

# 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

L51909GJ2021PLC119941

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAECF4269P

(ii) (a) Name of the company

FONEBOX RETAIL LIMITED

(b) Registered office address

702/703, 7TH Floor, Satyam 64 Opp. Gujarat High Court, S G  
Road NA  
Ahmedabad  
Ahmedabad  
Gujarat  
380021

(c) \*e-mail ID of the company

cs@fonebox.in

(d) \*Telephone number with STD code

07946025304

(e) Website

(iii) Date of Incorporation

03/02/2021

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	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

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, N  
anakramguda, Serili ngampally NA

(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

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

Yes  No

(f) Specify the reasons for not holding the same

AGM will be held on or before due date.

## 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	G	Trade	G2	Retail Trading	99.7

## 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	10,500,000	10,260,000	10,260,000	10,260,000
Total amount of equity shares (in Rupees)	105,000,000	102,600,000	102,600,000	102,600,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	10,500,000	10,260,000	10,260,000	10,260,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	105,000,000	102,600,000	102,600,000	102,600,000

###### (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
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	500,000	0	500000	5,000,000	5,000,000	
<b>Increase during the year</b>	550,000	9,210,000	9760000	97,600,000	97,600,000	224,100,000
i. Public Issues	0	2,910,000	2910000	29,100,000	29,100,000	174,600,000
ii. Rights issue	550,000	0	550000	5,500,000	5,500,000	49,500,000
iii. Bonus issue	0	6,300,000	6300000	63,000,000	63,000,000	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				0	0	
	0					
<b>Decrease during the year</b>	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				0	0	
	0					
<b>At the end of the year</b>	1,050,000	9,210,000	10260000	102,600,000	102,600,000	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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				0	0	
<input type="text" value="0"/>						
<b>Decrease during the year</b>	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				0	0	
<input type="text" value="0"/>						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

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

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 type="text"/>
---	----------------------

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

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) \*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
<b>Total</b>			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

2,976,051,623

(ii) Net worth of the Company

299,507,269

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	7,350,000	71.64	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	
	<b>Total</b>	7,350,000	71.64	0	0

**Total number of shareholders (promoters)**

16

**(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	2,506,000	24.42	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	16,000	0.16	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)	388,000	3.78	0	
10.	Others	0	0	0	
	<b>Total</b>	2,910,000	28.36	0	0

**Total number of shareholders (other than promoters)**

516

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

532

**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	16	16
Members (other than promoters)	0	516
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
<b>A. Promoter</b>	3	0	4	0	35.28	0
<b>B. Non-Promoter</b>	0	0	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	4	0	0
<b>C. Nominee Directors representing</b>	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	0	4	4	35.28	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

**(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)
MANISHBHAI GIRISHBHAI +	01436792	Director	1,837,500	
AMITKUMAR GOPALE +	08472609	Managing Director	275,625	
PARTH LALLUBHAI DILIP +	01452248	Director	1,212,750	
JIGNESHKUMAR DAS +	10118869	Whole-time director	294,000	19/07/2024
JAYKUMAR DEEPAK +	08659187	Director	0	
BHAVISHA KUNAL CHAVHAN +	10092854	Director	0	
AAYUSH KAMLESHBHAI +	10149440	Director	0	
SUMITKUMAR HARESH +	10105361	Director	0	
CHARMI VANSH SHAI +	GUXPS8901M	Company Secretary	0	
PARTH LALLUBHAI DILIP +	01452248	CFO	1,212,750	

