

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

L85110KA1987PLC008739

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADCS8788F

(ii) (a) Name of the company

SHILPA MEDICARE LIMITED

(b) Registered office address

#12-6-214/A1,
Hyderabad Road
Raichur
Raichur
Karnataka
584125

(c) *e-mail ID of the company

cs@vbshilpa.com

(d) *Telephone number with STD code

08532238704

(e) Website

www.vbshilpa.com

(iii) Date of Incorporation

20/11/1987

(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	BSE LIMITED	1
2	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM 28/09/2022

(b) Due date of AGM 30/09/2022

(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 21

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SHILPA PHARMA LIFESCIENCE	U24100KA2020PLC134081	Subsidiary	100
2	SHILPA BIOCARE PRIVATE LIMI	U24304KA2020PTC131457	Subsidiary	100

3	SHILPA BIOLOGICALS PRIVATE	U24230KA2020PTC131456	Subsidiary	100
4	SHILPA THERAPEUTICS PRIVAT	U24239TG2004PTC043005	Subsidiary	100
5	INM TECHNOLOGIES PRIVATE I	U73100KA2015PTC078494	Subsidiary	100
6	SHILPA LIFESCIENCES PRIVATE	U24230KA2021PTC149722	Subsidiary	100
7	VEGIL LABS PRIVATE LIMITED	U24290KA2021PTC148960	Subsidiary	100
8	FTF PHARMA PRIVATE LIMITED	U24230GJ2012PTC070818	Subsidiary	100
9	SRAVATHI ADVANCE PROCESS	U24299KA2019PTC121993	Joint Venture	65
10	REVA MEDICARE PRIVATE LIMIT	U24248KA2016PTC086047	Joint Venture	50.01
11	REVA PHARMACHEM PRIVATE	U24232KA2009PTC051596	Associate	33.33
12	MAIA PHARMACHEUTICALS IN		Associate	34.79
13	MAKINDUS INC USA		Subsidiary	55.78
14	KOANAA HEALTHCARE LIMITE		Subsidiary	100
15	KOANAA HEALTHCARE GMBH		Subsidiary	100
16	SHILPA PHARMA INC USA		Subsidiary	100
17	KAONAA HEALTH CARE SPAIN		Subsidiary	100
18	KOANAA HEALTHCARE CANAD		Subsidiary	100
19	ZATORTIA HOLDINGS LIMITED		Subsidiary	100
20	KOANAA INTERNATIONAL FZ L		Subsidiary	100
21	INDO BIOTECH SDN BHD MALA		Subsidiary	100

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	95,000,000	86,801,898	86,801,898	86,801,898
Total amount of equity shares (in Rupees)	95,000,000	86,801,898	86,801,898	86,801,898

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	95,000,000	86,801,898	86,801,898	86,801,898
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	95,000,000	86,801,898	86,801,898	86,801,898

(b) Preference share capital

Particulars	Authorised capital	Issued 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

0

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

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	346,624	81,180,274	81526898	81,526,898	81,526,898	
Increase during the year	0	5,374,000	5374000	5,275,000	5,275,000	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	5,275,000	5275000	5,275,000	5,275,000	
v. ESOPs	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		99,000	99000			
DEMATERIALIZATION						
Decrease during the year	99,000	0	99000	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	99,000		99000			
DEMATERIALIZATION						
At the end of the year	247,624	86,554,274	86801898	86,801,898	86,801,898	
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

INE790G01031

(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		28/09/2021	
Date of registration of transfer (Date Month Year)		21/07/2021	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	3,000	Amount per Share/ Debenture/Unit (in Rs.)	1
Ledger Folio of Transferor		SMP001497	
Transferor's Name	AGARWAL	SINGH	ARJUN
	Surname	middle name	first name

Ledger Folio of Transferee		SML100302	
Transferee's Name	AGGARWAL	KUMAR	ANIL
	Surname	middle name	first name
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			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	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
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

11,455,227,394

(ii) Net worth of the Company

18,221,947,981

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	43,409,715	50.01	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	
	Total	43,409,715	50.01	0	0

Total number of shareholders (promoters)

23

(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	17,461,225	20.12	0	
	(ii) Non-resident Indian (NRI)	396,806	0.46	0	
	(iii) Foreign national (other than NRI)	14	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	12,508,295	14.41	0	
7.	Mutual funds	873,719	1.01	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	10,790,053	12.43	0	
10.	Others AIF, Trusts, Clearing Membe	1,362,071	1.57	0	

	Total	43,392,183	50	0	0
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Total number of shareholders (other than promoters) 39,701

