

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L24100MH1984PLC033519

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACC3419N

(ii) (a) Name of the company

GUFIC BIOSCIENCES LIMITED

(b) Registered office address

Shop - 37, First Floor, Kamala Bhavan II,
S Nityanand Road, Andheri East,
Mumbai
Maharashtra
400069

(c) *e-mail ID of the company

mgr_legal@guficbio.com

(d) *Telephone number with STD code

02267261000

(e) Website

www.gufic.com

(iii) Date of Incorporation

23/07/1984

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE LIMITED	1
2	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK 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)

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (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

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	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

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

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

0

Pre-fill All

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	105,200,000	96,944,506	96,944,506	96,944,506
Total amount of equity shares (in Rupees)	105,200,000	96,944,506	96,944,506	96,944,506

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	105,200,000	96,944,506	96,944,506	96,944,506
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	105,200,000	96,944,506	96,944,506	96,944,506

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	752,266,610	0	0	0
Total amount of preference shares (in rupees)	752,266,610	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
9.5% NON-CUMLATIVE NON CONVERTIBLE RED				
Number of preference shares	752,266,610	0	0	0
Nominal value per share (in rupees)	1	1	1	1
Total amount of preference shares (in rupees)	752,266,610	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	33,390

(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	96,370	96,848,136	96944506			

Increase during the year	0	28,870	28870	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		28,870	28870			
Physical shares are dematerialized during the Financial Year						
Decrease during the year	28,870	0	28870	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	28,870		28870			
Physical shares are dematerialized during the Financial Year						
At the end of the year	67,500	96,877,006	96944506	0	0	
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

INE742B01025

(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/Debtentures 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	02/09/2022
Date of registration of transfer (Date Month Year)	
Type of transfer	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	Amount per Share/ Debenture/Unit (in Rs.)

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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
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

6,906,207,901.51

(ii) Net worth of the Company

3,478,081,672

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	41,993,298	43.32	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)	30,714,853	31.68	0	
10.	Others	0	0	0	
	Total	72,708,151	75	0	0

Total number of shareholders (promoters)

5

(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	19,606,940	20.22	0	
	(ii) Non-resident Indian (NRI)	583,394	0.6	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	698,224	0.72	0	
7.	Mutual funds	1,000,231	1.03	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,930,262	1.99	0	
10.	Others Alternate Investment Fund,	417,304	0.43	0	
	Total	24,236,355	24.99	0	0

Total number of shareholders (other than promoters)

38,897

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

38,902

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
HORNBILL ORCHID INI	JEEVAN SEVA ANNEXE BUILDING, J			651,469	0.67
AMERICAN CENTURY I	DEUTSCHE BANK AG, DB HOUSE, H			21,615	0.02
QUADRATURE CAPITA	JPMORGAN CHASE BANK N.A., IND			15,734	0.02
AMERICAN CENTURY I	HSBC SECURITIES SERVICES, 11TH			5,829	0.01
AMERICAN CENTURY I	DEUTSCHE BANK AG, DB HOUSE, H			3,500	0
AMERICAN CENTURY I	DEUTSCHE BANK AG, DB HOUSE, H			77	0

**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	5	5
Members (other than promoters)	38,139	38,897
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	31.68	0

B. Non-Promoter	2	6	2	6	0.07	0
(i) Non-Independent	2	1	2	1	0.07	0
(ii) Independent	0	5	0	5	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	4	6	4	6	31.75	0

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

13

(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)
MR. JAYESH P. CHOKI +	00001729	Managing Director	24,690,829	
MR. PRANAV J. CHOKI +	ACXPC9050F	CEO	7,268,626	
MR. PRANAV J. CHOKI +	00001731	Whole-time director	7,268,626	
MR. PANKAJ J. GANDHI +	00001858	Whole-time director	0	
MR. GOPAL M. DAPTA +	07660662	Director	0	
MR. SHREYAS K. PATIL +	01638788	Director	2,600	
MR. SHRIRANG V. VAIDYANATHAN +	03618800	Director	0	
DR. BALRAM H. SINGH +	06918085	Director	0	
DR. RABI N. SAHOO	01237464	Director	0	
DR. ANU S. AURORA	05120192	Director	0	
MR. DILIP GHOSH	00412406	Whole-time director	72,000	
MR. DEVKI NANDAN B +	AAPPR0396D	CFO	0	
MS. AMI SHAH	CVIPS3032F	Company Secretary	0	

