## 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)

I. R	EGISTRATION AND OTHER	DETAILS			
(i) * C	Corporate Identification Number (CI	N) of the company	U52300	MH2013PLC249758	Pre-fill
(	Global Location Number (GLN) of the	ne company			
* 1	Permanent Account Number (PAN)	of the company	AADCI3	821M	
(ii) (a	a) Name of the company		IMAGIN	E MARKETING LIMITED	
(k	) Registered office address				
	Unit no. 204 & 205, 2nd floor, D-wing Corporate Avenue, Andheri Ghatkop Mumbai Mumbai City Maharashtra			+	
(0	c) *e-mail ID of the company		iml.secr	etarial@imaginemark	
(	d) *Telephone number with STD co	de	022621	02400	
(	e) Website		www.b	oat-lifestyle.com	
(iii)	Date of Incorporation		01/11/2	2013	
(iv)	Type of the Company	Category of the Company		Sub-category of the	Company
	Public Company	Company limited by sl	nares	Indian Non-Gov	vernment company
(v) W	hether company is having share ca	apital	Yes	O No	
(vi) *\	Whether shares listed on recognize	d Stock Exchange(s)	Yes	<ul><li>No</li></ul>	
	(b) CIN of the Registrar and Transf	er Agent	U67190	0MH1999PTC118368	Pre-fill
	Name of the Registrar and Transfe	er Agent			

Regi	istered office a	address of the R	egistrar and Tra	nsfer Agents	3				
				•					
	)1, 1st Floor, 24: Bahadur Shastri	/ Park, Marg, Vikhroli (V	Vest)						
) *Finar	ncial year Fron	m date 01/04/2	021	(DD/MM/YY	YY) To date	31/03/2022	2	(DD/M	M/YYYY)
i) *Whe	ether Annual g	eneral meeting	(AGM) held	C	Yes	No			
(a) If	f yes, date of A	AGM [							
(b) D	Oue date of AG	SM 3	0/12/2022	1					
(c) W	Whether any ex	xtension for AGI	M granted		<ul><li>Yes</li></ul>	O No			
	f yes, provide t	the Service Req	uest Number (S	RN) of the a	pplication form	filed for	F234426	801	Pre-fill
		date of AGM aft	er grant of exten	sion	[3	30/12/2022			
(f) S	Specify the rea	sons for not hole	ding the same						
year	r 2021-2022 wit	th overseas & doi	nsactions relating mestic entities. In	that order, th		1&A) during t ination with :	he financi such entit	al ies	
year PRIN	ICIPAL BUS Number of busi	SINESS ACT	mestic entities. In	THE COMF	PANY	1&A) during t ination with : of Business	such entit	al ie	% of turnove of the company
year PRIN *N	r 2021-2022 wit	SINESS ACT iness activities  Description of M	IVITIES OF T	THE COMF	PANY  Description	ination with :	Activity	al ie	of the
PRIN  *N  S.No  1  PAR (INC)  o. of C	Main Activity group code  G  TICULARS LUDING JC  Companies for	SINESS ACT iness activities  Description of N  OF HOLDIN DINT VENTUI	IVITIES OF T  IMain Activity grounds  Trade	that order, the COMF  THE COMF  Up Business Activity Code  G1  ARY AND A	PANY  Description  Pre  Holding/ Subs	of Business Wholesale To	Activity rading	ie	of the company
PRIN *N S.No 1 PAR' (INCI	Main Activity group code  G  Companies for	SINESS ACT iness activities  Description of M  OF HOLDIN OINT VENTUE which informatice company	IVITIES OF T  IVITIES OF T  I  I  I  I  I  I  I  I  I  I  I  I  I	THE COMF  UP Business Activity Code  G1  ARY AND A  Ven 5	PANY  Description  ASSOCIATE  Holding/ Subs Joint	of Business Wholesale Tr	Activity rading	ie	of the company

KAHA TECHNOLOGIES PRIVATI U72900DL2016FTC299080

3

100

Subsidiary

4	SIRENA LABS PRIVATE LIMITED	U31909KA2019PTC123147	Associate	21.19
5	Imagine Marketing Singapore		Subsidiary	100

## IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

## (i) \*SHARE CAPITAL

#### (a) Equity share capital

Personal de la companya de la compa		lsaued	Subscribed capital	Зак вр савл
Total number of equity shares	146,468,000	96,030,300	96,030,300	96,030,300
Total amount of equity shares (in Rupees)	146,468,000	96,030,300	96,030,300	96,030,300

Number of classes

	Authorised	capital	Subscribed capital	Paid up capit
Number of equity shares	146,468,000	96,030,300	96,030,300	96,030,300
lominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	146,468,000	96,030,300	96,030,300	96,030,300

