

# 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

U72900KA2011PTC059678

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AADCN6881C

(ii) (a) Name of the company

BLUESTONE JEWELLERY AND L

(b) Registered office address

SITE NO.89/2 LAVA KUSHA ARCADE MUNNEKOLAL VILLAGE, OUTER R  
ING ROAD, MAR ATHAHALLI NA  
BANGALORE  
Bangalore  
Karnataka  
560027

(c) \*e-mail ID of the company

statutorycompliance@bluestoi

(d) \*Telephone number with STD code

08067041637

(e) Website

www.bluestone.com

(iii) Date of Incorporation

22/07/2011

(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

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

(e) Extended due date of AGM after grant of extension

## 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	C13	Other manufacturing including jewellery, musical instruments, medical instruments,	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				

## 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	68,290,700	21,375,200	21,375,200	21,375,200
Total amount of equity shares (in Rupees)	68,290,700	21,375,200	21,375,200	21,375,200

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	68,290,700	21,375,200	21,375,200	21,375,200
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	68,290,700	21,375,200	21,375,200	21,375,200

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	8,170,930	7,421,035	7,421,035	7,421,035
Total amount of preference shares (in rupees)	81,709,300	74,210,350	74,210,350	74,210,350

Number of classes

10

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series A CCPS				
Number of preference shares	609,594	609,594	609,594	609,594
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	6,095,940	6,095,940	6,095,940	6,095,940
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series B CCPS				
Number of preference shares	186,982	186,982	186,982	186,982
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	1,869,820	1,869,820	1,869,820	1,869,820
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series B1, B2, B3 CCPS				
Number of preference shares	1,556,490	1,556,490	1,556,490	1,556,490
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	15,564,900	15,564,900	15,564,900	15,564,900
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series C CCPS				
Number of preference shares	1,417,252	1,417,252	1,417,252	1,417,252
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	14,172,520	14,172,520	14,172,520	14,172,520

Class of shares Series D CCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	1,980,112	1,940,933	1,940,933	1,940,933
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	19,801,120	19,409,330	19,409,330	19,409,330
Class of shares Series D1, D2, D3 CCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	1,525,000	886,876	886,876	886,876
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	15,250,000	8,868,760	8,868,760	8,868,760
Class of shares Series E CCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	169,122	169,122	169,122	169,122
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	1,691,220	1,691,220	1,691,220	1,691,220
Class of shares Series E1 OCRPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	7,292	7,292	7,292	7,292
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	72,920	72,920	72,920	72,920
Class of shares Series E2 CCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	395,840	395,836	395,836	395,836
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	3,958,400	3,958,360	3,958,360	3,958,360
Class of shares Series F CCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	323,246	250,658	250,658	250,658
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	3,232,460	2,506,580	2,506,580	2,506,580

**(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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	2,137,318	200	2137518	2,137,518	2,137,518	
<b>Increase during the year</b>	1,086,942	18,150,740	19237682	19,237,682	19,237,682	38
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	290,178	1,633,590	1923768	19,237,680	19,237,680	
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	2	2	2	2	38
viii. Conversion of Debentures	0	0	0	0	0	
ix. GDRs/ADRs	0	0	0	0	0	
x. Others, specify	796,764	16,517,148	17313912			
Due to Consolidation of Face value						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	3,224,260	18,150,940	21375200	21,375,200	21,375,200	
<b>Preference shares</b>						

<b>At the beginning of the year</b>	5,967,217	1,203,164	7170381	71,703,810	71,703,810	
<b>Increase during the year</b>	0	250,658	250658	2,506,580	2,506,580	747,494,741
i. Issues of shares	0	250,658	250658	2,506,580	2,506,580	747,494,741
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
<b>Decrease during the year</b>	4	0	4	40	40	0
i. Redemption of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify	4	0	4	40	40	
Conversion of Preference Shares into Equity Share						
<b>At the end of the year</b>	5,967,213	1,453,822	7421035	74,210,350	74,210,350	

