

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)

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

L51100PN2010PLC136340

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

BRAINBEES SOLUTIONS LIMITED

(b) Registered office address

Rajashree Business Park, Survey No. 338, Next to Sohrabh Hall, Tadiwala Road, Pune, Maharashtra-411001, India

(c) *e-mail ID of the company

legal@firstcry.com

(d) *Telephone number with STD code

00918482989157

(e) Website

www.firstcry.com

(iii) Date of Incorporation

17/05/2010

(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	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

MUFG 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,), Mumbai City, Mumbai, Maharashtra, India, 400083

(vii) *Financial year From date 01/04/2024 (DD/MM/YYYY) To date 31/03/2025 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2025

(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	G	Trade	G1	Wholesale Trading	94.13

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

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

35

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	INTELLIBEES SOLUTIONS PRIVATE LIMITED	U31100PN2015PTC155482	Subsidiary	99.99
2	JOYBEES PRIVATE LIMITED	U52520PN2022PTC208125	Subsidiary	99.99

3	SWARA BABY PRODUCTS PRIVATE LIMITED	U36999MP2016PTC068986	Subsidiary	87.29
4	FIRMROOTS PRIVATE LIMITED	U15400KA2016PTC086485	Subsidiary	67.9
5	SOLIS HYGIENE PRIVATE LIMITED	U17100MP2020PTC053997	Subsidiary	79.34
6	DIGITAL AGE RETAIL PRIVATE LIMITED	U52100PN2011PTC139221	Subsidiary	99.99
7	GLOBALBEES BRANDS PRIVATE LIMITED	U24299DL2021PTC380760	Subsidiary	52.65
8	Firstcry Management DWC-LLC		Subsidiary	100
9	Shenzhen Starbees Services Limited		Subsidiary	100
10	BETTER & BRIGHTER HOMECARE PRIVATE LIMITED	U24139WB2009PTC135807	Subsidiary	30.54
11	BUTTERNUT VENTURES PRIVATE LIMITED	U15500MH2020PTC344952	Subsidiary	52.64
12	CLOUD LIFESTYLE PRIVATE LIMITED	U24100GJ2017PTC097708	Subsidiary	47.39
13	DYNAMIC IT SOLUTION PRIVATE LIMITED	U52399DL2002PTC117546	Subsidiary	39.49
14	EYEZEN TECHNOLOGIES PRIVATE LIMITED	U74999MH2016PTC282804	Subsidiary	26.85
15	MAXINIQUE SOLUTION PRIVATE LIMITED	U52339HR2020PTC090918	Subsidiary	26.99
16	MERHAKI FOODS AND NUTRITION PRIVATE LIMITED	U24100RJ2017PTC059188	Subsidiary	52.64
17	MUSH TEXTILE PRIVATE LIMITED	U17303GJ2018PTC101321	Subsidiary	27.14
18	KUBER MART INDUSTRIES PRIVATE LIMITED	U51909RJ2020PTC067933	Subsidiary	38.96
19	HS FITNESS PRIVATE LIMITED	U78300HR2013PTC050241	Subsidiary	42.12
20	DF PHARMACY LIMITED	U52311GJ2008PLC052704	Subsidiary	31.59
21	CANDES TECHNOLOGY PRIVATE LIMITED	U31909DL2021PTC376160	Subsidiary	32.57
22	ENCASA HOMES PRIVATE LIMITED	U52100MH1983PTC406756	Subsidiary	26.85
23	FROOTLE INDIA PRIVATE LIMITED	U74999MH2019PTC332657	Subsidiary	38.96
24	JW BRANDS PRIVATE LIMITED	U18109KA2020PTC132453	Subsidiary	39.54
25	KITCHENOPEDIA APPLIANCES PRIVATE LIMITED	U31909HR2022PTC103777	Subsidiary	40.01
26	PLANTEX E-COMMERCE PRIVATE LIMITED	U28129GJ2020PTC115183	Subsidiary	31.59
27	PRAYOSHA EXPO PRIVATE LIMITED	U52100GJ2011PTC065612	Subsidiary	36.86

