Annexure-1

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended 31-03-2019

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN	L85110KA1987PLC008739
Registration Date	20-11-1987
Name of the Company	SHILPA MEDICARE LIMITED
Category/Sub-Category of the Company	Company Limited by Shares/ Indian Non-Government Company
Address of the Registered office and contact details	# 12-6-214/A-1, Shilpa House, Hyderabad Road, Raichur, Karnataka - 584 135, India Phone: 08532-238704; Fax: 08532-238876 e-mail id: info@vbshilpa.com Website: www.vbshilpa.com
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer	M/s. Karvy Fintech Pvt. Ltd., Karvy Selenium Tower B, Plot No 31 & 32 Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500 032, India Phone: 040-67161500 Fax: 040-23001153

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Business activities contributing 10 % or more of the total turnover of the Company

S.No.	Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the company
1	Pharmaceuticals	210	100

III. PARTICULARS OF HOLDING OF SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

S. No.	Name and Address of The company	CIN/GLN	Holding/Subsidiary/ Joint Ventures/Associate	% of shares held	Applicable Section
1	Raichem Medicare Private Limited Plot No 24,25,26 & 26p, Raichur Industrial Growth Centre, Chicksugur Village, Karnataka- 584134.	U24232KA2009PTC049999	Associate	Equity Shares 26 Preference Shares: NIL	2(6)
2	Shilpa Therapeutics Private Limited (Formerly known as Nu Therapeutics Private Limited) Plot No.118, Phase-III, IDA, Cherlapalli, Hyderabad, Telangana- 500051	U24239TG2004PTC043005	Wholly Owned Subsidiary Company	Equity Shares: 100 Preference Shares 100	2(87) (ii)

S. No.	Name and Address of The company	CIN/GLN	Holding/Subsidiary/ Joint Ventures/Associate	% of shares held	Applicable Section
3.	INM Technologies Private Limited # 4, T M Industrial Estate,12th KM, Mysore Road, Bangalore, Karnataka-560059	U73100KA2015PTC078494	Subsidiary	Equity Shares 75.00 Preference shares 100.00	2(87) (ii)
4.	Reva Medicare Private Limited #12-6-214/A-1, Hyderabad Road, Raichur, Karnataka-585135	U24248KA2016PTC086047	Joint Venture	Equity Shares 50.01	2(6)
5.	Zatortia Holdings Limited 70 Kennedy Ave., Papavassiliou Bldg, 4th Floor, 1076 Nicosia, Cyprus	Not Applicable	Wholly owned Subsidiary	100.00	2(87) (ii)
6.	Makindus Inc., USA 206 Avondale Drive, North Wales, Pennsylvania 19454	Not Applicable	Subsidiary	55.78	2(87) (ii)
7.	Koanaa Healthcare Limited 4th Floor, Cavendish House, 369 Burnt Oak Broadway, Edgware, Middlesex, England HA8 5AW, UK	Not Applicable	Wholly owned Subsidiary	100.00	2(87) (ii)
8.	Loba Feinchemie GmbH Fehrgasse 7, 2401-Fischamend, Austria.	Not Applicable	Step-Down Subsidiary	99.99	2(87) (ii)
9.	Reva Pharmachem Private Limited #12-6-214/A1, Hyderabad Road, Raichur-584135.	U24232KA2009PTC051596	Associate	Equity Shares 33.33	2(6)
10.	Maia Pharmaceuticals Inc, USA 2711 Centerville Road, Suite 400, City of Wilmington, County of New Castle, Delaware 19808.	Not Applicable	Associate	34.792	2(6)
11	Koanaa Healthcare GmbH Fehrgasse 7, 2401 Fischamend, Austria	Not Applicable	Wholly owned Subsidiary	100.00	2(87) (ii)
12	INM Nuvent Paints Private Limited 4 , TM Industrial Estate, 12th KM, Mysore Road, Bangalore-560059	U24110KA2018PTC110829	Step-Down Subsidiary	75.00	2(87) (ii)
13	Shilpa Pharma Inc. 1980 S, Easton Road, Suite 220, Doylestown, PA, 18901, Bucks County	Not Applicable	Wholly owned subsidiary	100.00	2(87)(ii)

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

i) Category-wise Shareholding.

