

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

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L65990MH1982PLC028593

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACD0528K

(ii) (a) Name of the company

WESTLIFE DEVELOPMENT LIM

(b) Registered office address

1001, TOWER-3, 10TH FLOOR, INDIABULLS FINANCE
CENTRE, SENAPATI BAPAT MARG, ELPHINSTONE ROAD
MUMBAI
Mumbai City
Maharashtra
400012

(c) *e-mail ID of the company

shatadru@mcdonaldsindia.cor

(d) *Telephone number with STD code

02249135000

(e) Website

(iii) Date of Incorporation

30/10/1982

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

23/09/2020

(b) Due date of AGM

30/09/2020

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K8	Other financial activities	100

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

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

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	HARDCASTLE RESTAURANTS P	U55101MH1995PTC091422	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	160,925,000	155,661,765	155,661,765	155,661,765
Total amount of equity shares (in Rupees)	321,850,000	311,323,530	311,323,530	311,323,530

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	160,925,000	155,661,765	155,661,765	155,661,765
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	321,850,000	311,323,530	311,323,530	311,323,530

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	460,000	0	0	0
Total amount of preference shares (in rupees)	4,600,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	460,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	4,600,000	0	0	0

(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				
At the beginning of the year	155,603,200	311,206,400	311,206,400	

Increase during the year	58,565	117,130	117,130	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	58,565	117,130	117,130	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	155,661,765	311,323,530	311,323,530	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0

ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

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

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☐ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☒

No

☐

Not Applicable

Separate sheet attached for details of transfers

☒

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<div style="border: 1px solid black; padding: 2px;">05/09/2019</div>
Date of registration of transfer (Date Month Year) <div style="border: 1px solid black; width: 100%; height: 20px; margin-top: 5px;"></div>	
Type of transfer	<div style="border: 1px solid black; width: 100px; height: 30px; display: inline-block; margin-right: 10px;"></div> 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<div style="border: 1px solid black; width: 150px; height: 30px; display: inline-block; margin-right: 10px;"></div> Amount per Share/ Debenture/Unit (in Rs.) <div style="border: 1px solid black; width: 150px; height: 30px; display: inline-block;"></div>
Ledger Folio of Transferor <div style="border: 1px solid black; width: 450px; height: 20px; margin-top: 5px;"></div>	

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

4,950,000

(ii) Net worth of the Company

4,830,360,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3,996,106	2.57	0	
	(ii) Non-resident Indian (NRI)	50,001	0.03	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)	87,981,381	56.52	0	
10.	Others	0	0	0	
	Total	92,027,488	59.12	0	0

Total number of shareholders (promoters)

30

(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	16,656,508	10.7	0	
	(ii) Non-resident Indian (NRI)	451,096	0.29	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	7,354,531	4.72	0	
4.	Banks	0	0	0	
5.	Financial institutions	18,209	0.01	0	
6.	Foreign institutional investors	19,699,368	12.66	0	
7.	Mutual funds	17,536,482	11.27	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,147,080	0.74	0	
10.	Others Trust, Foreign Co, Alternate	771,003	0.5	0	
	Total	63,634,277	40.89	0	0

Total number of shareholders (other than promoters)

15,470

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

15,500

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

90

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
AL MEHWAR COMMEF	DEUTSCHE BANK AG, DB HOUSE H			23,000	0.01
ALASKA PERMANENT	DEUTSCHE BANK AG, DB HOUSE H			1,644	0
ALLARD GROWTH FUN	DEUTSCHE BANK AG, DB HOUSE H			65,509	0.04
ALLARD INVESTMENT	DEUTSCHE BANK AG, DB HOUSE H			18,335	0.01
AMERICAN CENTURY I	DEUTSCHE BANK AG, DB HOUSE H			371	0
ARISAIG INDIA FUND I	HSBC SECURITIES SERVICES 11TH F			7,791,724	5
ARTISAN PARTNERS G	JPMORGAN CHASE BANK N.A. IND			7,632	0
ARTISAN SUSTAINABL	JPMORGAN CHASE BANK N.A. IND			84,097	0.05

