

FORM NO. MGT-7

[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]



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

U93000PN2010PTC136943

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCF5718Q

(ii) (a) Name of the company

REBEL FOODS PRIVATE LIMITED

(b) Registered office address

Office No. C/305, S.No. 199, 204, 206, 209, Pl No.
4+12+13, Eden Park Society, Viman Nagar, Lohegaon
Pune
Pune
Maharashtra
411014

(c) *e-mail ID of the company

narender.rawat@rebelfoods.cc

(d) *Telephone number with STD code

02065600770

(e) Website

<https://www.rebelfoods.com/>

(iii) Date of Incorporation

27/07/2010

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(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

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	C	Manufacturing	C1	Food, beverages and tobacco products	100

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Rebel Internet Restaurants Lim		Subsidiary	100
2	Rebel Foods Singapore Pte. Ltd		Subsidiary	100
3	Rebel Marketplace India Private	U15490PN2020PTC191954	Subsidiary	100
4	Dropkaffe Food and Beverage	U15400KA2015PTC079639	Subsidiary	61.97
5	Rebel Foods Restaurants L.L.C.		Subsidiary	48.23
6	Foodybuddy Applications Priv	U72200KA2015PTC080781	Associate	27.86

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	206,000	156,240	156,240	156,240
Total amount of equity shares (in Rupees)	206,000	156,240	156,240	156,240

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	206,000	156,240	156,240	156,240
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	206,000	156,240	156,240	156,240

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	659,530	645,934	645,934	645,934
Total amount of preference shares (in rupees)	65,953,000	64,593,400	64,593,400	64,365,628

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares				
Number of preference shares	659,530	645,934	645,934	645,934
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	65,953,000	64,593,400	64,593,400	64,365,628

(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	156,240	0	156,240	156,240	156,240	

Increase during the year	0	0	0	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	
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	
Conversion of Existing Physical Shares to Demat M						
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				0	0	
Conversion of Existing Physical Shares to Demat M						
At the end of the year	156,240	0	156240	156,240	156,240	
Preference shares						
At the beginning of the year	562,380	0	562380	56,238,000	56,010,228	
Increase during the year	83,554	0	83554	8,355,400	8,355,400	0
i. Issues of shares	83,554	0	83554	8,355,400	8,355,400	
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
Conversion of Existing Physical Shares to Demat M						
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	
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
Conversion of Existing Physical Shares to Demat M						
At the end of the year	645,934	0	645934	64,593,400	64,365,628	

ISIN of the equity shares of the company

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

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares	20,600	62,953	
	Face value per share	10	1,000	
After split / Consolidation	Number of shares	206,000	629,530	
	Face value per share	1	100	

(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 type="text" value="31/12/2020"/>
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
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) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	8,500	100000	406,064,523
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			406,064,523

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	716,193,551	0	310,129,028	406,064,523
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

3,923,382,164

(ii) Net worth of the Company

7,572,046,923

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	62,390	39.93	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0

3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	Total	62,390	39.93	0	0

Total number of shareholders (promoters)

1

(b) ^aSHARE 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	7,660	4.9	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	30	0.02	570	0.09
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0

8.	Venture capital	56,640	36.25	638,644	98.87
9.	Body corporate (not mentioned above)	980	0.63	6,720	1.04
10.	Others: ESOP/Trust	28,540	18.27	0	0
	Total	93,850	60.07	645,934	100

Total number of shareholders (other than promoters)

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

**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	2	1
Members (other than promoters)	30	33
Debenture holders	1	1

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	0	1	0	7.78	0
B. Non-Promoter	1	3	1	4	0	0
(i) Non-Independent	1	3	1	4	0	0
(ii) Independent	0	0	0	0	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	2	3	2	4	7.78	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))
Ravi Shankar Venkatar	02804007	Director	0	
Jaydeep Ashok Barman	03122071	Director	62,390	
Prashant Pravin Mehta	05113137	Director	0	
Kallol Sachi Banerjee	06360676	Director	0	
Tejeshwi Sharma	08380470	Nominee director	0	
Rahul Vijay Kishore	09043859	Nominee director	0	
Mrunmayee Prabhu	BLIPP4819E	Company Secretar	0	14/04/2021

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

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)
Rahul Vijay Kishore	09043859	Nominee director	15/02/2021	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

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra-Ordinary General Meeting	11/05/2020	31	7	45.16
Extra-Ordinary General Meeting	10/06/2020	31	7	45.16
Extra-Ordinary General Meeting	01/07/2020	31	7	45.16
Extra-Ordinary General Meeting	29/07/2020	31	6	35.15
Extra-Ordinary General Meeting	21/10/2020	31	7	45.16
Annual General Meeting	31/12/2020	32	7	45.16

B. BOARD MEETINGS

*Number of meetings held

14

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/05/2020	5	2	40
2	21/05/2020	5	2	40
3	04/06/2020	5	2	40
4	23/06/2020	5	2	40
5	26/06/2020	5	2	40
6	16/07/2020	5	2	40
7	15/10/2020	5	2	40
8	04/11/2020	5	5	100
9	16/11/2020	5	2	40
10	15/12/2020	5	2	40
11	30/12/2020	5	2	40
12	15/01/2021	5	2	40

