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]

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*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): 01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY): 31/03/2026

(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@abfrl.adityabirla.com

(d) *Telephone number with STD code: 86******00

(e) Website | www.abfrl.com

iv *Date of Incorporation (DD/MM/YYYY) | 19/04/2007

v (a) *Class of Company (as on the financial year end date) | Public company

(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) | Company limited by shares

(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) | Indian Non-Government company

(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign 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) |

(c) Due date of AGM (DD/MM/YYYY) | 30/09/2026

(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	13.99
2	G	Wholesale and retail trade; repair of motor vehicles and motorcycles	47	Retail trade, except of motor vehicles and motorcycles	86.01

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

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

16

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1	000000000000000F03636		Jaypore Fashions Inc.	Subsidiary	100
2	U92412KA2012PTC103560		WROGN PRIVATE LIMITED	Associate	35.37
3	U51900MH2012PTC422224		JAYPORE E-COMMERCE PRIVATE LIMITED	Subsidiary	100
4	U51109DL2015PTC288706		TG APPAREL & DECOR PRIVATE LIMITED	Subsidiary	100

5	U74900DL2007PTC164203		FINESSE INTERNATIONAL DESIGN PRIVATE LIMITED	Subsidiary	65.5
6	U18109HR2021PTC093323		INDIVINITY CLOTHING RETAIL PRIVATE LIMITED	Subsidiary	85.54
7	U74999MH2022PLC380326		ADITYA BIRLA DIGITAL FASHION VENTURES LIMITED	Subsidiary	100
8	U74110MH2014PTC257909		HOUSE OF MASABA LIFESTYLE PRIVATE LIMITED	Subsidiary	61.81
9	U72900TG2014PTC096782		PRATYAYA E-COMMERCE PRIVATE LIMITED	Subsidiary	87.57
10	U18109GJ2020PTC117460		AWESOMEFAB SHOPPING PRIVATE LIMITED	Subsidiary	86.58
11	U72200TG2012PTC081875		IMPERIAL ONLINE SERVICES PRIVATE LIMITED	Subsidiary	84.38
12	U74999MH2011PTC220994		BEWAKOOF BRANDS PRIVATE LIMITED	Subsidiary	89.01
13	U14101KA2023PTC174970		STYLEVERSE LIFESTYLE PRIVATE LIMITED	Subsidiary	51
14	U18100HR1996PTC096704		GOODVIEW FASHION PRIVATE LIMITED	Subsidiary	51.01
15	U74999MH2017PTC292162		NEXT TREE PRODUCTS PRIVATE LIMITED	Subsidiary	89.01
16		1544118	TARUN TAHILIANI FASHIONS TRADING L.L.C S.O.C	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
Total number of equity shares	2036000000.00	1220743696.00	1220538192.00	1220538192.00
Total amount of equity shares (in rupees)	20360000000.00	12207436960.00	12205381920.00	12205381920.00

Number of classes

1

Class of shares Equity	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	2036000000	1220743696	1220538192	1220538192
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	20360000000	12207436960	12205381920	12205381920

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	30015000.00	555000.00	555000.00	555000.00
Total amount of preference shares (in rupees)	121500000.00	5550000.00	5550000.00	5550000.00

Number of classes

4

Class of shares Preference Shares of s of INR 1/- each	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
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 8% Redeemable Cumulative Preference Shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
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

Class of shares 6% Redeemable Cumulative Preference Shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
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 Preference Shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	9500000	555000	555000	555000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	95000000.00	5550000.00	5550000	5550000

(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	5102080	1215158866	1220260946.00	12202609460	12202609460	
Increase during the year	0.00	383527.00	383527.00	3835270.00	3835270.00	3897370.00
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	0	0.00	0	0	
v ESOPs	0	45450	45450.00	454500	454500	3897370
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	338077	338077.00	3380770	3380770	0
Decrease during the year	106281.00	0.00	106281.00	1062810.00	1062810.00	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	106281	0	106281.00	1062810	1062810	
At the end of the year	4995799.00	1215542393.00	1220538192.00	12205381920.00	12205381920.00	
(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	555000.00	555000.00	5550000.00	5550000.00	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	555000	555000.00	5550000	5550000	
At the end of the year	0.00	555000.00	555000.00	5550000.00	5550000.00	