28	Solarista Renewables Private L +	U15121HR2018PTC075842	Subsidiary	39.49
29	WELLSPIRE INDIA PRIVATE LIM +	U52390MH2021PTC370225	Subsidiary	38.96
30	SWARA HYGIENE PRIVATE LIM +	U24246MP2022PTC061559	Subsidiary	87.28
31	Firstcry Retail DWC-LLC (Unite +		Subsidiary	100
32	Firstcry General Trading LLC (U +		Subsidiary	100
33	Firstcry Trading Company (Kin +		Subsidiary	100
34	Globalbees Brands DWC LLC (U +		Subsidiary	52.65
35	Healthyhey Foods LLP		Subsidiary	31.59

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	552,455,000	521,338,641	521,338,641	521,338,641
Total amount of equity shares (in Rupees)	1,104,910,000	1,042,677,282	1,042,677,282	1,042,677,282

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	552,455,000	521,338,641	521,338,641	521,338,641
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	1,104,910,000	1,042,677,282	1,042,677,282	1,042,677,282

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	49,910,015	0	0	0
Total amount of preference shares (in rupees)	99,820,030	0	0	0

Number of classes

9

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series A CCPS				
Number of preference shares	155,000	0	0	0
Nominal value per share (in rupees)	2	2	2	2
Total amount of preference shares (in rupees)	310,000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series B CCPS				
Number of preference shares	866,165	0	0	0
Nominal value per share (in rupees)	2	2	2	2
Total amount of preference shares (in rupees)	1,732,330	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series C CCPS				
Number of preference shares	21,856,650	0	0	0
Nominal value per share (in rupees)	2	2	2	2
Total amount of preference shares (in rupees)	43,713,300	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series C1 CCPS				
Number of preference shares	438,100	0	0	0
Nominal value per share (in rupees)	2	2	2	2
Total amount of preference shares (in rupees)	876,200	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series C2 CCPS				
Number of preference shares	77,900	0	0	0
Nominal value per share (in rupees)	2	2	2	2
Total amount of preference shares (in rupees)	155,800	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series D1 CCPS				
Number of preference shares	12,217,950	0	0	0
Nominal value per share (in rupees)	2	2	2	2
Total amount of preference shares (in rupees)	24,435,900	0	0	0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series D2 CCPS				
Number of preference shares	14,197,750	0	0	0
Nominal value per share (in rupees)	2	2	2	2
Total amount of preference shares (in rupees)	28,395,500	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Option 1 CCPS				
Number of preference shares	30,500	0	0	0
Nominal value per share (in rupees)	2	2	2	2
Total amount of preference shares (in rupees)	61,000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Option 2 CCPS				
Number of preference shares	70,000	0	0	0
Nominal value per share (in rupees)	2	2	2	2
Total amount of preference shares (in rupees)	140,000	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	Physical	DEMAT	Total			
At the beginning of the year	0	448,165,900	448165900	896,331,800	896,331,800	
Increase during the year	1	73,172,741	73172742	146,345,484	146,345,484	16,600,708,1
i. Public Issues	0	35,834,699	35834699	71,669,398	71,669,398	16,588,330,1
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	2,154,472	2154472	4,308,944	4,308,944	12,378,230.1
vi. Sweat equity shares allotted	0	0	0	0	0	0

vii. Conversion of Preference share	0	35,183,570	35183570	70,367,140	70,367,140	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	1	0	1	2	2	
Remat of shares						
Decrease during the year	0	1	1	2	2	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	1	1	2	2	
Remat of shares						
At the end of the year	1	521,338,640	521338641	1,042,677,2	1,042,677,2	
Preference shares						
At the beginning of the year	0	35,183,570	35183570	70,367,140	70,367,140	
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	0	0	0	0	0	
Decrease during the year	0	35,183,570	35183570	70,367,140	70,367,140	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	0	35,183,570	35183570	70,367,140	70,367,140	
Conversion of CCPS into Equity shares						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE02RE01045

(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		22/07/2024	
Date of registration of transfer (Date Month Year)		09/07/2024	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1,282,585	Amount per Share/ Debenture/Unit (in Rs.)	2
Ledger Folio of Transferor		IN301348-20392085	
Transferor's Name	IIFL Large Value Fund Series		
	Surname	middle name	first name
Ledger Folio of Transferee		IN301348-20552760	

Transferee's Name	Catalyst Trusteeship Limited	Blume Ventures Fund Two X	
	Surname	middle name	first name