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

18

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)
Jigneshkumar Dashrath	10118869	Additional director	18/04/2023	Appointed as Additional Whole
Jaykumar Deepakbhai	08659187	Additional director	19/06/2023	Appointed as Additional Indep
Bhavisha Kunal Chaudhary	10092854	Additional director	19/06/2023	Appointed as Additional Indep
Aayush Kamleshbhai	10149440	Additional director	19/06/2023	Appointed as Additional Indep
Sumitkumar Haresht	10105361	Additional director	19/06/2023	Appointed as Additional Indep
Manishbhai Girishbhai	01436792	Director	13/07/2023	Appointed as Chairman & Exe
Amitkumar Gopalbhai	08472609	Managing Director	13/07/2023	Appointed as Managing Direct
Jigneshkumar Dashrath	10118869	Whole-time director	13/07/2023	Regularized as Whole Time D
Parth Lallubhai Desai	01452248	Director	13/07/2023	Regularized as Executive Dire
Jaykumar Deepakbhai	08659187	Director	13/07/2023	Regularized as Non-Executive
Bhavisha Kunal Chaudhary	10092854	Director	13/07/2023	Regularized as Non-Executive
Aayush Kamleshbhai	10149440	Director	13/07/2023	Regularized as Non-Executive
Sumitkumar Haresht	10105361	Director	13/07/2023	Regularized as Non-Executive
Jigar Lallubhai Desai	AEXPD2031F	CFO	22/04/2023	Resigned as Chief Financial C
Parth Lallubhai Desai	01452248	CFO	22/04/2023	Appointed as Chief Financial c
Urvashi Gandhi	BEWPG4934G	Company Secretary	06/06/2023	Appointed as Company Secre
Urvashi Gandhi	BEWPG4934G	Company Secretary	08/07/2023	Resigned as Company Se
Charmi Vansh Shah	GUXPS8901M	Company Secretary	25/08/2023	Appointed as Company Secre

## 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

5

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EXTRA ORDINARY GENERAL MEETING	28/06/2023	16	15	97.5
EXTRA ORDINARY GENERAL MEETING	13/07/2023	16	9	79.12
EXTRA ORDINARY GENERAL MEETING	01/09/2023	16	9	81
EXTRA ORDINARY GENERAL MEETING	07/09/2023	16	8	54.13
ANNUAL GENERAL MEETING	30/09/2023	16	10	83.5

## B. BOARD MEETINGS

\*Number of meetings held

18

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	14/04/2023	3	2	66.67
2	22/04/2023	4	4	100
3	01/06/2023	4	4	100
4	06/06/2023	4	4	100
5	19/06/2023	4	4	100
6	20/06/2023	8	8	100
7	12/07/2023	8	7	87.5
8	13/07/2023	8	7	87.5
9	25/08/2023	8	7	87.5
10	04/09/2023	8	6	75
11	05/09/2023	8	6	75
12	07/09/2023	8	6	75

## C. COMMITTEE MEETINGS

Number of meetings held

7

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 +	25/08/2023	4	4	100
2	NOMINATION +	04/09/2023	4	4	100
3	STAKEHOLD +	04/09/2023	4	4	100
4	AUDIT COMM +	05/09/2023	4	4	100
5	AUDIT COMM +	18/10/2023	4	4	100
6	AUDIT COMM +	06/01/2024	4	4	100
7	AUDIT COMM +	12/03/2024	4	4	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	
1	MANISHBHAI	18	15	83.33	0	0	0	
2	AMITKUMAR	18	18	100	0	0	0	
3	PARTH LALLU	18	17	94.44	5	5	100	
4	JIGNESHKUM	17	17	100	1	1	100	
5	JAYKUMAR D	13	13	100	7	7	100	
6	BHAVISHA KU	13	6	46.15	7	7	100	
7	AAYUSH KAM	13	13	100	6	6	100	
8	SUMITKUMAF	13	13	100	2	2	100	

**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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	URVASHI GANDHI	COMPANY SEC +	52,000	0	0	0	52,000
2	CHARMI VANSH S +	COMPANY SEC +	336,000	0	0	0	336,000
	Total		388,000	0	0	0	388,000

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	JAYKUMAR DEEP +	INDEPENDENT +	0	0	0	51,000	51,000
2	BHAVISHA KUNAL +	INDEPENDENT +	0	0	0	51,000	51,000
3	AAYUSH KAMLES +	INDEPENDENT +	0	0	0	51,000	51,000
4	SUMITKUMAR HAF +	INDEPENDENT +	0	0	0	51,000	51,000
	Total		0	0	0	204,000	204,000

#### 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

**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

Whether associate or fellow  Associate  Fellow

Certificate of practice number

**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:

- 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.
- 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 Attachement(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**