## (b) Preference share capital

		A STEE BY	Subscribed capital.	Pald up capita
Total number of preference shares	554,129	527,269	527,269	527,269
Total amount of preference shares (in rupees)	118,926,000	108,714,000	108,714,000	108,714,000

Number of classes

5

	Authorised Sapital	Issued	Silescribed capital	Paid up capital
Number of preference shares	162,709	162,400	162,400	162,400
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	1,627,090	1,624,000	1,624,000	1,624,000

		lissued Featural	Subsorbee	Paid up capi
			capital	
Number of preference shares	347,600	347,600	347,600	347,600
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	3,476,000	3,476,000	3,476,000	3,476,000
	Capital T	ssued (	Subscribed at cardial	
Number of preference shares	17,158	15,507	15,507	15,507
Nominal value per share (in rupees)	6,000	6,000	6,000	6,000
Total amount of preference shares (in rupees)	102,948,000	93,042,000	93,042,000	93,042,000
Class distates	Authorised Collegisted	Issued capital	Suescribed i	Paid up capi
Number of preference shares	1,771	1,762	1,762	1,762
Nominal value per share (in rupees)	6,000	6,000	6,000	6,000
Total amount of preference shares (in rupees)	10,626,000	10,572,000	10,572,000	10,572,000
Olession spares	Authorised	Issued capital	Subscribed capital	Paid up cap
Number of preference shares	24,891	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	248,910	0	0	0

(c) Unclassified share capital

Painted are the tiple of the total and the tiple	Authorised Capital
Total amount of unclassified shares	0 .

#### (d) Break-up of paid-up share capital

	Number of shares				Total Paid-up	Total
		THUE TO SE		amevat	amount	
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	45,066	45066	450,660	450,660	
Increase during the year	0	95,985,234	95985234	95,579,640	95,579,640	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	

. Bonus issue	0	9,477,375	9477375	94,773,750	94,773,750	
. Private Placement/ Preferential allotment	0	463,500	463500	463,500	463,500	
ESOPs	0	316,800	316800	316,800	316,800	
. Sweat equity shares allotted	0	0	0	0	0	0
ii. Conversion of Preference share	0	2,559	2559	25,590	25,590	
iii. Conversion of Debentures	0	0	0	0	0	0
c. GDRs/ADRs	0	0	0	0	0	0
k. Others, specify		85,725,000	85725000			
Decrease during the year	0	0	0	0	0	0
Buy-back of shares	0	0	0	0	0	0
i. Shares forfeited	0	0	0	0	0	0
ii. Reduction of share capital	0	0	0	0	0	0
v. Others, specify				0	0	
O At the end of the year			96030300		96,030,300	
Preference shares	0	96,030,300				
		1.7				
At the beginning of the year	0	20,616	20616	93,093,090	93,093,090	
Increase during the year	0	509,212	509212	15,646,500	15,646,500	0
i. Issues of shares	0	509,212	509212	15,646,500	15,646,500	
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	2,559	2559	25,590	25,590	0
i. Redemption of shares	0	0	0	0	0	
Y .	0	0	0	0	0	
ii. Shares forfeited						
ii. Shares forfeited iii. Reduction of share capital	0	0	0	0	0	0

he end of the year		0	527,269	527269	108,714,	000 108,714,00
of the equity shares	of the company	ne vear (for s	each class of	shares)	INI	E03AV01027
					L	(iii)
Class o	f shares	(i)		(ii)		(111)
Before split /	Number of shares	9,525	,000			
Consolidation	Face value per share	10	0			
After split /	Number of shares	95,25	0,000			
Consolidation	Face value per share	1				
ledia may be shown.	nsfer exceeds 10, option f		n as a separat	te sheet atta	chment or	submission in a CD/Dig
Date of the promote				,		
Date of registration	n of transfer (Date Mont	th Year)		*		
Type of trans	fer	1 - Equit	y, 2- Prefere	nce Shares	s,3 - Deb	entures, 4 - Stock
Number of Shares Units Transferred	/ Debentures/			per Share/ ure/Unit (in		
Ledger Folio of Tra	ansferor					
Transferor's Name						
	Surname		middle	name		first name

Ledger Folio of Trans	sferee							
Transferee's Name								
	Surname	middle name	first name					
Date of registration of transfer (Date Month Year)								
Type of transfer	1 - Ed	quity, 2- Preference Shares,3 -	Debentures, 4 - Stock					
Number of Shares/ D Units Transferred	Debentures/	Amount per Share/ Debenture/Unit (in Rs.)						
Ledger Folio of Trans	sferor							
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
Total			0

**Details of debentures** 

Class of debentures	Outstanding as at the beginning of 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)