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	2,137,520	2,137,520	
	Face value per share	1	10	
After split / Consolidation	Number of shares	213,752	21,375,200	
	Face value per share	10	1	

**(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="30/09/2022"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input 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	6,040	10025000	550,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			550,000,000

**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
<b>Non-convertible debentures</b>	0	550,000,000	0	550,000,000
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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
<b>Total</b>	<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**

7,707,255,625

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

-714,963,881

**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	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
	<b>Total</b>	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	18,136,940	84.85	92,611	1.25
	(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	3,850	0.02	1,005,745	13.55
9.	Body corporate (not mentioned above)	8,800	0.04	5,530,489	74.52
10.	Others Trust and partnership firm	3,225,610	15.09	792,190	10.67
	<b>Total</b>	21,375,200	100	7,421,035	99.99

**Total number of shareholders (other than promoters)**

28

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

28

**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)	31	28
Debenture holders	0	6

## 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
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	1	0	1	2	48	0
(i) Non-Independent	1	0	1	2	48	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	0	4	0	1	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	4	0	1	0	0
<b>Total</b>	<b>1</b>	<b>4</b>	<b>1</b>	<b>3</b>	<b>48</b>	<b>0</b>

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

6

### (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)
SAMEER DILEEP NATH	07551506	Director	0	
PRASHANTH PRAKAS	00041560	Director	0	
GAURAV SINGH KUSHWAHA	01674879	Managing Director	13,950,000	
VIKRAM GUPTA	03358337	Nominee director	0	
RUMIT DUGAR	AEXPD0410L	CFO	0	
Roopa Hegde	AKKPH5860K	Company Secretary	0	14/04/2023

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

4

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)
Suresh Shanmugham	03201285	Nominee director	02/05/2022	Cessation
Rumit Dugar	AEXPD0410L	CFO	02/05/2022	Appointment
GAURAV SINGH KUSH	01674879	Director	21/07/2022	Change in Designation
Roopa Hegde	AKKPH5860K	Company Secretar	16/06/2022	Appointment

## IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

5

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 Meet	10/05/2022	31	3	59.63
Extra-ordinary general Meet	20/07/2022	31	3	59.63
Extra-ordinary general Meet	09/08/2022	30	3	59.63
Extra-ordinary general Meet	24/09/2022	30	3	59.63
Annual General Meeting	30/09/2022	30	3	59.63

### B. BOARD MEETINGS

\*Number of meetings held

25

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	11/04/2022	5	4	80
2	27/04/2022	5	4	80
3	02/05/2022	5	4	80
4	12/05/2022	4	4	100
5	06/06/2022	4	4	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
6	27/06/2022	4	4	100
7	05/07/2022	4	4	100
8	11/07/2022	4	4	100
9	21/07/2022	4	4	100
10	03/08/2022	4	4	100
11	24/08/2022	4	4	100
12	21/09/2022	4	4	100

### 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 30/09/2023 (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	SAMEER DILIP	25	25	100	0	0	0	Yes
2	PRASHANTH	25	25	100	0	0	0	No
3	GAURAV SINGH	25	25	100	0	0	0	Yes
4	VIKRAM GUPTA	25	25	100	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GAURAV SINGH K	Director	31,255,834	0	0	0	31,255,834
	Total		31,255,834	0	0	0	31,255,834

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

0

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

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.  
(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:

- 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 Attachment(s), if any

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

Board Meeting - Bluestone - 23.pdf List of Shareholders - Bluestone - 23-.pdf List of Transfer of Shareholder - Bluestone List of Debenture Holders - Bluestone - 202 Approval letter for extention of AGM.pdf UDIN Form MGT - 7 - Bluestone - 23.pdf MGT-8 - Bluestone - 2023- pdf
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<b>Remove attachment</b>
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Modify
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Check Form
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Prescrutiny
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Submit
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**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**