bank N.A. India S			371,279	0.08
Goldman Sachs (Singa	Standard Chartered Bank Securitie			368,724	0.08

**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	6	6
Members (other than promoters)	82,218	93,728
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
<b>A. Promoter</b>	1	0	1	0	25.03	0
<b>B. Non-Promoter</b>	1	6	1	7	0.32	0.03
(i) Non-Independent	1	2	1	2	0.32	0.03
(ii) Independent	0	4	0	5	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0

(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	6	2	7	25.35	0.03

**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)
CHERIAN NADUVATHI	00061030	Director	0	
MITHUN KOCHOUSEP	00027610	Managing Director	107,687,278	
RAMACHANDRAN VEN	06576300	Whole-time director	1,387,846	
CHENAYAPPILLIL JOH	00003132	Director	0	
KASARAGOD ULLAS K	00506681	Director	0	
JOSHNA JOHNSON TH	02613030	Director	0	01/04/2021
RADHA UNNI	03242769	Director	0	
JAYARAJ BALAKRISHN	00027479	Director	150,200	
GEORGE MUTHOOT J.	00018955	Director	0	
SUDARSHAN KASTUR	ACIPS8596H	CFO	1,273	
JAYASREE KAMALA	AQPPK1304A	Company Secretar	48,181	

**(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)
KOCHOUSEPH THOMAS	00020512	Director	01/04/2020	Cessation
JAYARAJ BALAKRISHNAN	00027479	Additional director	01/04/2020	Appointment
JAYARAJ BALAKRISHNAN	00027479	Director	12/08/2020	Change in designation from Additional director to Director
GEORGE MUTHOOT J.	00018955	Director	05/10/2020	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

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	12/08/2020	96,076	81	52.19

### B. BOARD MEETINGS

\*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	22/05/2020	8	7	87.5
2	01/06/2020	8	8	100
3	27/07/2020	8	7	87.5
4	27/08/2020	8	7	87.5
5	28/10/2020	9	8	88.89
6	15/01/2021	9	8	88.89
7	03/02/2021	9	8	88.89
8	19/03/2021	9	7	77.78

### 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 Committee	01/06/2020	5	5	100
2	Audit Committee	27/07/2020	5	5	100
3	Audit Committee	28/10/2020	5	5	100
4	Audit Committee	03/02/2021	5	5	100
5	Nomination & I	22/05/2020	4	4	100
6	Nomination & I	01/06/2020	4	4	100
7	Nomination & I	27/08/2020	4	4	100
8	Nomination & I	03/02/2021	4	4	100
9	Nomination & I	19/03/2021	4	4	100
10	Stakeholders F	03/02/2021	3	3	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	05/08/2021
								(Y/N/NA)
1	CHERIAN NA	8	8	100	13	13	100	Yes
2	MITHUN KOC	8	8	100	8	8	100	Yes
3	RAMACHAND	8	8	100	0	0	0	Yes
4	CHENAYAPP	8	7	87.5	10	10	100	No
5	KASARAGOD	8	8	100	9	9	100	No
6	JOSHNA JOH	8	1	12.5	0	0	0	No
7	RADHA UNNI	8	8	100	9	9	100	Yes
8	JAYARAJ BAL	8	8	100	3	3	100	Yes
9	GEORGE MU	4	4	100	0	0	0	Yes

**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	MITHUN KOCHOUS	Managing Director	15,722,225	36,722,152	0	0	52,444,377
2	RAMACHANDRAN	Whole-time Director	29,390,796	0	182,272,057	0	211,662,853
	Total		45,113,021	36,722,152	182,272,057	0	264,107,230

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	SUDARSHAN KAS	CHIEF FINANCIAL OFFICER	20,303,992	0	10,375,869	0	30,679,861
2	JAYASREE KAMAL	COMPANY SECRETARY	2,410,584	0	1,223,423	0	3,634,007
	Total		22,714,576	0	11,599,292	0	34,313,868

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	CHERIAN NADUVA	DIRECTOR	0	1,500,000	0	650,000	2,150,000
2	KASARAGOD ULLAS	DIRECTOR	0	0	0	590,000	590,000
3	CHENAYAPPILLIL	DIRECTOR	0	0	0	555,000	555,000
4	RADHA UNNI	DIRECTOR	0	0	0	590,000	590,000
5	JOSHNA JOHNSON	DIRECTOR	0	7,344,430	0	50,000	7,394,430
6	GEORGE MUTHOC	DIRECTOR	0	0	0	215,000	215,000
7	JAYARAJ BALAKR	DIRECTOR	0	0	0	445,000	445,000
	Total		0	8,844,430	0	3,095,000	11,939,430

