

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

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

(c) *e-mail ID of the company

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

| (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

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, N
anakramguda, Serili ngampally NA

(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 | M | Professional, Scientific and Technical | M5 | Scientific research and development | 69.64 |
| 2 | C | Manufacturing | C6 | Chemical and chemical products, pharmaceuticals, medicinal chemical and | 30.36 |

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

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

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|---------------------------|-----------------------|--|------------------|
| 1 | ARAGEN BIOSCIENCE INC | | Subsidiary | 100 |
| 2 | ARAGEN LIFE SCIENCES B.V. | | Subsidiary | 100 |
| 3 | INTOX PRIVATE LIMITED | U74999PN2000PTC015116 | Subsidiary | 76 |
| 4 | ARAGEN FOUNDATION | U85300DL2021NPL391515 | 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 | 250,000,000 | 204,414,189 | 204,414,189 | 204,414,189 |
| Total amount of equity shares (in Rupees) | 2,500,000,000 | 2,044,141,890 | 2,044,141,890 | 2,044,141,890 |

Number of classes

1

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Number of equity shares | 250,000,000 | 204,414,189 | 204,414,189 | 204,414,189 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 2,500,000,000 | 2,044,141,890 | 2,044,141,890 | 2,044,141,890 |

(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 | 851,287 | 67,286,776 | 68138063 | 681,380,630 | 681,380,630 | |

| | | | | | | |
|---|-----------|-------------|-----------|-------------|-------------|---|
| Increase during the year | 1,069,490 | 171,027,413 | 172096903 | 1,720,969,0 | 1,720,969,0 | 0 |
| i. Public Issues | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Rights issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Bonus issue | 0 | 136,276,126 | 136276126 | 1,362,761,2 | 1,362,761,2 | 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 | 1,069,490 | 34,751,287 | 35820777 | 358,207,770 | 358,207,770 | 0 |
| Shares allotted pursuant to Composite Scheme an | | | | | | |
| Decrease during the year | 1,920,777 | 33,900,000 | 35820777 | 358,207,770 | 358,207,770 | 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 | 1,920,777 | 33,900,000 | 35820777 | 358,207,770 | 358,207,770 | 0 |
| Shares canceled pursuant to the Composite Schem | | | | | | |
| At the end of the year | 0 | 204,414,189 | 204414189 | 2,044,141,8 | 2,044,141,8 | 0 |
| Preference shares | | | | | | |
| At the beginning of the year | 0 | 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

INE483I01013

(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 | 24/08/2022 |
| 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 | 2,000 | 1000000 | 2,000,000,000 |
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |

| Particulars | Number of units | Nominal value per unit | Total value |
|--------------|-----------------|------------------------|---------------|
| Total | | | 2,000,000,000 |

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 | 2,000,000,000 | 0 | 0 | 2,000,000,000 |
| 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

15,599,650,000

(ii) Net worth of the Company

12,634,940,000

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 | 118,560,522 | 58 | 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) | 19,230,696 | 9.41 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 137,791,218 | 67.41 | 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 | 0 | 0 | 0 | |
| | (ii) Non-resident Indian (NRI) | 155,505 | 0.08 | 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) | 64,069,110 | 31.34 | 0 | |
| 10. | Others Aragen Employees Welfare | 2,398,356 | 1.17 | 0 | |
| | Total | 66,622,971 | 32.59 | 0 | 0 |

Total number of shareholders (other than promoters)

6

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

9

**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) | 6 | 6 |
| Debenture holders | 5 | 5 |

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 | 1 | 0 | 1 | 0 | 24.3 |
| B. Non-Promoter | 1 | 7 | 1 | 5 | 0 | 0 |
| (i) Non-Independent | 1 | 4 | 1 | 2 | 0 | 0 |
| (ii) Independent | 0 | 3 | 0 | 3 | 0 | 0 |
| C. Nominee Directors representing | 0 | 2 | 0 | 1 | 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 | 2 | 0 | 1 | 0 | 0 |
| Total | 1 | 10 | 1 | 7 | 0 | 24.3 |