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	43864092	-	43864092	53.80	43864092	-	43864092	53.80	-
Sub-total (A)(1):-	**43864092**	**-**	**43864092**	**53.80**	**43864092**	**-**	**43864092**	**53.80**	**-**
(2) Foreign									
Sub-total (A)(2):-	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Total shareholding of Promoter (A) = (A)(1)+ (A)(2)	**43864092**	**-**	**43864092**	**53.80**	**43864092**	**-**	**43864092**	**53.80**	**-**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	79469	-	79469	0.10	100437	-	100437	0.12	0.02
b) Banks / FI	8769	1500	10269	0.01	24459	-	24459	0.03	0.02
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs/FPIs	15330387	-	15330387	18.80	15532890	-	15532890	19.05	0.25
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
Beneficial Holdings under MGT-4	1371	-	1371	0.00	1569	-	1569	0.00	-
i) Others (specify) – OCB	6000000	-	6000000	7.36	6000000	-	6000000	7.36	-
Sub-total (B)(1):-	**21419996**	**1500**	**21421496**	**26.27**	**21659355**	**0**	**21659355**	**26.58**	**0.31**
2. Non-Institutions									
a) Bodies Corp.	4593132	-	4593132	5.63	4681088	-	4681088	5.74	0.11
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 2 lakh	7317580	570540	7888120	9.68	7076742	432124	7508866	9.21	-0.47
ii) Individual shareholders holding nominal share capital in excess of ₹ 2 lakh	-	1399994	1399994	1.72	1392994	-	1392994	1.71	-0.01
c) NBFC registered with RBI	110333	-	110333	0.14	900	-	900	0.00	-0.14
d) Others									
- Directors	134162	-	134162	0.16	134162	-	134162	0.16	0.00
- Trust	1500	-	1500	0.00	1500	-	1500	0.00	-
- IEPF	180582	-	180582	0.22	198736	-	198736	0.24	0.02
- Non -resident Indians	249204	-	249204	0.31	408965	-	408965	0.50	0.19
- Non -resident Indians Non- Repatriable	1619374	-	1619374	1.99	1634412	-	1634412	2.00	0.01
- Clearing members	60075	-	60075	0.07	36994	-	36994	0.05	-0.02
Foreign Nationals	4834	-	4834	0.01	4834	-	4834	0.01	-
Sub-total (B)(2):-	**14270776**	**1970534**	**16241310**	**19.93**	**15571327**	**432124**	**16003451**	**19.62**	**-0.31**
Total Public Shareholding (B)=(B)(1)+(B)(2)	**35690772**	**1972034**	**37662806**	**46.20**	**37230682**	**432124**	**37662806**	**46.20**	**-**
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	**79554864**	**1972034**	**81526898**	**100.00**	**81094774**	**432124**	**81526898**	**100.00**	**-**

(ii) Shareholding of Promoters

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change In shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Vishnukanth C. Bhutada	8086012	9.92	2.14	8086012	9.92	2.45	-
2	Dharmavati Bhutada	6207796	7.61	0	6207796	7.61	0	-
3	Kamal Kishore Inani	4823828	5.92	0	4823828	5.92	0	-
4	Nathmal Inani	673412	0.83	0	673412	0.83	0	-
5	Manjulata Inani	2257546	2.77	0	2257546	2.77	0	-
6	Om Prakash Inani	1072068	1.31	0.61	1072068	1.31	0.80	-
7	Kantadevi Inani	6455736	7.92	0	6455736	7.92	0	-
8	Brijgopal Inani	2174866	2.67	0.31	2174866	2.67	0.52	-
9	Keshav Bhutada	1042924	1.28	0	1042924	1.28	0	-
10	Ravi Kumar Inani	1106370	1.36	0	1106370	1.36	0	-
11	Vishnukanth C Bhutada (HUF)	1336130	1.64	0	1336130	1.64	0	-
12	Shakuntaladevi Inani	3329186	4.08	0	3329186	4.08	0	-
13	Madhav Bhutada	1236674	1.52	0	1236674	1.52	0	-
14	Ramakant Inani	1547778	1.90	1.20	1547778	1.90	1.58	-
15	Deepak Kumar Inani	1733960	2.13	0.99	1733960	2.13	1.05	-
16	Triveni Inani	294810	0.36	0	294810	0.36	0	-
17	Vishnukanta Inani	212498	0.26	0	212498	0.26	0	-
18	Taradevi Inani	249998	0.31	0	249998	0.31	0	-
19	Namrata Bhutada	22500	0.03	0	22500	0.03	0	-
	Total	**43864092**	**53.80**	**5.25**	**43864092**	**53.80**	**6.40**	**-**