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

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

(i) Turnover

24,708,560,000

(ii) Net worth of the Company

60,466,170,000

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	0	0	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)	0	0	0	
10.	Others 0	0	0	0	
	Total	0	0	0	0

Total number of shareholders (promoters)

0

(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	89,100,445	17.09	0	
	(ii) Non-resident Indian (NRI)	65,886	0.01	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	3,385,678	0.65	0	
4.	Banks	0	0	0	
5.	Financial institutions	420,900	0.08	0	
6.	Foreign institutional investors	41,358,870	7.93	0	
7.	Mutual funds	54,522,598	10.46	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	243,868,716	46.78	0	
10.	Others Clearing Member, Trusts, AI	88,615,548	17	0	

	Total	521,338,641	100	0	0
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Total number of shareholders (other than promoters) 116,447

**Total number of shareholders (Promoters+Public/
Other than promoters)** 116,447

(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 attached	As per annexure attached			41,358,870	7.93

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	0	0
Members (other than promoters)	136	116,447
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	2	5	2	5	5.45	0
(i) Non-Independent	2	1	2	1	5.45	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	2	5	2	5	5.45	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)
SUPAM SATYANARA\	01730685	Managing Director	27,069,016	
SANKET RAGHAVENI	09593712	Director	1,353,869	
PUNEET RENJHEN	09498488	Director	0	
SUJATA VILAS BOGA	07901334	Director	0	
BALA C DESHPANDE	00020130	Director	0	
GOPALAKRISHNAN J	02354467	Director	0	
NEERAJ SAGAR	09475452	Director	0	
SUPAM SATYANARA\		CEO	27,069,016	
GAUTAM SHARMA		CFO	1,921	
NEHA SURANA		Company Secretar	344	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 5

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)
PAUL ALEXANDER	08457025	Director	21/10/2024	Cessation
PUNEET RENJHEN	09498488	Additional director	10/07/2024	Appointment
PUNEET RENJHEN	09498488	Director	22/07/2024	Change in designation
NEELAM SITALDAS		Company Secretary	15/03/2025	Cessation
NEHA SURANA		Company Secretary	25/03/2025	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

3

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 ⁺	25/04/2024	119	24	64.49
Extra-ordinary General Meeting ⁺	26/06/2024	119	32	70.7
Annual General Meeting	22/07/2024	119	33	67.52

B. BOARD MEETINGS

*Number of meetings held

16

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17/04/2024	7	7	100
2	26/04/2024	7	7	100
3	28/04/2024	7	6	85.71
4	29/04/2024	7	7	100
5	24/06/2024	7	6	85.71
6	03/07/2024	7	7	100
7	05/07/2024	7	6	85.71
8	13/07/2024	8	7	87.5
9	20/07/2024	8	6	75
10	30/07/2024	8	7	87.5
11	08/08/2024	8	8	100
12	30/08/2024	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

19

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 Meeting	26/04/2024	4	4	100
2	Audit Committee Meeting	28/04/2024	4	4	100
3	Audit Committee Meeting	24/06/2024	4	4	100
4	Audit Committee Meeting	03/07/2024	4	4	100
5	Audit Committee Meeting	05/07/2024	4	4	100
6	Audit Committee Meeting	13/07/2024	4	2	50
7	Audit Committee Meeting	20/07/2024	4	3	75
8	Audit Committee Meeting	29/07/2024	4	2	50
9	Audit Committee Meeting	30/08/2024	4	3	75
10	Audit Committee Meeting	14/11/2024	4	4	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	SUPAM SATY	16	16	100	3	3	100	
2	SANKET RAG	16	16	100	2	2	100	
3	PUNEET REN	9	7	77.78	0	0	0	
4	SUJATA VILA	16	15	93.75	17	15	88.24	
5	BALA C DESH	16	13	81.25	17	16	94.12	
6	GOPALAKRIS	16	11	68.75	13	11	84.62	
7	NEERAJ SAG	16	14	87.5	17	14	82.35	

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Supam Maheshwari	Managing Director	49,019,988	0	538,164,409	0	587,184,397
2	Sanket Hattimattur	Executive Director	22,867,178	0	49,765,964	0	72,633,142
	Total		71,887,166	0	587,930,373	0	659,817,539

