

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

L24239MH1949PLC007837

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACI1220M

(ii) (a) Name of the company

IPCA LABORATORIES LIMITED

(b) Registered office address

48 KANDIVLI INDUSTRIALESTATE
KANDIVALI (W)
MUMBAI
Maharashtra
400067

(c) *e-mail ID of the company

harish.kamath@ipca.com

(d) *Telephone number with STD code

02266474444

(e) Website

www.ipca.com

(iii) Date of Incorporation

19/10/1949

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government c 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 Ltd.	1
2	The National Stock Exchange of India Ltd.	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(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 02/09/2021

(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 15

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	IPCA PHARMA NIGERIA LTD.		Subsidiary	100
2	IPCA PHARMACEUTICALS INC.		Subsidiary	100

3	IPCA LABORATORIES (UK) LTD.		Subsidiary	100
4	ONYX SCIENTIFIC LIMITED		Subsidiary	100
5	IPCA PHARMA (AUSTRALIA) PT		Subsidiary	100
6	IPCA PHARMA (NZ) PTY. LTD		Subsidiary	100
7	IPCA PHARMACEUTICALS LTD.		Subsidiary	100
8	PISGAH LABS INC.		Subsidiary	100
9	BAYSHORE PHARMACEUTICAL		Subsidiary	80
10	TONIRA EXPORTS LIMITED	U51909MH1995PLC248308	Subsidiary	100
11	AVIK PHARMACEUTICALS LIMIT	U99999MH1979PLC021711	Associate	48.99
12	CCPL SOFTWARE PRIVATE LIM	U74999MH1995PTC092000	Associate	28.95
13	TROPHIC WELLNESS PRIVATE L	U24100MH2010PTC206526	Associate	39.26
14	KREBS BIOCHEMICALS AND INI	L24110AP1991PLC103912	Associate	44.67
15	RAMDEV CHEMICAL PRIVATE L	U24200MH1999PTC120863	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	285,000,000	128,133,204	128,133,204	126,852,109
Total amount of equity shares (in Rupees)	570,000,000	256,266,408	256,266,408	253,704,218

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Number of equity shares	285,000,000	128,133,204	128,133,204	126,852,109
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	570,000,000	256,266,408	256,266,408	253,704,218

(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	854,052	125,498,057	126352109	252,704,218	252,704,218	
Increase during the year	0	578,046	578046	1,156,092	1,156,092	476,500,000
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	500,000	500000	1,000,000	1,000,000	476,500,000
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		78,046	78046	156,092	156,092	
conversion from physical						
Decrease during the year	78,046	0	78046	156,092	156,092	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	78,046		78046	156,092	156,092	
conversion to demat						
At the end of the year	776,006	126,076,103	126852109	253,704,218	253,704,218	
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	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

INE571A01020

(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		17/09/2020	
Date of registration of transfer (Date Month Year)			
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

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

(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

51,391,600,000

(ii) Net worth of the Company

47,527,200,000

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	11,022,027	8.69	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)	47,694,209	37.6	0	
10.	Others		0	0	
	Total	58,716,236	46.29	0	0

Total number of shareholders (promoters)

17

(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	11,083,731	8.74	0	
	(ii) Non-resident Indian (NRI)	797,200	0.63	0	
	(iii) Foreign national (other than NRI)	200	0	0	
2.	Government				
	(i) Central Government	355,577	0.28	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	4,617,795	3.64	0	
4.	Banks	5,065	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	362,283	0.29	0	
7.	Mutual funds	26,444,634	20.85	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	960,897	0.76	0	
10.	Others Office Bearers, Nbfcs, Trusts,	23,508,491	18.53	0	

	Total	68,135,873	53.72	0	0
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Total number of shareholders (other than promoters) 103,854

Total number of shareholders (Promoters+Public/
Other than promoters) 103,871

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company 5

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EATON VANCE TRUST	DEUTSCHE BANK AG DB HOUSE, H			9,448	0.01
CITIGROUP GLOBAL M	CITIBANK N.A. CUSTODY SERVICES			133,585	0.11
NORTHERN TRUST GL	CITIBANK N.A. CUSTODY SERVICES			104,320	0.08
FLEMING FUND MANA	DEUTSCHE BANK AG. GROUND FL			4,000	0
THE BOEING COMPAN	JPMORGAN CHASE BANK N.A. IND			110,930	0.09

**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	17	17
Members (other than promoters)	85,164	103,854
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	3	0	3	0	3.58	0
B. Non-Promoter	1	4	1	4	0.04	0.01
(i) Non-Independent	1	0	1	0	0.04	0
(ii) Independent	0	4	0	4	0	0.01
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	4	4	4	4	3.62	0.01

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)
MR. PREMCHAND GOI	00012691	Managing Director	2,907,340	
MR. AJIT KUMAR JAIN	00012657	Managing Director	51,000	
MR. PRANAY GODHA	00016525	Whole-time director	850,495	
MR. PRASHANT GODH	00012759	Whole-time director	784,322	
MR. ANAND T. KUSRE	00818477	Director	0	
MR. DEV PARKASH YA	00778976	Director	14,629	
DR. MANISHA PREMN	05280048	Director	0	
MR. KAMAL KISHORE	00194986	Director	850	
MR. AJIT KUMAR JAIN	AADPJ2602A	CFO	51,000	
MR. HARISH KAMATH	AAAPK9534H	Company Secretary	100	

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

0

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)

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	17/09/2020	107,854	83	36.68

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	16/06/2020	8	8	100
2	10/08/2020	8	8	100
3	02/09/2020	8	8	100
4	07/11/2020	8	8	100
5	04/02/2021	8	8	100
6	22/03/2021	8	8	100

