## 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. REGISTRATION AND OTHER DETAILS

(i) * C	orporate Identification Number (C	N) of the company	L55101	KA2006PLC073031	Pre-fill
G	lobal Location Number (GLN) of t	he company			
* F	Permanent Account Number (PAN	) of the company	AAKCS	3053N	
(ii) (a	) Name of the company		BARBEC		
(b	) Registered office address				
	"Saket Callipolis", Unit No. 601 & 602 Doddakannalli Village, Varthur Hobl Bengaluru Bangalore Karnataka				
(c	) *e-mail ID of the company		corpora	te@barbequenation.	
(d	) *Telephone number with STD co	de	080691	34900	
(e	) Website		www.ba	arbequenation.com	
(iii)	Date of Incorporation		13/10/2	2006	
(iv)	Type of the Company	Category of the Company		Sub-category of the	Company

(iv)	Type of the Company	Category of the Company St		Sub-category of the Company
	Public Company	Company limited by shares		Indian Non-Government company
(v) Wh	ether company is having share ca	pital	Yes	O 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 Na	ame		Code	]
1		BSE Limited			1	
2	Natio	National Stock Exchange of India Limited			1,024	
				I		J 
(b) CIN of t	the Registrar and	d Transfer Agent		U67190MH	11999PTC118368	Pre-fill
Name of t	he Registrar and	Transfer Agent				
	LINK INTIME INDIA PRIVATE LIMITED					
Registere	d office address	of the Registrar and Tr	ansfer Agents			
	Floor, 247 Park, ur Shastri Marg, Vi	khroli (West)				
*Financial	year From date	01/04/2021		To date	31/03/2022	(DD/MM/YYYY)
*Whether	Annual general r	neeting (AGM) held	Y	es 💿	No	
(a) If yes,	date of AGM					
(b) Due da	ate of AGM	30/09/2022				
		30/09/2022 for AGM granted		) Yes	No	

#### **II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

1

\*Number of business activities

	Main Activity group code		Business Activity Code		% of turnover of the company
1	I	Accommodation and Food Service	12	Food and beverage services provided by hotels, restaurants, caterers, etc.	100

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

\*No. of Companies for which information is to be given 7

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Barbeque Nation Mena Holdin Ŧ		Subsidiary	100
2	Barbeque Nation Restaurant LI		Subsidiary	49
3	Barbeque Nation Holdings Priv		Subsidiary	100
4	Barbeque Nation (Malaysia) SC		Subsidiary	100
5	Barbeque Nation Kitchen LLC,		Subsidiary	49
6	Red Apple Kitchen Consultanc	U55101KA2005PTC036195	Subsidiary	68.82
7	Barbeque Nation International		Subsidiary	49

### 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	60,000,000	38,909,166	38,909,166	38,909,166
Total amount of equity shares (in Rupees)	300,000,000	194,545,830	194,545,830	194,545,830

Number of classes

1	
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Class of Shares The Company has only one class of Equity Shares	Authorised capital	lssued capital	Subscribed capital	Paid up capital
Number of equity shares	60,000,000	38,909,166	38,909,166	38,909,166
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	300,000,000	194,545,830	194,545,830	194,545,830

#### (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

	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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	33,942,920	33942920	169,714,600 +		
Increase during the year	0	4,966,246	4966246	24,831,230	24,831,230	994,109,620
i. Pubic Issues	0	3,600,000	3600000	18,000,000	18,000,000	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	1,177,855	1177855	5,889,275	5,889,275	994,109,620 +
v. ESOPs	0	188,391	188391	941,955	941,955	
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	1					
Decrease during the year	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						
At the end of the year	0	38,909,166	38909166	194,545,83(	194,545,83	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	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						
Decrease during the year	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						
At the end of the year	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)

		(i)	L	/
Class o	Class of shares		(ii)	(iii)
Before split /	Number of shares			
Consolidation	Face value per share			
After split /	Number of shares			
Consolidation	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	O No	O Not Applicable
Separate sheet attached for details of transfers	⊖ Yes	Ο Νο	

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							
Date of registration c	of transfer (Date Month Year)						
Type of transfe	r 1 - E	Equity, 2- Preference Shares,3 -	- Debentures, 4 - Stock				
Number of Shares/ E Units Transferred	)ebentures/	Amount per Share/ Debenture/Unit (in Rs.)					
Ledger Folio of Trans	sferor						
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 transfe	Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock						
Number of Shares/ E Units Transferred	Number of Shares/ Debentures/     Amount per Share/       Units Transferred     Debenture/Unit (in Rs.)						