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

28,729,010,000

(ii) Net worth of the Company

6,019,390,000

#### VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equi	ty	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	76,740,000	79.91	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	0	
200	(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	76,740,000	79.91	0	0

Total number of shareholders (promoters)

2				
2				

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

S. No.	Category	Equi	ty	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	316,800	0.33	0	0	
	(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)	18,973,500	19.76	527,269	100	
10.	Others	0	0	0	0	

	Total	19,290,300	20.09	527,269	100
Total num	ber of shareholders (other than promot	ers) 579			
	ber of shareholders (Promoters+Public/	581			

## VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

	A STATE OF THE STATE OF	At the code of the year
Promoters	2	2
Members (other than promoters)	2	579
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	79.91	0
B. Non-Promoter	0	0	1	4	0	0
(i) Non-Independent	0	0	1	0	0	0
(ii) Independent	0	0	0	4	0	0
C. Nominee Directors representing	0	3	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	o`	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	3	0	1	0	0
Total	2	3	3	5	79.91	0

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

## (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)
Sameer Mehta	02945481	Whole-time directo	38,370,000	
Aman Gupta	02249682	Whole-time directo	38,370,000	
Vivek Gambhir	06527810	Whole-time directo	0	
Anish Saraf	00322784	Nominee director	0	
Purvi Sheth	06449636	Director	0	
Anand Ramamoorthy	05277865	Director	0	
Aashish Kamat	06371682	Director	0	
Deven Waghani	09434542	Director	0	
Ankur Sharma	BAWPS8263C	CFO	0	
Vivek Gambhir	AKLPG6563H	CEO	0	
Dhara Joshi	ARVPJ3990J	Company Secretar	0	05/05/2022

## (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)
Dhara Joshi	ARVPJ3990J	Company Secretar	13/05/2021	Appointment
Ankur Sharma BAWPS8263C CF		CFO	15/12/2021	Appointment
Vikram Chogle 08999290		Director	19/01/2022	Cessation
Kanwaljit Singh	Kanwaljit Singh 01388140 Director 08/01/2022		08/01/2022	Cessation
Purvi Sheth	06449636	Director	12/11/2021	Appointment as Independent Direct
Anand Ramamoorthy	05277865	Director	12/11/2021	Appointment as Independent Direct
Aashish Kamat	06371682	Director	12/11/2021	Appointment as Independent Direct
Deven Waghani	09434542	Director	15/12/2021	Appointment as Independent Direct

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 7

Type of meeting	Date of meeting	Total Number of Members entitled to	Attendance			
Type of friedding	Date of miseting	attend meeting	Number of members attended	% of total shareholding		
Extra Ordinary General Mee	13/04/2021	4	3	75		
Extra Ordinary General Mee	20/04/2021	4	4	100		
Extra Ordinary General Mee	13/05/2021	5	5	100		
Extra Ordinary General Mee	15/12/2021	5	5	100		
Extra Ordinary General Mee	18/01/2022	7	7	100		
Extra Ordinary General Mee	25/01/2022	7	7	100		
Annual General Meeting	27/10/2021	3	3	100		

#### **B. BOARD MEETINGS**

\*Number of meetings held 12

S. No.	Date of meeting	Total Number of directors associated as on the date		Attendance
•		of meeting	Number of directors attended	% of attendance
1	13/04/2021	5	3	60
2	20/04/2021	5	4	80
3	13/05/2021	6	5	83.33
4	19/08/2021	6	5	83.33
5	16/09/2021	6	5	83.33
6	25/10/2021	6	5	83.33
7	03/11/2021	6	6	100
8	12/11/2021	6	6	100
9	15/12/2021	9	9	100
10	18/01/2022	9	9	100

S. No.	Date of meeting	Total Number of directors associated as on the date	Attendance	
S. No.	of meeting	Number of directors attended	% of attendance	
11	25/01/2022	8	7	87.5
12	25/01/2022	8	8	100

## C. COMMITTEE MEETINGS

1	Number of meetings held		3	
	S. No.	Type of	Total Number	Atte

S. No.	Type of	Гуре of		At	tendance
S. No. meeting	Date of meeting	on the date of the meeting	Number of members attended	% of attendance	
1	Corporate Soc	12/11/2021	3	3	100
2	Audit Committe	25/01/2021	3	3	100
3	Nomination an	28/03/2022	3	3	100

#### D. \*ATTENDANCE OF DIRECTORS

S. No.		Board Meetings			C	Committee Meetings		
	of the director	Number of Meetings which director was entitled to	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to	Number of Meetings attended	% of attendance	held on
		attend			(Y/N/NA)			
1	Sameer Mehta	12	11	91.67	1	1	100	
2	Aman Gupta	12	12	100	2	2	100	
3	Vivek Gambhi	10	10	100	1	1	100	
4	Anish Saraf	12	9	75	2	2	100	
5	Purvi Sheth	4	4	100	0	0	0	
6	Anand Ramar	1 4	4	100	1	1	100	
7	Aashish Kama	a 4	4	100	1	1	100	
- 8	Deven Wagha	a 3	3	100	0	0	0	

