

Form No. MGT-7

Form language

 English Hindi**Annual Return (other than OPCs and Small Companies)**

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L18101MH2007PLC233901

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

 Original Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	ADITYA BIRLA FASHION AND RETAIL LIMITED	ADITYA BIRLA FASHION AND RETAIL LIMITED
Registered office address	Piramal Agastya Corporate Park,Building A,4th and 5th Floor,Unit No.401,403,501,502,L.B.S,Road,Kurla,NA,Mumbai,Mumbai City,Maharashtra,India,400070	Piramal Agastya Corporate Park,Building A,4th and 5th Floor,Unit No.401,403,501,502,L.B.S,Road,Kurla,NA,Mumbai,Mumbai City,Maharashtra,India,400070
Latitude details	19.09473	19.09473
Longitude details	72.913179	72.913179

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Photograph of Registered Office.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****1C

(c) *e-mail ID of the company

*****malik@abfml.adityabirla.com

(d) *Telephone number with STD code

86*****00

(e) Website

iv *Date of Incorporation (DD/MM/YYYY)

19/04/2007

v (a) *Class of Company (as on the financial year end date)
(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)
(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)
(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi *Whether company is having share capital (as on the financial year end date)

Yes No

vii (a) Whether shares listed on recognized Stock Exchange(s)

Yes No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058

ix * (a) Whether Annual General Meeting (AGM) held

Yes No

(b) If yes, date of AGM (DD/MM/YYYY)

23/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

Yes No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *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	C	Manufacturing	14	Manufacture of Wearing Apparel	12.17
2	G	Wholesale and retail trade; repair of motor vehicles and motorcycles	47	Retail trade, except of motor vehicles and motorcycles	87.83

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

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

17

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U51900MH2012PTC422224		JAYPORE E-COMMERCE PRIVATE LIMITED	Subsidiary	100
2	U51109DL2015PTC288706		TG APPAREL & DECOR PRIVATE LIMITED	Subsidiary	100
3	U74900DL2007PTC164203		FINESSE INTERNATIONAL DESIGN PRIVATE LIMITED	Subsidiary	63.5

4	U18109HR2021PTC093323		INDIVINITY CLOTHING RETAIL PRIVATE LIMITED	Subsidiary	85.54
5	U74999MH2022PLC380326		ADITYA BIRLA DIGITAL FASHION VENTURES LIMITED	Subsidiary	100
6	U18100MH2022PLC384566		ADITYA BIRLA GARMENTS LIMITED	Subsidiary	100
7	U74110MH2014PTC257909		HOUSE OF MASABA LIFESTYLE PRIVATE LIMITED	Subsidiary	54.05
8	U72900TG2014PTC096782		PRATYAYA E-COMMERCE PRIVATE LIMITED	Subsidiary	82.24
9	U72200TG2012PTC081875		IMPERIAL ONLINE SERVICES PRIVATE LIMITED	Subsidiary	79.78
10	U18109GJ2020PTC117460		AWESOMEFAB SHOPPING PRIVATE LIMITED	Subsidiary	66.08
11	U74999MH2011PTC220994		BEWAKOOF BRANDS PRIVATE LIMITED	Subsidiary	87.64
12	U74999MH2017PTC292162		NEXT TREE PRODUCTS PRIVATE LIMITED	Subsidiary	87.64
13	L46410MH2024PLC423195		ADITYA BIRLA LIFESTYLE BRANDS LIMITED	Subsidiary	100
14	U14101KA2023PTC174970		STYLEVERSE LIFESTYLE PRIVATE LIMITED	Subsidiary	51
15	U18100HR1996PTC096704		GOODVIEW FASHION PRIVATE LIMITED	Subsidiary	51.01
16	U92412KA2012PTC103560		WROGN PRIVATE LIMITED	Associate	32.84
17	0000000000000000F03636		Jaypore Fashions Inc.	Subsidiary	100

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
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Total number of equity shares	2036000000.00	1220466450.00	1220260946.00	1220260946.00
Total amount of equity shares (in rupees)	20360000000.00	12204664500.00	12202609460.00	12202609460.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	2036000000	1220466450	1220260946	1220260946
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	20360000000.00	12204664500.00	12202609460	12202609460

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	30015000.00	1110000.00	1110000.00	1110000.00
Total amount of preference shares (in rupees)	121500000.00	11100000.00	11100000.00	11100000.00

Number of classes

4

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
6%, Redeemable Cumulative Preference Shares				
Number of preference shares	15000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	1500000.00	0.00	0	0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference shares of Rs 1 each				
Number of preference shares	20000000	0	0	0
Nominal value per share (in rupees)	1	1	1	1
Total amount of preference shares (in rupees)	20000000.00	0.00	0	0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference Shares				
Number of preference shares	9500000	1110000	1110000	1110000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	95000000.00	11100000.00	11100000	11100000

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
8%, Redeemable Cumulative Preference Shares				
Number of preference shares	500000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	5000000.00	0.00	0	0