Ledger Folio of Transferor					
Transferor's Name					
	Surname	middle name	first name		
Ledger Folio of Trans	Ledger Folio of Transferee				
Transferee's 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) 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 Image: Image

V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

#### 7,610,520,000

#### (ii) Net worth of the Company

4,134,830,000

#### 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	333,406	0.86	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)	11,602,828	29.82	0		
10.	Others	0	0	0		
	Total	11,936,234	30.68	0	0	

#### Total number of shareholders (promoters)

#### (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	3,541,061	9.1	0	
	(ii) Non-resident Indian (NRI)	179,550	0.46	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	564,283	1.45	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	4,441,760	11.42	0	
7.	Mutual funds	4,393,092	11.29	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	11,998,730	30.84	0	
10.	Others Alternate Investment Fund:	1,854,456	4.77	0	
	Total	26,972,932	69.33	0	0

Total number of shareholders (other than promoters)

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

25,674

25,671

#### (c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII		Date of Incorporation	•	Number of shares held	% of shares held
JSS INVESTMENTFONE	STANDARD CHARTERED BANK,SEC			81,989	0.21
EASTSPRING INVESTM +	DEUTSCHE BANK AG DB HOUSE, H T			220,547	0.57
INDIA 2030 FUND	BNP PARIBAS HOUSE 1 NORTH AV			17,498	0.05
SPDR PORTFOLIO EME	HSBC SECURITIES SERVICES 11TH F			7,229	0.02

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
SPDR S&ampP EMERG	HSBC SECURITIES SERVICES 11TH F			13,727	0.04
AWARE SUPER	DEUTSCHE BANK AG, DB HOUSE H			152,805	0.39
BNP PARIBAS ARBITRA	BNP PARIBAS, CUSTODY OPERATIO			7	0
FIDELITY INVESTMENT +	CITIBANK N.A. CUSTODY SERVICES			741,837	1.97
INDIA AVENUE EQUITY	BNP PARIBAS HOUSE 1 NORTH AV			61,500	0.16
UTI INDIA DYNAMIC E	CITIBANK N.A. CUSTODY SERVICES			716,874	1.84
KUWAIT INVESTMENT +	CITIBANK N.A. CUSTODY SERVICES			610,607	1.57
OREGON PUBLIC EMPI +	DEUTSCHE BANK AG, DB HOUSE H			61,927	0.16
BNP PARIBAS ARBITRA	BNP PARIBAS HOUSE 1 NORTH AV			2,484	0.01
COPTHALL MAURITIU:	J.P.MORGAN CHASE BANK N.A. INI			9,137	0.02
NATIONAL RAILROAD	CITIBANK N.A. CUSTODY SERVICES			61,300	0.16
	CITIBANK N.A. CUSTODY SERVICES			176,678	0.45
GOLDMAN SACHS (SIN +	STANDARD CHARTERED BANK SEC			13,825	0.04
NOMURA FUNDS IREL	HSBC SECURITIES SERVICES 11TH F			211,239	0.54
FIAM GROUP TRUST F	CITIBANK N.A. CUSTODY SERVICES			20,400	0.05
KB INDIA GROWTH EQ	CITIBANK N.A. CUSTODY SERVICES			13,653	0.04
QUADRATURE CAPITA	JPMORGAN CHASE BANK N.A., INC			8,100	0.02
	DEUTSCHE BANK AG DB HOUSE, H			214,879	0.55
UTI GOLDFINCH FUND	CITIBANK N.A. CUSTODY SERVICES			10,110	0.03
	CITIBANK N.A. CUSTODY SERVICES			706,713	1.82
	CITIBANK N.A. CUSTODY SERVICES			1,695	0

Details	At the beginning of the year	At the end of the year
Promoters	5	5
Members (other than promoters)	843	25,671
Debenture holders	0	0

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

#### VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

#### (A) \*Composition of Board of Directors

Category	Number of directors at the beginning of the year			rectors at the end ne year	Percentage of shares held by directors as at the end of year		
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive	
A. Promoter	1	2	1	2	0.86	0	
B. Non-Promoter	1	4	1	5	0.26	0	
(i) Non-Independent	1	1	1	1	0.26	0	
(ii) Independent	0	3	0	4	0	0	
C. Nominee Directors representing	0	1	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	1	0	0	0	0	
Total	2	7	2	7	1.12	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)
KAYUM RAZAK DHAN/	00987597	Managing Director	333,400	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
RAOOF RAZAK DHAN/	00174654	Director	0	
SUCHITRA DHANANI	00712187	Director	6	
RAHUL AGRAWAL	07194134	Whole-time directo	100,990	
DEVINJIT SINGH	02275778	Director	0	
	00079237	Director	0	
ABHAY CHINTAMAN C	06726836	Director	0	
NATARAJAN RANGAN.	00218008	Director	0	16/04/2022
ASHOK REVATHY	00057539	Additional director	0	
AMIT VINOD KUMAR B	AAEPB1459Q	CFO	11,524	18/05/2022
NAGAMANI CHIKKONE	AFDPY5559G	Company Secretar	1,100	

