

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L33117PB1984PLC022350

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACP5335J

(ii) (a) Name of the company

PANACEA BIOTEC LIMITED

(b) Registered office address

Ambala-Chandigarh Highway,
Lalru
Punjab
140501
India

(c) *e-mail ID of the company

companysec@panaceabiotec.c

(d) *Telephone number with STD code

01762505900

(e) Website

www.panaceabiotec.com

(iii) Date of Incorporation

02/02/1984

(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	Bombay Stock Exchange	1
2	National Stock Exchange	1,024

(b) CIN of the Registrar and Transfer Agent

U74899DL1995PTC071324

Pre-fill

Name of the Registrar and Transfer Agent

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

D-153A, FIRST FLOOR
OKHLA INDUSTRIAL AREA, PHASE-I

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM

25/09/2021

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

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

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

7

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	PANACEA BIOTEC PHARMA LIM	U24299DL2019PLC347566	Subsidiary	100
2	MEYTEN REALTECH PRIVATE LI	U70109PB2019PTC049328	Subsidiary	100

3	PANACEA BIOTEC (INTERNATIONAL) PRIVATE LIMITED		Subsidiary	100
4	PANACEA BIOTEC GERMANY GMBH		Subsidiary	100
5	PANERA BIOTEC PRIVATE LIMITED	U24231DL1999PTC102557	Associate	50
6	ADVETA POWER PRIVATE LIMITED	U40101HP2011PTC031700	Joint Venture	50
7	CHIRON PANACEA VACCINES PRIVATE LIMITED	U24230MH2004PTC147790	Joint Venture	50

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	125,000,000	61,250,746	61,250,746	61,250,746
Total amount of equity shares (in Rupees)	125,000,000	61,250,746	61,250,746	61,250,746

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	125,000,000	61,250,746	61,250,746	61,250,746
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	125,000,000	61,250,746	61,250,746	61,250,746

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	109,837,000	16,137,000	16,137,000	16,137,000
Total amount of preference shares (in rupees)	1,098,370,000	161,370,000	161,370,000	161,370,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.5% Cumulative Non-Convertible and Non-Participating Preference Shares				
Number of preference shares	109,837,000	16,137,000	16,137,000	16,137,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	1,098,370,000	161,370,000	161,370,000	161,370,000

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	222,251	61,028,495	61250746	61,250,746	61,250,746	
Increase during the year	0	10,000	10000	10,000	10,000	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	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		10,000	10000	10,000	10,000	
Dematerialisation of Physical Shares						
Decrease during the year	10,000	0	10000	10,000	10,000	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	10,000		10000	10,000	10,000	
Dematerialisation of Physical Shares						
At the end of the year	212,251	61,038,495	61250746	61,250,746	61,250,746	
Preference shares						

At the beginning of the year	0	16,300,000	16300000	163,000,000	163,000,000	
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	163,000	163000	1,630,000	1,630,000	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	163,000	163000	1,630,000	1,630,000	
iv. Others, specify						
At the end of the year	0	16,137,000	16137000	161,370,000	161,370,000	

ISIN of the equity shares of the company

INE922B01023

(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				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	
Date of registration of transfer (Date Month Year)							
Type of transfer				1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred				Amount per Share/ Debenture/Unit (in Rs.)			

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

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

3,366,617,204

(ii) Net worth of the Company

1,327,744,617

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	42,761,412	69.81	16,137,000	100
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others Partnership Firms	2,313,454	3.78	0	0
	Total	45,074,866	73.59	16,137,000	100

Total number of shareholders (promoters)

12

(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	10,921,846	17.83	0	0
	(ii) Non-resident Indian (NRI)	170,882	0.28	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	779,657	1.27	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	3,966,123	6.48	0	0
10.	Others Clearing Members, IEPF and	337,372	0.55	0	0
	Total	16,175,880	26.41	0	0

Total number of shareholders (other than promoters)

27,665

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

27,677

**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	26	12
Members (other than promoters)	10,799	27,665
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	6	0	4	0	65.71	0
B. Non-Promoter	0	7	0	7	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	7	0	7	0	0
C. Nominee Directors representing	0	1	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	1	0	1	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	6	8	4	8	65.71	0

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

14

(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)
SOSHIL KUMAR JAIN	00012812	Whole-time director	5,000,000	
RAJESH JAIN	00013053	Managing Director	25,217,312	
SANDEEP JAIN	00012973	Managing Director	10,031,600	
ANKESH JAIN	03556647	Whole-time director	0	
RAGHAVA LAKSHMI N	00073873	Director	0	
NAMDEO NARAYAN K	00017154	Director	0	
MANJULA UPADHYAY	07137968	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
KRISHNA MURARI LAL	00016166	Director	0	
MUKUL GUPTA	00254597	Director	0	
ASHWINI LUTHRA	05103137	Director	0	11/07/2021
BHUPINDER SINGH	00062754	Director	0	
SHANTANU YESHWAN	02104220	Nominee director	0	
VINOD GOEL	AHBPG9784H	Company Secretar	250	
DEVENDER GUPTA	AEOPG9556P	CFO	0	