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

1

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)
DR. RABI N. SAHOO	01237464	Director		RE-APPOINTMENT

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	02/09/2022	42,117		

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	19/04/2022	10	9	90
2	20/05/2022	10	8	80
3	14/07/2022	10	8	80
4	11/08/2022	10	9	90
5	27/09/2022	10	9	90
6	11/11/2022	10	9	90
7	10/02/2023	10	10	100

C. COMMITTEE MEETINGS

Number of meetings held

20

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 Committ	19/04/2022	6	6	100
2	Audit Committ	20/05/2022	6	6	100
3	Audit Committ	14/07/2022	6	6	100
4	Audit Committ	11/08/2022	6	6	100
5	Audit Committ	27/09/2022	6	6	100
6	Audit Committ	11/11/2022	6	6	100
7	Audit Committ	10/02/2023	6	6	100
8	Corporate Soc	20/05/2022	4	4	100
9	Corporate Soc	14/07/2022	4	4	100
10	Corporate Soc	11/08/2022	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	02/09/2022
								(Y/N/NA)
1	MR. JAYESH	7	7	100		17	100	Yes
2	MR. PRANAV	7	7	100		17	100	Yes
3	MR. PANKAJ	7	7	100		0	0	Yes
4	MR. GOPAL M	7	7	100		18	100	Yes
5	MR. SHREYA	7	7	100		16	100	Yes
6	MR. SHRIRAM	7	7	100		12	100	Yes
7	DR. BALRAM	7	1	14.29		0	0	Yes
8	DR. RABI N. S	7	5	71.43		2	100	Yes
9	DR. ANU S. A	7	7	100		7	100	Yes
10	MR. DILIP GH	7	7	100		0	0	Yes

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MR. JAYESH P. CHANDRA	Chairman & Managing Director	4,001,700	0	0	39,600	4,041,300
2	MR. PRANAV J. CHANDRA	Chief Executive Officer	2,001,300	0	0	39,600	2,040,900
3	MR. PANKAJ J. GADGIL	Whole Time Director	1,586,008	0	0	0	1,586,008
4	MR. DILIP GHOSH	Whole Time Director	2,096,616	0	0	39,600	2,136,216
	Total		9,685,624	0	0	118,800	9,804,424

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MR. DEVKINANDAN	Chief Financial Officer	5,500,004	0	0	0	5,500,004
2	MS. AMI N. SHAH	Company Secretary	1,510,486	0	0	0	1,510,486
	Total		7,010,490	0	0	0	7,010,490

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHREYAS KANTILAL	Independent Director	0	0	0	70,000	70,000
2	GOPAL MADHAVB	Independent Director	0	0	0	70,000	70,000
3	SHRIRANG VISHW	Independent Director	0	0	0	70,000	70,000
4	ANU SANJIV AURORA	Independent Director	0	0	0	70,000	70,000
5	RABI NARAYAN S	Independent Director	0	0	0	50,000	50,000
	Total		0	0	0	330,000	330,000

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

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

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

MANISH GHIA & ASSOCIATES

Whether associate or fellow

Associate Fellow

Certificate of practice number

3531

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

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

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

Details of Committee Meetings held during the financial year 2022-23

Sr. 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
11	Corporate Social Responsibility Committee	27.09.2022	4	4	100
12	Corporate Social Responsibility Committee	11.11.2022	4	4	100
13	Corporate Social Responsibility Committee	10.02.2023	4	4	100
14	Nomination and Remuneration Committee	20.05.2022	3	3	100
15	Nomination and Remuneration Committee	14.07.2022	3	3	100
16	Nomination and Remuneration Committee	27.09.2022	3	3	100
17	Risk Management Committee	20.05.2022	7	7	100
18	Risk Management Committee	11.11.2022	7	7	100
19	Stakeholders Relationship Committee	11.08.2022	3	3	100
20	Stakeholders Relationship Committee	10.02.2023	3	3	100