FORM NO. MGT-7

Refer the instruction kit for filing the form.

Form language

MUMBAI Maharashtra 400067

(e) Website

(c) *e-mail ID of the company

(d) *Telephone number with STD code

1.. .1!...

[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**)

+

investors@makerslabs.com

www.makerslabs.com

02228688544

I. REGISTRATION AND OTHER DETAILS	
(i) * Corporate Identification Number (CIN) of the company	L24230MH1984PLC033389 Pre-fill
Global Location Number (GLN) of the company	
* Permanent Account Number (PAN) of the company	AAACM8382J
(ii) (a) Name of the company	MAKERS LABORATORIES LTD
(b) Registered office address	
PLOT NO. 54D,KANDIVLI INDUSTRIAL ESTATE KANDIVLI(WEST)	

(iii)	Date of Incorporation		0	9/07/1	984	
(iv)	Type of the Company	Category of the Comp	oany		Sub-category of the	Company
	Public Company	Company limited by shares		Indian Non-Government company		
(v) Wh	ether company is having share ca	pital	Yes	() No	
(vi) *W	hether shares listed on recognized	d Stock Exchange(s)	Yes	() No	

(a	1)	Details	of	stock	exchanges	where	shares	are	listed
----	----	---------	----	-------	-----------	-------	--------	-----	--------

S. No.	Stock Exchange Name	Code
1	BSE Limited	1

	(b) CIN of the Registrar an	d Transfer Agent		U67190MH	I1999PTC118368	Pre-fill
	Name of the Registrar and	d Transfer Agent				1
	LINK INTIME INDIA PRIVATE	LIMITED				
	Registered office address	of the Registrar and T	ransfer Agents			
	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, V	ikhroli (West)				
(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	Y	′es 🔾	No	_
	(a) If yes, date of AGM					
	(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	Description of Main Activity group	Business	Description of Business Activity	% of turnover
	Activity		Activity		of the
	group code		Code		company
				Chemical and chemical products,	
1	C	Manufacturing	C6	pharmaceuticals, medicinal chemical and	100
				L C C L J C	

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

*No. of Companies for which information is to be given 1 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Resonance Specialties Limited	L25209MH1989PLC051993	Subsidiary	45.48

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	7,500,000	5,900,376	5,900,376	5,900,376
Total amount of equity shares (in Rupees)	75,000,000	59,003,760	59,003,760	59,003,760

Number of classes 1

Class of Shares Equity Shares	Authorised capital	Icabilai	Subscribed capital	Paid up capital
Number of equity shares	7,500,000	5,900,376	5,900,376	5,900,376
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	75,000,000	59,003,760	59,003,760	59,003,760

(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	141,867	4,775,113	4916980	49,169,800	49,169,800 ±	

Increase during the year	0	1,010,022	1010022	9,833,960	9,833,960	137,675,440
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	983,396	983396	9,833,960	9,833,960	137,675,440
iii. Bonus issue	0	0	0	0	0	-
iv. Private Placement/ Preferential allotment	0	0	0	0	0	
v. ESOPs	0	0	0	0	0	
vi. Sweat equity shares allotted	0	0	0	0	0	
vii. Conversion of Preference share	0	0	0	0	0	
viii. Conversion of Debentures	0	0	0	0	0	
ix. GDRs/ADRs	0	0	0	0	0	
x. Others, specify Dematerialisation of shares during the FY 2022-2		26,626	26626			
Decrease during the year	26,626	0	26626	0	0	0
i. Buy-back of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify	00.000		00000			
Dematerialisation of shares during the FY 2022-23	26,626		26626			
At the end of the year	115,241	5,785,135	5900376	59,003,760	59,003,760	
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	
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				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		
At the end of the year		0	0	0	0	0		
SIN of the equity shares	of the company				INE98	37A01010		
(ii) Details of stock spli	it/consolidation during th	e year (for ea	ch class of s	shares)	0			
Class of shares (i) (ii) (iii)								
Before split /	Number of shares							
Consolidation	Face value per share							
After split /	Number of shares							
Consolidation	Face value per share							
Nil	nt any time since the	•		,	* No	Not App	licable	
Separate sheet at	tached for details of trans	fers	•	Yes 🔘	No			
Note: In case list of trans Media may be shown.	sfer exceeds 10, option fo	r submission a	as a separate	e sheet attach	iment or sub	mission in	a CD/Digital	
Date of the previous	s annual general meetin	g 12/0	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/ Units Transferred	Debentures/			er Share/ e/Unit (in Rs	.)			