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ARTISAN SUSTAINABLE	JPMORGAN CHASE BANK N.A. IND			28,757	0.02
BAY POND INVESTORS	DEUTSCHE BANK AG, DB HOUSE H			52,925	0.03
BAY POND PARTNERS	DEUTSCHE BANK AG, DB HOUSE H			644,105	0.41
BLUE SKY ACTIVE EQU	CITIBANK N.A. CUSTODY SERVICES			26,961	0.02
BNP PARIBAS ARBITRA	BNP PARIBAS HOUSE 1 NORTH AV			161,619	0.1
CAPITAL GRAND INDIA	CITIBANK N.A. CUSTODY SERVICES			17,536	0.01
CAPITAL INDIA AND B	HSBC SECURITIES SERVICES 11TH F			30,000	0.02
COLLEGE RETIREMENT	DEUTSCHE BANK AG DB HOUSE, H			7,717	0
COPTHALL MAURITIUS	J.P.MORGAN CHASE BANK N.A. INC			134,260	0.1
DIMENSIONAL FUNDS	DEUTSCHE BANK AG, DB HOUSE H			1,361	0
DMS UCITS PLATFORM	CITIBANK N.A. CUSTODY SERVICES			1,780	0
ELARA INDIA OPPORT	C/O. ICICI BANK LTD., SMS 1ST FLC			5,700	0
EMERGING MARKETS S	DEUTSCHE BANK AG, DB HOUSE H			29,228	0.02
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			9,950	0
EMERGING MARKETS S	JPMORGAN CHASE BANK N.A. IND			106,058	0.07
EMERGING MARKETS S	JPMORGAN CHASE BANK N.A. IND			104,694	0.07
EMERGING MARKETS S	JPMORGAN CHASE BANK N.A. IND			10,214	0

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

Details	At the beginning of the year	At the end of the year
Promoters	29	30
Members (other than promoters)	8,237	15,470
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	1	2	1	3	0	0
B. Non-Promoter	0	5	0	4	0	0
(i) Non-Independent	0	1	0	0	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	7	1	7	0	0

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

10

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Banwarilal.Jatia	00016823	Director	127,957	
Amit Jatia	00016871	Director	50,000	
Smita Jatia	03165703	Director	1	
Padmanabh Barpande	00016214	Director	0	
Manish Chokhani	00204011	Director	0	
Tarun Kataria	00710096	Director	0	
Achal Jatia	03587681	Director	3,816,870	
Amisha Jain	05114264	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Suresh Lakshminarayar	AAAPL4908N	CFO	7,012	
Shatadru Sengupta	AAUPS1205K	Company Secretar	10,770	

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

0

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)

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

0

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	14/05/2019	8	6	75
2	25/07/2019	8	7	87.5
3	24/10/2019	8	8	100
4	23/01/2020	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

8

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	14/05/2019	4	4	100
2	Audit Committee	25/07/2019	4	4	100
3	Audit Committee	24/10/2019	4	4	100
4	Audit Committee	23/01/2020	4	4	100
5	Nomination and Remuneration Committee	25/07/2019	3	3	100
6	Nomination and Remuneration Committee	23/01/2020	3	3	100
7	Risk Management Committee	24/10/2019	3	3	100
8	Risk Management Committee	23/01/2020	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	23/09/2020
								(Y/N/NA)
1	Banwarilal.Jat	4	2	50	0	0	0	Yes
2	Amit Jatia	4	4	100	4	4	100	Yes
3	Smita Jatia	4	4	100	4	4	100	Yes
4	Padmanabh B	4	4	100	6	6	100	Yes
5	Manish Chokh	4	4	100	8	8	100	Yes
6	Tarun Kataria	4	4	100	6	6	100	Yes
7	Achal Jatia	4	2	50	0	0	0	Yes
8	Amisha Jain	4	4	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☒ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of CEO, CFO and Company secretary whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Mr. Shailesh Kachalia

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

3888

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ..

5d

dated

07/05/2013

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

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.

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

BANWARILAL
SANWARMAL
JATIA
Digitally signed by
BANWARILAL
SANWARMAL JATIA
Date: 2020.12.04
12:44:44 +05'30'

DIN of the director

00016823

To be digitally signed by

Shatadru
Sengupta
Digitally signed by
Shatadru Sengupta
Date: 2020.12.03
17:33:51 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

4583

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach**Attach****Attach****Attach****List of attachments**

Westlife Development Limited_MGT7_SSH
Westlife Development Limited_MGT7_SH1
Westlife Development Limited FII FPI.pdf
MGT-8 WDL 2020.pdf

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