

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

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

U29308MH2017PTC298742

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAGCV0581Q

(ii) (a) Name of the company

VOLTBEK HOME APPLIANCES P

(b) Registered office address

Voltas House 'A'
Dr Babasaheb Ambedkar Road, Chinchpokli
Mumbai
Mumbai City
Maharashtra
400033

(c) *e-mail ID of the company

pooja.khosla@voltasbeko.com

(d) *Telephone number with STD code

+912266656254

(e) Website

www.voltasbeko.com

(iii) Date of Incorporation

18/08/2017

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

AGM will be held on July 16, 2021

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	G	Trade	G1	Wholesale Trading	56.7
2	C	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	43.3

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	1,000,000,000	837,010,000	837,010,000	837,010,000
Total amount of equity shares (in Rupees)	10,000,000,000	8,370,100,000	8,370,100,000	8,370,100,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,000,000,000	837,010,000	837,010,000	837,010,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	10,000,000,000	8,370,100,000	8,370,100,000	8,370,100,000

(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				
At the beginning of the year	684,010,000	6,840,100,000	6,840,100,000	
Increase during the year	153,000,000	1,530,000,000	1,530,000,000	0
i. Public Issues	0	0	0	0
ii. Rights issue	153,000,000	1,530,000,000	1,530,000,000	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0

vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify <div></div>				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify <div></div>				
At the end of the year	837,010,000	8,370,100,000	8,370,100,000	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify <div></div>				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify <div></div>				
At the end of the year	0	0	0	

(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) <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

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0		0
Partly convertible debentures	0		0
Fully convertible debentures	0		0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			2,513,355,000
Deposit			0
Total			2,513,355,000

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**

6,369,349,000

(ii) Net worth of the Company

4,504,374,000

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	0	0	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)	837,010,000	100	0	
10.	Others	0	0	0	
	Total	837,010,000	100	0	0

Total number of shareholders (promoters)

4

(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	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

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

4

**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	4	4
Members (other than promoters)	0	0
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	0	0	0	0	0	0
B. Non-Promoter	0	6	0	6	0	0
(i) Non-Independent	0	6	0	6	0	0
(ii) Independent	0	0	0	0	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	0	6	0	6	0	0

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

9

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Sanjaya Shyam Johri	00032015	Director	0	
Pradeep Kumar	02940277	Director	0	
Anil George	00590939	Director	0	
Fatih Kemal Ebicliouglu	07854902	Director	0	
Hakan Hamidi Bulgurlu	07854906	Director	0	
Cemal Can Dincer	09033564	Additional director	0	
Jayant Balan	ADHPB0882F	CEO	0	
Enis Atasoy	DFYPA6589A	CFO	0	
Pooja Khosla	AVEPK3096R	Company Secretar	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)
Cemal Can Dincer	09033564	Additional director	02/02/2021	Appointment
Cemal Seref Oguzhan C	07854900	Director	02/02/2021	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

2

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	10/07/2020	4	4	100
Extra-Ordinary General Meeting	03/06/2020	4	4	100

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	08/05/2020	6	6	100
2	24/07/2020	6	6	100
3	26/10/2020	6	6	100
4	02/02/2021	6	5	83.33
5	08/03/2021	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

0

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					

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								(Y/N/NA)
1	Sanjaya Shyam	5	5	100	0	0	0	
2	Pradeep Kumar	5	5	100	0	0	0	
3	Anil George	5	5	100	0	0	0	
4	Fatih Kemal E	5	5	100	0	0	0	
5	Hakan Hamidi	5	4	80	0	0	0	
6	Cemal Can Di	1	1	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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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	Jayant Balan	CEO	16,330,308	0	0	532,800	16,863,108
2	Enis Atasoy	CFO	8,838,347	0	0	531,900	9,370,247
3	Pooja Khosla	Company Secretary	1,573,656	0	0	40,068	1,613,724
	Total		26,742,311	0	0	1,104,768	27,847,079

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total						

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

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

Bhaskar Upadhyay

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

9625

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.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

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 Attachment(s), if any

List of attachments

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

Shareholding Pattern**As on 31st March, 2021**

	Name of Shareholder	No. of Equity Shares of Rs. 10 each	% of total Shares held
1.	Ardutch B.V., Netherlands	41,01,34,900	49
2.	Koç Holding A.Ş., Turkey	83,70,100	1
3.	Voltas Limited, India	41,01,34,900	49
4.	Tata Investment Corporation Limited, India	83,70,100	1
		83,70,10,000	100

Notes:

(c) Voltas Limited is listed on BSE Limited and National Stock Exchange of India Limited.

