

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

U15419WB1988PLC045571

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECS9292D

(ii) (a) Name of the company

SONA BISCUITS LTD.

(b) Registered office address

15A, Hemanta Basu Sarani Continental Chambers, 5th Floor
NA
KOLKATA
Kolkata
West Bengal
700001

(c) *e-mail ID of the company

CS*****CO.COM

(d) *Telephone number with STD code

03*****55

(e) Website

(iii) Date of Incorporation

11/16/88

(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

(b) CIN of the Registrar and Transfer Agent

U20221WB1982PTC034886

Pre-fill

Name of the Registrar and Transfer Agent

MAHESHWARI DATAMATICS PVT LTD.

Registered office address of the Registrar and Transfer Agents

23, R.N. Mukherjee Road 5th Floor NA
Kolkata

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM 30/09/2024

(b) Due date of AGM 30/09/2024

(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	C1	Food, beverages and tobacco products	98

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

*No. of Companies for which information is to be given 2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SBL BISCUITS PRIVATE LIMITED	U15400AS2019PTC019757	Subsidiary	57.58
2	OMKARA INFOTECH PRIVATE L	U72900WB2022PTC258090	Associate	45

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	1424500	457284	457284	457284
Total amount of equity shares (in Rupees)	142450000	45728400	45728400	45728400

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	1424500	457284	457284	457284
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	142450000	45728400	45728400	45728400

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	1000000	751276	751276	751276
Total amount of preference shares (in rupees)	100000000	75127600	75127600	75127600

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	1000000	751276	751276	751276
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	100000000	75127600	75127600	75127600

(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	0	457284	457284	45728400	45728400	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0

iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify 						
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 						
At the end of the year	0	457284	457284	45728400	45728400	
Preference shares						
At the beginning of the year	0	751276	751276	75127600	75127600	
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	751276	751276	75127600	75127600	

ISIN of the equity shares of the company

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

Ledger Folio of Transferee	
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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

10197586997.7

(ii) Net worth of the Company

2094613535.66

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	185023	40.46	303424	40.39
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0

6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	Total	185023	40.46	303424	40.39

Total number of shareholders (promoters)

5

(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	272261	59.54	447852	59.61
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0

	Total	272261	59.54	447852	59.61
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Total number of shareholders (other than promoters)

13

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

18

**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	5
Members (other than promoters)	14	13
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	3	0	5	0	40.42	0
B. Non-Promoter	0	3	0	3	0	3.87
(i) Non-Independent	0	1	0	1	0	3.87
(ii) Independent	0	2	0	2	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	3	3	5	3	40.42	3.87

(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)
ASHOK KUMR AGARWAL	00112824	Whole-time director	18409	
MADHU AGARWAL	00431408	Director	4618	
SUSHIL KUMAR AGARWAL	08728166	Director	0	
MAHESH KUMAR AGARWAL	00120329	Whole-time director	21593	
LALIT KISHORE HAEL	07611402	Director	0	
SURESH CHAND AGARWAL	00112557	Managing Director	87248	
ANIL AGARWAL	00272523	Managing Director	53155	
NIDHI AGARWAL	02682797	Director	18172	
VIVEK AGARWAL	ADKPA7456K	CFO	23354	
ALOK AGARWAL	ADLPA6465D	CEO	38989	
SONAM LAKHOTIA	APVPM4012J	Company Secretary	0	

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

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)
KAILASH CHAND A	00276637	Director	01/08/2023	APPOINTMENT
VIVEK AGARWAL	ADKPA7456K	CFO	01/04/2023	APPOINTMENT
ALOK AGARWAL	ADLPA6465D	CEO	01/04/2023	APPOINTMENT
SONAM LAKHOTIA	APVPM4012J	Company Secretary	01/05/2023	APPOINTMENT
KAILASH CHAND A	00276637	Director	29/02/2024	CESSATION
SURESH CHAND A	00112557	Additional director	01/04/2023	APPOINTMENT
ANIL AGARWAL	00272523	Additional director	01/04/2023	APPOINTMENT
SURESH CHAND A	00112557	Managing Director	30/09/2023	Regularisation: CHANGE IN D
ANIL AGARWAL	00272523	Managing Director	30/09/2023	Regularisation: CHANGE IN D
ASHOK KUMR AGA	00112824	Whole-time director	01/04/2023	CHANGE IN DESIGNATION
MAHESH KUMAR A	00120329	Whole-time director	01/04/2023	CHANGE IN DESIGNATION
NIDHI AGARWAL	02682797	Director	01/08/2023	APPOINTMENT
NIDHI AGARWAL	02682797	Director	30/09/2023	Regularisation: CHANGE IN D
KAILASH CHAND A	00276637	Director	30/09/2023	Regularisation: CHANGE IN D