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) |
|--------------------|------------|--------------------|--------------------------------|--|
| DAVINDER SINGH BR/ | 00068502 | Director | 49,664,913 | |
| KESHAV GUNUPATI V | 06593325 | Director | 0 | |
| AJAY SRIVASTAVA | 00049912 | Director | 0 | |
| MANMAHESH KANTIPI | 05241166 | Whole-time directo | 0 | |
| GERHARD MAYR | 02734832 | Director | 0 | |
| ROBERT RICHARD RU | 08404004 | Director | 0 | |
| ANITA RAMACHANDR/ | 00118188 | Director | 0 | |
| RAJAT SOOD | 07914803 | Director | 0 | |
| SACHIN ANAND DHAR | ADFPD4235J | CFO | 0 | |
| RAMAKRISHNA KASTU | ADFPK5005M | Company Secretar | 0 | |

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

10

| 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) |
|--------------------|------------|--|---|--|
| INDIRA KRISHNA RED | 00005230 | Director | 01/06/2022 | Cessation |
| SAHAJBIR SINGH BRA | 07197320 | Director | 10/06/2022 | Cessation |
| ANITA RAMACHANDR/ | 00118188 | Additional director | 07/11/2022 | Appointment |
| ANITA RAMACHANDR/ | 00118188 | Director | 02/12/2022 | Change in Designation |
| VENKATA SANJAYRED | 00005282 | Director | 31/01/2023 | Cessation |
| ADAM RICHARD DAW\$ | 09184061 | Director | 30/01/2023 | Cessation |
| MANMAHESH KANTIPI | 05241166 | Whole-time directo | 25/01/2023 | Change in Designation |
| MANMAHESH KANTIPI | AJEPK4991P | CEO | 25/01/2023 | Appointment as KMP |
| SACHIN ANAND DHAR | ADFPD4235J | CFO | 25/01/2023 | Appointment as KMP |
| RAMAKRISHNA KASTU | ADFPK5005M | Company Secretar | 25/01/2023 | Appointment as KMP |

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

3

| 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 | 24/08/2022 | 9 | 8 | 99.92 |
| EXTRAORDINARY GENER | 02/12/2022 | 9 | 9 | 100 |
| EXTRAORDINARY GENER | 27/01/2023 | 9 | 9 | 100 |

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 | 26/05/2022 | 11 | 9 | 81.82 |

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 2 | 03/08/2022 | 9 | 9 | 100 |
| 3 | 07/11/2022 | 10 | 10 | 100 |
| 4 | 25/01/2023 | 10 | 9 | 90 |
| 5 | 13/02/2023 | 8 | 8 | 100 |
| 6 | 30/03/2023 | 8 | 8 | 100 |

C. COMMITTEE MEETINGS

Number of meetings held

7

| 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 | 26/05/2022 | 3 | 2 | 66.67 |
| 2 | AUDIT COMM | 03/08/2022 | 2 | 2 | 100 |
| 3 | AUDIT COMM | 07/11/2022 | 3 | 3 | 100 |
| 4 | AUDIT COMM | 12/02/2023 | 3 | 2 | 66.67 |
| 5 | NOMINATION | 15/07/2022 | 3 | 3 | 100 |
| 6 | NOMINATION | 07/11/2022 | 3 | 3 | 100 |
| 7 | CORPORATE | 27/10/2022 | 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 | 06/07/2023 |
| | | | | | | | | (Y/N/NA) |
| 1 | DAVINDER SI | 6 | 6 | 100 | 3 | 3 | 100 | No |
| 2 | KESHAV GUN | 6 | 6 | 100 | 2 | 1 | 50 | Yes |
| 3 | AJAY SRIVAS | 6 | 6 | 100 | 4 | 4 | 100 | No |
| 4 | MANMAHESH | 6 | 6 | 100 | 0 | 0 | 0 | Yes |

| | | | | | | | | |
|---|------------|---|---|-------|---|---|-------|----|
| 5 | GERHARD M | 6 | 5 | 83.33 | 1 | 1 | 100 | No |
| 6 | ROBERT RIC | 6 | 6 | 100 | 2 | 2 | 100 | No |
| 7 | ANITA RAMA | 4 | 4 | 100 | 1 | 1 | 100 | No |
| 8 | RAJAT SOOD | 6 | 6 | 100 | 6 | 5 | 83.33 | 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