ISIN of the equity shares of the company: INE647O01011

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: 805

Attachments:

1. Details of shares/Debentures Transfers: Transfer Details.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	125000	100000	12500000000.00
Total	125000.00	100000.00	12500000000.00

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	17500000000	0	5000000000	12500000000.00
Total	17500000000.00	0.00	5000000000.00	12500000000.00

(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	17500000000.00	0.00	5000000000.00	12500000000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	17500000000.00	0.00	5000000000.00	12500000000.00

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 59060300000

ii * Net worth of the Company 79703310473.32

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	2581877	0.21	555000	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)	566329252	46.40	0	0.00

10	Others	0	0.00	0	0.00
	Total	568911129.00	46.61	555000.00	100

Total number of shareholders (promoters) 16

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	267394033	21.91	0	0.00
	(ii) Non-resident Indian (NRI)	16544178	1.36	0	0.00
	(iii) Foreign national (other than NRI)	40330	0.00	0	0.00
2	Government				
	(i) Central Government	1077	0.00	0	0.00
	(ii) State Government	483	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	11562935	0.95	0	0.00
4	Banks	97117	0.01	0	0.00
5	Financial institutions	115398	0.01	0	0.00
6	Foreign institutional investors	189436883	15.52	0	0.00
7	Mutual funds	68513109	5.61	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	79404796	6.51	0	0.00

10	Others others	18516724	1.52	0	0.00
	Total	651627063.00	53.4	0.00	0

Total number of shareholders (other than promoters): 378704

Total number of shareholders (Promoters + Public/Other than promoters): 378720.00

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

Sl.No	**Category**	
1	Individual - Female	66634
2	Individual - Male	145971
3	Individual - Transgender	1
4	Other than individuals	166114
	Total	378720.00

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	31/03/2026	India	189436883	15.52

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	17	16
Members (other than promoters)	328908	378704
Debenture holders	3	2

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	2	9	0.00	0.00
i Non-Independent	3	3	2	3	0	0
ii Independent	0	7	0	6	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	2	10	0.00	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 14

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	1251589	
ARYAMAN VIKRAM BIRLA	08456879	Director	425000	
ANANYASHREE BIRLA	06625036	Director	0	
PANKAJ SOOD	05185378	Nominee Director	0	02/04/2026
. ASHISH DIKSHIT	01842066	Managing Director	445733	

YOGESH CHAUDHARY	01040036	Director	0	
JAGDISH BAJAJ	AAJPB4352K	CFO	184678	
RAJEEV AGRAWAL	AHEPA6927H	Company Secretary	0	
ARUN ADHIKARI KUMAR	00591057	Director	0	
NISH BHUTANI	03035271	Director	0	
PREETI VYAS	02352395	Director	0	
SUNIRMAL TALUKDAR	00920608	Director	0	
VENKATESH SATYARAJ MYSORE	01401447	Director	0	
SANGEETA TANWANI	03321646	Whole-time director	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 4

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)
HARIHARA VISHAK KUMAR	09078653	Whole-time director	30/04/2025	Cessation
VIKRAM DHONDU RAO	00017423	Director	09/09/2025	Cessation
ANIL KUMAR MALIK	ADHPM2865R	Company Secretary	30/11/2025	Cessation
RAJEEV AGRAWAL	AHEPA6927H	Company Secretary	01/12/2025	Appointment

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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 1

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
Annual General Meeting	23/09/2025	402154	88	0.02

B BOARD MEETINGS

*Number of meetings held

5

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	23/05/2025	13	11	84.62
2	13/08/2025	13	12	92.31
3	04/11/2025	12	12	100
4	05/02/2026	12	10	83.33
5	24/03/2026	12	10	83.33