(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)
SUNANDA JAIN	03592692	Whole-time directo	07/10/2020	Cessation
SUMIT JAIN	00014236	Whole-time directo	07/10/2020	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	24/12/2020	28,753	47	13.69

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/06/2020	14	14	100
2	29/06/2020	14	13	92.86

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	03/09/2020	14	12	85.71
4	11/11/2020	12	11	91.67
5	12/02/2021	12	9	75

C. COMMITTEE MEETINGS

Number of meetings held

13

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	29/06/2020	3	3	100
2	AUDIT COMM	03/09/2020	3	3	100
3	AUDIT COMM	11/11/2020	3	3	100
4	AUDIT COMM	12/02/2021	3	3	100
5	NOMINATION	11/11/2020	4	3	75
6	STAKEHOLDE	29/06/2020	3	3	100
7	STAKEHOLDE	03/09/2020	3	3	100
8	STAKEHOLDE	11/11/2020	3	2	66.67
9	STAKEHOLDE	12/02/2021	3	3	100
10	STAKEHOLDE	17/08/2020	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	25/09/2021
								(Y/N/NA)
1	SOSHIL KUM	5	1	20	4	2	50	No
2	RAJESH JAIN	5	5	100	4	4	100	No
3	SANDEEP JA	5	5	100	8	8	100	Yes

4	ANKESH JAIN	5	4	80	0	0	0	No
5	RAGHAVA LA	5	5	100	9	8	88.89	Yes
6	NAMDEO NAF	5	5	100	5	5	100	Yes
7	MANJULA UP	5	4	80	0	0	0	Yes
8	KRISHNA MU	5	5	100	9	9	100	No
9	MUKUL GUPT	5	5	100	0	0	0	Yes
10	ASHWINI LUT	5	5	100	0	0	0	Not Applicable
11	BHUPINDER S	5	5	100	0	0	0	No
12	SHANTANU Y	5	4	80	1	0	0	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

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SOSHIL KUMAR JA	CHAIRMAN	11,195,937	0	0	0	11,195,937
2	RAJESH JAIN	MANAGING DIF	7,419,479	0	0	0	7,419,479
3	SANDEEP JAIN	JOINT MANAGI	6,950,866	0	0	0	6,950,866
4	SUNANDA JAIN	WHOLE TIME D	3,809,418	0	0	0	3,809,418
5	SUMIT JAIN	WHOLE TIME D	4,925,299	0	0	0	4,925,299
6	ANKESH JAIN	WHOLE TIME D	2,625,876	0	0	0	2,625,876
	Total		36,926,875	0	0	0	36,926,875

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	VINOD GOEL	Group CFO and	5,366,004	0	0	0	5,366,004
2	DEVENDER GUPT	CFO and Head I	3,990,396	0	0	0	3,990,396
	Total		9,356,400	0	0	0	9,356,400

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ASHWINI LUTHRA	Non Executive Director	0	0	0	250,000	250,000
2	BHUPINDER SINGH	Non Executive Director	0	0	0	250,000	250,000
3	KRISHNA MURARI	Non Executive Director	0	0	0	315,000	315,000
4	MANJULA UPADHYAY	Non Executive Director	0	0	0	200,000	200,000
5	MUKUL GUPTA	Non Executive Director	0	0	0	250,000	250,000
6	NAMDEO NARAYAN	Non Executive Director	0	0	0	295,000	295,000
7	RAGHAVA LAKSHMINARAYAN	Non Executive Director	0	0	0	310,000	310,000
8	SHANTANU YESHWANTH	Non Executive Director	0	0	0	0	0
	Total		0	0	0	1,870,000	1,870,000

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

DEBABRATA DEBNATH

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

8612

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. ... 31 dated 30/05/2014

(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

Rajesh Jain
Digitally signed by Rajesh Jain
Date: 2021.12.18 13:13:34 +05'30'

DIN of the director

00013053

To be digitally signed by

Vinod Goel
Digitally signed by Vinod Goel
Date: 2021.12.18 13:14:32 +05'30'

- ☒ Company Secretary
☐ Company secretary in practice

Membership number

3232

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**

Point No IXC Details of Committee Meeting
Form MGT-8 - Secretarial Audit Report.pdf
List of Shareholders as on 31032021.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