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	Gautam Sharma	Group Chief Financial Officer	18,351,675	0	36,023,789	0	54,375,464
2	Neelam Jethani	Company Secretary	2,271,020	0	0	0	2,271,020
3	Neha Surana	Company Secretary	29,056	0	50,776	0	79,832
	Total		20,651,751	0	36,074,565	0	56,726,316

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sujata Bogawat	Independent Director	0	0	0	1,975,000	1,975,000
2	Gopalakrishnan Jagannathan	Independent Director	0	0	0	2,555,000	2,555,000
3	Bala C Deshpande	Independent Director	0	0	0	1,940,000	1,940,000
4	Neeraj Sagar	Independent Director	0	0	0	2,020,000	2,020,000
	Total		0	0	0	8,490,000	8,490,000

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
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--	--	--	--	--	--

(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

Whether associate or fellow ☐ Associate ☒ Fellow

Certificate of practice number

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:

- 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.
- 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

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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

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

ANNEXURES TO FORM MGT-7 OF BRAINBEES SOLUTIONS LIMITED FOR THE FINANCIAL YEAR 2024-25

VI (C) - Details of Foreign Institutional investors' (FIIs) holding shares of the company

Sr No.	Name of FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
1	GOVERNMENT OF SINGAPORE - E	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI - 400098			6755409	1.29578
	GOVERNMENT OF SINGAPORE					
2	NOMURA INDIA INVESTMENT FUND MOTHER FUND	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI - 400098			4664899	0.89479
3	GOVERNMENT PENSION FUND GLOBAL	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI - 400098			417740	0.08013
4	MORGAN STANLEY ASIA (SINGAPORE) PTE. - ODI	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI - 400098			358330	0.06873
5	EMQQ THE EMERGING MARKETS INTERNET ETF	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI - 400098			110554	0.02121
6	VALIANT INDIA OPPORTUNITIES LTD	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI - 400098			528494	0.10137

Brainbees Solutions Limited

CIN: L51100PN2010PLC136340

Corporate/Registered Office:- Rajashree Business Park, Plot No. 114, Survey No. 338, Tadiwala Road, Nr. Sohrab Hall, Pune – 411001 **Contact:** +91-8482989157 **Email Id:** legal@firstcry.com **Website:** www.firstcry.com

Sr No.	Name of FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
7	ALLIANZ GLOBAL INVESTORS FUND - ALLIANZ INDIA EQUITY	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI - 400098			108022	0.02072
8	CITIGROUP GLOBAL MARKETS MAURITIUS PRIVATE LIMITED - ODI	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI - 400098			14676	0.00282
9	BOFA SECURITIES EUROPE SA - ODI	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI - 400098			72450	0.01390
10	FMQQ THE NEXT FRONTIER INTERNET ETF	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI - 400098			36677	0.00704
11	MONETARY AUTHORITY OF SINGAPORE	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI - 400098			1326341	0.25441
12	INQQ THE INDIA INTERNET ETF	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI - 400098			364908	0.06999
13	JOHN HANCOCK TRUST COMPANY COLLECTIVE INVESTMENT TRUST - JOHN HANCOCK EMERGING MARKETS EQUITY TRUST	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI - 400098			15412	0.00296
14	MAKRANA INDIA OPPORTUNITIES MASTER FUND PTE. LTD.	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI - 400098			31411	0.00603

