

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

L24231HP1984PLC006028

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCM1083B

(ii) (a) Name of the company

MOREPEN LABORATORIES LIM

(b) Registered office address

VILLAGE MOREPEN NALAGARH ROAD NEAR BADDI
DISTT SOLAN
HIMACHAL PRADESH
Himachal Pradesh
173205

(c) *e-mail ID of the company

investors@morepen.com

(d) *Telephone number with STD code

01795276201

(e) Website

www.morepen.com

(iii) Date of Incorporation

01/12/1984

(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	BSE Limited	1
2	National Stock Exchange of India Limited	2

(b) CIN of the Registrar and Transfer Agent

U74899DL1973PLC006950

Pre-fill

Name of the Registrar and Transfer Agent

MAS SERVICES LTD

Registered office address of the Registrar and Transfer Agents

T-34, 2nd Floor,
Okhla Industrial Area, Phase - II

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM

28/09/2023

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	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

5

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	DR. MOREPEN LIMITED	U24232DL2001PLC111636	Subsidiary	100
2	TOTAL CARE LIMITED	U24246DL2000PLC105296	Subsidiary	95

3	MOREPEN DEVICES LIMITED	U33112HP2021PLC008798	Subsidiary	100
4	MOREPEN RX LIMITED	U21001HP2023PLC009940	Subsidiary	100
5	Morepen Bio Inc.		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	1,000,000,000	511,168,708	511,168,708	511,168,708
Total amount of equity shares (in Rupees)	2,000,000,000	1,022,337,416	1,022,337,416	1,022,271,416

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	1,000,000,000	511,168,708	511,168,708	511,168,708
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	2,000,000,000	1,022,337,416	1,022,337,416	1,022,271,416

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	5,000,000	0	0	0
Total amount of preference shares (in rupees)	500,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares				
Number of preference shares	5,000,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	500,000,000	0	0	0

(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	56,180,990	421,645,213	477826203	95,556,524,	955,586,40	
Increase during the year	0	33,342,505	33342505	66,685,010	66,685,010	1,379,834,34
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	21,342,505	21342505	42,685,010	42,685,010	1,103,834,34
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		12,000,000	12000000	24,000,000	24,000,000	276,000,000
Conversion of warrants into equity						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	56,180,990	454,987,718	511168708	95,623,209,	1,022,271,	
Preference shares						

At the beginning of the year	8,622,518	2,842,683	11465201	1,146,520,1	1,146,520,	
Increase during the year	0	11,465,201	11465201	1,146,520,1	1,146,520,	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		11,465,201	11465201	1,146,520,1	1,146,520,	
0.01% CCPS in lieu of existing OCPS & CRPS						
Decrease during the year	8,622,518	14,307,884	22930402	2,293,040,2	2,293,040,	0
i. Redemption of shares	8,622,518	2,842,683	11465201	1,146,520,1	1,146,520,	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	0	11,465,201	11465201	1,146,520,1	1,146,520,	
Conversion of 0.01% CCPS into Equity Shares						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE083A01026

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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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	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	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

(i) Turnover

13,388,833,000

(ii) Net worth of the Company

7,801,142,000

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	41,241,750	8.07	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)	154,129,838	30.15	0	
10.	Others	0	0	0	
	Total	195,371,588	38.22	0	0

Total number of shareholders (promoters)

35

(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	230,222,418	45.04	0	
	(ii) Non-resident Indian (NRI)	5,509,364	1.08	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	60,000	0.01	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	5,442,535	1.06	0	
4.	Banks	7,808,578	1.53	0	
5.	Financial institutions	1,723,271	0.34	0	
6.	Foreign institutional investors	4,893,371	0.96	0	
7.	Mutual funds	2,431	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	13,613,524	2.66	0	
10.	Others ((NBFC, FPI, Foreign Cos., Cl	46,521,628	9.1	0	
	Total	315,797,120	61.78	0	0

Total number of shareholders (other than promoters)

306,115

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

306,150

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

25

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS (2,053,442	0.4
THE EMERGING MARK				893,603	0.17
SPDR PORTFOLIO EME				238,705	0.04
SPDR S&P EMERGING I				226,118	0.04