1

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|------------------|-----------------|--------------|------------|-------------------------------|-----------|--------------|
| 1 | Manmahesh Kantip | Whole Time Dire | 66,816,958 | 0 | 0 | 2,199,720 | 69,016,678 |
| | Total | | 66,816,958 | 0 | 0 | 2,199,720 | 69,016,678 |

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 | Sachin Anand Dhar | CFO | 28,659,075 | 0 | 0 | 944,880 | 29,603,955 |
| 2 | Ramakrishna Kastu | Company Secre | 5,506,969 | 0 | 0 | 0 | 5,506,969 |
| | Total | | 34,166,044 | 0 | 0 | 944,880 | 35,110,924 |

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 | DAVINDER SINGH | Director | 0 | 0 | 0 | 350,000 | 350,000 |
| 2 | KESHAV GUNUPA | Director | 0 | 0 | 0 | 325,000 | 325,000 |
| 3 | GERHARD MAYR | Director | 0 | 4,929,180 | 0 | 250,001 | 5,179,181 |
| 4 | ROBERT RICHARD | Director | 0 | 4,943,802 | 0 | 350,000 | 5,293,802 |
| 5 | ANITA RAMACHAN | Director | 0 | 1,442,466 | 0 | 175,000 | 1,617,466 |
| 6 | AJAY SRIVASTAVA | Director | 0 | 4,000,000 | 0 | 400,000 | 4,400,000 |
| 7 | RAJAT SOOD | Director | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 15,315,448 | 0 | 1,850,001 | 17,165,449 |

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

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

MANMAHE
SH
KANTIPUDI
Digitally signed by
MANMAHESH
KANTIPUDI
Date: 2023.08.31
11:55:32 +05'30'

DIN of the director

To be digitally signed by

KASTURI
RAMAKRIS
HNA
Digitally signed by
KASTURI
RAMAKRISHNA
Date: 2023.08.31
11:56:12 +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 Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

Form_MGT_8.pdf
List of Security Transfers_Aragen_FY23.pdf
List of Securityholders_Aragen_FY23.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



FORM NO. MGT-8

Pursuant to Section 92 (2) of the Companies Act, 2013 and Rule 11 (2) of Companies
(Management and Administration) Rules, 2014

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **M/s. ARAGEN LIFE SCIENCES LIMITED (FORMERLY KNOWN AS ARAGEN LIFE SCIENCES PRIVATE LIMITED)** having its registered office at Plot 28A, IDA Nacharam, Hyderabad-500076, Telangana (hereafter referred to as the Company) as required to be maintained under the Companies Act, 2013 ('the Act') and the rules made there under for the Financial Year ended on 31st March, 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, and I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid Financial Year correctly and adequately.
- B. During the aforesaid Financial Year the Company has complied with provisions of the Act & Rules made there under in respect of:

| S. No | Particulars | Remarks |
|-------|--|--|
| 1 | Its status under the Act; | The shareholders of the Company at their Extraordinary General Meeting held on 27 th January 2023 approved the conversion of the Company from a Private Limited to a Public Limited. The Company received the fresh Certificate of Incorporation consequent upon conversion on 28 th March 2023. During the year, the Company has complied with the provisions of the Act as a Private Limited Company till the date of conversion, and as a Public Limited Company post-conversion. |
| 2 | Maintenance of registers/records & making entries therein within the time prescribed therefor; | The entries in the registers were made within the prescribed time. |
| 3 | Filing of forms and returns as stated in the Annual Return, with the Registrar | The Forms and Returns filed with the Registrar of Companies are within the |