## 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

Keyul M Dedhia

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

8618

### 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

Digitally signed by  
MITHUN  
KOCHOUSEPH  
CHITTILAPPILLY Date: 2021.09.22  
16:39:18 +05'30'

DIN of the director

00027610

To be digitally signed by

Digitally signed by  
JAYASRE  
E KAMALA Date: 2021.09.22  
16:40:33 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

15900

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

V Guard - MGT-8 Certificate 31032021 Sig  
Letter to ROC.pdf  
List of Committee Meetings -2020-21.pdf  
List of FII's - 2020-21.pdf  
List of Share transfers - 2020-21.pdf

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**



**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 **V-Guard Industries Limited** ("the Company") as required to be maintained under the Companies Act, 2013 ('the Act') and the rules made thereunder for the financial year ended on **March 31, 2021**. In our opinion and to the best of our information and according to the examinations carried out by us on test check basis and the 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 subject to our comments as mentioned below.
- B. during the aforesaid financial year the Company has complied with provisions of the Act and Rules made there under as mentioned below:

Sr. No.	Compliance	Comments / Qualification / Reservation / Remarks
1	Its status under the Act;	The status of the Company is a Listed Public Company, Limited by Shares.
2	Maintenance of registers / records and making entries therein within the time prescribed therefor;	The Company has kept and maintained statutory registers and records as required under the provisions of the Act and Rules made thereunder and has made necessary entries therein within the time prescribed under the Act.
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/beyond the prescribed time;	The Company has filed required forms and returns as prescribed under the Act and Rules made there under with the Registrar of Companies as required under the Act. The Company was not required to file any form with Regional Director, Central Government, the Tribunal, Court or other authorities during the financial year under review.
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	The Company has complied with provisions of the Act & Rules made there under in respect of calling/ convening/ holding meetings of Board of Directors, its Committees 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, have been properly recorded in the Minute Book maintained for the purpose. The Company has duly complied with the provisions of the Act and rules made there under in



	Book/registers maintained for the purpose and the same have been signed;	respect of the Resolution(s) passed by way of Circulation and by way of postal ballot during the financial year under review.
5	Closure of Register of Members / Security holders, as the case may be;	The Company has duly complied with the provisions of the Act in respect of closure of Register of Member during the financial year ended March 31, 2021.
6	Advances / loans to its directors and/or persons or firms or companies referred in section 185 of the Act;	As informed by the management, the Company has not granted any advances/ loans to its directors and/or persons or firms or companies referred in Section 185 and hence, no comments are invited in respect of the same.
7	Contracts/arrangements with related parties as specified in section 188 of the Act;	As informed by the management, the related party transactions which were entered into during the financial year were on arms' length basis and were in ordinary course of the business. The Company has not entered into any related party transactions which may have potential conflict with interest of the Company at large.
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 certificate in all instances;	<p>The Company has delivered all certificates on the issue/ allotment of Shares, lodgement of request, for transfer / Transmission/ request for issue of duplicate share certificates from members (as applicable), within prescribed time, during the financial year under review.</p> <p>The Company has no instances of buy back of securities/ redemption of preference shares or debentures or reduction of share capital during the financial year under review and hence no comment is invited in this respect.</p>
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;	As informed by the management, the Company has no instance of keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares and hence no comment is invited in respect of the same.
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;	<p>The Company has not declared any dividend during the financial year under review.</p> <p>The Company has duly transferred the amount lying with them in respect of unpaid/ unclaimed dividend or any other amount which were required to be deposited to Investor Education and Protection Fund in accordance with Section 125 of the Act.</p>
11	Signing of audited financial statement as per the provisions of Section 134 of	The Company has complied with the provisions of signing of audited financial statements for the financial year ended March 31, 2020 and March 31, 2021, as per