Ledger Folio of Transferor							
Transferor's Name							
	Surname	middle name	first name				
Ledger Folio of Trans	sferee						
Transferee's Name							
	Surname	middle name	first name				
Date of registration of transfer (Date Month Year)							
Type of transfe	r 1 -	Equity, 2- Preference Shares,3 -	- Debentures, 4 - Stock				
Number of Shares/ D Units Transferred	Debentures/	Amount per Share/ Debenture/Unit (in Rs.)					
Ledger Folio of Trans	sferor						
Transferor's Name							
	Surname	middle name	first name				
Ledger Folio of Trans	sferee						
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	the beginning of the		Decrease during the year	Outstanding as at the end of the year
	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
-----	------------	--------	------	--------	-----	------------

		Paid up Value of each Unit	Total Paid up Value
Total			

0

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

(i) Turnover

436,840,000

(ii) Net worth of the Company

582,846,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equi	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	508,366	8.62	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)	3,106,990	52.66	0	
10.	Others	0	0	0	
	Total	3,615,356	61.28	0	0

Total number of shareholders (promoters)

12			

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equi	ity	Prefere	Preference	
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	1,750,317	29.66	0		
	(ii) Non-resident Indian (NRI)	75,206	1.27	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	100	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)	173,037	2.93	0	
10.	Others LLP, Directors & Relatives, F	286,360	4.85	0	
	Total	2,285,020	38.71	0	0

Total number of shareholders (other than promoters)

4,579

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

4,591

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	12	12
Members (other than promoters)	4,655	4,579
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	1	0	1	0	2.08
B. Non-Promoter	2	3	2	3	0.37	0.13
(i) Non-Independent	2	0	2	0	0.37	0
(ii) Independent	0	3	0	3	0	0.13
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	2	4	2	4	0.37	2.21

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 8

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)
Mr. Saahil Parikh	00400079	Whole-time directo	21,741	
Mr. Nilesh Jain	05263110	Whole-time directo	0	
Mr. Prashant Godha	00012759	Director	122,937	
Mr. R. K. P. Verma	02166789	Director	0	
Mr. Vishal Jain	00137986	Director	7,874	
Ms. Dipti Shah	07995542	Director	0	
Mr. Saahil Parikh	AGWPP5355R	CEO	21,741	
Mr. Sandeep Kadam	AJHPK9366K	CFO	500	

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

2

Name		beginning / during	Ichango in docignation/	Nature of change (Appointment/ Change in designation/ Cessation)
Ms. Rinku Kholakiya	DPBPK9125R	Company Secretar	01/11/2022	Cessation
Ms. Dipti Shah	07995542	Director	29/01/2023	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 1

Type of meeting	Date of meeting		Attendance Number of members		
Annual General Meeting	12/08/2022	4,831	attended 38	shareholding 56.14	

B. BOARD MEETINGS

*Number

of meetings held	6
------------------	---

S. No.	Date of meeting	Total Number of directors associated as on the date	ciated as on the date		
		of meeting	Number of directors attended	% of attendance	
1	06/05/2022	6	5	83.33	
2	27/05/2022	6	6	100	
3	12/08/2022	6	6	100	
4	26/09/2022	6	6	100	
5	14/11/2022	6	6	100	
6	13/02/2023	6	6	100	