(c) Unclassified share capital

Particulars	Authorised Capital

Total amount of unclassified shares

0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	5491602	1009518040	1015009642.00	10150096420	10150096420	
Increase during the year	0.00	205640826.00	205640826.00	2056408260.00	2056408260.00	40981216818.20
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	149026176	149026176.00	1490261760	1490261760	40903821958
v ESOPs	0	482075	482075.00	4820750	4820750	77394860.2
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify others	0	56132575	56132575.00	561325750	561325750	0
Decrease during the year	389522.00	0.00	389522.00	3895220.00	3895220.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Others	389522	0	389522.00	3895220	3895220	
At the end of the year	5102080.00	1215158866.00	1220260946.00	12202609460.00	12202609460.00	
(ii) Preference shares						

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the beginning of the year	0	1110000	1110000.00	11100000	11100000	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify						
Others	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify						
Others	0	0	0.00	0	0	
At the end of the year	0.00	1110000.00	1110000.00	11100000.00	11100000.00	

ISIN of the equity shares of the company

INE647001011

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

0

Class of shares		
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

Number of transfers

1087

Attachments:

1. Details of shares/Debentures Transfers

Transfer Details (1).xlsm

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

1

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Non Convertible Debentures	175000	100000	17500000000.00
Total	175000.00	100000.00	17500000000.00

Classes of non-convertible 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	16500000000	5000000000	4000000000	17500000000.00
Total	16500000000.00	5000000000.00	4000000000.00	17500000000.00

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	16500000000.00	5000000000.00	4000000000.00	17500000000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	16500000000.00	5000000000.00	4000000000.00	17500000000.00

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

56088959079

ii * Net worth of the Company

82978583907

VI SHARE HOLDING PATTERN**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	2156877	0.18	1110000	100.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	566194252	46.40	0	0.00

10	Others <input type="text"/>	0	0.00	0	0.00
	Total	568351129.00	46.58	1110000.00	100

Total number of shareholders (promoters)

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	134675863	11.04	0	0.00
	(ii) Non-resident Indian (NRI)	5617665	0.46	0	0.00
	(iii) Foreign national (other than NRI)	40590	0.00	0	0.00
2	Government				
	(i) Central Government	1077	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	483	0.00	0	0.00
3	Insurance companies	50711136	4.16	0	0.00
4	Banks	94939	0.01	0	0.00
5	Financial institutions	30892	0.00	0	0.00
6	Foreign institutional investors	270800991	22.19	0	0.00
7	Mutual funds	125508840	10.29	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	52807875	4.33	0	0.00

10	Others Others	11619466	0.95	0	0.00
	Total	651909817.00	53.43	0.00	0

Total number of shareholders (other than promoters)

328908

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

328925.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	58705
2	Individual - Male	114057
3	Individual - Transgender	0
4	Other than individuals	156163
	Total	328925.00

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

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
As per Annexure	As per Annexure	31/03/2025	India	270800991	22.19

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	16	17
Members (other than promoters)	312385	328908
Debenture holders	17	3

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	0	0	0	0	0
B Non-Promoter	3	10	3	10	0.00	0.00
i Non-Independent	3	3	3	3	0	0
ii Independent	0	7	0	7	0	0
C Nominee Directors representing	0	1	0	1	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	1	0	1	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	11	3	11	0.00	0.00

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

16

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
KUMAR MANGALAM BIRLA .	00012813	Director	1251889	
ARYAMAN VIKRAM BIRLA	08456879	Director	0	
ANANYASHREE BIRLA	06625036	Director	0	
PANKAJ SOOD	05185378	Nominee Director	0	
. ASHISH DIKSHIT	01842066	Managing Director	0	

VIKRAM DHONDU RAO	00017423	Director	0	09/09/2025
HARIHARA VISHAK KUMAR	09078653	Whole-time director	353871	30/04/2025
YOGESH CHAUDHARY	01040036	Director	0	
JAGDISH BAJAJ	AAJPB4352K	CFO	124520	
ANIL KUMAR MALIK	ADHPM2865R	Company Secretary	44	30/11/2025
ARUN ADHIKARI KUMAR	00591057	Director	0	
NISH BHUTANI	03035271	Director	0	
PREETI VYAS	02352395	Director	0	
SANGEETA TANWANI	03321646	Whole-time director	0	
SUNIRMAL TALUKDAR	00920608	Director	0	
VENKATESH SATYARAJ MYSORE	01401447	Director	0	

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

2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
SUKANYA KRIPALU	06994202	Director	12/10/2024	Cessation
VENKATESH SATYARAJ MYSORE	01401447	Director	13/10/2024	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

4

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding

National Company Law Tribunal Meeting	05/06/2024	312407	45	0.01
Annual General Meeting	19/09/2024	312592	91	0.03
National Company Law Tribunal Meeting	21/01/2025	334910	67	0.02
Extra Ordinary General Meeting	13/02/2025	390230	59	0.01

B BOARD MEETINGS

*Number of meetings held

7

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	01/04/2024	14	13	92.86
2	19/04/2024	14	12	85.71
3	28/05/2024	14	13	92.86
4	07/08/2024	14	14	100
5	07/11/2024	14	14	100
6	15/01/2025	14	11	78.57
7	14/02/2025	14	11	78.57