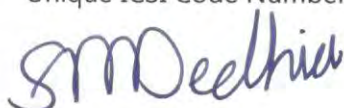
	the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;	the provisions of Section 134 of the Act. Further, the reports of the directors for the aforesaid financial year is in compliance with sub - sections (3), (4) and (5) of Section 134 of the Act.
12	Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosure of Directors, Key Managerial Personnel and remuneration paid to them;	<p>The Board of Directors of the Company is duly constituted. Mr. Kochouseph Chittilappilly retired as a Non-Executive Director and Mr. B Jayaraj was appointed as an Additional [Non-Executive] Director with effect from April 1, 2020. The appointment of Mr. B Jayaraj was confirmed by the shareholders in the Annual General Meeting held on August 12, 2020. Mr. Ramachandran V re-appointed and Designated as the Wholetime Director and Chief Operating Officer with effect from June 1, 2020 for a term of four [4] years till May 31, 2024. Mr George Muthoot Jacob appointed as Non-Executive Independent Director with effect from October 5, 2020 for a term of five [5] years till October 4, 2025. The re-appointment of Director on retire by rotation was made in compliance with the provisions of the Act.</p> <p>The Company had no instance of resignation / directors filling up casual vacancy during the financial year ended March 31, 2021 and hence no comment is invited in this respect.</p> <p>Ms. Joshna Johnson Thomas resigned as a Non-Executive Director with effect from April 1, 2021.</p> <p>As informed by the management, the Company has complied with the provisions relating to disclosure of Director's interest.</p> <p>The Company has duly complied with the provisions relating to Key Managerial Personnel (Section 203) and payment of remuneration to managerial personnel (Section 197).</p>
13	Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;	The Company has appointed M/s S R Batliboi and Associates LLP, Chartered Accountants, with ICAI Firm Registration No. 101049W/ E300004 as a Statutory Auditors of the Company for the term of five years in the Annual General Meeting of the Company held on July 31, 2017 and complied with the provisions of Section 139 of the Act. There was no casual vacancy in the office of Auditor during the financial year under



		review and hence no comment is invited in respect of the same.
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;	The Company was not required to take any approval from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act during the financial year under review.
15	Acceptance/ renewal/ repayment of deposits;	As informed by the management of the Company, the Company has not accepted / renewed / repaid any deposits as contemplated under Section 73, 76 of the Act and rules made thereunder during the financial year under review and hence no comment is invited.
16	Borrowings from its directors, members, public financial institutions, banks and others and creation / modification / satisfaction of charges in that respect, wherever applicable;	The borrowings made by the Company from banks, public financial institutions, and others, as the case may be is within the limits prescribed under Section 180 of the Companies Act, 2013. The company has filed necessary forms for creation/ modification/ satisfaction of charge, as the case may be.
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;	The Company has made investments in compliance with the provisions of the Act, during the financial year under review. The Company has not given any loans, provided guarantee(s)/ security(ies) during the financial year under review, hence no comment is invited.
18	Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;	The Company has not altered any of the provisions of Memorandum and Articles of Association during the financial year under review and hence no comments are invited in respect of the same.

**For Keyul M. Dedhia & Associates**  
**Company Secretaries**

Unique ICSI Code Number: S2009MH120800



**Keyul M. Dedhia**  
**Proprietor**

FCS No: 7756 COP No: 8618

UDIN: F007756C000985141

Peer Review Certificate No.: 876/2020



**September 22, 2021, Mumbai.**

**Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this certificate.**



**Annexure- A**

To,

**V-Guard Industries Limited**

Corporate Identity Number: L31200KL1996PLC010010

42/962, Vennala high School Road, Vennala, Kochi, Ernakulam, Kerala- 682 028.

Our Certificate of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test-check basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we follow, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and we rely on Auditors Independent Assessment on the same.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test-check basis.
6. The Certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Keyul M. Dedhia & Associates**  
**Company Secretaries**

Unique ICSI Code Number: S2009MH120800

*gmDedhia*

**Keyul M. Dedhia**  
**Proprietor**

FCS No: 7756 COP No: 8618

UDIN: F007756C000985141

Peer Review Certificate No.: 876/2020



**September 22, 2021, Mumbai.**

September 21, 2021

The Registrar of Companies, Kerala  
Company Law Bhavan  
BMC, Thrikkakara  
Ernakulam – 682021

**Sub : Filing of Annual Return for the Financial Year 2020-21.**

**Ref : CIN : L31200KL1996PLC010010**

Dear Sir,

We would like to submit the following clarification in connection with filing of Form MGT-7 for the Financial Year 2020-21.