**Total number of shareholders (Promoters+Public/
Other than promoters)** 39,724

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company 6

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
MALABAR SELECT FUND	HSBC SECURITIES SERVICES , 11TH			1,561,658	1.8
TA FII INVESTORS LIMITED	CITIBANK N.A. CUSTODY SERVICES			3,025,000	3.48
MALABAR INDIA FUND	HSBC SECURITIES SERVICES , 11TH			1,375,760	1.58
THINK INDIA OPPORTUNITIES	ONE LETTER MAN DRIVE BUILDING			1,750,000	2.02
INDIA OPPORTUNITIES	STANDARD CHARTERED BANK, SE			1,036,615	1.19
OTHERS				3,759,587	4.34

**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	22	23
Members (other than promoters)	51,255	39,701
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	1	1	1	1	7.33	3.3
B. Non-Promoter	1	5	1	3	0.03	0.01
(i) Non-Independent	1	1	1	0	0.03	0
(ii) Independent	0	4	0	3	0	0.01

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	6	2	4	7.36	3.31

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

7

(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)
VISHNUKANT CHATUF	01243391	Managing Director	6,365,610	
OMPRAKASH INNANI	01301385	Director	2,867,691	
KALAKOTA REDDY SH	03603460	Whole-time directo	28,089	
SIRISHA CHINTAPALL	08407008	Director	0	28/09/2022
HETAL MADHUKANT C	00106895	Director	8,000	
ARVIND VASUDEVA	00669039	Director	0	
ALPESH MAHESHKUM	AFAPD5700R	CFO	0	

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

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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)
RAJENDER SUNKI REI	02284057	Director	28/09/2021	CESSATION
PRAMOD KASAT	00819790	Director	28/09/2021	CESSATION
NARESH PATWARI	03319397	Nominee director	02/02/2022	CESSATION
PIYUSH GOENKA	02117859	Director	07/02/2022	CESSATION
HETAL MADHUKANT C	00106895	Director	02/09/2021	APPOINTMENT
ARVIND VASUDEVA	00669039	Director	02/09/2021	APPOINTMENT
ALPESH MAHESHKUM	AFAPD5700R	CFO	31/05/2021	APPOINTMENT
V V KRISHNA CHAITAN	AUYPV7502J	Company Secretar	16/03/2022	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

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	28/09/2021	46,772	47	27.35
POSTAL BALLOT	12/07/2021	50,417	217	58.22
EXTRA ORDINARY GENE	10/11/2021	41,101	37	35.83
POSTAL BALLOT	08/02/2022	40,025	311	61.16

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	31/05/2021	8	8	100
2	12/07/2021	8	8	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	14/08/2021	8	8	100
4	02/09/2021	8	7	87.5
5	14/10/2021	8	8	100
6	29/10/2021	8	8	100
7	12/11/2021	8	6	75
8	08/02/2022	8	7	87.5
9	29/03/2022	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

13

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 COMM	31/05/2021	3	3	100
2	AUDIT COMM	12/07/2021	3	3	100
3	AUDIT COMM	14/08/2021	3	3	100
4	AUDIT COMM	29/10/2021	3	3	100
5	AUDIT COMM	08/02/2022	3	3	100
6	NOMINATION	31/05/2021	3	3	100
7	NOMINATION	02/09/2021	3	3	100
8	NOMINATION	11/11/2021	3	3	100
9	NOMINATION	29/03/2022	3	3	100
10	RISK MANAGI	23/12/2021	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	28/09/2022
								(Y/N/NA)
1	VISHNUKANT	9	9	100	4	4	100	Yes
2	OMPRAKASH	9	8	88.89	11	11	100	Yes
3	KALAKOTA R	9	9	100	2	2	100	Yes
4	SIRISHA CHIN	9	9	100	5	5	100	Yes
5	HETAL MADH	5	5	100	4	4	100	Yes
6	ARVIND VASU	5	5	100	4	4	100	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VISHNUKANT CHA	MANAGING DIF	16,698,000	80,000,000	0	0	96,698,000
2	KALAKOTA REDDY	WHOLE TIME D	13,917,540	0	0	0	13,917,540
	Total		30,615,540	80,000,000	0	0	110,615,540

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	ALPESH MAHESH	CFO	11,000,000				11,000,000
2	V V KRISHNA CHA	COMPANY SEC	985,000				985,000
	Total		11,985,000	0	0	0	11,985,000

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	OMPRAKASH INNA	NON EXECUTIV	0	0	0	190,000	190,000
2	SIRISHA CHINTAP	INDEPENDENT	0	0	0	190,000	190,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	HETAL MADHUKAR	INDEPENDENT	0	2,190,000	0	120,000	2,310,000
4	ARVIND VASUDEV	INDEPENDENT	0	1,610,000	0	120,000	1,730,000
	Total		0	3,800,000	0	620,000	4,420,000

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

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

DAVULURI SRINIVAS RAO

Whether associate or fellow

Associate Fellow

Certificate of practice number

14487

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

List of attachments

List of Shareholders as on 31st March 2022
Shilpa MGT-8.pdf

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