C. COMMITTEE MEETINGS

Number of meetings held

0

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					

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 15/11/2021 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Ravi Shankar	14	1	7.14	0	0	0	No
2	Jaydeep Asho	14	14	100	0	0	0	Yes
3	Prashant Prav	14	1	7.14	0	0	0	No
4	Kallol Sachi B	14	14	100	0	0	0	Yes
5	Tejeshwi Shar	14	1	7.14	0	0	0	No
6	Rahul Vijay Ki	1	0	0	0	0	0	No

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

0

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

0

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

2

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	Jaydeep Barman	Director	3,828,356	0	0	0	3,828,356
2	Kallol Banerjee	Director	3,579,193	0	0	0	3,579,193
	Total		7,407,549	0	0	0	7,407,549

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

Please refer to attached MGT-8

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

Paalavi Viraj Salunke

Whether associate or fellow

Associate Fellow

Certificate of practice number

4453

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.
- (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 the 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 a 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.

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

PALLOL SACHE SAMERJEE

DIN of the director

To be digitally signed by

- Company Secretary
- Company secretary in practice

Membership number

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

List of attachments

Attach

A1 Board Meeting details.pdf

Attach

A2 Share transfer list.pdf

Attach

A4 Shareholding Pattern 3132021.pdf

Attach

A5 Debenture holders List 3132021.pdf

A6 MGT-8 - Certificate.pdf

A7 UDIN for MGT7.pdf

A8 Break up of Paid up SC rtf

Remove attachment

Modify

Check Form

Prescrubny

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

SHAREHOLDING PATTERN AS ON 31ST MARCH 2021

Name of the investor	Equity shares [No. of shares]	Preference shares [No. of shares]	Total	Percentage shareholding Actual
Jaydeep Baman	62,390	-	62,390	7.78
Anand Lunia	3,960	-	3,960	0.49
Balkat Basak	100	-	100	0.01
Amab Banerjee	1,530	-	1,530	0.19
Sudip Chakraborty	1,530	-	1,530	0.19
Shashank Mohta	40	-	40	0.00
Adarsh Sharma	40	-	40	0.00
Ravant Bhate	460	-	460	0.06
ESOP***	28,540	-	28,540	3.56
SCIH (Sequoia Capital India Investment Holdings III)	440	80,980	81,420	10.15
SCII (Sequoia Capital India Investme	24,160	-	24,160	3.01
SGI (SGI Growth Investments II)	5,260	127,170	132,430	16.51
Lightbox Ventures II	3,450	85,900	89,350	11.09
Lightbox Expansion	180	25,950	26,130	3.27
Ru-Nut South Asia	380	33,280	33,660	4.20
Karshood Gauthi Asia	-	3,200	3,200	0.40
Evidence India Fund II Ltd	1,000	10,940	11,940	1.49
Evidence India Coinvest PCC	5,870	-	5,870	0.73
Sistema Asia Fund Pte Ltd	3,000	10,470	13,470	1.68
Sistema Asia Fund India Ventures	-	1,110	1,110	0.14
SCI Investments VI	8,230	39,810	48,040	5.99
Redwood Trust	60	290	350	0.04
GoVentures	1,000	6,670	7,670	0.96
Coatue PE Asia 25 LLC	100	101,940	102,040	12.72
Coatue PE Asia 29 LLC	-	56,270	56,270	7.01
Coatue CT 7R IIF	-	27,284	27,284	3.40
Goldman Sachs	3,570	15,780	19,350	2.41
Northwest Industrial Logistics Pte. L	100	2,230	2,330	0.29
Inng Investors Privates X LLC	810	2,100	2,910	0.36
Daniel Iron	10	230	240	0.03
Arvind Bhaskar	10	230	240	0.03
Chris Golden	10	110	120	0.01
Thayer Park Holdings	10	110	120	0.01
Alteria Capital India Fund I	-	2,280	2,280	0.28
Total	156,240	645,934	802,174	100.00

www.rebelfoods.co

Registered Address: C-105, SRA, TTC, 204, 116, 208,
75 No. 4-10-10, East Park Society, Chhatrapati Shivaji
Marg, Worli - Pune 400 025, India

Corporate Office: 2nd Floor,
The Warehouse Point, Bhamburda Hill,
Mumbai 400 025.



Debenture holder list as on 31st March 2021

Debenture Holder	Address	Type of Security	No. of Shares
Alteria Capital India Fund-1	Co Works Worli 3 rd Floor Centurion, Century Mills Compound, Pandurang, Budhkar Marg, Worli, Mumbai- 400030	Debentures	8500

For Rebel Foods Private Limited

Kallal Banerjee
Directorwww.rebelfoods.comRegistered Address: C/305, S.No. 199,204,206,209
Pl No. 4+12+13, Eden Park Society, Viman Nagar
Lohagaon + Pune MH 411014, IndiaCorporate Office: Der Deutsche Park,
2nd Floor Subhash Nagar Rd Adjacent to
Nahur Railway Station, Nahur West,
Bhandup, Mumbai, Maharashtra - 400078