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

2

Name	DIN/PAN	beginning / during	(change) in decignation (	Nature of change (Appointment/ Change in designation/ Cessation)
TARUN KHANNA	02306480	Director	04/02/2022	Cessation
ASHOK REVATHY	00057539	Additional director	28/03/2022	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	2				
Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance		
		attend meeting	Number of members attended	% of total shareholding	
Extra ordinary General Mee	19/07/2021	24,401	35	64.05	
Annual General Meeting	31/08/2021	24,980	48	66.07	

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

\*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Number of directors	Attendance
			allended	
1	05/04/2021	9	9	100
2	24/05/2021	9	7	77.78
3	25/06/2021	9	9	100
4	03/08/2021	9	8	88.89
5	29/10/2021	9	8	88.89
6	03/02/2022	9	8	88.89
7	28/03/2022	8	7	87.5

#### C. COMMITTEE MEETINGS

nber of meet	ings held		16		
S. No.	Type of meeting		Total Number of Members as	A	ttendance
		Date of meeting	on the date of the meeting	Number of members attended	% of attendance
1	Audit Committe	24/05/2021	3	3	100
2	Audit Committe	03/08/2021	3	3	100
3	Audit Committe	29/10/2021	3	3	100
4	Audit Committe	03/02/2022	3	3	100
5	Nomination an	24/05/2021	3	3	100
6	Nomination an	25/06/2021	3	3	100
7	Nomination an	03/08/2021	3	3	100
8	Nomination an	29/10/2021	3	3	100
9	Nomination an	03/02/2022	3	3	100
10	Nomination an	28/03/2022	3	3	100

#### D. \*ATTENDANCE OF DIRECTORS

		Board Meetings			Committee Meetings			Whether attended AGM	
S. No.	of the director	Number of Meetings which director was	Meetings	% of		Meetings	% of attendance	held on	
		entitled to attend	attended		entitled to attend	attended	attendance	(Y/N/NA)	
1	KAYUM RAZA	7	7	100	10	9	90		
2	RAOOF RAZA	7	6	85.71	1	1	100		
3	SUCHITRA DI	7	4	57.14	0	0	0		
4	RAHUL AGRA	7	7	100	5	5	100		
5	DEVINJIT SIN	7	6	85.71	0	0	0		
6	ΤΗΟΤΤΑΡΡυΙ	7	7	100	15	14	93.33		
7	ABHAY CHIN	7	7	100	16	16	100		
8	NATARAJAN	7	6	85.71	0	0	0		
9	ASHOK REVA	0	0	0	0	0	0		

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

D Nil

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/	Others	Total
			,		Sweat equity		Amount
1	RAHUL AGRAWAL	CEO & WHOLE	14,950,692	0	58,495,200	10,000,000	83,445,892
	Total		14,950,692	0	58,495,200	10,000,000	83,445,892
umber c	of CEO, CFO and Comp	oany secretary who	se remuneration d	etails to be entered	1	2	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AMIT VINOD KUMA	Chief Financial ( #	5,335,619	0	0	0	5,335,619
2	NAGAMANI CHIKK #	Company Secre	1,826,410	0	1,107,590	0	2,934,000
	Total		7,162,029	0	1,107,590	0	8,269,619
umber c	of other directors whose	remuneration deta	ils to be entered			5	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	THOTTAPPULLY N	Director	0	0	0	175,000	175,000
2	SUCHITRA DHANA	Director	0	0	0	100,000	100,000
3	RAOOF RAZAK DH	Director	0	0	0	150,000	150,000
4	ABHAY CHINTAMA	Director	0	0	0	175,000	175,000
5	NATARAJAN RANC	Director	0	0	0	150,000	150,000
	Total		0	0	0	750,000	750,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

<b>*</b> A.	Whether the company has made compliances and disclosures in respect of applicable	Yes	$\bigcirc$	No
	provisions of the Companies Act, 2013 during the year	100	$\bigcirc$	110

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

#### (A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NI

	Date of Order	ISECTION LINGER WINICH	Details of appeal (if any) including present status

#### (B) DETAILS OF COMPOUNDING OF OFFENCES NI

			Isection linder which		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

Vijayakrishna KT

Whether associate or fellow	Associate  Fellow
Certificate of practice number	980

#### 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	v the Board	of Directors of the	company vide	e resolution no
ram, aanonooa b	y and board		company nac	

dated 18/05/2022

(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 compiled 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.

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2. All the required attachments have been completely and legibly attached to this form.

## Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

#### To be digitally signed by

Director	
DIN of the director	00079237
To be digitally signed by	
<ul> <li>Company Secretary</li> </ul>	
O Company secretary in practice	
Membership number 27475	Certificate of practice numbe

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 Check Form	Prescrutiny	Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company