

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

L29301KA1999PLC025387

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADSC9958B

(ii) (a) Name of the company

STOVE KRAFT LIMITED

(b) Registered office address

81/1, MEDAMARANA HALLI VILLAGE
HAROHALLI HOBLI, KANAKAPURA TALUK
RAMANAGAR DIST
Karnataka
562112

(c) *e-mail ID of the company

cs@stovekraft.com

(d) *Telephone number with STD code

08028016222

(e) Website

<https://www.stovekraft.com/>

(iii) Date of Incorporation

28/06/1999

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

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(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

12/09/2022

(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

1

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	C13	Other manufacturing including jewellery, musical instruments, medical instruments,	100

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

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

0

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	40,000,005	32,867,867	32,867,867	32,867,867
Total amount of equity shares (in Rupees)	400,000,050	328,678,670	328,678,670	328,678,670

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	40,000,005	32,867,867	32,867,867	32,867,867
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	400,000,050	328,678,670	328,678,670	328,678,670

(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			
At the beginning of the year	1	32,589,612	32589613	325,896,130	325,896,130	

Increase during the year	0	278,254	278254	2,782,540	2,782,540	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	278,254	278254	2,782,540	2,782,540	
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 <div></div>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <div></div>						
At the end of the year	1	32,867,866	32867867	328,678,670	328,678,670	
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 <div></div>						
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

INE00IN01015

(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	<div style="border: 1px solid black; height: 25px;"></div>
Date of registration of transfer (Date Month Year)	<div style="border: 1px solid black; height: 25px;"></div>
Type of transfer	<div style="border: 1px solid black; display: inline-block; width: 100px; height: 30px; vertical-align: middle;"></div> 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<div style="border: 1px solid black; display: inline-block; width: 150px; height: 30px; vertical-align: middle;"></div> Amount per Share/ Debenture/Unit (in Rs.) <div style="border: 1px solid black; display: inline-block; width: 150px; height: 30px; vertical-align: middle;"></div>

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

Particulars	Number of units	Nominal value per unit	Total value
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

11,363,590,000

(ii) Net worth of the Company

3,640,100,000

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	18,469,116	56.19	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	18,469,116	56.19	0	0

Total number of shareholders (promoters)

3

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	6,147,784	18.7	0	
	(ii) Non-resident Indian (NRI)	207,699	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	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	2,749,087	8.36	0	
7.	Mutual funds	2,899,598	8.82	0	

8.	Venture capital	158,309	0.48	0	
9.	Body corporate (not mentioned above)	1,945,782	5.92	0	
10.	Others Trust, clearing members	290,492	0.88	0	
	Total	14,398,751	43.79	0	0

Total number of shareholders (other than promoters)

48,356

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

48,359

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ALLIANZ GLOBAL INV	CITIBANK N.A. CUSTODY SERVICES			28,817	
GOLDMAN SACHS FUI	CITIBANK N.A. CUSTODY SERVICES			957,763	
AIRAVAT CAPITAL HOI	EMPIRE PLAZA 1 4TH FLOOR LBS M			5,701	
HSBC GLOBAL INVEST	11TH FLOOR, BLDG 3, NESCO - IT P			598,612	
GS INDIA EQUITY	11TH FLOOR, BLDG 3, NESCO - IT P			217,472	
ALQUITY SICAV - ALQU	11TH FLOOR, BLDG 3, NESCO - IT P			49,962	
SPDR S&P EMERGING I	BLDG 3 NESCO IT PARK NESCO CC			10,825	
TAIYO GREATER INDIA	HAZARIMAL SOMANI MARG, P.O.B			757,584	
ARK GLOBAL EMERGIN	HAZARIMAL SOMANI MARG, P.O.B			30,000	
AMERICAN CENTURY F	HAZARIMAL SOMANI MARG, P.O.B			12	
ELARA INDIA OPPORT	1ST FLOOR, EMPIRE COMPLEX 414			151,699	
INDIA OPPORTUNITIES	Securities Services, 3rd Floor 23-25			10,000	
ERISKA INVESTMENT F	Securities Services, 3rd Floor 23-25			2,000	
PROBUS OPPORTUNIT	Securities Services, 3rd Floor 23-25			23,000	
ASHOKA INDIA EQUIT	KOTAK INFINITI BLDG N. 21 2ND FI			89,261	
DOVETAIL INDIA FUNI	FIRST FLOOR FIRST FLOOR			11,070	
MARIHEIDA CORDOVA	APT 4 MOUNTAIN VIEW			447	