- 1) The list of Members of the Company as on March 31, 2021, is not forming part of the form MGT-7 and the same shall be uploaded in MCA portal in prescribed excel template, after filing the form.
- 2) Details of sitting fees paid to the Independent Directors, includes the amount of fees paid to them for attending the meeting of Independent Directors held on March 19, 2021, pursuant to Schedule IV of Companies act, 2013.
- 3) Ms. Joshna Johnson Thomas resigned from the Board with effect from April 1, 2021. On May 26, 2021, Prof. Biju Varkkey was appointed as an Additional Director, in the independent category on the Board of the Company. His appointment was ratified by the Members of V-Guard Industries Limited in the 25<sup>th</sup> Annual General Meeting held on August 5, 2021.

You are requested to take the above submission on record.

Yours faithfully

For V-Guard Industries Limited



Jayasree K  
Company Secretary  
Membership No. A 15900



**V-GUARD INDUSTRIES LTD.**

Regd. office 42/962,  
Vennala High School Road,  
Vennala, Kochi - 682 028.  
CIN: L31200KL1996PLC010010

P +91 484 433 5000, 200 5000  
E mail@vguard.in  
W www.vguard.in



Form MGT-7

Annual Return as on March 31, 2021


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

**C. Committee Meetings**

Number of meetings held: 13

Sl. No.	Type of Meetings	Date of Meeting	Total No. Members as on the date of Meeting	Attendance	
				Number of Members Attended	% of attendance
1	Audit Committee	01/06/2020	5	5	100
2	Audit Committee	27/07/2020	5	5	100
3	Audit Committee	28/10/2020	5	5	100
4	Audit Committee	03/02/2021	5	5	100
5	Nomination & Remuneration Committee	22/05/2020	4	4	100
6	Nomination & Remuneration Committee	01/06/2020	4	4	100
7	Nomination & Remuneration Committee	27/08/2020	4	4	100
8	Nomination & Remuneration Committee	03/02/2021	4	4	100
9	Nomination & Remuneration Committee	19/03/2021	4	4	100
10	Stakeholders Relationship Committee	03/02/2021	3	3	100
11	Corporate Social Responsibility Committee	01/06/2020	3	3	100
12	Corporate Social Responsibility Committee	27/07/2020	3	3	100
13	Corporate Social Responsibility Committee	03/02/2021	3	3	100

For V-Guard Industries Limited



**Jayasree K**  
Company Secretary  
Membership No. A15900



Form MGT-7

Annual Return as on March 31, 2021

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

Sr no.	Name of FII	Address	Number of shares held	% of Shares Held
1	Nalanda India Equity Fund Limited	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	18262790	4.2453
2	Nalanda India Fund Limited	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	8349796	1.9410
3	India Midcap (Mauritius) Ltd.	HSBC Securities Services 11th Flr, Bldg No.3, Nesco - It Park Nesco Complex, W E Highway Goregaon East, Mumbai	5030000	1.1693
4	Kotak Funds - India Midcap Fund	HSBC Securities Services 11th Flr, Bldg No.3, Nesco - It Park Nesco Complex, W E Highway Goregaon East, Mumbai	3288878	0.7645
5	Bay Capital India Fund Ltd	4th Floor, Raffles Tower,19 Cybercity Ebene, Mauritius	3080569	0.7161
6	Highclere International Investors Emerging Markets Smid Fund	Citibank N.A. Custody Services Fifc- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	2532400	0.5887
7	First State Investments Icvc-Stewart Investors Indian Subcontinent Sustainability Fund	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	2318922	0.5390
8	Alps/Kotak India Growth Fund	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	1793261	0.4169
9	Vanguard Emerging Markets Stock Index Fund, A Series of Vanguard International Equity Index Funds	JP Morgan Chase Bank N.A. India Sub Custody 6th Floor, Paradigm B	1526092	0.3547

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**V-GUARD INDUSTRIES LTD.**  
Regd. office 42/962,  
Vennala High School Road,  
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CIN: L31200KL1996PLC010010

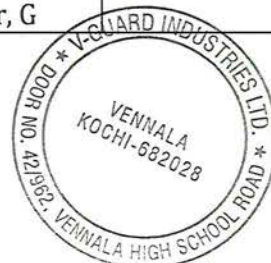
P +91 484 433 5000, 200 5000  
E mail@vguard.in  
W www.vguard.in





