

DRAFT

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]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

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

L65910MH1984PLC034514

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

HATHWAY BHAWANI CABLETE

(b) Registered office address

1st Floor, B Wing, Jaywant Apartment,
Above SBI Bank, 63, Tardeo Road, Tulsiwadi
Mumbai - 400 034
Maharashtra

(c) *e-mail ID of the company

AJ*****AY.NET

(d) *Telephone number with STD code

02*****00

(e) Website

www.hathwaybhawani.com

(iii) Date of Incorporation

12/11/1984

(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	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

Yes No

(f) Specify the reasons for not holding the same

AGM will be held on or before due date

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J4	Broadcasting and programming activities	100

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Hathway Cable and Datacom L	L64204MH1959PLC011421	Holding	51.61
2	Hathway Bhawani NDS Netwo	U74990MH2010PLC208960	Subsidiary	50.98

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	10,000,000	8,100,000	8,100,000	8,100,000
Total amount of equity shares (in Rupees)	100,000,000	81,000,000	81,000,000	81,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	10,000,000	8,100,000	8,100,000	8,100,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	100,000,000	81,000,000	81,000,000	81,000,000

(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

0

Class of shares	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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	126,671	7,973,329	8100000	81,000,000	81,000,000	
Increase during the year	0	2,500	2500	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
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	0	2,500	2500			
Dematerialisation of shares						
Decrease during the year	2,500	0	2500	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	2,500	0	2500			
Dematerialisation of shares						
At the end of the year	124,171	7,975,829	8100000	81,000,000	81,000,000	
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

INE525B01016

(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	<input style="width: 95%;" type="text"/>
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Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
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Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor	<input style="width: 95%;" type="text"/>
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Transferor's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input style="width: 95%;" type="text"/>
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Transferee's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
--	--

Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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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) *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	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	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

(i) Turnover

26,833,244.52

(ii) Net worth of the Company

20,250,431

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	76,735	0.95	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)	5,211,196	64.34	0	
10.	Others	0	0	0	
	Total	5,287,931	65.29	0	0

Total number of shareholders (promoters)

15

(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	2,565,807	31.68	0	
	(ii) Non-resident Indian (NRI)	44,565	0.55	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)	54,376	0.67	0	
10.	Others NBFC registered with RBI ar	147,321	1.82	0	
	Total	2,812,069	34.72	0	0

Total number of shareholders (other than promoters)

6,887

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

6,902

**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	17	15
Members (other than promoters)	4,986	6,887
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	0	0	0	0	0	0
B. Non-Promoter	0	4	0	4	0	0
(i) Non-Independent	0	2	0	2	0	0
(ii) Independent	0	2	0	2	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	0	4	0	4	0	0

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

7

(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)
Dilip Tokarshi Worah	00047252	Director	0	
Kannan Lalgudi Krishn	00110428	Director	0	
Vatan Kalmuddin Patha	07468214	Director	0	
Vrinda Narsimha Mend	08424835	Additional director	0	
Vatan Kalmuddin Patha	██████████	CEO	0	
Basant Ramniranjan H	██████████	CFO	0	30/04/2024
Ajay Singh	██████████	Company Secretar	0	

(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	Nature of change (Appointment/ Change in designation/ Cessation)
Pranjali Gawde	08754715	Director	12/01/2024	Cessation
Vrinda Narsimha Me	08424835	Additional director	12/01/2024	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

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	22/08/2023	5,189	59	64.39

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	14/04/2023	4	4	100
2	12/07/2023	4	4	100
3	13/10/2023	4	4	100
4	12/01/2024	4	3	75

C. COMMITTEE MEETINGS

Number of meetings held

11

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	14/04/2023	3	3	100
2	Audit Committee	12/07/2023	3	3	100
3	Audit Committee	13/10/2023	3	3	100

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
4	Audit Committee	12/01/2024	3	2	66.67
5	Audit Committee	18/03/2024	3	3	100
6	Stakeholder's	14/04/2023	3	3	100
7	Stakeholder's	12/07/2023	3	3	100
8	Stakeholder's	13/10/2023	3	2	66.67
9	Stakeholder's	12/01/2024	3	2	66.67
10	Nomination and	14/04/2023	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	
1	Dilip Tokarshi	4	4	100	11	10	90.91	
2	Kannan Lalgude	4	4	100	7	7	100	
3	Vatan Kalmud	4	4	100	6	6	100	
4	Vrinda Narsim	0	0	0	1	1	100	