C. COMMITTEE MEETINGS

Number of meetings held

13

S. No.	Type of meeting		Total Number of Members as	Attendance				
	meeting	Date of meeting	on the date of the meeting	Number of members attended	% of attendance			
1	Audit Committe	27/05/2022	4	4	100			
2	Audit Committe	12/08/2022	4	4	100			
3	Audit Committe	26/09/2022	4	4	100			
4	Audit Committe	14/11/2022	4	4	100			
5	Audit Committe	13/02/2023	4	4	100			
6	Stakeholders F	27/05/2022	3	3	100			
7	Stakeholders F	14/11/2022	3	3	100			
8	Risk Managem	27/05/2022	3	3	100			
9	Risk Managem	14/11/2022	3	3	100			
10	Risk Managen	13/02/2023	3	3	100			

D. *ATTENDANCE OF DIRECTORS

			Board Meetings		Co	Whether attended AGM		
S. No.	of the director	Number of Meetings which director was entitled to attend	Number of Meetings attended % of attendance			Number of Meetings attended	% of attendance	held on (Y/N/NA)
1	Mr. Saahil Par	6	5	83.33	5	5	100	
2	Mr. Nilesh Jair	6	6	100	8	8	100	
3	Mr. Prashant (6	6	100	0	0	0	
4	Mr. R. K. P. V	6	6	100	10	10	100	
5	Mr. Vishal Jair	6	6	100	13	13	100	
6	Ms. Dipti Shah	6	6	100	8	8	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

	1	N I	:	ı
		ıvı	п	

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Saahil Parikh	Whole-time Dire	3,542,100	0	0	2,004,626	5,546,726
2	Mr. Nilesh Jain	Whole-time Dire	2,160,000	0	0	1,206,433	3,366,433
	Total		5,702,100	0	0	3,211,059	8,913,159

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Sandeep Kadan +	CFO	1,166,904	0	0	0	1,166,904
2	Ms. Rinku Kholakiya ⊕	Company secret	234,889	0	0	0	234,889
	Total		2,568,697	0	0	0	1,401,793

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. R. K. P. Verma	Independent Dir	0	0	0	200,000	200,000
2	Mr.Vishal Jain	Independent Dir	0	0	0	230,000	230,000

S. No. Na	me	Designation		Gross Sa	alary	y Commission		Stock Option/ Sweat equity	Ot	hers	Total Amount
3 Ms. Dip	oti Shah I	ndepende	ent Dir	0		0		0	180	0,000	180,000
4 Mr. Prash	ant Godha	Direct	+	0		0		0	90	,000	90,000
Total				0		0		0	700	0,000	700,000
. MATTERS RELA	TED TO CER	RTIFICATION	ON OF	COMPLIAN	ICES AN	D DISCLOSU	IRES				
A. Whether the co	ompany has r ne Companie:	made comp s Act. 2013	pliances	and disclo	sures in r	espect of app	licable	e Yes	○ N	0	
B. If No, give reas	-		o a.ag	, ,							
L. PENALTY AND F	PUNISHMEN	T - DFTA	II S TH	FREOF							
				_							
DETAILS OF PEN	NALTIES / PU	JNISHMEN	NT IMPO	OSED ON (COMPAN	Y/DIRECTOR	RS /OF	FICERS N	۷il		
Name of the court/ concerned Date of officers		Date of	Order	section u			ils of penalty/ shment	Details of appeal (if any) including present status			
B) DETAILS OF CO	OMPOUNDIN	NG OF OF	FENCE	s 🖂 N	il						
Name of the company/ directors/ officers	Name of the concerned Authority		Date o	f Order	section	f the Act and under which committed		ticulars of ence	Amou Rupe		ounding (in
KIII. Whether com	plete list of s	sharehold	ers, de	benture ho	Iders has	been enclos	sed a	s an attachmer	nt		
Ye	es (No										
	J										
KIV. COMPLIANCE	E OF SUB-SI	ECTION (2	2) OF SI	ECTION 92	, IN CASE	OF LISTED	COM	PANIES			
n case of a listed c nore, details of con									nover of	Fifty Crore	rupees or
Name		Jigyas	sa N Ve	d							
Whether associa	te or fellow	[\circ	Associat	e F	ellow					

Certificate of practice number

6018

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.