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| | of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/ beyond the prescribed time; | prescribed timelines/some forms are beyond the prescribed timelines with necessary additional fees. There were a few delayed filings due to technical issues in the newly introduced Version 3 forms of MCA. |
| 4 | Calling/ convening/ holding meetings of the Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed; | The meetings of the Board of Directors and its Committees were held on the dates as mentioned in the Annual Return in respect of which meetings, proper notices were given and the proceedings of the meetings including the Circular Resolutions were properly recorded in the Minutes Books, and necessary entries were made in the Registers, and the same have been signed. |
| 5 | Closure of Register of Members/ Security holders. | The Company has not closed the Register of Members/Security holders during the year. |
| 6 | Advances/loans to its directors and/or persons or firms or companies referred to in section 185 of the Act; | During the year, the Company has not provided any loans/advances to its directors and/or persons or firms or companies referred to in section 185 of the Act; |
| 7 | Contracts/arrangements with related parties as specified in section 188 of the Act; | The Company entered the transactions with the related parties and Complied with the provisions of Section 188 of the Companies Act, 2013. |
| 8 | Issue or allotment or transfer or transmission or buyback of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances; | There was no transmission or buy-back of securities/redemption of preference shares or debentures during the year. The Company has also not carried out any reduction of share capital/conversion of shares/securities during the year. Pursuant to a Composite Scheme of Arrangement, which was duly approved by the NCLT, Hyderabad Bench through its order dated 30 th May 2022, the residual business undertaking of GVK Davix Technologies Private Limited, the holding Company of Aragen, was amalgamated with the Company. Consequent to the |





ABR & ASSOCIATES

Company Secretaries

B-41/A, Sai Sikhara, Ground Floor,
Madhura Nagar, Hyderabad-38.

Ph. No: 9291516984.

E-mail: bhimeshappana@gmail.com.

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| | | <p>amalgamation, the Shareholding of GVK Davix has been cancelled and an equal number of shares were issued and allotted to the shareholders of GVK Davix.</p> <p>During the year, the Company has issued and allotted fully paid Bonus shares to the shareholders of the Company in the proportion of Two (2) new Equity Shares for every One Equity Share held in the Company.</p> <p>There were transfers of shares and Non-Convertible Debentures during the year.</p> |
| 9 | Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act | There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares. |
| 10 | Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act; | <p>No Interim Dividend was declared during FY 2022-23. A final dividend of Rs. 2.65/- per equity share has been declared and paid for the Financial Year 2022-23 in FY 2023-24.</p> <p>The Company was not required to transfer any amount to the Investor Education and Protection Fund as there is no unpaid/unclaimed dividend, matured deposits, matured debentures and the interest accrued thereon, in accordance with Section 125 of the Act.</p> |
| 11 | Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub – sections (3), (4) and (5) thereof; | The Company has complied with the provisions of the Section 134 of the Act. |
| 12 | Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them; | During the year, four (4) Directors resigned from the Company and One (1) Director was appointed as an Additional Director, who was subsequently regularized as Director of the Company at the Extraordinary General Meeting held on 02 nd December 2022. Mr. Manmahesh Kantipudi was appointed as the Whole Time Director & CEO of the Company. Due compliance is made in respect of the Constitution/disclosures/appointment of |





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| | | <p>the Directors.</p> <p>Pursuant to the Conversion of the Company into a Public Limited Company, the Company has designated Mr. Robert Richard Ruffolo, Mr. Gerhard Mayr, and Ms. Anita Ramachandran, Directors, as Independent Directors of the Company Mr. Manmahesh Kantipudi, Whole Time Director & CEO, Mr. Sachin Anand Dharap, CFO and Mr. Ramakrishna Kasturi, Company Secretary, were appointed as Key Managerial Personnel of the Company and necessary filings were made to Registrar of Companies. The Company has complied with the applicable provisions of the Companies Act, 2013, on Key Managerial Personnel.</p> <p>Directors and Key Managerial Personnel were paid remuneration as mentioned in the Form MGT-7.</p> |
| 13 | Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act; | The Company has complied with the provisions of Section 139 of the Act, with respect to Appointment of Statutory Auditors of the Company. |
| 14 | Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act; | <p>A joint petition filed on 09th September 2021, by Excelra Knowledge Solutions Private Limited, GVK Davix Technologies Private Limited, GVK Davix Research Private Limited and the Company and their respective shareholders, with the Hon'ble National Company Law Tribunal (NCLT), Hyderabad Bench, under Sections 230-232 of Companies Act, 2013, seeking sanction of the Composite Scheme of Arrangement ("Scheme"), was duly approved by the NCLT, Hyderabad Bench through its order dated 30th May, 2022, of which a certified copy has been received by the Company on the 7th June 2022.</p> <p>The Company was not required to obtain any other approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.</p> |





