

# FORM NO. MGT-7

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

L24110MH1992PLC066364

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

MARKSANS PHARMA LIMITED

(b) Registered office address

11th Floor, GRANDEUR, Veera Desai Extension Road  
Oshiwara, Andheri (W)  
Mumbai  
Mumbai City  
Maharashtra  
400053



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

harshavardhan@marksanspharma.com

(d) \*Telephone number with STD code

02240012000

(e) Website

www.marksanspharma.com

(iii) Date of Incorporation

16/04/1992

(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 Ltd and National Stock Exchange of India Ltd	1,025

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD  
SAKINAKA

(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

(b) Due date of AGM

30/09/2022

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

AGM will be held on August 29, 2022

## 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

10

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Marksans Pharma (UK) Ltd		Subsidiary	100
2	Marksans Pharma Inc.		Subsidiary	100
3	Nova Pharmaceuticals Australia 		Subsidiary	60
4	Marksans Pharma GmbH		Subsidiary	100
5	Marksans Holdings Limited		Subsidiary	100
6	Relonchem Limited		Subsidiary	100
7	Time Cap Laboratories Inc.		Subsidiary	100
8	Bell Sons & Co. (Druggists) Lim 		Subsidiary	100
9	Marksans Realty LLC		Subsidiary	100
10	Custom Coatings Inc.		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	550,000,000	409,313,698	409,313,698	409,313,698
Total amount of equity shares (in Rupees)	550,000,000	409,313,698	409,313,698	409,313,698

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	550,000,000	409,313,698	409,313,698	409,313,698
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	550,000,000	409,313,698	409,313,698	409,313,698

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	1,400,000	500,000	500,000	500,000
Total amount of preference shares (in rupees)	140,000,000	50,000,000	50,000,000	50,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
7% Redeemable Cumulative Preference Share				
Number of preference shares	1,400,000	500,000	500,000	500,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	140,000,000	50,000,000	50,000,000	50,000,000

**(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
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	795,340	408,518,358	409313698			
<b>Increase during the year</b>	0	426,420	426420	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	0	426,420	426420			
Dematerialization of Shares						
<b>Decrease during the year</b>	426,420	0	426420	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	
iv. Others, specify	426,420		426420			
Dematerialization of Shares						
<b>At the end of the year</b>	368,920	408,944,778	409313698	0	0	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	500,000		500000	50,000,000	50,000,000	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	500,000	0	500000	50,000,000	50,000,000	

ISIN of the equity shares of the company

INE750C01026

(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		<input type="text"/>	
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

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

**(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
Partly convertible debentures	0		0
Fully convertible debentures	0		0
<b>Total</b>			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**

6,582,889,380

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

7,846,732,014

**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	197,491,733	48.25	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	
	<b>Total</b>	197,491,733	48.25	0	0

**Total number of shareholders (promoters)**

2

**(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	174,856,758	42.72	0	
	(ii) Non-resident Indian (NRI)	7,246,376	1.77	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	2,911	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	1,893,000	0.46	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	10,988,878	2.68	0	
10.	Others      Alternate Investment Fund: +	16,834,042	4.11	0	

	<b>Total</b>	211,821,965	51.74	0	0
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**Total number of shareholders (other than promoters)**

220,088

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

220,090

**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	2	2
Members (other than promoters)	135,269	220,088
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
<b>A. Promoter</b>	2	0	2	0	48.19	0
<b>B. Non-Promoter</b>	1	4	1	5	0	0
(i) Non-Independent	1	0	1	1	0	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	<b>3</b>	<b>4</b>	<b>3</b>	<b>5</b>	<b>48.19</b>	<b>0</b>

**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)
Mr. Mark Saldanha	00020983	Managing Director	197,491,553	
Mrs. Sandra Saldanha	00021023	Whole-time director	180	
Mr. Varddhman Vikrama	08338573	Whole-time director		
Mr. Seetharama Raju B	03630668	Director		
Mr. Digant Mahesh Pari	00212589	Director		
Mr. Abhinna Sundar Mo	00007995	Director		
Mrs.Meena Rani Surana	08863769	Director		
Dr. Sunny Sharma	02267273	Director		
Mr. Jitendra Sharma	AJCPS5121K	CFO		
Mr. Harshavardhan Pan	AKTPP1644A	Company Secretary		