		Mindspace, Malad W, Mumbai		
10	Ishares Core Emerging Markets Mauritius Co	Citibank N.A. Custody Services Fific- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	1407913	0.3273
11	Dnb Fund-Asian Small Cap	Hsbc Securities Services 11th Flr, Bldg No.3, Nesco - It Park Nesco Complex, W E Highway Goregaon East, Mumbai	1405800	0.3268
12	Kuwait Investment Authority Fund 223	Citibank N.A. Custody Services Fific- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	1374375	0.3195
13	Vanguard Total International Stock Index Fund	JP Morgan Chase Bank N.A. India Sub Custody 6th Floor, Paradigm B Mindspace, Malad W, Mumbai	1253368	0.2914
14	Government Pension Fund Global	Citibank N.A. Custody Services Fific- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	1000000	0.2325
15	Schroder International Selection Fund Asian Smaller Companies	JP morgan Chase Bank N.A. India Sub Custody 6th Floor, Paradigm B Mindspace, Malad W, Mumbai	786964	0.1829
16	Emerging Markets Core Equity Portfolio (The Portfolio) Of Dfa Investment Dimensions Group Inc. (DFAIDG)	Citibank N.A. Custody Services Fific- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	706803	0.1643
17	Tkp Investments Bv - Aegon Custody B.V. Re Mm Equity Small Cap Fund	Citibank N.A. Custody Services Fific- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	595974	0.1385
18	Absl Umbrella Ucits Fund Plc - India Frontline Equity Fund	Standard Chartered Bank Securities Services, 3rd Floor 23-25 M.G. Road Fort, Mumbai	588250	0.1367
19	Vanguard Fiduciary Trust Company Institutional Total International Stock Market Index Trust II	JP Morgan Chase Bank N.A. India Sub Custody 6th Floor, Paradigm B Mindspace, Malad W, Mumbai	570182	0.1325
20	The Emerging markets Small Cap Series of the DFA Investment	Citibank N.A. Custody Services Fific- 11th Flr, G	553953	0.1288

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	Trust Company	Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai		
21	Bay Capital India Fund QP	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	530923	0.1234
22	Emerging Markets Small Capitalization Equity Index Non- Lendable Fund	JP Morgan Chase Bank N.A. India Sub Custody 6th Floor, Paradigm B Mindspace, Malad W, Mumbai	523960	0.1218
23	Sun Life Excel India Fund	Standard Chartered Bank Securities Services, 3rd Floor 23-25 M.G. Road Fort, Mumbai	444500	0.1033
24	Emerging Markets Small Capitalization Equity Index Fund	JP Morgan Chase Bank N.A. India Sub Custody 6th Floor, Paradigm B Mindspace, Malad W, Mumbai	371279	0.0863
25	Goldman Sachs (Singapore) Pte. – ODI	Standard Chartered Bank Securities Services Operations 3rd Floor, 23- 25, M.G Road Fort, Mumbai, India	368724	0.0857
26	India Bluechip (Mauritius) Ltd	Hsbc Securities Services 11th Flr, Bldg No.3, Nesco - It Park Nesco Complex, W E Highway Goregaon East, Mumbai	357451	0.0831
27	Vanguard FTSE All-World Ex-Us Small-Cap Index fund	Deutsche Bank Ag Db House, Hazarimal Somani Marg Post Box No. 1142, Fort Mumbai	322074	0.0749
28	Ishares India Sc Mauritius Company	Citibank N.A. Custody Services Fific- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	309469	0.0719
29	California Public Employees' Retirement System	Deutsche Bank Ag Db House, Hazarimal Somani Marg Post Box No. 1142, Fort Mumbai	303425	0.0705
30	Ups Group Trust	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	272169	0.0633
31	People's Bank Of China	Deutsche Bank Ag, Db House Hazarimal Somani	258759	0.0602