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| 15 | Acceptance/renewal/repayment of deposits; | During the year, the Company did not accept any deposits covered under Chapter V of the Companies Act, 2013. However, pursuant to the Composite Scheme of Arrangement, the Unsecured loans of GVK Davix Technologies Private Limited (transferee Company) availed from its shareholders amounting to Rs. 49.82 million have been transferred to the Company and the Company has repaid the said loans. |
| 16 | Borrowings from its directors, members, public financial institutions, banks and others and creation/modification/ satisfaction of charges in that respect, wherever applicable; | The Company has made borrowings from the Banks and complied with the provisions of the Act. The Company has not made any borrowings from its directors, members, public financial institutions, and others. |
| 17 | Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ; | The Company has not given any loans, guarantees or provided securities or acquired securities of any other body corporate exceeding the limits specified in Section 186(2) of the Companies Act. |
| 18 | Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company; | The Company has pursuant to the conversion of the Company into a Public Limited Company altered its Name Clause in Memorandum of Association (MOA) and restated its Articles of Association. The Capital clause of MOA was revised twice during the year. |



Place: Hyderabad

Date: 30.08.2023

For ABR & ASSOCIATES
Company Secretaries

(A.BHIMESWARA RAO)

Proprietor

M. No. 35521: C.P No.13380.

ICSI UDIN: A035521E000893862



ARAGEN LIFE SCIENCES LIMITED

Equity Share Transfers during 01.04.2022 to 31.03.2023

| S. No | DP & Client ID/Folio No. of Transferor | Name of the Transferor | DP & Client ID of Transferee | Name of the Transferee | No. of shares transferred | Consideration per equity share (INR) | Date of transfer (Date of Board of Directors approval) |
|-------|--|---|------------------------------|---|---------------------------|--------------------------------------|--|
| 1. | 94 | Anandbir Singh | 15/ IN305099 10008438 | Davinder Singh Brar | 161111 | By way of Gift | 17/08/2022 |
| 2. | IN301524 30053402 | Goldman Sachs Capital Holdings III Pte. Ltd. | IN301524 30053138 | WSCPVIII (Singapore) Pte. Ltd. | 2884324 | 983.1021 | 26/01/2023 |
| 3. | IN301524 30053402 | Goldman Sachs Capital Holdings III Pte. Ltd. | IN301524 30053363 | WSCPVIII Parallel Intermediary (Singapore) Pte. Ltd. | 70360 | 983.1021 | 26/01/2023 |
| 4. | IN301524 30053146 | WSCPVIII Emp (Singapore) Pte. Ltd. | IN301524 30053138 | WSCPVIII (Singapore) Pte. Ltd. | 1843082 | 980.7926 | 26/01/2023 |
| 5. | IN302084 10010761 | Mrs. Aparna Reddy Gunupati (as Trustee of Reddy Family Trust) | IN302084 10000533 | Ms G Mallika Reddy | 9,08,379 | Pursuant to Family Settlement | 06/03/2023 |
| 6. | IN302084 10000533 | Ms G Mallika Reddy | IN302084 10010673 | Mrs. Aparna Reddy Gunupati (as Trustee of Reddy Investment Trust) | 9,08,379 | Pursuant to Family Settlement | 06/03/2023 |



| | | | | | | | |
|----|----------------------|--|----------------------|---|-----------|-------------------------------------|------------|
| 7. | IN302084 10010761 | Mrs. Aparna Reddy Gunupati (as Trustee of Reddy Family Trust) | IN302084 10000533 | Ms G Mallika Reddy | 18,16,758 | Pursuant to Family Settlement | 06/03/2023 |
| 8. | IN302084 10000533 | Ms G Mallika Reddy | IN302084 10010673 | Mrs. Aparna Reddy Gunupati (as Trustee of Reddy Investment Trust) | 18,16,758 | Pursuant to Family Settlement | 06/03/2023 |

