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: L22200MH1984PLC034055 [Pre-fill]

Global Location Number (GLN) of the company:

* Permanent Account Number (PAN) of the company: AAACN1243K

(ii) (a) Name of the company: NAVNEET EDUCATION LIMITED

(b) Registered office address

NEAR SHARDASHARAN SOCIETYBHAVANI SHANKER ROAD
DADAR
MUMBAI
Maharashtra
400028
India

(c) *e-mail ID of the company: secretarial@navneet.com

(d) *Telephone number with STD code: 02266626565

(e) Website: www.navneet.com

(iii) Date of Incorporation: 18/09/1984

(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	Bombay Stock Exchange Ltd.	1
2	National Stock Exchange of India Ltd.	1,024

(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 04/08/2022

(b) Due date of AGM 30/09/2022

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

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 5

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	C4	Printing, reproduction of recorded media	35.03
2	P	Education	P4	Educational support services	64.55
3	P	Education	P1	Primary & Secondary Education services	0
4	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	0.11
5	G	Trade	G1	Wholesale Trading	0.3

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	NAVNEET FUTURETECH LIMITE	U72200MH2008PLC181531	Subsidiary	100
2	INDIANNICA LEARNING PRIVAT	U22110DL1998PTC094399	Subsidiary	100
3	NAVNEET TECH VENTURES PRI	U80902MH2021PTC358119	Subsidiary	100
4	K12 TECHNO SERVICES PRIVAT	U80101KA2010PTC072102	Associate	27.69
5	NAVNEET (HK) LIMITED		Subsidiary	70

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	248,297,500	226,213,181	226,213,181	226,213,181
Total amount of equity shares (in Rupees)	496,595,000	452,426,362	452,426,362	452,426,362

Number of classes 1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	248,297,500	226,213,181	226,213,181	226,213,181
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	496,595,000	452,426,362	452,426,362	452,426,362

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	340,500	0	0	0
Total amount of preference shares (in rupees)	3,405,000	0	0	0

Number of classes 1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	340,500	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	3,405,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	2,315,424	226,555,076	228870500	457,741,000	457,741,00	
Increase during the year	0	158,700	158700	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify Physical shares converted into Demat		158,700	158700			
Decrease during the year	158,700	2,657,319	2816019	5,314,638	5,314,638	0
i. Buy-back of shares	0	2,657,319	2657319	5,314,638	5,314,638	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0

iv. Others, specify Physical shares converted into Demat	158,700		158700			
At the end of the year	2,156,724	224,056,457	226213181	452,426,362	452,426,36	
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 INE060A01024

(ii) Details of stock split/consolidation during the year (for each class of shares) 0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media] ○ Yes ○ No ○ Not Applicable

Separate sheet attached for details of transfers ○ Yes ○ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	

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

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

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

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

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures) 0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

(i) Turnover 10,605,248,827

(ii) Net worth of the Company 11,271,392,200

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	142,491,560	62.99	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)	720,813	0.32	0	
10.	Others	0	0	0	
	Total	143,212,373	63.31	0	0

Total number of shareholders (promoters) 51

(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	43,166,146	19.08	0	
	(ii) Non-resident Indian (NRI)	1,720,689	0.76	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	2,500	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	11,250	0	0	
6.	Foreign institutional investors	6,653,373	2.94	0	
7.	Mutual funds	22,432,254	9.92	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	6,334,214	2.8	0	
10.	Others AIF, IEPF, and Others	2,680,382	1.18	0	
	Total	83,000,808	36.68	0	0

Total number of shareholders (other than promoters) 43,745

Total number of shareholders (Promoters+Public/ Other than promoters) 43,796

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company 42

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
AMERICAN CENTURY I	DEUTSCHE BANK AG, DB HOUSE, H			18,910	0
CC&ampL Q EMERGIN	STANDARD CHARTERED BANK SEC			26,528	0.01
CITY OF LOS ANGELES	CITIBANK N.A. CUSTODY SERVICES			14,430	0
DIMENSIONAL FUNDS	DEUTSCHE BANK AG, DB HOUSE H			8,173	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
INTEGRATED CORE ST	DEUTSCHE BANK AG, DB HOUSE H			26,434	0.01
MORGAN STANLEY AS	CITIBANK N.A. CUSTODY SERVICES			327,240	0.14
QUADRATURE CAPITA	JPMORGAN CHASE BANK N.A., IND			68,949	0.03
THE BOEING COMPAN	CITIBANK N.A. CUSTODY SERVICES			59,313	0.02
BNS ASIA LIMITED	HSBC SECURITIES SERVICES 11TH F			75,258	0.03
DFA INTERNATIONAL	STANDARD CHARTERED BANK SEC			5,463	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			108	0
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			15,738	0
SOMERSET EMERGING	CITIBANK N.A. CUSTODY SERVICES			1,357,686	0.6
AMALTAS CAPITAL INI	KOTAK MAHINDRA BANK LIMITED			1,629,675	0.72
CC&ampL Q INTERNA	STANDARD CHARTERED BANK SEC			8,913	0
PUBLIC EMPLOYEES R	HSBC SECURITIES SERVICES 11TH F			32,072	0.01
SPDR S&ampP EMERG	HSBC SECURITIES SERVICES 11TH F			93,205	0.04
EMERGING MARKETS I	CITIBANK N.A. CUSTODY SERVICES			6,829	0
ESVEE CAPITAL	C/O KOTAK MAHINDRA BANK LIMI			600,000	0.26
JOHN HANCOCK VARI	CITIBANK N.A. CUSTODY SERVICES			6,921	0
BOWHEAD INDIA FUN	BNP PARIBAS HOUSE 1 NORTH AV			828,100	0.36
LOS ANGELES CITY EM	CITIBANK N.A. CUSTODY SERVICES			7,973	0
POLUS GLOBAL FUND	ICICI BANK LTD SMS DEPT 1ST FLC			46,296	0.02
UBS FUND MANAGEM	STANDARD CHARTERED BANK Sec			26,109	0.01
CC&ampL Q GLOBAL S	STANDARD CHARTERED BANK SE			10,071	0