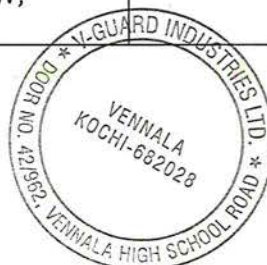
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		Marg, P.O.Box No. 1142, Fort Mumbai		
32	Ishares Core MSCI EM IMI UCITS ETF	Citibank N.A. Custody Services Fifc- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	256028	0.0595
33	DNB Fund-India	Hsbc Securities Services 11th Flr, Bldg No.3, Nesco - It Park Nesco Complex, W E Highway Goregaon East, Mumbai	225400	0.0524
34	State Street Global Small Cap Equity Ex-U.S. Index Non-Lending Series Fund	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	183368	0.0426
35	Northern Trust Collective Emerging Markets Small Cap Index Fund- Non Lending	Citibank N.A. Custody Services Fifc- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	176286	0.0410
36	Absl Umbrella Ucits Fund Plc - India Quality Advantage Fund	Standard Chartered Bank Securities Services, 3rd Floor 23-25 M.G. Road Fort, Mumbai	136855	0.0318
37	College Retirement Equities Fund - Stock Account	Deutsche Bank Ag Db House, Hazarimal Somani Marg Post Box No. 1142, Fort Mumbai	136492	0.0317
38	Bvk Personalvorsorge Des Kantons Zurich	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	121825	0.0283
39	State Street Msci Emerging Markets Small Cap Index Non- Lending Common Trust Fund	Deutsche Bank Ag Db House, Hazarimal Somani Marg Post Box No. 1142, Fort Mumbai	111190	0.0258
40	Wisdomtree India Investment Portfolio, Inc.	Citibank N.A. Custody Services Fifc- 11th Flr, G Block Plot C-54 And C-55, Bkc Bahdra - East, Mumbai	107458	0.0250
41	India Advantage Fund Limited	Citibank N.A. Custody Services Fifc- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	107264	0.0249
42	Copthall Mauritius Investment Limited - Odi Account	J.P.Morgan Chase Bank N.A. India Sub Custody 6th Floor, Paradigm B Mindspace, Malad W, Mumbai	107201	0.0249

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43	Diversified Trust Company Common Trust International Equity Fund	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	84600	0.0197
44	Opseu Pension Plan Trust Fund	Citibank N.A. Custody Services Fific- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	81271	0.0189
45	Excel Funds Mauritius Company Ltd	Citibank N.A. Custody Services Fific- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	79203	0.0184
46	Vanguard Fiduciary Trust Company Institutional Total International Stock Market Index Trust	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	76222	0.0177
47	Omers Administration Corporation - Oac Custody Account (Scv6)	Citibank N.A. Custody Services Fific- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	72199	0.0168
48	Spdr S And P Emerging Markets Small Cap Etf	Deutsche Bank Ag Db House, Hazarimal Somani Marg Post Box No. 1142, Fort Mumbai	65564	0.0152
49	Sunsuper Superannuation Fund	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	64772	0.0151
50	India Avenue Equity Fund	Bnp Paribas House 1 North Avenue, Maker Maxity Bandra Kurla Complex, Bandra East Mumbai	60404	0.0140
51	Ishares Msci Em Small Cap Ucits Etf	Citibank N.A. Custody Services Fific- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	58713	0.0136
52	Stichting Depository Apg Emerging Markets Equity Pool	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	57152	0.0133
53	Pub Equities Emerging Markets 2	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	56944	0.0132
54	State Street Msci Emerging Markets Small Cap Index	Deutsche Bank Ag Db House, Hazarimal Somani	50701	0.0118

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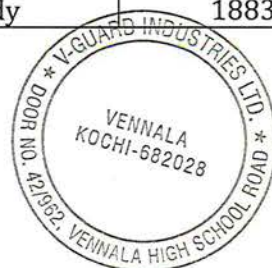
	Securities Lending Fund	Marg Post Box No. 1142, Fort Mumbai		
55	Acadian Emerging Markets Small Cap Equity Fund LLC	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	50440	0.0117
56	Commonwealth Global Share Fund 30	Citibank N.A. Custody Services Fifc- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	49462	0.0115
57	Public Employees Retirement System Of Ohio	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	45276	0.0105
58	Emerging Markets Core Equity Fund Of Dimensional Funds Icv	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	44814	0.0104
59	The Board Of Regents Of The University Of Texas System- Acadian Asset Management	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	44497	0.0103
60	Emerging Markets Small Capitalization Equity Index Fund B	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	42701	0.0099
61	The Regents Of The University Of California - State Street Global Advisors	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	41975	0.0098
62	Pension Reserves Investment Trust Fund - Acadian	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	41449	0.0096
63	Emerging Markets Social Core Equity Portfolio Of DFA Investment Dimensions Group Inc.	Citibank N.A. Custody Services Fifc- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	40880	0.0095
64	Ibm Diversified Global Equity Fund	Citibank N.A. Custody Services Fifc- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	39063	0.0091
65	Vanguard Total World Stock Index Fund	Deutsche Bank Ag Db House, Hazarimal Somani Marg Post Box No. 1142, Fort Mumbai	34743	0.0081
66	Blackrock Multi-Asset Income	JPMORGAN CHASE BANK	34216	0.0080