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CITY OF NEW YORK GF				209,645	0.04
DIMENSIONAL EMERG				189,178	0.03
ALASKA PERMANENT				131,943	0.02
DIMENSIONAL WORLE				110,677	0.02
DIMENSIONAL EMERG				89,212	0.17
EMERGING MARKETS C				85,829	0.16
LOS ANGELES CITY EM				77,730	0.15
WORLD EX U.S. CORE I				75,587	0.14
EMERGING MARKETS T				70,849	0.13
DIMENSIONAL EMERG				59,824	0.11
CITY OF LOS ANGELES				52,942	0.1
WORLD EX U.S. TARGE				49,098	0
EMERGING MARKETS E				45,569	0
DFA INTERNATIONAL				32,060	0
WORLD ALLOCATION				30,746	0
EMERGING MARKETS T				27,770	0
DIMENSIONAL FUNDS				27,210	0
UTAH STATE RETIREM				20,241	0
DIMENSIONAL EMERG				9,927	0
CC&L Q EMERGING MA				466	0
SAINT CAPITAL FUND				85,000	

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	36	35
Members (other than promoters)	261,401	306,115
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	2	1	2	0	1.75	0
B. Non-Promoter	0	5	0	5	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	5	0	5	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	6	2	5	1.75	0

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

9

(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. Sushil Suri	00012028	Managing Director	5,501,510	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mr. Sanjay Suri	00041590	Whole-time director	3,417,240	
Mr. Manoj Joshi	00036546	Director	0	
Mr. Bhupender Raj Wad	00012096	Director	0	
Mr. Sukhcharan Singh	00041987	Director	0	
Mr. Praveen Kumar Dut	06712574	Director	0	
Dr. Savita	08764773	Director	0	
Mr. Ajay Kumar Sharma	ABKPS3952J	CFO	0	
Mr. Vipul Kumar Srivast	BUUPS0242P	Company Secretar	0	

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

1

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)
Mrs. Anju Suri	00042033	Director	22/06/2022	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	27/09/2022	287,201	60	42.74

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/05/2022	8	8	100
2	09/05/2022	8	6	75

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	27/05/2022	8	6	75
4	29/07/2022	7	7	100
5	21/09/2022	7	4	57.14
6	10/11/2022	7	6	85.71
7	02/02/2023	7	7	100
8	13/02/2023	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

43

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	05/05/2022	3	3	100
2	Audit Committee	29/07/2022	3	3	100
3	Audit Committee	10/11/2022	3	3	100
4	Audit Committee	13/02/2023	3	3	100
5	Nomination and Remuneration	05/05/2022	3	3	100
6	Nomination and Remuneration	29/07/2022	3	3	100
7	Nomination and Remuneration	10/11/2022	3	3	100
8	Nomination and Remuneration	13/02/2023	3	3	100
9	Corporate Social Responsibility	29/07/2022	3	3	100
10	Corporate Social Responsibility	10/11/2022	3	3	100

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	

1	Mr. Sushil Sur	8	8	100	35	35	100	Yes
2	Mr. Sanjay Su	8	4	50	3	2	66.67	Yes
3	Mr. Manoj Jos	8	7	87.5	31	31	100	Yes
4	Mr. Bhupende	8	8	100	11	11	100	Yes
5	Mr. Sukhchara	8	8	100	37	14	37.84	Yes
6	Mr. Praveen K	8	7	87.5	12	12	100	Yes
7	Dr. Savita	8	8	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Sushi Suri	Chairman & Mar	43,798,000	0	0	3,920,000	47,718,000
2	Mr. Sanjay Suri	Whole Time Dire	15,716,000	0	0	2,400,000	18,116,000
	Total		59,514,000	0	0	6,320,000	65,834,000

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. Ajay Kumar Sha	Chief Financial C	11,292,456	0	0	348,034	11,640,490
2	Mr. Vipul Kumar Sri	Company Secre	2,940,000	0	0	94,148	3,034,148
	Total		14,232,456	0	0	442,182	14,674,638

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Manoj Joshi	Independent Dir	0	0	0	465,000	465,000
2	Mr. Bhupender Raj	Independent Dir	0	0	0	575,000	575,000
3	Mr. Sukhcharan Sin	Independent Dir	0	0	0	625,000	625,000
4	Mr. Praveen Kumar	Independent Dir	0	0	0	545,000	545,000
5	Dr. Savita	Independent Dir	0	0	0	375,000	375,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		0	0	0	2,585,000	2,585,000

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

PD & Associates

Whether associate or fellow

Associate Fellow

Certificate of practice number

2139

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

 Digitally signed by Sushil Suri
Date: 2023.11.22 16:54:52 +05'30'

DIN of the director

To be digitally signed by

 Digitally signed by VIPUL KUMAR SRIVASTAVA
Date: 2023.11.23 09:11:34 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachement(s), if any

List of attachments

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MGT 8 2023.pdf
List of Committee Meetings 2022-23.pdf
Details of Share Transfer_FY 2022-23.pdf
Clarification Letter.pdf

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