C COMMITTEE MEETINGS

Number of meetings held

16

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	23/05/2025	3	3	100
2	Audit Committee	13/08/2025	3	3	100
3	Audit Committee	04/11/2025	3	3	100
4	Audit Committee	01/12/2025	3	3	100
5	Audit Committee	05/02/2026	3	3	100
6	Audit Committee	19/03/2026	3	3	100
7	Audit Committee	24/03/2026	3	3	100
8	Stakeholder Relationship Committee	04/11/2025	3	3	100
9	Nomination Remuneration Committee	23/05/2025	4	3	75

10	Nomination Remuneration Committee	13/08/2025	4	3	75
11	Nomination Remuneration Committee	04/11/2025	4	4	100
12	Nomination Remuneration Committee	05/02/2026	4	3	75
13	Nomination Remuneration Committee	24/03/2026	4	3	75
14	Corporate Social Responsibility Committee	07/05/2025	4	3	75
15	Risk Management and Sustainability Committee	29/07/2025	3	3	100
16	Risk Management and Sustainability Committee	21/01/2026	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	(Y/N/NA)
1	ARYAMAN VIKRAM BIRLA	5	5	100	0	0	0	Yes
2	ANANYASHREE BIRLA	5	2	40	0	0	0	Yes
3	PANKAJ SOOD	5	5	100	0	0	0	Yes
4	KUMAR MANGALAM BIRLA .	5	2	40	5	1	20	Yes
5	0. ASHISH DIKSHIT	5	5	100	3	3	100	Yes
6	YOGESH CHAUDHARY	5	5	100	4	4	100	Yes
7	ARUN ADHIKARI KUMAR	5	5	100	12	12	100	Yes
8	NISH BHUTANI	5	5	100	13	13	100	Yes
9	PREETI VYAS	5	5	100	2	1	50	Yes
10	SUNIRMAL TALUKDAR	5	5	100	14	14	100	Yes

11	VENKATESH SATYARAJ MYSORE	5	5	100	0	0	0	Yes
12	SANGEETA TANWANI	5	4	80	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	110544855	0	18612032	0	129156887.00
2	Sangeeta Tanwani	Whole-time director	74326356	0	0	2853672	77180028.00
3	Harihara Vishak Kumar	Whole-time director	7451912.58	0	0	134203	7586115.58
	Total		192323123.58	0.00	18612032.00	2987875.00	213923030.58

B *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	Jagdish Bajaj	CFO	35310137	0	2726358	2203608	40240103.00
2	Anil Malik	Company Secretary	23645403	0	0	1119870	24765273.00
3	Rajeev Agrawal	Company Secretary	2547863	0	0	274371	2822234.00
	Total		61503403.00	0.00	2726358.00	3597849.00	67827610.00

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

10

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	KUMAR MANGALAM BIRLA	Director	0	0	0	190000	190000.00
2	ARYAMAN VIKRAM BIRLA	Director	0	0	0	375000	375000.00

3	ANANYASHREE BIRLA	Director	0	0	0	150000	150000.00
4	YOGESH CHAUDHARY	Director	0	0	0	535000	535000.00
5	ARUN ADHIKARI KUMAR	Director	0	0	0	935000	935000.00
6	NISH BHUTANI	Director	0	0	0	875000	875000.00
7	PREETI VYAS	Director	0	0	0	415000	415000.00
8	SUNIRMAL TALUKDAR	Director	0	0	0	915000	915000.00
9	VENKATESH MYSORE	Director	0	0	0	375000	375000.00
10	VIKRAM DHONDU RAO	Director	0	0	0	190000	190000.00
	Total		0.00	0.00	0.00	4955000.00	4955000.00

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: 378720

XIV Attachments

(a) List of share holders, debenture holders: Details of Shareholder or Debenture holder.xlsm

(b) Optional Attachment(s), if any:

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) 31/03/2026

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): 24/07/2026

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

*(b) Name of the Designated Person — RAJEEV AGRAWAL

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 3.8 dated* (DD/MM/YYYY) 04/11/2025 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

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

*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)	AC4776789
eForm filing date (DD/MM/YYYY)	04/08/2026

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