202	*REMUNERATION OF DIRECTORS	AND VEV	MANAGEDIAL	DERSONNEL
V	*DEMINERATION OF DIRECTORS	AND RET	MANAGERIAL	LEKOOMITEE
Λ.	KEMONEICH OF BUILDING			

☐ Nil								
Number of Man	aging Director, Who	le-time Directors an	nd/or Manager	whose ren	nuneration o	details to b	e ente	ered

6. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sameer Mehta	Whole time Dire	16,250,000	0	0	0	16,250,000
2	Aman Gupta	Whole Time Dire	16,250,000	0	0	0	16,250,000
3	Vivek Gambhir	Whole Time Dire	24,570,000	0	125,680,000	0	150,250,000
	Total		57,070,000	0	125,680,000	0	182,750,000
mber of	f CEO, CFO and Cor	mpany secretary who	se remuneration	details to be entere	d	2	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ankur Sharma	CFO	7,260,000	0	1,790,000	0	9,050,000
2	Dhara Joshi	Company Secre	1,250,000	0	0	0	1,250,000
	Total		8,510,000	0	1,790,000	0	10,300,000
ımber o	f other directors who	se remuneration det	ails to be entered			4	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Purvi Sheth	Independent Dir	0	0	0	1,500,000	1,500,000
2	Anand Ramamoo	rtr Independent Di	0	0	0	1,500,000	1,500,000
3	Aashish Kamat	Independent Di	0	0	0	1,500,000	1,500,000
4	Deven Waghan	i Independent Di	0	0	0	1,500,000	1,500,000
	Total		0	0	0	6,000,000	6,000,000
A. Wh	nether the company hovisions of the Company No, give reasons/obs	nas made compliance anies Act, 2013 durir	es and disclosure			○ No	
	ALTY AND PUNISH			IPANY/DIRECTOR:	S/OFFICERS	Nil	
Name o			of Order sec		Details of penalty/ punishment	Details of appea	

D) DETAILS OF CO	MPOUNDING OF O	EEENCES 57 N	:1		
3) DETAILS OF CO	MPOUNDING OF OR	FENCES N			
Name of the company/ directors/	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)
		ders, debenture ho	olders has been enclos	sed as an attachment	
• Ye	s O No				
XIV. COMPLIANCE	OF SUB-SECTION	(2) OF SECTION 92	, IN CASE OF LISTED	COMPANIES	
In case of a listed co	mpany or a company	y having paid up sha	are capital of Ten Crore	rupees or more or turn	over of Fifty Crore rupees or
more, details of com	pany secretary in wh	ole time practice cer	tifying the annual return	n in Form MGT-8.	
Name	Muk	esh Siroya & Co.			
, Tallio	IVIUN	esii Siioya & Co.			
Whether associat	e or fellow	O Associa	te   Fellow		
Certificate of pra	ctice number	4157			
		1.0.			
I/We certify that: (a) The return states (b) Unless otherwise Act during the finance	e expressly stated to	ood on the date of the contrary elsewho	ne closure of the finance ere in this Return, the C	ial year aforesaid corre Company has complied	ctly and adequately. with all the provisions of the
		Decl	aration		
I am Authorised by	the Board of Director	rs of the company vi	de resolution no	)9 dat	ted 05/05/2022
in respect of the su	bject matter of this fo	orm and matters incid	dental thereto have bee	n compiled with. I furth	
1. Whatever the subject	is stated in this form t matter of this form	and in the attachme has been suppresse	nts thereto is true, corred or concealed and is a	ect and complete and r is per the original recor	no information material to ds maintained by the company
2. All the rec	uired attachments ha	ave been completely	and legibly attached to	this form.	
Note: Attention is punishment for fr	also drawn to the paud, punishment fo	provisions of Sections of false statement a	on 447, section 448 an nd punishment for fal	nd 449 of the Compan se evidence respecti	ies Act, 2013 which provide f vely.
To be digitally sig	ned by				
Director					
	_				
DIN of the director	02	945481			

To be digitally signed by		
Company Secretary		
<ul><li>Company secretary in practice</li></ul>		
Membership number 5682	Certificate of practice number	4157
Attachments		List of attachments
1. List of share holders, debenture holders	Attach	
2. Approval letter for extension of AGM;	Attach	
3. Copy of MGT-8;	Attach	
4. Optional Attachement(s), if any	Attach	
		Remove attachment
Modify	c 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