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)

I. REGISTRATION AND OTHER DETAILS

(i) * C	Corporate Identification Number (CIN) of the company			U51109KL1935PLC000024 Pre-fill				
Ģ	Global Location Number (GLN) of t	he company]		
* F	Corporate Identification Number (CIN) of the company Global Location Number (GLN) of the company Permanent Account Number (PAN) of the company (a) Name of the company (b) Registered office address W 21/674BEACH RD NA ALLEPPEY Kerala 688012 India (c) *e-mail ID of the company (d) *Telephone number with STD code (e) Website Date of Incorporation <u>Type of the Company</u> <u>Category of the Company</u> <u>Public Company</u> <u>Company limited by sha</u> Whether company is having share capital		AABCA	8810G]			
(ii) (a) Name of the company			A V THO	OMAS AND CO LTD]		
(b) Registered office address							
	ALLEPPEY Kerala 688012				Ŧ			
(c) *e-mail ID of the company			avt.alar	ouzha@gmail.com]		
(d	l) *Telephone number with STD cc	de		047722	43624]		
(e) Website			www.a [,]	vthomas.in]		
(iii)	Date of Incorporation		21/01/1935					
(iv)	Type of the Company	Category of the Com	pany		Sub-category of the	e Company		
	Public Company	Company limited	d by shar	shares Indian Non-Governme		vernment company		
v) Wh	nether company is having share ca	pital	•	Yes	🔿 No			
vi) *W	/hether shares listed on recognize	d Stock Exchange(s)	0	Yes	No			
	b) CIN of the Registrar and Transfe Name of the Registrar and Transfe	-		U67120)TN1998PLC041613	Pre-fill		

F	Registered office address				
	'SUBRAMANIAN BUILDING" No.1 CLUB HOUSE ROAD				
/ii) *F	Financial year From date	01/04/2024	(DD/MM/YYYY) To date	31/03/2025	(DD/MM/YYYY)
/iii) *\	Whether Annual general r	meeting (AGM) held	🔿 Yes 💿	No	
(8	a) If yes, date of AGM				
(1	b) Due date of AGM	30/09/2025			
(0	c) Whether any extension	for AGM granted	Yes	No	
(f) Specify the reasons for	not holding the same	-	-	

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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*Number	of business	activities
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S.No	Main Activity group code		Business Activity Code	Description of Business Activity	% of turnover of the company
1	с	Manufacturing	C1	Food, beverages and tobacco products	69
2	с	Manufacturing	C7	Metal and metal products	8
3	G	Trade	G1	Wholesale Trading	14

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

*No. of Companies for which information is to be given $\boxed{3}$

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	AVT GAVIA FOODS PRIVATE LII	U15499TN2008PTC065914	Associate	50
2	A.V THOMAS INVESTMENTS CC	U67120TN1976PLC007167	Associate	48.77
3	GROVER ZAMPA VINEYARDS LI	U01100MH1988PLC049515	Associate	22.64

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	lssued capital	Subscribed capital	Paid up capital
Total number of equity shares	2,000,000	456,540	456,540	456,540
Total amount of equity shares (in Rupees)	20,000,000	4,565,400	4,565,400	4,565,400

Number of classes

Class of Shares	Authoriood	Icapital	Subscribed capital	Paid up capital
Number of equity shares	2,000,000	456,540	456,540	456,540
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	20,000,000	4,565,400	4,565,400	4,565,400

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(b) Preference share capital

Particulars	Authorised capital	lssued 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

	Authorised capital	lssued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

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	23,121	433,419	456540	4,565,400	4,565,400	
Increase during the year	0	2,410	2410	0	0	0
i. Pubic 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	2,410	2410			
PHYSICAL SHARES DEMATTED Decrease during the year						
Decrease during the year	2,410	0	2410	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	2,410		2410			
PHYSICAL SHARES DEMATTED						
At the end of the year	20,711	435,829	456540	4,565,400	4,565,400	
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

INE944K01010

0

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

Class of shares		(i)	(ii)	(iii)
Before split /	Number of shares			
Consolidation	Face value per share			
After split /	Number of shares			
Consolidation	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]	۲	Yes	0	No	0	Not Applic	able	
S	eparate sheet attached for details of transfers	0	Yes	0	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 of	general meeting	25/07/2024
Date of registration of transfe	er (Date Month Year)	
Type of transfer	1 - Eo	quity, 2- Preference Shares,3 - Debentures, 4 - Stock

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

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars		Nominal value per unit	Total value
Non-convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
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	-	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 ar	nd 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

11,908,309,000

(ii) Net worth of the Company

4,062,790,712

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equi	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	386,247	84.6	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		

	Total	391,747	85.8	0	0
10.	Others	0	0	0	
9.	Body corporate (not mentioned above)	5,500	1.2	0	
8.	Venture capital	0	0	0	
7.	Mutual funds	0	0	0	
6.	Foreign institutional investors	0	0	0	
5.	Financial institutions	0	0	0	
4.	Banks	0	0	0	
3.	Insurance companies	0	0	0	
	(iii) Government companies	0	0	0	
	(ii) State Government	0	0	0	

