

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

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

U24231PN1981PLC024251

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACE4574C

(ii) (a) Name of the company

EMCURE PHARMACEUTICALS L

(b) Registered office address

'EMCURE HOUSE' T-184,
M.I.D.C, BHOSARI,
PUNE
Maharashtra
411026

(c) *e-mail ID of the company

company.secretary@emcure.co

(d) *Telephone number with STD code

02030610000

(e) Website

(iii) Date of Incorporation

16/04/1981

(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

(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 (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

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	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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ZUVENTUS HEALTHCARE LIMIT	U85320PN2002PLC018324	Subsidiary	79.58
2	GENNOVA BIOPHARMACEUTIC	U24231PN2001PLC016253	Subsidiary	87.95
3	Heritage Pharma Holdings INC		Subsidiary	100
4	Heritage Pharma Labs Inc.		Subsidiary	100
5	Heritage Pharmaceuticals Inc.		Subsidiary	100
6	Hacco Pharma Inc.		Subsidiary	100
7	Emcure Pharma UK Ltd.		Subsidiary	100

8	Tillomed Holdings Limited		Subsidiary	100
9	Tillomed Laboratories Limited		Subsidiary	100
10	Laboratorios Tillomed Spain S.		Subsidiary	100
11	Tillomed Italia S.R.L		Subsidiary	100
12	Marean Pharmaceuticals Inc.		Subsidiary	100
13	Emcure Pharmaceuticals Men		Subsidiary	100
14	Emcure Nigeria Limited		Subsidiary	100
15	Emcure Pharmaceuticals South		Subsidiary	100
16	Emcure Brasil Farmaceutica L		Subsidiary	99.99
17	Emcure Pharma Peru S.A.C.		Subsidiary	99
18	Emcure Pharma Mexico S.A. DE		Subsidiary	99.99
19	Emcure Pharmaceuticals Pty Lt		Subsidiary	100
20	Emcure NZ Limited		Subsidiary	100
21	Tillomed Pharma GmbH		Subsidiary	100
22	Tillomed France SAS		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	200,000,000	180,852,116	180,852,116	180,852,116
Total amount of equity shares (in Rupees)	2,000,000,000	1,808,521,160	1,808,521,160	1,808,521,160

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	200,000,000	180,852,116	180,852,116	180,852,116
Nominal value per share (in rupees)	10	10	10	10

Total amount of equity shares (in rupees)	2,000,000,000	1,808,521,160	1,808,521,160	1,808,521,160
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(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
Equity shares				
At the beginning of the year	180,852,116	1,808,521,160	1,808,521,160	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0

ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	180,852,116	1,808,521,160	1,808,521,160	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(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					
Date of registration of transfer (Date Month Year)					
Type of transfer		<div style="border: 1px solid black; width: 40px; height: 25px; margin: 0 auto;"></div>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock		
Number of Shares/ Debentures/ Units Transferred		<div style="border: 1px solid black; width: 100px; height: 25px; margin: 0 auto;"></div>	Amount per Share/ Debenture/Unit (in Rs.)		<div style="border: 1px solid black; width: 150px; height: 25px; margin: 0 auto;"></div>
Ledger Folio of Transferor					
Transferor's Name	<div style="border: 1px solid black; width: 150px; height: 25px; margin: 0 auto;"></div>		<div style="border: 1px solid black; width: 150px; height: 25px; margin: 0 auto;"></div>		<div style="border: 1px solid black; width: 150px; height: 25px; margin: 0 auto;"></div>
	Surname		middle name		first name
Ledger Folio of Transferee					
Transferee's Name	<div style="border: 1px solid black; width: 150px; height: 25px; margin: 0 auto;"></div>		<div style="border: 1px solid black; width: 150px; height: 25px; margin: 0 auto;"></div>		<div style="border: 1px solid black; width: 150px; height: 25px; margin: 0 auto;"></div>
	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) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			12,333,285,430
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			12,333,285,430

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**

24,537,028,378

(ii) Net worth of the Company

17,775,065,395

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	86,809,260	48	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	86,809,260	48	0	0

Total number of shareholders (promoters)

3

(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	69,241,092	38.29	0	
	(ii) Non-resident Indian (NRI)	1,128,220	0.62	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	23,673,544	13.09	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	94,042,856	52	0	0

Total number of shareholders (other than promoters)

45

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

48

**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	3	3
Members (other than promoters)	45	45
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	48	0
B. Non-Promoter	2	6	2	4	3.67	0.3
(i) Non-Independent	2	2	2	1	3.67	0
(ii) Independent	0	4	0	3	0	0.3
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	4	51.67	0.3