C COMMITTEE MEETINGS

Number of meetings held

13

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	19/04/2024	4	3	75
2	Audit Committee	28/05/2024	4	4	100
3	Audit Committee	07/08/2024	4	4	100

4	Audit Committee	21/08/2024	4	4	100
5	Audit Committee	07/11/2024	3	3	100
6	Audit Committee	15/01/2025	3	3	100
7	Audit Committee	14/02/2025	3	3	100
8	Audit Committee	21/03/2025	3	3	100
9	Nomination and Remuneration Committee	07/08/2024	5	4	80
10	Corporate Social Responsibility Committee	21/05/2024	4	3	75
11	Risk Management and Sustainability Committee	25/07/2024	3	3	100
12	Risk Management and Sustainability Committee	27/01/2025	3	3	100
13	Stakeholders Relationship Committee	21/08/2024	3	3	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 23/09/2025 (Y/N/NA)
		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	KUMAR MANGALAM BIRLA .	7	5	71	1	0	0	Yes
2	ARYAMAN VIKRAM BIRLA	7	5	71	0	0	0	Yes
3	ANANYASHREE BIRLA	7	5	71	0	0	0	Yes
4	PANKAJ SOOD	7	5	71	0	0	0	Yes
5	ASHISH DIKSHIT	7	7	100	2	1	50	Yes
6	VIKRAM DHONDU RAO	7	7	100	3	3	100	Not applicable
7	HARIHARA VISHAK KUMAR	7	7	100	0	0	0	Not applicable
8	YOGESH CHAUDHARY	7	7	100	3	3	100	Yes

9	ARUN ADHIKARI KUMAR	7	7	100	9	9	100	Yes
10	NISH BHUTANI	7	6	85	10	9	90	Yes
11	PREETI VYAS	7	7	100	1	1	100	Yes
12	SANGEETA TANWANI	7	7	100	0	0	0	Yes
13	SUNIRMAL TALUKDAR	7	7	100	11	11	100	Yes
14	VENKATESH SATYARAJ MYSORE	3	2	66	0	0	0	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

A *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	Ashish Dikshit	Managing Director	84517098	0	15067926	750000	100335024.00
2	Sangeeta Tanwani	Whole-time director	49818758.52	0	0	2853672	52672430.52
3	Harihara Vishak Kumar	Whole-time director	73919552	0	8786530	1610436	84316518.00
	Total		208255408.52	0.00	23854456.00	5214108.00	237323972.52

B *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	Jagdish Bajaj	CFO	25083977	0	7341699	2203608	34629284.00
2	Anil Malik	Company Secretary	19619259	0	0	2024232	21643491.00
	Total		44703236.00	0.00	7341699.00	4227840.00	56272775.00

C *Number of other directors whose remuneration details to be entered

11

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
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1	KUMAR MANGALAM BIRLA	Director	0	0	0	375000	375000.00
2	VIKRAM DHONDU RAO	Director	0	0	0	745000	745000.00
3	ARUN ADHIKARI KUMAR	Director	0	0	0	1140000	1140000.00
4	SUNIRMAL TALUKDAR	Director	0	0	0	1145000	1145000.00
5	YOGESH CHAUDHARY	Director	0	0	0	745000	745000.00
6	ARYAMAN VIKRAM BIRLA	Director	0	0	0	375000	375000.00
7	PREETI VYAS	Director	0	0	0	665000	665000.00
8	NISH BHUTANI	Director	0	0	0	930000	930000.00
9	SUKANYA KRIPALU	Director	0	0	0	630000	630000.00
10	ANANYASHREE BIRLA	Director	0	0	0	375000	375000.00
11	VENKATESH MYSORE	Director	0	0	0	200000	200000.00
	Total		0.00	0.00	0.00	7325000.00	7325000.00

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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

328928

XIV Attachments

(a) List of share holders, debenture holders

3225_1_List of SH_CSV.csv
 3225_2_List of SH_CSV.csv
 3225_4_List of SH_vcsv.csv
 3225_3_List of SH_CSV.csv
 Details of Debenture holders.csv

(b) Optional Attachment(s), if any

Clarification letter_final.pdf
 MGT 8_ABFRL_2025.pdf

XV 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.

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 applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

ADITYA BIRLA FASHION
AND RETAIL LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Dilip Bharadiya

Date (DD/MM/YYYY)

23/12/2025

Place

Mumbai

Whether associate or fellow:

Associate

Fellow

Certificate of practice number

6*4*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

* (a) DIN/PAN/Membership number of Designated Person

18877

* (b) Name of the Designated Person

RAJEEV AGRAWAL

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* dated*
(DD/MM/YYYY) to sign this form and declare that all the requirements of 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.

***To be digitally signed by**

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0*8*2*6*

***To be digitally signed by**

Company Secretary Company secretary in practice

***Whether associate or fellow:**

Associate Fellow

Membership number

1*8*7

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AC0262324

eForm filing date (DD/MM/YYYY)

24/12/2025

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