(d) Ardutch B.V. is a wholly-owned subsidiary of Arcelik A.Ş. which is listed on Istanbul Stock Exchange.



Tel. : 91-022-2510 0718
Tel. : 91-022-2510 0698
E-mail : navnit@hotmail.com
brupadhyay@hotmail.com
Website : www.nlba.in

FORM NO. MGT-8

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

For the Financial Year ended March 31, 2021

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

CIN: U29308MH2017PTC298742

Company name: VOLTBEK HOME APPLIANCES PRIVATE LIMITED

Paid-up Capital: Rs. 837,01,00,000/- (as on March 31, 2021)

We have examined the registers, records and books and papers of **VOLTBEK HOME APPLIANCES PRIVATE 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 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 and Rules made there under in respect of:
1. The Company's status under the Act as a Private Company which is active;
 2. The Company has maintained proper registers/records and made entries therein within the time prescribed thereof ;
 3. The Company has filed all the forms and returns with the Registrar of Companies, within the prescribed time ;

507, Skyline Wealth Space, 5th Floor, C2 Wing, Skyline Oasis Complex, Premier Road, Near Vidyavihar Station, Ghatkopar - West, Mumbai – 400086

4. The Company has called/ convened/ held meetings of Board of Directors, and the meetings of the members of the Company within due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolution, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5. The Company has not paid any dividend and consequently not closed the Register of Members/Security holders, during the financial year.
6. The Company has not given any advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act during the financial year ;
7. The Company has entered into related party transactions which were in the ordinary course of business and at arm's length basis.
8. During the year, Company has issued and allotted 15,30,00,000 Equity Shares (Fifteen Crores Thirty Lakhs) at Rs. 10/- each (Rupees Ten Each) aggregating to Rs. 153,00,00,000 (One Hundred Fifty-Three Crores Only) on Rights basis.. There were no transfers/ transmission of shares during the financial year.
9. There were no instances requiring the Company to keep 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 during the financial year;
10. There was no unpaid/ unclaimed dividend with the Company and therefore, the Company was not required to comply with the provisions of 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 financial year;
11. The Company has complied with the provision of signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors as per sub - sections (3), (4) and (5) thereof during the financial year;
12. The Company has complied with the provisions of the Companies Act, 2013 related to constitution/ appointment/ re-appointments/ retirement/ ~~filling up casual vacancies~~/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. Mr. Cemal Can Dincer (Arduatch nominee) having DIN 09033564 was appointed as additional Director with effect from 02nd February

2021 and Mr. Cemal Oguzhan Ozturk having DIN 07854900 ceased to be the Director of the Company with effect from 02nd February 2021 ;

13. The Company has appointed SRBC & Co LLP as Statutory Auditors for a period of 5 years from the conclusion of the 1st Annual General Meeting to the Conclusion of 6th Annual General Meeting to be held in 2023 at the 1st Annual General Meeting held on 29th June, 2018;
14. The Company was not required to take any approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act during the financial year;
15. The Company has not accepted/ renewed/ repaid any deposits during the financial year;
16. During the year, Company was not required to file any form for Charge Creation/modification or satisfaction.
17. The Company has complied with the provisions of giving of loans/ investments /guarantees and providing any securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act during the financial year;
18. During the financial year the Company increased its Authorized Share Capital from Rs. 700 crores divided into 70 Crores equity shares of Rs. 10 each to Rs. 1000 crores divided into 100 Crores equity shares of Rs 10 each. There was no alteration in Articles of Association of the Company.

**For M/s N L Bhatia & Associates
Practising Company Secretaries
UIN: P1996MH055800
UDIN:**

**Date: __, 2021
Place: Mumbai**

**Bhaskar Upadhyay
Partner
FCS: 8663
CP. No. 9625
P/R: 700/2020**