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	Portfolio Of Blackrock Funds II	N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI		
67	Pub Equities Emerging Markets 1	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	33085	0.0077
68	Ishares Emerging Markets Imi Equity Index Fund	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	31008	0.0072
69	World Ex U.S. Core Equity Portfolio Of Dfa Investment Dimensions Group Inc.	Citibank N.A. Custody Services Fife- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	29973	0.0070
70	Florida Retirement System - Aqr Capital Management, Llc	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	29762	0.0069
71	Ssga Spdr Etf Europe I Public Limited Company - Spdr Msci Emerging Markets Small Cap Ucts Etf	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	29106	0.0068
72	Alaska Permanent Fund	Deutsche Bank Ag Db House, Hazarimal Somani Marg Post Box No. 1142, Fort Mumbai	26144	0.0061
73	T.A. World Ex U.S. Core Equity Portfolio Of Dfa Investment Dimensions Group Inc.	Citibank N.A. Custody Services Fife- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	24622	0.0057
74	Seb Dynamisk Aktiefond	Hsbc Securities Services 11th Flr, Bldg No.3, Nesco - It Park Nesco Complex, W E Highway Goregaon East, Mumbai	23224	0.0054
75	Virginia Retirement System	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	22557	0.0052
76	State Street Global All Cap Equity Ex-Us Index Portfolio	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	20544	0.0048
77	Emerging Markets Sustainability	Citibank N.A. Custody	18837	0.0044

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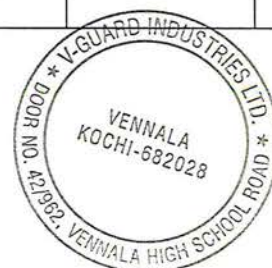
	Core 1 Portfolio	Services Fific- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai		
78	Blackrock Global Funds - Global Multi-Asset Income Fund	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	18446	0.0043
79	Ubs (Us) Group Trust	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	17587	0.0041
80	Kotak India Consumption Fund Ltd	Hsbc Securities Services 11th Flr, Bldg No.3, Nesco - It Park Nesco Complex, W E Highway Goregaon East, Mumbai	15140	0.0035
81	City Of Los Angeles Fire And Police Pension Plan	Citibank N.A. Custody Services Fific- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	14308	0.0033
82	International Monetary Fund - Manager A	Citibank N.A. Custody Services Fific- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	14140	0.0033
83	Dfa International Core Equity Fund	Standard Chartered Bank Securities Services, 3rd Floor 23-25 M.G. Road Fort, Mumbai	13845	0.0032
84	Vanguard Esg International Stock Etf	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	13586	0.0032
85	American Century Etf Trust- Avantis Emerging Markets Equity Etf	Deutsche Bank Ag, Db House, Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	12375	0.0029
86	Mercer Qif Fund Plc- Mercer Investment Fund 1	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	11400	0.0027
87	Kb India Equity Fund	Citibank N.A. Custody Services Fific- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	10415	0.0024
88	Public Employees Retirement Association Of New Mexico	Hsbc Securities Services 11th Flr, Bldg No.3, Nesco - It Park Nesco Complex, W E Highway Goregaon East,	9721	0.0023