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Sr No.	Name of FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
15	NOMURA FUNDS IRELAND PUBLIC LIMITED COMPANY- NOMURA FUNDS IRELAND - INDIA EQUITY FUND	HSBC SECURITIES SERVICES, 11TH FLR, BLDG NO.3, NESCO - IT PARK, NESCO COMPLEX, W E HIGHWAY, GOREGAON EAST, MUMBAI - 400063			1710660	0.32813
16	NOMURA FUNDS IRELAND PLC/NOMURA FUNDS IRELAND - ASIA EX JAPAN HIGH CONVICTION FUND	HSBC SECURITIES SERVICES, 11TH FLR, BLDG NO.3, NESCO - IT PARK, NESCO COMPLEX, W E HIGHWAY, GOREGAON EAST, MUMBAI - 400063			1089560	0.20899
18	KOTAK FUNDS - INDIA MIDCAP FUND	HSBC SECURITIES SERVICES, 11TH FLR, BLDG NO.3, NESCO - IT PARK, NESCO COMPLEX, W E HIGHWAY, GOREGAON EAST, MUMBAI - 400063			3040000	0.58311
19	AMUNDI FUNDS NEW SILK ROAD	HSBC SECURITIES SERVICES, 11TH FLR, BLDG NO.3, NESCO - IT PARK, NESCO COMPLEX, W E HIGHWAY, GOREGAON EAST, MUMBAI - 400063			249424	0.04784
20	GS INDIA EQUITY	HSBC SECURITIES SERVICES, 11TH FLR, BLDG NO.3, NESCO - IT PARK, NESCO COMPLEX, W E HIGHWAY, GOREGAON EAST, MUMBAI - 400063			145227	0.02786
21	CUSTODY BANK OF JAPAN, LTD. RE: RB AMUNDI INDIA SMALL CAP EQUITY MOTHER FUND	HSBC SECURITIES SERVICES, 11TH FLR, BLDG NO.3, NESCO - IT PARK, NESCO COMPLEX, W E HIGHWAY, GOREGAON EAST, MUMBAI - 400063			391013	0.07500

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Sr No.	Name of FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
22	DSP INDIA FUND- INDIA LONG / SHORT STRATEGY FUND WITH CASH MANAGEMENT OPTION	HSBC SECURITIES SERVICES, 11TH FLR, BLDG NO.3, NESCO - IT PARK, NESCO COMPLEX, W E HIGHWAY, GOREGAON EAST, MUMBAI - 400063			186408	0.03576
23	AL MEHWAR COMMERCIAL INVESTMENTS L.L.C. - (WANDA)	HSBC SECURITIES SERVICES, 11TH FLR, BLDG NO.3, NESCO - IT PARK, NESCO COMPLEX, W E HIGHWAY, GOREGAON EAST, MUMBAI - 400063			880826	0.16895
24	CANADA PENSION PLAN INVESTMENT BOARD	HSBC SECURITIES SERVICES, 11TH FLR, BLDG NO.3, NESCO - IT PARK, NESCO COMPLEX, W E HIGHWAY, GOREGAON EAST, MUMBAI - 400063			356496	0.06838
25	EMPLOYEES PROVIDENT FUND BOARD MANAGED BY NOMURA ASSET MANAGEMENT MALAYSIA SDN BHD	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, POST BOX NO. 1142, FORT, MUMBAI - 400001			277902	0.05331
26	GREATER INDIA PORTFOLIO	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, POST BOX NO. 1142, FORT, MUMBAI - 400001			270724	0.05193
27	RED BAY LTD	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, POST BOX NO. 1142, FORT, MUMBAI - 400001			12201	0.00234
28	NEW YORK STATE TEACHERS RETIREMENT SYSTEM-MANAGED BY GOLDMAN SACHS ASSET MANAGEMENT L.P.	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, POST BOX NO. 1142, FORT, MUMBAI - 400001			204610	0.03925

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Sr No.	Name of FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
29	GOLDMAN SACHS FUNDS - GOLDMAN SACHS INDIA EQUITY PORTFOLIO	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, POST BOX NO. 1142, FORT, MUMBAI - 400001			3688319	0.70747
30	MAKRANA DUNMORE SINGAPORE FUND PTE. LTD	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, POST BOX NO. 1142, FORT, MUMBAI - 400001			204873	0.03930
31	INDIA MAX INVESTMENT FUND LIMITED	ICICI BANK LTD, SMS DEPT 1ST FLOOR EMPIRE COMPLEX, 414 S B MARG LOWER PAREL, MUMBAI MAHARASHTRA - 400013			15000	0.00288
32	GOLDMAN SACHS INVESTMENTS (MAURITIUS) I LTD	STANDARD CHARTERED BANK, Securities Services, 3rd Floor, 23-25, MAHATMA GANDHI ROAD, FORT, MUMBAI - 400001			17265	0.00331
33	THE NOMURA TRUST AND BANKING CO., LTD AS THE TRUSTEE OF NOMURA INDIA STOCK MOTHER FUND	STANDARD CHARTERED BANK, Securities Services, 3rd Floor, 23-25, MAHATMA GANDHI ROAD, FORT, MUMBAI - 400001			2406228	0.46155
34	GOLDMAN SACHS (SINGAPORE) PTE. - ODI	STANDARD CHARTERED BANK, Securities Services, 3rd Floor, 23-25, MAHATMA GANDHI ROAD, FORT, MUMBAI - 400001			54722	0.01050
35	MEDIOLANUM BEST BRANDS - MEDIOLANUM INDIA OPPORTUNITIES	STANDARD CHARTERED BANK, Securities Services, 3rd Floor, 23-25, MAHATMA GANDHI ROAD, FORT, MUMBAI - 400001			266414	0.05110
36	CARMIGNAC PORTFOLIO	BNP PARIBAS, CUSTODY OPERATIONS, 5TH FLOOR, FRENCH BANK BUILDING, 62, HOMJI STREET, FORT, MUMBAI - 400001			1192595	0.22876