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Total number of shareholders (promoters)

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equi	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	50,848	11.14	0		
	(ii) Non-resident Indian (NRI)	220	0.05	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	3,500	0.77	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)	6,278	1.38	0	
10.	Others IEPFA	3,947	0.86	0	
	Total	64,793	14.2	0	0

Total number of shareholders (other than promoters)

Total number of shareholders (Promoters+Public/ Other than promoters) 257 264

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	7	7
Members (other than promoters)	258	257
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	2	0	2	0	83.64	0	
B. Non-Promoter	0	5	0	3	0	0	
(i) Non-Independent	0	2	0	1	0	0	
(ii) Independent	0	3	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	2	5	2	3	83.64	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)
AJIT THOMAS	00018691	Whole-time directo	228,127	
DILIP THOMAS	00052185	Whole-time directo	157,020	
HUSSAIN HABIB MIRZ	00018665	Director	0	
FRANK SOLOMON EE	01633183	Director	0	
KAVITHA VIJAY	01047261	Director	0	
RAMASWAMY VENUC	ABKPV3189L	CFO	70	

(ii)	(ii) Particulars of change in director(s) and Key managerial personnel during the year									
	Name	DIN/PAN			Nature of change (Appointment/ Change in designation/ Cessation)					

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

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

Number of meetings held	1			
Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attend	ance
		C C		% of total shareholding
ANNUAL GENERAL MEETI	25/07/2024	258	12	84.42

B. BOARD MEETINGS

*Number of meetings held



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S. No.	Date of meeting	Total Number of directors associated as on the date			
		of meeting	Number of directors attended	% of attendance	
1	11/06/2024	5	4	80	
2	23/09/2024	5	4	80	
3	04/12/2024	5	5	100	
4	31/01/2025	5	5	100	
5	05/02/2025	5	4	80	
6	21/03/2025	5	4	80	

C. COMMITTEE MEETINGS

Nu	mber of meeting	gs held		8		
	S. No.	Type of meeting		Total Number of Members as on the date of	Number of members	Attendance
					attended	% of attendance
	1	SHARE TRAN	30/07/2024	3	2	66.67
	2	SHARE TRAN	25/11/2024	3	3	100
	3	SHARE TRAN	18/12/2024	3	3	100
	4	NOMINATION	04/12/2024	3	3	100
	5	NOMINATION	21/03/2025	3	2	66.67
	6		21/03/2025	3	3	100
	7		21/03/2025	2	2	100
				3	3	100

D. *ATTENDANCE OF DIRECTORS

		Board Meetings			Co	ommittee Meetin	Whether attended AGM	
S. No.	of the director		Meetings	% of		Meetings	% of attendance	held on
		entitled to attend	attended		entitled to attend	attended	allondanoo	(Y/N/NA)
1	AJIT THOMAS	6	6	100	8	8	100	
2	DILIP THOMA	6	5	83.33	0	0	0	

3	HUSSAIN HAI	6	5	83.33	3	3	100	
4	FRANK SOLO	6	6	100	8	8	100	
5	KAVITHA VIJA	6	5	83.33	3	2	66.67	

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	AJIT THOMAS	WHOLE TIME D ₽	14,404,667				14,404,667
2	DILIP THOMAS	WHOLE TIME D ₽	13,010,667				13,010,667
	Total		27,415,334				27,415,334

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	RAMASWAMY VEN	CFO	12,299,000				12,299,000
	Total		12,299,000				12,299,000

Number of other directors whose remuneration details to be entered

3

No

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	FRANK SOLOMON	DIRECTOR	0	0	0	320,000	320,000
2	HUSSAIN HABIB M	DIRECTOR	0	0	0	210,000	210,000
3	KAVITHA VIJAY	DIRECTOR	0	0	0	270,000	270,000
	Total		0	0	0	800,000	800,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- * A. Whether the company has made compliances and disclosures in respect of applicable Yes C provisions of the Companies Act, 2013 during the year
 - B. If No, give reasons/observations

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

		Date of Order			Details of appeal (if any) including present status		
(B) DETAILS OF COMPOUNDING OF OFFENCES NII							
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	V.SURESH
Whether associate or fellow	○ Associate ● Fellow
Certificate of practice number	6032

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. ..

13/03/2006

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 compiled 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.

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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	00018691			
To be digitally signed by				
⊖ Company Secretary				
Company secretary in practice				
Membership number 2969		Certificate of prac	tice number	6032
Attachments				List of attachments
1. List of share holders, de	benture holders		Attach	
2. Approval letter for exter	ision of AGM;		Attach	
3. Copy of MGT-8;			Attach	
4. Optional Attachement(s), if any		Attach	
				Remove attachment
Modify	Check I	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