For Aragen Life Sciences Limited

Ramakrishna Kasturi
Company Secretary
M. No: F3865





ARAGEN LIFE SCIENCES LIMITED

Debenture Transfers during 01.04.2022 to 31.03.2023

| S. No | DP & Client ID/Folio No. of Transferor | Name of the Transferor | DP & Client ID of Transferee | Name of the Transferee | No. of Debentures transferred | Consideration per Debenture (INR) | Date of transfer |
|-------|--|---|------------------------------|---|-------------------------------|-----------------------------------|---|
| 1. | IN302927 10365688 | KISAN PHOSPHATES PRIVATE LIMITED | IN302927 10348931 | SHREE PUSHKAR CHEMICALS AND FERTILISERS LIMITED | 80 | 10,00,000 | Demat Transfer between 15 th April 2022 to 22 nd April 2022 |
| 2. | IN302927 10348931 | SHREE PUSHKAR CHEMICALS AND FERTILISERS LIMITED | IN301549 53868195 | SANJIV D PARIKHFALGUNI PARIKH | 1 | 10,00,000 | Demat Transfer between 27 th May 2022 to 3 rd June 2022 |
| 3. | IN302927 10365688 | KISAN PHOSPHATES PRIVATE LIMITED | IN302927 10348931 | SHREE PUSHKAR CHEMICALS AND FERTILISERS LIMITED | 30 | 10,00,000 | Demat Transfer between 3 rd June 2022 to 10 th June 2022 |
| 4. | IN302927 10368383 | MADHYA BHARAT PHOSPHATE PRIVATE LIMITED | IN302927 10338169 | JM FINANCIAL PRODUCTS LTD | 39 | 10,00,000 | Demat Transfer between 17 th June 2022 to 24 th June 2022 |
| 5. | IN302927 10365688 | KISAN PHOSPHATES PRIVATE LIMITED | IN302927 10338169 | JM FINANCIAL PRODUCTS LTD | 73 | 10,00,000 | Demat Transfer between 24 th June 2022 to 30 th June 2022 |
| 6. | IN301549 53868195 | SANJIV D PARIKHFALGUNI PARIKH | IN302927 10338169 | JM FINANCIAL PRODUCTS LTD | 1 | 10,00,000 | Demat Transfer between 29 th July 2022 to 05 th August 2022 |
| 7. | IN302927 10338169 | JM FINANCIAL PRODUCTS LTD | IN303108 10243718 | PREMIUM POLYCOT PVT. LTD | 113 | 10,00,000 | Demat Transfer between 18 th November 2022 to 25 th November 2022 |
| 8. | IN303108 10243718 | PREMIUM POLYCOT PVT. LTD | IN303108 10178974 | MRUDULABEN HARSHADBHAI PATEL | 113 | 10,00,000 | Demat Transfer between 25 th November 2022 to 02 nd December 2022 |

Registered & Corporate Office
Aragen Life Sciences Limited
 28 A, IDA Nacharam, Hyderabad 500 076, India
 T: +91 40 6692 9999 F: +91 40 6692 9900
 W: aragen.com CIN: U74999TG2000PLC035826





