

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)

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

L24231MH1992PLC323914

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCA8318D

(ii) (a) Name of the company

GENPHARMASEC LIMITED

(b) Registered office address

Office No. 104 & 105 1st Floor Gundecha Industrial Premise
s Co-op Soc. Ltd.Akurli Road Kand ivali East NA
Mumbai
Mumbai City
Maharashtra
400101

(c) *e-mail ID of the company

compliance@genpharmasec.co

(d) *Telephone number with STD code

8655550242

(e) Website

WWW.GENPHARMASEC.COM

(iii) Date of Incorporation

16/11/1992

(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 Limited	1

(b) CIN of the Registrar and Transfer Agent

U65990MH1994PTC077057

Pre-fill

Name of the Registrar and Transfer Agent

SATELLITE CORPORATE SERVICES P LTD

Registered office address of the Registrar and Transfer Agents

106 & 107 Dattani Plaza, Kurla Andheri Road,
Kurla (w),Nr. Safed Poll East West Ind Estate

(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 23/09/2023

(b) Due date of AGM 30/09/2023

(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	G	Trade	G1	Wholesale Trading	97.4

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	300,000,000	276,859,850	276,859,850	276,859,850
Total amount of equity shares (in Rupees)	300,000,000	276,859,850	276,859,850	276,859,850

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	300,000,000	276,859,850	276,859,850	276,859,850
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	300,000,000	276,859,850	276,859,850	276,859,850

(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	Physical	DEMAT	Total			
At the beginning of the year	649,560	276,210,290	276859850	276,859,850	276,859,850	

Increase during the year	0	0	0	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 <div>Others</div>				0	0	
Decrease during the year	0	0	0	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 <div>Others</div>				0	0	
At the end of the year	649,560	276,210,290	276,859,850	276,859,850	276,859,850	
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 <div>Others</div>				0	0	
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				0	0	
Others						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(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			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	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

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

256,158,000

(ii) Net worth of the Company

153,304,000

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	0	0	0	
	(ii) Non-resident Indian (NRI)	166,001,000	59.96	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 Others	0	0	0	
	Total	166,001,000	59.96	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	83,425,686	30.13	0	
	(ii) Non-resident Indian (NRI)	2,945,529	1.06	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	10,182	0	0	
7.	Mutual funds	0	0	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	750,615	0.27	0	
10.	Others Others	23,726,838	8.57	0	
	Total	110,858,850	40.03	0	0

Total number of shareholders (other than promoters)

50,531

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

50,533

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

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
AEGIS INVESTMENT FUND	C/O KOTAK MAHINDRA BANK LIMITED			10,182	

**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)	54,838	50,531
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	0	2	0	2	0	59.96
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	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	1	5	1	5	0	59.96

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

8

(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)
RAJESH SADHWANI	08315182	Director	73,000,000	
SNEHA SADHWANI	08315181	Director	93,001,000	
ULHAS NARAYAN DEC	09215291	Whole-time director	0	
SIDDHESH SHENDE	09629926	Director	0	
SACHIN APHANDKAR	08715329	Director	0	
MAYUR BHATT	08715614	Director	0	
SOHAN CHATURVEDI	AJQPC1118E	CFO	0	
HETA SHAH	FVCPS3609R	Company Secretary	0	

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

16

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)
AMISHA DANI	07265134	Director	04/10/2022	CESSATION
YOGESH BHUVA	09293985	Director	21/06/2022	CESSATION
NIKHITA PAIS	09271906	Director	21/06/2022	CESSATION
ULHAS DEOSTHALE	09215291	CFO	28/10/2022	CESSATION
SOHAN CHATURVEDI	09629728	Additional director	04/07/2022	APPOINTMENT
SOHAN CHATURVEDI	09629728	Director	29/09/2022	APPOINTMENT
SOHAN CHATURVEDI	09629728	Director	01/11/2022	CESSATION
SOHAN CHATURVEDI	AJQPC1118E	CFO	01/11/2022	APPOINTMENT
SIDDHESH SHENDE	09629926	Additional director	04/07/2022	APPOINTMENT
SIDDHESH SHENDE	09629926	Director	29/01/2023	APPOINTMENT
MAYUR BHATT	08715614	Additional director	01/11/2022	APPOINTMENT
MAYUR BHATT	08715614	Director	29/01/2023	APPOINTMENT
SACHIN APHANDKAR	08715329	Additional director	01/11/2022	APPOINTMENT
SACHIN APHANDKAR	08715329	Director	29/01/2023	APPOINTMENT
SNEHAL AANSODARIY	AZUPA6495L	Company Secretar	15/09/2022	CESSATION
HETA SHAH	FVCPS3609R	Company Secretar	07/10/2022	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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	29/09/2022	53,402	36	7.51
POSTAL BALLOT	29/01/2023	52,064	114	0.6

