

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

U62200DL1980PLC010262

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACA2573R

(ii) (a) Name of the company

RJ CORP LIMITED

(b) Registered office address

F-2/7 OKHLA INDUSTRIAL AREAPHASE-I
NEW DELHI
Delhi
110020
India

(c) *e-mail ID of the company

corporategovernance@rjcorp.i

(d) *Telephone number with STD code

01244643100

(e) Website

(iii) Date of Incorporation

01/03/1980

(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

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE 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 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

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

(a) If yes, date of AGM 30/12/2020

(b) Due date of AGM 30/09/2020

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

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

Pre-fill

(e) Extended due date of AGM after grant of extension 31/12/2020

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	G	Trade	G2	Retail Trading	54.98
2	N	Support service to Organizations	N7	Other support services to organizations	45.02

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

*No. of Companies for which information is to be given 31

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Wellness Holdings Limited		Subsidiary	100
2	DEVYANI FOOD INDUSTRIES LI	U74899DL1991PLC046403	Subsidiary	99.92
3	DEVYANI INTERNATIONAL LIM	U15135DL1991PLC046758	Subsidiary	76.4
4	ACCORBEV (TELANGANA) PRIV	U15500DL2008PTC183357	Subsidiary	100
5	ANUJ TRADERS PRIVATE LIMITI	U74899DL1991PTC046376	Subsidiary	99.9

6	CRYOVIVA BIOTECH PRIVATE L	U85195DL2005PTC137768	Subsidiary	87.46
7	MODERN MONTESSORI INTERN	U80301DL2003PTC118290	Subsidiary	50.2
8	SNOWPEAK ENTERPRISES PRIV	U74899DL1975PTC007694	Subsidiary	99.95
9	S V S INDIA PRIVATE LTD	U74899DL1985PTC022537	Subsidiary	72
10	Arctic International Private Ltd		Subsidiary	100
11	Cryoviva International Pte. Lim		Subsidiary	56
12	Accor Developers (Private) Lim		Subsidiary	73.68
13	Ole Marketing Private Limited		Subsidiary	66.67
14	Cryoviva Singapore Pte. Limite		Subsidiary	76.59
15	Reviva Cell Technologies Pte. L		Subsidiary	100
16	DEVYANI AIRPORT SERVICES (M	U55101DL2013PTC250959	Subsidiary	51
17	DEVYANI FOOD STREET PRIVA	U55101DL2009PTC193995	Subsidiary	100
18	Devyani International (Nepal) P		Subsidiary	100
19	RV Enterprises Pte. Ltd.		Subsidiary	87
20	Devyani International (Nigeria)		Subsidiary	57.5
21	Devyani International (UK) P. L		Subsidiary	100
22	Cryoviva Bangladesh Pvt. Ltd.		Subsidiary	77
23	Varun Developers P. Ltd.		Subsidiary	100
24	Varun Food & Beverages (Zam		Subsidiary	99.9
25	Varun Beverages (Africa) Ltd.		Subsidiary	100
26	Varun Food & Beverages (Afric		Subsidiary	100
27	Varun Infrastructure (Zambia) I		Subsidiary	99.9
28	Devyani Food Industries (Kenya		Subsidiary	100
29	VARUN BEVERAGES LIMITED	L74899DL1995PLC069839	Associate	27.69
30	CAPITAL INFRACON PRIVATE L	U70109DL2006PTC149697	Associate	49.5

31	Africare Ltd		Associate	27.5
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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	1,287,800,000	216,980	216,980	216,980
Total amount of equity shares (in Rupees)	12,878,000,000	2,169,800	2,169,800	2,169,800

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,287,800,000	216,980	216,980	216,980
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	12,878,000,000	2,169,800	2,169,800	2,169,800

(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
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Equity shares					
At the beginning of the year		211,985	2,119,850	2,119,850	
Increase during the year		5,005	50,050	50,050	0
i. Pubic Issues		0	0	0	0
ii. Rights issue		4,760	47,600	47,600	
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		245	2,450	2,450	
SHARES ALLOTTED ON AMALGAMATION					
Decrease during the year		10	100	100	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		10	100	100	
DUE TO MERGER					
At the end of the year		216,980	2,169,800	2,169,800	
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					