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Sr No.	Name of FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
37	CARMIGNAC EMERGENTS	BNP PARIBAS, CUSTODY OPERATIONS, 5TH FLOOR, FRENCH BANK BUILDING, 62,HOMJI STREET,FORT, MUMBAI - 400001			1736244	0.33304
38	FP CARMIGNAC EMERGING MARKETS	BNP PARIBAS, CUSTODY OPERATIONS, 5TH FLOOR, FRENCH BANK BUILDING, 62,HOMJI STREET,FORT, MUMBAI - 400001			46441	0.00891
39	BNP PARIBAS FINANCIAL MARKETS - ODI	BNP PARIBAS, CUSTODY OPERATIONS, 5TH FLOOR, FRENCH BANK BUILDING, 62,HOMJI STREET,FORT, MUMBAI - 400001			175611	0.03368
40	STEADVIEW CAPITAL MAURITIUS LIMITED	Kotak Mahindra Bank Ltd, A wing, 5th floor, Intellion Square, Infinity IT Park, Gen AK Vaidya Marg, Malad E, Mumbai - 400097			772810	0.14824
41	KOTAK INFINITY FUND - CLASS AC	Kotak Mahindra Bank Ltd, A wing, 5th floor, Intellion Square, Infinity IT Park, Gen AK Vaidya Marg, Malad E, Mumbai - 400097			40000	0.00767
42	COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUNT	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY, 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E., 400063			24354	0.00467
43	ABU DHABI INVESTMENT AUTHORITY - MONSOON	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY, 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E., 400063			1440480	0.27630

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Sr No.	Name of FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
44	NORDEA 1 SICAV - EMERGING STARS EQUITY FUND	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY, 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E., 400063			2972332	0.57013
	NORDEA 1, SICAV - EMERGING STARS EX CHINA EQUITY FUND					
45	INVESTERINGSFORENINGEN NORDEA INVEST EMERGING STARS KL	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY, 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E., 400063			256159	0.04913
46	QUADRATURE CAPITAL VECTOR SP LIMITED	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY, 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E., 400063			72724	0.01395
47	NORDEA EQUITY OPPORTUNITIES FUND	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY, 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E., 400063			57841	0.01109
48	CITADEL SECURITIES SINGAPORE PTE. LIMITED	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY, 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E., 400063			80871	0.01551
49	EMQQ EMERGING MARKETS INTERNET & ECOMMERCE UCITS ETF	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY, 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E., 400063			39795	0.00763

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Sr No.	Name of FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
50	INQQ INDIA INTERNET & ECOMMERCE ESG-S UCITS ETF	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY, 9th Floor, Tower A Block 9, NKP, Western Express Highway, Goregaon E., 400063			48443	0.00929
51	NUVAMA INDIA OPPORTUNITIES FUND - CLASS C	33 EDITH CAVELL STREET, PORT LOUIS - 11324			3906	0.00075
52	SOCIETE GENERALE - ODI	SBI-SG GLOBAL SECURITIES SERVICES PL, JEEVAN SEVA EXTENSION BUILDING, GROUND FLOOR S V ROAD, SANTACRUZ WEST MUMBAI - 400054			605300	0.11610
52	AVENDUS FUTURE LEADERS FUND II	STANDARD CHARTERED BANK, Securities Services, 3rd Floor, 23-25, MAHATMA GANDHI ROAD, FORT, MUMBAI - 400001			1519769	0.29151
	TOTAL				41358870	7.93321