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	79	51
Members (other than promoters)	32,429	43,745
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**	5	0	5	0	6.29	0
B. Non-Promoter	0	7	0	6	0	0
(i) Non-Independent	0	3	0	3	0	0
(ii) Independent	0	4	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	5	7	5	6	6.29	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

(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)
Gnanesh D. Gala	00093008	Managing Director	3,185,976	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Raju H. Gala	02096613	Managing Director	2,008,149	
Bipin A. Gala	00846625	Whole-time directo	2,237,516	
Anil D. Gala	00092952	Whole-time directo	3,309,046	
Shailendra J. Gala	00093040	Whole-time directo	3,491,144	
Nilesh S. Vikamsey	00031213	Director	0	
Anil Swarup	08502186	Director	0	
Tushar K. Jani	00192621	Director	0	
Dr. Vijay B. Joshi	06705634	Director	1,050	
Usha Laxman	02765647	Director	0	
Amit D. Buch	AABPB2214L	Company Secretar	0	
Kamlesh S. Vikamsey	00059620	Director	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
MOHINDER PAL BANS	01626343	Director	31/03/2022	Cessation
Deepak Kaku	AGEPK8497K	CFO	31/01/2022	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	29/09/2021	41,506	41	13.31

B. BOARD MEETINGS

*Number of meetings held 5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/05/2021	12	12	100
2	11/08/2021	12	12	100
3	29/10/2021	12	11	91.67
4	23/11/2021	12	10	83.33
5	31/01/2022	12	12	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	udit Committee	27/05/2021	5	5	100
2	udit Committee	11/08/2021	5	5	100
3	udit Committee	29/10/2021	5	5	100
4	udit Committee	31/01/2021	5	5	100
5	Nomination an	26/05/2021	4	3	75
6	Nomination an	31/01/2022	4	4	100
7	Nomination an	25/03/2022	4	3	75
8	Stakeholders F	25/03/2022	4	4	100
9	Risk Managem	04/02/2022	3	3	100
10	Risk Managem	25/03/2022	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 04/08/2022 (Y/N/NA)
		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	Gnanesh D. G	5	5	100	2	2	100	

2	Raju H. Gala	5	5	100	0	0	0	
3	Bipin A. Gala	5	5	100	1	1	100	
4	Anil D. Gala	5	4	80	1	1	100	
5	Shailendra J. (	5	4	80	1	1	100	
6	Nilesh S. Vika	5	5	100	4	4	100	
7	Anil Swarup	5	5	100	0	0	0	
8	Tushar K. Jan	5	4	80	9	9	100	
9	Dr. Vijay B. Jo	5	4	80	10	10	100	
10	Usha Laxman	5	4	80	9	8	88.89	
11	Kamlesh S. Vi	5	5	100	3	2	66.67	

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: 5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Gnanesh D. Gala	Managing Direct	12,986,580	0	0	925,776	0
2	Raju H. Gala	Joint Managing	12,986,580	0	0	925,776	0
3	Bipin A. Gala	Whole time Dire	12,986,580	0	0	925,776	0
4	Anil D. Gala	Whole time Dire	12,986,580	0	0	925,776	0
5	Shailendra J. Gala	Whole time Dire	11,903,860	0	0	848,592	0
	Total		63,850,180	0	0	4,551,696	68,401,876

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	Amit Dushyant Buc	Company Secre	3,514,452	0	0	190,968	0
2	Deepak Lalit Kaku	CFO	7,683,971	0	0	0	0
3	Kalpesh Dhanji Ded	CFO	1,126,500	0	0	86,808	0
	Total		12,324,923	0	0	277,776	12,602,699

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	Kamlesh S. Vikams	Chairman and D	270,000	0	0	0	0
2	Nilesh S. Vikamsey	Independent Dir	350,000	0	0	0	0
3	Anil Swarup	Independent Dir	250,000	0	0	0	0
4	Mohinder Pal Bansa	Independent Dir	370,000	0	0	0	0
5	Tushar K. Jani	Independent Dir	320,000	0	0	0	0
6	Dr. VIjay B. Joshi	Independent Dir	370,000	0	0	0	0
7	Usha Laxman	Independent Dir	315,000	0	0	0	0
	Total		2,245,000	0	0	0	2,245,000

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	Sunil M. Dedhia
Whether associate or fellow	○ Associate ◉ Fellow
Certificate of practice number	2031

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. .. 29(viii) dated 08/08/2016 (DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director 00093008

To be digitally signed by

◉ Company Secretary

○ Company secretary in practice

Membership number 15239 Certificate of practice number

Attachments

List of attachments

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

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