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
SOCIETE GENERALE	JEEVAN SEVA ANNEXE BUILDING, ,			580	

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	3	3
Members (other than promoters)	19,748	48,356
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	0	2	0	55.58	0
B. Non-Promoter	1	2	1	3	0.28	0
(i) Non-Independent	1	0	1	0	0.28	0
(ii) Independent	0	2	0	3	0	0
C. Nominee Directors representing	0	1	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	1	0	0	0	0
Total	3	3	3	3	55.86	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)
RAJENDRA GANDHI	01646143	Managing Director	18,269,115	
ANUP SHAH SANMUKI	00317300	Additional director	285	
NEHA GANDHI	07623685	Director	1	
LAKSHMIKANT GUPTA	07637212	Director	0	
RAJIV NITIN MEHTA	00697109	Director	90,280	
SHUBA RAO MAYYA	08193276	Director	0	
RAJIV NITIN MEHTA	AAMPM7030N	CEO	0	
Appan Seshadri Balaji	AWEPB1096K	CFO	0	
Elangovan S.	CIIPS7684G	Company Secretar	0	15/09/2022

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

6

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)
BHARAT SINGH	08222884	Nominee director	29/03/2022	Cessation
ANUP SHAH SANMUKI	00317300	Additional director	02/11/2021	Appointment
SHASHIDHAR SK	ABLPK2743C	CFO	20/12/2021	Cessation
SHASHIDHAR SK	ABLPK2743C	Company Secretar	25/05/2021	Cessation
Appan Seshadri Balaji	AWEPB1096K	CFO	01/01/2022	Appointment
Elangovan S.	CIIPS7684G	Company Secretar	25/05/2021	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
AGM	31/08/2021	25,661	47	0.18

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/04/2021	5	4	80
2	25/05/2021	5	4	80
3	09/07/2021	5	4	80
4	29/07/2021	5	4	80
5	02/11/2021	6	6	100
6	01/01/2022	6	5	83.33
7	08/02/2022	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held

16

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	15/04/2021	3	3	100
2	Audit committee	06/05/2021	3	3	100
3	Audit committee	24/05/2021	3	3	100
4	Audit committee	29/07/2021	3	3	100
5	Audit committee	02/11/2021	3	3	100
6	Audit committee	08/02/2022	3	3	100
7	Stakeholders Forum	29/07/2021	3	3	100
8	Stakeholders Forum	01/11/2021	3	3	100
9	Stakeholders Forum	08/02/2022	3	3	100
10	CSR committee	01/11/2021	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	12/09/2022
								(Y/N/NA)
1	RAJENDRA G	7	7	100	12	12	100	Yes
2	ANUP SHAH S	3	3	100	0	0	0	Yes
3	NEHA GANDH	7	1	14.29	0	0	0	Yes
4	LAKSHMIKAN	7	7	100	16	16	100	Yes
5	RAJIV NITIN M	7	7	100	2	2	100	Yes
6	SHUBA RAO I	7	7	100	16	16	100	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rajendra Gandhi	Managing Director	10,577,244	0	0	0	10,577,244
2	Neha Gandhi	Executive Director	2,388,527	0	0	0	2,388,527
3	Rajiv Nitin Mehta	Whole Time Director	19,313,800	0	9,681,710		28,995,510
	Total		32,279,571	0	9,681,710	0	41,961,281

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	Appan Seshadri Bal	CFO	1,084,397	0	0	0	1,084,397
2	Elangovan S.	COMPANY SECRETARY	1,369,103	0	0	0	1,369,103
	Total		2,453,500	0	0	0	2,453,500

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHUBHA RAO MAY	INDEPENDENT	0	0	0	2,025,000	2,025,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	LAKSHMIKANT GU	INDEPENDENT	0	0	0	2,025,000	2,025,000
3	ANUP SHAH SANM	ADDITIONAL IN	0	0	0	300,000	300,000
	Total		0	0	0	4,350,000	4,350,000

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

2

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
Stove Kraft Limitec	SEBI(LODR)	31/03/2021	Regulation 19	259600	fine paid
Stove Kraft Limitec	SEBI (LODR)	30/06/2021	Regulation19	254880	fine paid

(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

Pramod SM

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

13784

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. ... 01 dated 08/11/2022

(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

NEHA
GANDHI

Digitally signed by
NEHA GANDHI
Date: 2022.11.09
18:04:42 +05'30'

DIN of the director

07623685

To be digitally signed by

VIVEK
MISHRA

Digitally signed by
VIVEK MISHRA
Date: 2022.11.09
18:05:01 +05'30'

- ☐ Company Secretary
☒ Company secretary in practice

Membership number

8540

Certificate of practice number

17218

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**

MGT-8- 2021-22.pdf
STOV 55A .pdf
meetingdetails.pdf
STOV3103.pdf
UDIN STOVE KRAFT.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