For **Brainbees Solutions Limited**

Sd/-
Neha Surana
Company Secretary & Compliance Officer
ICSI Membership No.: A35205

Date: May 26, 2025
Place: Pune

Brainbees Solutions Limited

CIN: L51100PN2010PLC136340

Corporate/Registered Office:- Rajashree Business Park, Plot No. 114, Survey No. 338, Tadiwala Road, Nr. Sohrab Hall, Pune – 411001 **Contact:** +91-8482989157 **Email Id:** legal@firstcry.com **Website:** www.firstcry.com

IX-B. BOARD MEETINGS

Number of board meetings held

Details of 12 board meetings are already filled in Form MGT-7 and the details of balance meetings are mentioned hereunder:

Sr. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
13	14/11/2024	7	5	71.4
14	04/01/2025	7	5	71.4
15	08/02/2025	7	5	71.4
16	25/03/2025	7	7	100

IX-C. COMMITTEE MEETINGS

Number of committee meetings held

Details of 10 committee meetings are already filled in Form MGT-7 and the details of balance committee meetings are mentioned hereunder:

Sr. No.	Type of meeting	Date of meeting	Total Number of members as on the date of meeting	Attendance	
				Number of directors attended	% of attendance
11	Audit Committee Meeting	08/02/2025	4	3	75
12	Audit Committee Meeting	25/03/2025	4	4	100
13	Nomination and Remuneration Committee Meeting	24/06/2024	3	3	100
14	Nomination and Remuneration Committee Meeting	20/07/2024	3	3	100

15	Nomination and Remuneration Committee Meeting	04/01/2025	3	3	100
16	Nomination and Remuneration Committee Meeting	25/03/2025	3	3	100
17	Stakeholder Relationship Committee Meeting	08/02/2025	3	3	100
18	Risk Management Committee	08/02/2025	4	4	100
19	Corporate Social Responsibility Committee Meeting	08/02/2025	3	2	66.66

X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Please note that Form MGT-7, under Point No. X (Details of Remuneration of Directors and Key Managerial Personnel), does not permit the entry of negative figures in the column pertaining to stock options. Hence, request you to take note of below clarification with respect to remuneration of Ms. Neelam Jethani, former Company Secretary & Compliance Officer of the Company:

The stock options for the FY 2024-25 of Ms. Neelam Jethani is Rs. -2,39,523 due to adjustment of ESOP cost lapsed after her resignation from the Company for the FY 2025-26 & 2026-27 as per ESOP grading method adopted by the Company and the gross salary paid to her during the FY 2024-25 is Rs. 22,71,020/-

Accordingly, the net total remuneration paid to Ms. Neelam Jethani stands at Rs. 20,31,497/-

For **Brainbees Solutions Limited**

Sd/-
Neha Surana
Company Secretary & Compliance Officer
ICSI Membership No.: A35205

Date: May 26, 2025
Place: Pune

To,
**The Registrar of Companies,
Pune**

Sub: Clarification regarding details of Designated Person under Rule 9 of the Companies (Management and Administration) Rules, 2014

Dear Sir/ Madam,

The Ministry of Corporate Affairs vide its notification dated 27th October 2023 has amended Rule 9 of the Companies (Management and Administration) Rules, 2014. As per the said amendment, every company is required to designate a person who shall be responsible for furnishing, and extending co-operation for providing information to the Registrar or any other authorised officer, with respect to beneficial interest in shares of the company.

Further, it is also mentioned in the said notification that details of the said designated person is to be provided in the Annual Return of the company.

Since there is no option available in the existing e-form MGT 7, for providing details of the designated person, we are providing the details, as under, as attachment to this e-form MGT 7:

Name of the Designated person	Date of appointment as designated person
Ms. Neha Surana Company Secretary & Compliance Officer	May 26, 2025

This is for your information and records.

Thanking you,

For **Brainbees Solutions Limited**

Sd/-
Neha Surana
Company Secretary & Compliance Officer
ICSI Membership No.: A35205

Date: May 26, 2025

Place: Pune

Brainbees Solutions Limited

CIN: L51100PN2010PLC136340

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