				Declara	tion				
I am Auth	orised by the Bo	oard of Dire	ctors of the	company vide r	resolution no	08	dated	d 09/02/2022	
	YYYY) to sign th t of the subject r							rules made thereur declare that:	nder
					,			information materi maintained by the	
2.	All the required	attachment	s have beer	completely and	d legibly attach	ed to this form	١.		
	tention is also ent for fraud, p		•		,		•	s Act, 2013 which ly.	provide fo
To be dig	gitally signed b	у							
Director									
DIN of the	e director		00400079						
To be diç	gitally signed b	у							
Comp	any Secretary								
○ Comp	any secretary in	practice							
Members	hip number	66485		Certific	cate of practice	number			
	Attachments						ı	List of attachmen	ts
	1. List of share	holders, de	benture hol	ders		Attach			
	2. Approval lette	er for exten	sion of AGN	1;		Attach			
	3. Copy of MG1	T-8;				Attach			
	4. Optional Atta	chement(s)), if any			Attach			
								Remove attachm	ent
	M	odify		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



DRAFT

FORM NO. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rules 11(2) of companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of Makers Laboratories Limited (the company) CIN No. L24230MH1984PLC033389 having its Registered Office at Plot No. 54D, Kandivli Industrial Estate, Kandivli (W), Mumbai - 400 067 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 our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents and considering the relaxations granted by the Ministry of Corporate Affairs warranted due to the spread of the COVID-19 pandemic we 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 generally complied with provisions of the Act &Rules made thereunder in respect of :
- 1. its status under the Act.
- 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies;
- 4. calling/convening/holding meetings of Board of Directors, committees 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, have been properly recorded in the Minute Book/ registers maintained for the purpose and the same have been signed;

No circular resolutions or resolutions through postal ballot were passed during the year;

- 5. closure of Register of Members;
- 6. no advances/loans have been made to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7. there were no contracts/arrangements with related parties as specified in section 188 of the Act except the transactions in the ordinary course of business and which were at arms length basis;
- 8. transfer or transmission of shares, issue and allotment of shares;
 - there was no buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/ securities during the year.
- 9. keeping in abeyance the rights to dividend, pending registration of transfer of shares in compliance with the provisions of the Act;
- 10. No dividend was declared during the year;
 - there was no unclaimed or unpaid dividend or other amounts which was required to be transferred to Investor Education and Protection Fund;
- 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;
- 12. constitution/appointment/re-appointments/retirement/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13. appointment / re-appointment of auditors as per the provisions of section 139 of the Act;
- 14. no approvals was required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15. the Company has not accepted any Fixed Deposits during the year;
- 16. borrowings from public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect;
 - there were no borrowings from directors and members during the year;

- 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;
- 18. there had been no alteration of the provisions of the Memorandum and/ or Articles of Association of the Company during the year.

Place: Mumbai

For Parikh & Associates

Date:

Signature:

Name of Company Secretary: Jigyasa N Ved

C. P. No.: 6018

UDIN:

P. R. No.: 1129/2021

This Report is to be read with our letter of even date which is annexed as Annexure A to Form MGT-8 and Forms an integral part of this report.

'Annexure A to Form MGT-8'

To,

Makers Laboratories Limited

Our Certificate on the Annual Return (Form MGT-8) of even date is to be read along with this letter.

- 1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices, we followed provide a reasonable basis for our opinion.
- 3. The Compliance of the provisions of Companies Act, 2013, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of records on test basis.

Place: Mumbai

For Parikh & Associates

Date:

Signature:

Name of Company Secretary: Jigyasa N Ved

C. P. No.: 6018

UDIN:

P. R. No.: 1129/2021