(iii) Change in Promoter Shareholdings: NIL

However during the reporting period 1,55,000 (One Lakh Fifty five thousand) shares held by Mr. Omprakash Inani and Mrs. Kantadevi Inani Jointly were transferred by way of gift on 21.11.2018 to Mr. Omprakash Inani Individual. Moreover the aforesaid shares were included in the holding of Mr. Omprakash Inani being the First holder there was no change in shareholding pre and post gift of the above mentioned shares.

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) as on 31.03.2019.

S. No	Name of the Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	**TANO MAURITIUS INDIA FVCI II**				
	At the beginning of the year	6179506	7.58		
	At the end of the year			6179506	7.58
2	**BARING INDIA PRIVATE EQUITY FUND III LIMITED**				
	At the beginning of the year	6000000	7.36		
	At the end of the year			6000000	7.36
3	**PIVOTAL INDIA PRIVATE LIMITED**				
	At the beginning of the year	3225000	3.96		
	At End of the Year			3225000	3.96
4	**TA FII INVESTORS LIMITED**				
	At the beginning of the year	3025000	3.71		
	At the end of the year			3025000	3.71
5	**BARCLAYS MERCHANT BANK (SINGAPORE) LTD.**				
	At the beginning of the year	1613450	1.98		

S. No	Name of the Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the end of the year			1613450	1.98
6	**AMAL N PARIKH**				
	At the beginning of the year	1515578	1.86		
	At the end of the year			1515578	1.86
7	**DURO ONE INVESTMENTS LIMITED**				
	At the beginning of the year	1157921	1.42		
	At the end of the year			1157921	1.42
8	**BARING INDIA PRIVATE EQUITY FUND III LISTED INVESTMENTS LIMITED**				
	At the beginning of the year	1107424	1.36		
	At the end of the year			1107424	1.36
9	**CLSA GLOBAL MARKETS PTE. LTD.**				
	At the beginning of the year	959828	1.18		
	At the end of the year			959828	1.18
10	**VINAY KANOJE**				
	At the beginning of the year	489768	0.60		
	At the end of the year			489768	0.60

(v) Shareholding of Directors and Key Managerial Personnel:

S. No	Name of the director/ key managerial personnel (KMP)	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	VISHNUKANTH C. BHUTADA				
	At the beginning of the year	8086012	9.92		
	At the end of the year			8086012	9.92
2	OM PRAKASH INANI				
	At the beginning of the year	1072068	1.32		
	Sale/Transfer by way of gift*			155000	0.19
	At the end of the year			1072068	1.32
3	NAMRATA BHUTADA				
	At the beginning of the year At the end of the year	22500	0.03	22500	0.03
4	NARINDER PAL SINGH SHINH				
	At the beginning of the year	14192	0.02		
	At the end of the year			14192	0.02
5	CARLTON GERARD PEREIRA				
	At the beginning of the year	1470	0.01		
	At the end of the year			1470	0.01
6	RAJENDER SUNKI REDDY				
	At the beginning of the year	25500	0.04		
	At the end of the year			25500	0.04
7	AJEET SINGH KARAN				
	At the beginning of the year	-	-	-	-
	At the end of the year			-	-