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

3

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. Sunny Sharma	02267273	Additional director	11/08/2021	Appointment
Dr. Sunny Sharma	02267273	Director	23/09/2021	Change in designation
Mrs.Meena Rani Surana	08863769	Additional director	23/09/2021	Change in designation

**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	23/09/2021	203,102	117	49.86

**B. BOARD MEETINGS**

\*Number of meetings held

6

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	7	7	100
2	15/06/2021	7	7	100
3	23/07/2021	7	6	85.71
4	11/08/2021	7	7	100
5	10/11/2021	8	5	62.5
6	11/02/2022	8	8	100

### C. COMMITTEE MEETINGS

Number of meetings held

17

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	31/05/2021	4	4	100
2	Audit Committee	15/06/2021	4	4	100
3	Audit Committee	11/08/2021	4	4	100
4	Audit Committee	10/11/2021	4	3	75
5	Audit Committee	11/02/2022	4	4	100
6	Nomination and Remuneration Committee	23/07/2021	3	3	100
7	Nomination and Remuneration Committee	11/08/2021	3	3	100
8	Nomination and Remuneration Committee	11/02/2022	4	4	100
9	Stakeholders Forum	31/05/2021	4	4	100
10	Stakeholders Forum	11/08/2021	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	
								(Y/N/NA)
1	Mr. Mark Saldan	6	5	83.33	0	0	0	
2	Mrs. Sandra S	6	5	83.33	2	2	100	
3	Mr. Varddhma	6	6	100	9	9	100	
4	Mr. Seetharam	6	6	100	17	17	100	
5	Mr. Digant Ma	6	6	100	12	12	100	
6	Mr. Abhinna S	6	5	83.33	12	10	83.33	
7	Mrs.Meena Ra	6	5	83.33	0	0	0	
8	Dr. Sunny Sha	2	2	100	3	3	100	

#### 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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Mark Saldanha	Managing Director	38,251,840	0	0	0	38,251,840
2	Mrs. Sandra Saldanha	Whole-time Director	7,029,564	0	0	0	7,029,564
3	Mr. Varddhman Vikram	Whole-time Director	18,949,828	0	0	0	18,949,828
	Total		64,231,232	0	0	0	64,231,232

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. Jitendra Sharma	CFO	15,303,380	0	0	0	15,303,380
2	Mr. Harshavardhan	Company Secretary	2,526,984	0	0	0	2,526,984
	Total		17,830,364	0	0	0	17,830,364

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	Mr. Seetharama Ra	Director	30,000	0	0	0	30,000
2	Mr. Digant Mahesh	Director	200,000	0	0	0	200,000
3	Mr. Abhinna Sundar	Director	25,000	0	0	0	25,000
4	Mrs. Meena Rani Su	Director	25,000	0	0	0	25,000
	Total		280,000	0	0	0	280,000

#### 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

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:

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 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**



### **Additional submissions with respect to Form No. MGT-7: FY 2021-22**

#### **III - PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES):**

1. Marksans Holdings Limited & Relonchem Limited are wholly-owned subsidiaries of Marksans Pharma (UK) Ltd.
2. Bell Sons & Co. (Druggists) Limited is wholly-owned subsidiary of Marksans Holdings Limited
3. Time Cap Laboratories Inc. is wholly-owned subsidiary of Marksans Pharma Inc.
4. Marksans Realty LLC and Custom Coatings Inc are wholly-owned subsidiaries of Time Cap Laboratories Inc.

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

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##### **C. COMMITTEE MEETINGS (Additional Sheet)**

<b>Sr. No</b>	<b>Type of Meeting</b>	<b>Date of Meeting</b>	<b>Total Number of Members as on the date of the meeting</b>	<b>Attendance</b>	
				<b>Numbers of Members attended</b>	<b>% of Attendance</b>
11	Stakeholders Relationship Committee	10/11/2021	4	3	75
12	Stakeholders Relationship Committee	11/02/2022	4	4	100
13	Corporate Social Responsibility Committee	31/05/2021	3	3	100
14	Corporate Social Responsibility Committee	11/02/2022	3	3	100
15	Risk Management Committee	31/05/2021	3	3	100
16	Risk Management Committee	10/11/2021	3	3	100
17	Risk Management Committee	11/02/2022	3	3	100

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

The company will obtain the certificate from Company Secretary in whole-time practice certifying the Annual Return in Form MGT-8 and shall submit the same to ROC.

The Company will submit to ROC the full list of shareholders.