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. Shreekant Krushnaj	00621568	Director	200,084	
Mr. Berjis Minoo Desai	00153675	Director	192,856	
Mr. Satish Ramanlal Me	00118691	Managing Director	75,724,248	
Dr. Mukund Keshao Gul	00026843	Whole-time director	295,716	
Mr. Samonoi Sajani Bar	06874206	Director	0	
Mr. Sunil Rajanikant Me	00118469	Whole-time director	11,085,012	
Mrs. Namita Vikas Thap	05318899	Whole-time director	6,339,800	
Mr. Humayun Raja Dha	00004006	Director	154,284	
Mr. Sanjay Kumar Chow	ACLPC2022R	Company Secretar	0	
Mrs. Namita Vikas Thap	AEDPM2995R	CFO	6,339,800	

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

2

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. Fakrul Alam Sayeed	07458933	Director	16/07/2018	Cessation
Dr. Girish Laxmikant Te	00455125	Director	12/09/2018	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	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	28/08/2018	48	9	80.94

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/04/2018	10	5	50
2	24/07/2018	9	7	77.78
3	31/10/2018	8	6	75
4	01/02/2019	8	6	75

C. COMMITTEE MEETINGS

Number of meetings held

11

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	24/07/2018	3	2	66.67
2	Audit Committee	31/10/2018	3	2	66.67
3	Audit Committee	01/02/2019	3	3	100
4	Corporate Social Responsibility	24/07/2018	3	3	100

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
5	Corporate Soc	31/10/2018	3	3	100
6	Corporate Soc	01/02/2019	3	2	66.67
7	Nomination an	26/04/2018	5	5	100
8	Nomination an	24/07/2018	5	4	80
9	Nomination an	31/10/2018	5	3	60
10	Nomination an	01/02/2019	5	5	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	19/08/2019
								(Y/N/NA)
1	Mr. Shreekant	4	4	100	11	11	100	Yes
2	Mr. Berjis Minc	4	3	75	8	6	75	No
3	Mr. Satish Ran	4	4	100	5	5	100	Yes
4	Dr. Mukund Ke	4	2	50	0	0	0	Yes
5	Mr. Samonoi S	4	3	75	4	3	75	No
6	Mr. Sunil Raja	4	2	50	3	2	66.67	Yes
7	Mrs. Namita V	4	3	75	3	3	100	Yes
8	Mr. Humayun	4	3	75	7	5	71.43	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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Satish Mehta	Managing Director	119,533,168	38,500,000	0	461,832	158,495,000
2	Dr. Mukund Gurjar	Whole-time Director	38,110,342.4	0	0	115,000	38,225,342.4
3	Mrs. Namita Thapar	Whole-time Director	21,291,040	0	0	135,145	21,426,185
4	Mr. Sunil Mehta	Whole-time Director	18,501,472	0	0	161,636	18,663,108
	Total		197,436,022.4	38,500,000	0	873,613	236,809,635.4

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	Mrs. Namita Thapar	CFO	21,291,040	0	0	135,145	21,426,185
2	Mr. Sanjay Kumar Chaudhary	Company Secretary	4,530,572.88	0	0	423,652	4,954,224.88
	Total		25,821,612.88	0	0	558,797	26,380,409.88

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. Humayun Dhanani	Director	0	3,200,000	0	160,000	3,360,000
2	Mr. Berjis Desai	Director	0	3,800,000	0	200,000	4,000,000
3	Mr. Shreekant Krushal	Director	0	2,900,000	0	340,000	3,240,000
4	Mr. Samonnoi Bane	Director	0	0	0	120,000	120,000
	Total		0	9,900,000	0	820,000	10,720,000

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

Anurag Vyas

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

15536

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. ...

03

dated

02/04/2019

(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

00118691

To be digitally signed by



- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number 12878

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

MGT-8_EPL_2018-19.pdf

Committee meetings.pdf

Shareholders-MGT_7.pdf

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

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7

SRN : R01057298

Service Request Date : 09/10/2019

Payment made into : ICICI Bank

Received From :

Name : P C DHAMNE AND ASSOCIATES COMPANY SECRETARIES

Address : SWAMI KRUPA, OFFICE NO. 4
799, SADASHIV PETH, GADGIL STREET
PUNE, Maharashtra
India - 411030

Entity on whose behalf money is paid

CIN: U24231PN1981PLC024251

Name : EMCURE PHARMACEUTICALS LIMITED

Address : 'EMCURE HOUSE' T-184,
M.I.D.C, BHOSARI,
PUNE, Maharashtra
India - 411026

Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee for Form MGT-7 for the financial year ending on 2019	Normal	600.00
Total		600.00

Mode of Payment: Internet Banking - ICICI Bank

Received Payment Rupees: Six Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar , then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)