| | | | | | | | |
|-----|----------------------|---------------------------------------|----------------------|---|----|-----------|---|
| 9. | IN303108 10178974 | MRUDULABEN HARSHADBHAI PATEL | IN302927 10338169 | JM FINANCIAL PRODUCTS LTD | 63 | 10,00,000 | Demat Transfer between 02 nd December 2022 to 09 th December 2022 |
| 10. | IN303108 10178974 | MRUDULABEN HARSHADBHAI PATEL | IN301516 10382743 | VIVRITI CAPITAL PRIVATE LIMITED | 50 | 10,00,000 | Demat Transfer between 02 nd December 2022 to 09 th December 2022 |
| 11. | IN301516 10382743 | VIVRITI CAPITAL PRIVATE LIMITED | IN302927 10338169 | JM FINANCIAL PRODUCTS LTD | 50 | 10,00,000 | Demat Transfer between 23 rd December 2022 to 30 th December 2022 |
| 12. | IN302927 10338169 | JM FINANCIAL PRODUCTS LTD | IN302927 10365688 | KISAN PHOSPHATES PRIVATE LIMITED | 83 | 10,00,000 | Demat Transfer between 13 th January 2023 to 20 th January 2023 |
| 13. | IN302927 10338169 | JM FINANCIAL PRODUCTS LTD | IN302927 10368383 | MADHYA BHARAT PHOSPHATE PRIVATE LIMITED | 30 | 10,00,000 | Demat Transfer between 13 th January 2023 to 20 th January 2023 |

For Aragen Life Sciences Limited


Ramakrishna Kasturi
Company Secretary
M. No: F3865



Registered & Corporate Office
Aragen Life Sciences Limited
28 A, IDA Nacharam, Hyderabad 500 076, India
T: +91 40 6692 9999 F: +91 40 6692 9900
W: aragen.com CIN: U74999TG2000PLC035826



ARAGEN LIFE SCIENCES LIMITED

List of Shareholders of the Company as on 31.03.2023

| S. No. | DP ID | Client ID | Name of the Shareholders | No. of shares | % |
|--------|----------|-----------|--|------------------|------------|
| 1 | IN305099 | 30040829 | Davinder Singh Brar | 49664913 | 24.30 |
| 2 | IN302084 | 10010673 | Aparna Reddy Gunupati (as a Trustee of Reddy Investment Trust) | 68895609 | 33.70 |
| 3 | IN302084 | 10010745 | Aragen Employees' Welfare Trust (Formerly GVK Bio Employees Welfare Trust) | 2398356 | 1.17 |
| 4 | IN301524 | 30053402 | Goldman Sachs Capital Holdings III Pte. Ltd. | 6615072 | 3.24 |
| 5 | IN301524 | 30053146 | WSCPVIII Emp (Singapore) Pte. Ltd. | 8569308 | 4.19 |
| 6 | IN301524 | 30053138 | WSCPVIII (Singapore) Pte. Ltd. | 47605242 | 23.29 |
| 7 | IN301524 | 30053363 | WSCPVIII Parallel Intermediary (Singapore) Pte. Ltd. | 1279488 | 0.63 |
| 8 | IN303028 | 75159073 | Tarun Khanna | 155505 | 0.08 |
| 9 | IN301774 | 10005267 | Madhubani Investments Private Limited | 19230696 | 9.41 |
| | | | Total | 204414189 | 100 |

For Aragen Life Sciences Limited

Ramakrishna Kasturi
Company Secretary
M. No: F3865





ARAGEN LIFE SCIENCES LIMITED

List of Debentureholders of the Company as on 31.03.2023

| S. No. | DP ID | Client ID | Name of the Debentureholders | No. of shares | % |
|--------------|----------|-----------|---|---------------|------------|
| 1 | IN303270 | 10037180 | Yes Bank Limited | 1250 | 62.5 |
| 2 | IN301330 | 21716964 | Tata Capital Financial Services Ltd | 400 | 20 |
| 3 | IN302927 | 10348931 | Shree Pushkar Chemicals and Fertilisers Limited | 237 | 12 |
| 4 | IN302927 | 10365688 | Kisan Phosphates Private Limited | 83 | 4 |
| 5 | IN302927 | 10368383 | Madhya Bharat Phosphate Private Limited | 30 | 1.5 |
| Total | | | | 2000 | 100 |

For Aragen Life Sciences Limited

Ramakrishna Kasturi
Company Secretary
M. No: F3865