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		Mumbai		
89	Societe Generale	Sbi Sg Global Securities Services Pl Jeevan Seva Annexe Building, A Wing Gr Floor, S V Road Santacruz West, Mumbai	8894	0.0021
90	Utah State Retirement Systems	Citibank N.A. Custody Services Fiftc- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	7534	0.0018
91	Cc & L Q Group Global Equity Fund	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	6443	0.0015
92	Legal And General Assurance (Pension Management) Limited	Citibank N.A. Custody Services Fiftc- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	6420	0.0015
93	John Hancock Funds II Emerging Markets Fund	Citibank N.A. Custody Services Fiftc- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	5667	0.0013
94	Blackrock Global Funds Global Smallcap Fund	Deutsche Bank Ag Db House, Hazarimal Somani Marg Post Box No. 1142, Fort Mumbai	5195	0.0012
95	Integrated Core Strategies Asia Pte Ltd	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	4989	0.0012
96	Seb Fund 1 Seb Global Chance/Risk Fund	Hsbc Securities Services 11th Floor, Bldg 3, Nesco - It Park Nesco Complex, W.E. Highway Goregaon (East), Mumbai	4629	0.0011
97	Dimensional Funds Plc - Multi-Factor Equity Fund	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	4470	0.0010
98	Kotak Funds - India Growth Fund	Hsbc Securities Services 11th Floor, Bldg 3, Nesco - It Park Nesco Complex, W.E. Highway Goregaon (East), Mumbai	3711	0.0009
99	Cc& L Q Global Equity Fund	Deutsche Bank Ag, Db House Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	3681	0.0009

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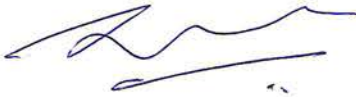
100	Vanguard Investment Series Plc – Vanguard Esg Emerging Markets All Cap Equity IndexFund	Hsbc Securities Services 11th Floor Bldg 3 Nesco It Park Nesco Complex W E Highway Goregaon East Mumbai	2180	0.0005
101	Nighthawk India Equity Fund Lp	Hdfc Bank Limited Custody Operations Empire Plaza 1 4th Floor Lbs Marg Chandan Nagar Vikhroli West Mumbai Maharashtra	2025	0.0005
102	American Century Etf Trust – Avantis Emerging Markets Equity Fund	Deutsche Bank Ag, Db House, Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	2008	0.0005
103	Wisdom Tree Issuer Plc - Wisdom Tree Emerging Markets Smallcap Dividend Ucits Etf	Citibank N.A. Custody Services Fifc- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	1810	0.0004
104	Dsp Global Funds Icav - Dsp India Equity Fund	Hsbc Securities Services 11th Floor, Bldg 3, Nesco - It Park Nesco Complex, W.E. Highway Goregaon (East), Mumbai	1533	0.0004
105	Bnp Paribas Arbitrage - Odi	Bnp Paribas House 1 North Avenue, Maker Maxity Bandra Kurla Complex, Bandra East Mumbai	1359	0.0003
106	Flexshares Morningstar Emerging Markets Factor Tilt Index Fund	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI	1032	0.0002
107	Dimensional Emerging Core Equity Market Etf Of Dimensional Etf Trust	Citibank N.A. Custody Services Fifc- 11th Flr, G Block Plot C-54 And C-55, Bkc Bandra - East, Mumbai	762	0.0002
108	Societe Generale – Odi	Sbi-Sg Global Securities Services Pl Jeevan Seva Extension Building Ground Floor S V Road Santacruz West Mumbai	15	0.0000

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109	John Chu	98/142 Ds Tower 1rm 20b 1 Soi Dang Udom Sukhumvit 33 Road Bangkok Thailand 10110	2646	0.0006
110	Hendrik Samnarain Kalka	Sebastian Crt Fl 12 Triq It- Turisti San Pawl Il-Bahar Malta Spb1029	888	0.0002
	<b>Total</b>		<b>6,39,93,367</b>	<b>14.8756</b>

**For V-Guard Industries Limited**




**Jayasree K**  
**Company Secretary**  
**Membership No. A15900**



**Form MGT-7****Annual Return as on March 31, 2021****IV. Share Capital, Debenture and other securities of the Company****iii) Details of shares/Debentures Transfers since closure date of last financial year****V-Guard Industries Limited****Details of Shares/debentures transferred from April 1, 2020 to March 31, 2021**

Transfer date	Type	SH/DB	Amount per share	Folio	Seller Name	Folio	Buyer Name
27.08.2020	1	400	000001	00000539	Ajith Kumar K	IEPF2017	IEPF2017
27.08.2020	1	200	000001	00000794	John K P	IEPF2017	IEPF2017
27.08.2020	1	200	000001	00000827	Vijoy M N	IEPF2017	IEPF2017

**For V-Guard Industries Limited**

**Jayasree K**  
**Company Secretary**  
**Membership No. A15900**