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				
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	<input style="width: 95%;" type="text"/>
Date of registration of transfer (Date Month Year) <input style="width: 95%;" type="text"/>	
Type of transfer	<input style="width: 100px; height: 30px;" type="text"/> 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px; height: 30px;" type="text"/>
Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px; height: 30px;" type="text"/>
Ledger Folio of Transferor	<input style="width: 450px; height: 30px;" 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

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	0
Partly convertible debentures	0	0	0
Fully convertible debentures	600,000	1000	600,000,000
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			8,918,160,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			758,040,000
Deposit			0
Total			10,276,200,000

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	600,000,000	0	0	600,000,000

(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**

911,210,000

(ii) Net worth of the Company

7,413,820,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	216,965	99.99	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)	0	0	0	
10.	Others	0	0	0	
	Total	216,965	99.99	0	0

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	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)	15	0.01	0	
10.	Others	0	0	0	
	Total	15	0.01	0	0

Total number of shareholders (other than promoters)

2

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

7

**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	5	5
Members (other than promoters)	2	2
Debenture holders	1	1

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	2	0	2	0	9.2
B. Non-Promoter	0	3	0	3	0	0
(i) Non-Independent	0	1	0	1	0	0
(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	0	5	0	5	0	9.2

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

8

(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)
RAJ PAL GANDHI	00003649	Director	0	
RAVI KANT JAIPURIA	00003668	Director	0	
VARUN JAIPURIA	02465412	Director	19,966	
RASHMI DHARIWAL	00337814	Director	0	
GIRISH KUMAR AHUJA	00446339	Director	0	
VIKAS KUMAR KESHR	BBDPK4227Q	Manager	0	
LALIT SINGH	ATOPS5854P	CFO	0	
Mahavir Prasad Garg	AAGPG1348H	Company Secretar	0	

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

0

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)

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
Extraordinary General Meet	29/04/2019	7	5	88.08
Annual General Meeting	30/09/2019	7	5	88.08

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	02/04/2019	5	4	80
2	18/04/2019	5	3	60
3	17/06/2019	5	2	40
4	23/09/2019	5	3	60
5	01/10/2019	5	2	40
6	30/12/2019	5	2	40
7	03/02/2020	5	2	40
8	27/03/2020	5	4	80

C. COMMITTEE MEETINGS

Number of meetings held

2

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	23/09/2019	3	2	66.67
2	Nomination and Remuneration	23/09/2019	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	30/12/2020
								(Y/N/NA)
1	RAJ PAL GAN	8	8	100	2	2	100	Yes
2	RAVI KANT JA	8	3	37.5	0	0	0	No
3	VARUN JAIPU	8	3	37.5	0	0	0	No
4	RASHMI DHA	8	3	37.5	2	1	50	Yes
5	GIRISH KUMA	8	5	62.5	2	2	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Vikas Keshri	Manager	1,020,000	0	0	0	1,020,000
	Total		1,020,000	0	0	0	1,020,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Lalit Kumar Singh	CFO	3,420,000	0	0	0	3,420,000
	Total		3,420,000	0	0	0	3,420,000

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
	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

Jasvinder Kaur Bhatia

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

7700

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

RAJ PAL
GANDHI
Digitally signed by
RAJ PAL GANDHI
Date: 2021.02.01
17:02:55 +05'30'

DIN of the director

00003649

To be digitally signed by

MAHAVIR
PRASAD
GARG
Digitally signed by
MAHAVIR PRASAD
GARG
Date: 2021.02.01
17:03:39 +05'30'

- ☒ Company Secretary
☐ Company secretary in practice

Membership number

3490

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

extensionofagm delhi 10092020.pdf
List of Shareholders and Debentureholders
Clarification on Subsidiary Companies.pdf
MGT 8.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