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

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

Himanshu S. Kamdar

Whether associate or fellow

Associate Fellow

Certificate of practice number

3030

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. ... dated

(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

DIN of the director

0*4*8*1*

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

5*8*

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 Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

HBCDL Clarification Note 2023-24.pdf
MGT 7_Annexure 1.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

CLARIFICATION LETTER

POINT NO. VI (a) – SHAREHOLDING PATTERN-PROMOTERS, POINT NO. VI (b) SHAREHOLDING PATTEN- PUBLIC/OTHER THAN PROMOTERS AND NOTE NO. VII- NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

- Please note the information disclosed under “Promoter” category in e- Form MGT-7 relates to “Promoter and Promoter Group”.

The details of Promoter and Promoter group as on March 31, 2024:

Sr No	Name of Shareholder	Number of Shares held	Percentage of Shareholding	Category	Remarks	
1.	Jio Cable and Broadband Holdings Private Limited	10,31,196	12.73	Promoter	-	
2.	Jio Content Distribution Holdings Private Limited*	0	0		-	
3.	Jio Internet Distribution Holdings Private Limited *	0	0		-	
4.	Hathway Cable and Datacom Limited	20,20,000	24.94	Promoter Group	-	
5.	Hathway Digital Limited	21,60,000	26.67		-	
6.	Kapil Puri** (Folio no. 0000505)	800	0.36		The name of Kapil Puri appears twice in the list of shareholders i.e. under folio no '0000505' and '0000705'; hence the same is being counted as 2 members under promoter Group Count.	
7.	Kapil Puri** (Folio no. 0000705)	28,335				
8.	Kavita Puri** (Folio no. 0000508)	40,000	0.53			The name of Kavita Puri appears twice in the list of shareholders under '0000508' and '0000708' hence the same is being counted as 2 members under promoter Group Count.
9.	Kavita Puri** (Folio no. 0000708)	2,600				

Hathway Bhawani Cabletel & Datacom Limited

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Tel: +022 -23535107, +91 9152728663 • Email: investors.bhawani@hathway.net,

Website: www.hathwaybhawani.com CIN: L65910MH1984PLC034514

10.	Malka Sanjiv Chainani	5,000	0.06	-
11.	Kulbhushan Puri	0	0	
12.	Reliance Industries Limited*	0	0	-
13.	Digital Media Distribution Trust*	0	0	-
14.	Reliance Content Distribution Limited*	0	0	-
15.	Reliance Industrial Investments and Holdings Limited*	0	0	-
TOTAL		52,87,931	65.28	

*As per the disclosures furnished by the promoter and promoter group under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

**As on March 31, 2023, the count of Promoter and Promoter Group was shown as “17” members instead of “15” members, as Mr. Kapil Puri and Mrs. Kavita Puri holds two folios each, which has been counted in the List of shareholders as shared by the Registrar and Transfer Agent (Refer note provided to serial no. 6 to 9). Further, post reclassification of Mr. Ketan Chokshi and Mr. Kuldeep Puri, from the category of “Promoter Group” to “public”, pursuant to Stock Exchange approval, with effect from September 29, 2023, the count of Promoter and Promoter Group stands at “15” members at the end of the year i.e. March 31, 2024.

NOTE FOR POINT NO. IX (C) – COMMITTEE MEETINGS

- The following details for the said point are given separately as the Company is unable to capture the same in e-form.

Sr. No.	Type of Meeting	Date of Meeting	Total Number of Members as on the date of the Meeting	Attendance	
				Number of directors Attended	% of Attendance
11.	Nomination and Remuneration Committee	12-01-2024	3	3	100

Hathway Bhawani Cabletel & Datacom Limited

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Annexure 1

Details of Designated Person:

Pursuant to sub-rule 4 of Rule 9 of the Companies (Management and Administration) Rules, 2014 ("the rules"), the Company is required to designate a person who shall be responsible for furnishing and extending co-operation for providing, information to the Registrar of Companies or any such other officer authorized by the Ministry of Corporate Affairs with respect to beneficial interest in shares of the Company ("Designated Person"). Further, pursuant to sub-rule 7 of Rule 9 of the said Rules, every Company shall inform the details of the Designated person in Annual Return.

Accordingly, please note that the Board of Directors of the Company at its meeting held on January 12, 2024 has designated the Company Secretary of the Company, as Designated person under the said rules.

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