B. BOARD MEETINGS

*Number of meetings held

14

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	22/05/2022	6	4	66.67
2	27/05/2022	6	4	66.67
3	04/07/2022	6	4	66.67
4	10/08/2022	6	4	66.67
5	05/09/2022	6	4	66.67
6	29/09/2022	6	3	50
7	10/10/2022	6	3	50
8	01/11/2022	6	4	66.67
9	11/11/2022	6	4	66.67
10	28/12/2022	6	4	66.67
11	13/01/2023	6	4	66.67
12	02/02/2023	6	4	66.67

C. COMMITTEE MEETINGS

Number of meetings held

12

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	27/05/2022	3	3	100
2	Audit Committee	10/08/2022	4	3	75
3	Audit Committee	11/11/2022	4	3	75
4	Audit Committee	10/02/2022	4	3	75
5	Nomination & Remuneration Committee	04/07/2022	4	3	75
6	Nomination & Remuneration Committee	10/08/2022	4	3	75
7	Nomination & Remuneration Committee	01/11/2022	4	3	75

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
8	Nomination & I	03/03/2023	4	3	75
9	Stakeholder R	27/05/2022	3	3	100
10	Stakeholder R	10/08/2022	4	3	75

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	23/09/2023
								(Y/N/NA)
1	RAJESH SAD	14	0	0	10	0	0	No
2	SNEHA SADH	14	0	0	1	0	0	No
3	ULHAS NARA	14	14	100	0	0	0	Yes
4	SIDDHESH SH	11	11	100	10	10	100	Yes
5	SACHIN APHA	7	7	100	6	6	100	No
6	MAYUR BHAT	7	7	100	6	6	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ULHAS NARAYAN	WHOLE TIME D	1,140,000	0	0	0	1,140,000
	Total		1,140,000	0	0	0	1,140,000

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SNEHAL AANSOD	COMPANY SEC	275,000	0	0	0	275,000
2	HETA SHAH	COMPANY SEC	218,677	0	0	0	218,677

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	SOHAN CHATURV	CFO	350,000	0	0	0	350,000
	Total		843,677	0	0	0	843,677

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SOHAN CHATURV	NON EXECUTIV	20,000	0	0	0	20,000
2	AMISHA DANI	NON EXECUTIV	20,000	0	0	0	20,000
3	NIKHITA PAIS	NON EXECUTIV	10,000	0	0	0	10,000
4	YOGESH BHUVA	NON EXECUTIV	10,000	0	0	0	10,000
5	SIDDHESH SHEND	NON EXECUTIV	40,000	0	0	0	40,000
6	MAYUR BHATT	NON EXECUTIV	20,000	0	0	0	20,000
7	SACHIN APHANDK	NON EXECUTIV	20,000	0	0	0	20,000
	Total		140,000	0	0	0	140,000

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

JAYMIN MODI

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

16948

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. ... 01 dated 26/05/2023

(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:

- 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.
- 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

ULHAS
NARAYAN
DEOSTHALE
Digitally signed by
ULHAS NARAYAN
DEOSTHALE
Date: 2023.11.10
18:03:40 +05'30'

DIN of the director

09215291

To be digitally signed by

HETA
DEEPAK
SHAH
Digitally signed by
HETA DEEPAK
SHAH
Date: 2023.11.10
18:04:31 +05'30'

- ☒ 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

List of Shareholders 2022-2023_GENPHAI
MGT-8 FY 2022-23 signed.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