S. No	Name of the director/ key managerial personnel (KMP)	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
8	NARESH PATWARI				
	At the beginning of the year	-	-	-	-
	At the end of the year			-	-
9	SUSHIL BAJAJ (CF0)				
	At the beginning of the year	-	-	-	-
	At the end of the year			-	-
10	MADHUSUDHAN REDDY (CS)				
	At the beginning of the year	303	0.00		
	At the end of the year			303	0.00

*During the reporting period, 1,55,000 (One Lakh Fifty-five thousand) shares held by Mr. Om Prakash Inani and Mrs. Kantadevi Inani jointly were transferred by way of gift on 21.11.2018 to Mr. Omprakash Inani individual shareholding. Moreover, as the aforesaid shares held jointly were included in the holding of Mr. Omprakash Inani, being the first holder, there was no change is shareholding pre and post gift of the above mentioned shares.

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(₹ in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				-
i) Principal Amount	18,442.08	144.06		18,586.14
ii) Interest due but not paid	Nil	-	-	Nil
iii) Interest accrued but not due	76.53	-	-	76.53
Total (i+ii+iii)	18,518.61	144.06	-	18,662.67
Change in Indebtedness during the financial year				
• Addition	7,337.37	0.96	-	7,338.32
• Reduction	7,299.25	32.85	-	7,332.11
Net Change	38.11	(31.90)		6.22
Indebtedness at the end of the financial year				
i) Principal Amount	18,504.89	111.20		18,616.09
ii) Interest due but not paid			-	Nil
iii) Interest accrued but not due	51.84	0.96	-	52.79
Total (i+ii+iii)	18,556.73	112.16	-	18,668.88

VI. REMUNERATION TO DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(₹ in Lakhs)

S. No	Particulars of Remuneration	Name of MD	Total Amount
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Mr. Vishnukanth C Bhutada	99.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961.		56.10
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit (Before Tax)		580.00
5.	Provident Fund contribution		11.88
	Perks		0.39
	Total (A)		747.37
	Ceiling as per the Act		5% of Net Profit

B. Remuneration to other Directors:

(₹ in Lakhs)

S. No	Particulars of Remuneration	Name of Directors	Total Amount
1.	Independent Directors		
	• Fee for attending board meetings	1. Carlton Gerard Pereira	0.40
		2. Narinder Pal Singh Shinh	0.20
		3. Ajeet Karan Singh	0.40
		4. Pramod Kasat	0.20
		5. Rajender Sunki Reddy	0.20
	Total (1)		1.40
2.	Other Non-Executive Directors		
	• Fee for attending board meetings	1. Omprakash Inani	0.20
		2. Namrata Bhutada	0.30
	Total (2)		0.50
	Total (B)=(1+2)		1.90
	Total Managerial Remuneration		-
	Overall Ceiling as per the Act	Within the Ceiling Limits as prescribed under the Act	

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

(₹ in Lakhs)

S. No.	Particulars of Remuneration	Sushil Bajaj (Chief financial officer)	Madhusudhan Reddy (Company Secretary)	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961. (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	40.94	6.44	47.38
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit - others, specify	-	-	-
5.	Others, please specify	-	-	-
	Total (C)	40.94	6.44	47.38

VII. PENALTIES/PUNISHMEN/COMPOUNDING OF OFFENCES:

Type	Section of The Companies Act 2013	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give Details)
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	148 read with 441	Delay in filing the cost audit report for the financial year ended 31.03.2015	₹ 25,000/- on Shilpa Medicare Limited, ₹ 10,000/- on Shri. Vishnukanth Chaturbhuj Bhutada and ₹ 10,000/- on Smt. Srujani Vasireddy	Regional Director, South East Region, Hyderabad	NIL
DEFAULT UNDER SEBI (LODR) REGULATIONS, 2015:					
Penalty	Regulation 31 read with SEBI/HO/ CFD/CMD/ CIR/P/2018/77	Delay of One day in Filing Shareholding Pattern with Recognised stock exchanges for the quarter ended 31 December, 2018	NSE: ₹ 2360 BSE: ₹ 2360	Stock Exchanges	NIL
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

For and on behalf of the Board of Directors

Sd/-
Omprakash Inani
Chairman
DIN: 01301385

Place: Raichur
Date: 13 August, 2019