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
EXTRA ORDINARY GENE	15/05/2023	20	14	88.93
ANNUAL GENERAL MEETI	30/09/2023	20	14	88.93

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/04/2023	5	5	100
2	21/04/2023	7	6	85.71
3	02/05/2023	7	7	100
4	31/07/2023	7	5	71.43
5	04/09/2023	9	8	88.89
6	12/10/2023	9	5	55.56
7	25/10/2023	9	7	77.78
8	01/01/2024	9	5	55.56
9	29/01/2024	9	6	66.67

C. COMMITTEE MEETINGS

Number of meetings held

9

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 COMM	20/04/2023	3	3	100
2	AUDIT COMM	02/05/2023	3	3	100
3	AUDIT COMM	04/09/2023	3	3	100
4	AUDIT COMM	25/10/2023	3	3	100
5	AUDIT COMM	29/01/2024	3	3	100
6	CSR COMMIT	31/07/2023	3	3	100
7	NOMINATION	20/04/2023	3	3	100
8	NOMINATION	31/07/2023	2	2	100
9	INDEPENDEN	29/01/2024	2	2	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	9/30/24
								(Y/N/NA)
1	ASHOK KUMAR	9	9	100	1	1	100	Yes
2	MADHU AGARWAL	9	6	66.67	1	1	100	Yes
3	SUSHIL KUMAR	9	7	77.78	4	4	100	Yes
4	MAHESH KUMAR	9	8	88.89	3	3	100	Yes
5	LALIT KISHORE	9	6	66.67	4	4	100	Yes
6	SURESH CHANDRA	9	6	66.67	0	0	0	Yes
7	ANIL AGARWAL	9	6	66.67	0	0	0	Yes
8	NIDHI AGARWAL	5	3	60	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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ASHOK KUMAR AGARWAL	WHOLE TIME D	8400000	0	0	0	0
2	MAHESH KUMAR AGARWAL	WHOLE TIME D	9000000	0	0	0	0
3	SURESH CHANDRA AGARWAL	MANAGING DIF	9600000	0	0	0	0
4	ANIL AGARWAL	MANAGING DIF	8700000	0	0	0	0
	Total		35700000	0	0	0	35700000

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	ALOK AGARWAL	CEO	8400000				0
2	VIVEK AGARWAL	CFO	8400000				0
3	SONAM LAKHOTIA	COMPANY SEC	720000				0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		17520000				17520000

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MADHU AGARWAL	DIRECTOR	8400000				0
2	NIDHI AGARWAL	DIRECTOR	1600000				0
3	LALIT KISHORE HA	INDEPENDENT	0			65000	0
4	SUSHIL KUMAR AC	INDEPENDENT	0			65000	0
	Total		10000000			130000	10130000

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

PRATEEK KOHLI

Whether associate or fellow

☐

Associate

☒

Fellow

Certificate of practice number

16457

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. ..

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dated

04/09/2024

(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

ASHOK
KUMAR
AGARWAL
Digitally signed by
ASHOK KUMAR
AGARWAL
Date: 2024.11.29
17:55:06 +05'30'

DIN of the director

0*1*2*2*

To be digitally signed by

SONAM
LAKHOTIA
Digitally signed by
SONAM LAKHOTIA
Date: 2024.11.29
17:55:28 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

4*3*8

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

Attach

Attach

Attach

Attach

List of attachments

MGT-8_SBL_Final.pdf
BR_Designated Person.pdf
List of Shareholders.pdf
Share transfer details.pdf
clarification letter_MGT_7.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

DS REGIONAL
DIRECTOR (NR),
MINISTRY OF
CORPORATE
AFFAIRS 1

Digitally signed by DS REGIONAL DIRECTOR (NR), MINISTRY OF CORPORATE AFFAIRS 1
DN: cn=DS REGIONAL DIRECTOR (NR), MINISTRY OF CORPORATE AFFAIRS 1, o=Ministry of Corporate Affairs, ou=DS Regional Director (NR), email=dsr@corporateaffairs.gov.in, c=IN
Date: 2015.12.17 09:32:15 +05'30'