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 Committee	16/06/2020	4	4	100
2	Audit Committee	10/08/2020	4	4	100
3	Audit Committee	07/11/2020	4	4	100
4	Audit Committee	04/02/2021	4	4	100
5	Audit Committee	22/03/2021	4	4	100
6	Nomination and Remuneration	16/06/2020	4	4	100
7	Nomination and Remuneration	30/12/2020	4	4	100
8	Nomination and Remuneration	04/02/2021	4	4	100
9	Stakeholders Forum	16/06/2020	4	4	100

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
10	Risk Management	02/09/2020	4	4	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	02/09/2021
								(Y/N/NA)
1	MR. PREMCHAND	6	6	100	4	4	100	Yes
2	MR. AJIT KUMAR	6	6	100	5	5	100	Yes
3	MR. PRANAY GOD	6	6	100	1	1	100	Yes
4	MR. PRASHANT G	6	6	100	9	9	100	Yes
5	MR. ANAND T	6	6	100	8	8	100	Yes
6	MR. DEV PAR	6	6	100	11	11	100	Yes
7	DR. MANISHA	6	6	100	4	4	100	Yes
8	MR. KAMAL K	6	6	100	9	9	100	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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MR. PREMCHAND	CHAIRMAN & M	36,300,000	54,450,000	0	17,167,193	107,917,193
2	MR. AJIT KUMAR J	JOINT MANAGI	18,000,000	27,000,000	0	19,463,230	64,463,230
3	MR. PRANAY GOD	EXECUTIVE DIR	8,400,000	16,800,000	0	7,207,891	32,407,891
4	MR. PRASHANT G	EXECUTIVE DIR	7,800,000	15,600,000	0	7,001,007	30,401,007
	Total		70,500,000	113,850,000	0	50,839,321	235,189,321

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MR. HARISH KAMA	COMPANY SEC	12,552,259	0	0	154,596	12,706,855
	Total		12,552,259	0	0	154,596	12,706,855

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. ANAND T. KUS	NON-EXECUTIV	0	0	0	1,050,000	1,050,000
2	MR. DEV PARKASH	NON-EXECUTIV	0	0	0	1,200,000	1,200,000
3	DR. MANISHA PRE	NON-EXECUTIV	0	0	0	850,000	850,000
4	MR. KAMAL KISHC	NON-EXECUTIV	0	0	0	1,100,000	1,100,000
	Total		0	0	0	4,200,000	4,200,000

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

JIGYASA N VED

Whether associate or fellow

Associate Fellow

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.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... 0 dated 18/10/2006

(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

AJIT
KUMAR
JAIN
Digitally signed by
AJIT KUMAR JAIN
Date: 2021.09.17
10:08:11 +0530

DIN of the director

00012657

To be digitally signed by

Harish
Pandurang
Kamath
Digitally signed by
Harish Pandurang
Kamath
Date: 2021.09.17
10:09:28 +0530

Company Secretary

Company secretary in practice

Membership number

6792

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

List of attachments

Attach
Attach
Attach
Attach

Committee Meeting Details Ipca Laboratori
Ipca Laboratories LimitedSHT.pdf
MGT-7 FII FPI details.pdf
MGT-8-Certificate.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

Ipca Laboratories Ltd.

Details of Committee Meetings as per point no. IX (C)

Number of meetings held: 13 (Thirteen)

Sr. 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	16/06/2020	4	4	100
2	Audit Committee	10/08/2020	4	4	100
3	Audit Committee	07/11/2020	4	4	100
4	Audit Committee	04/02/2021	4	4	100
5	Audit Committee	22/03/2021	4	4	100
6	Nomination and Remuneration Committee	16/06/2020	4	4	100
7	Nomination and Remuneration Committee	30/12/2020	4	4	100
8	Nomination and Remuneration Committee	04/02/2021	4	4	100
9	Stakeholders Relationship Committee	16/06/2020	4	4	100
10	Risk Management Committee	02/09/2020	4	4	100
11	Corporate Social Responsibility Committee	16/06/2020	4	4	100
12	Corporate Social Responsibility Committee	07/11/2020	4	4	100
13	Corporate Social Responsibility Committee	04/02/2021	4	4	100

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office

111, 11th Floor, Sai-Dwar CHS Ltd
Sab TV Lane, Opp Laxmi Industrial Estate,
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400053
Tel No 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

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 **Ipca Laboratories Limited** (the company) CIN No. L24239MH1949PLC007837 having its Registered Office at **48, Kandivali Industrial Estate, Kandivali (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, 2021**. 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 including the circular resolutions, have been properly recorded in the Minute Book / registers maintained for the purpose and the same have been signed;

there were no resolutions passed through postal ballot;
 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;

Continuation Sheet

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. issue or allotment or transfer or transmission or buy back 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; as applicable
9. keeping in abeyance the rights to dividend, pending registration of transfer of shares in compliance with the provisions of the Act;
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;
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; as applicable;
13. appointment / re-appointment of auditors as per the provisions of section 139 of the Act;
14. No approvals were required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act, as applicable;
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
Date : 16.09.2021
UDIN No. : F006488C000956052

For Parikh & Associates
Company Secretaries

Signature: JIGYASA Digitally signed by
NILESH VED Date: 2021.09.16
16:05:23 +05'30'

Name of Company Secretary: Jigyasa N Ved
C.P.No. : 6018
PR No.: 1129/2020

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,
Ipca 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
Date : 16.09.2021
UDIN No. : F006488C000956052

For Parikh & Associates
Company Secretaries

Signature: JIGYASA NILESH VED
Digitally signed by
JIGYASA NILESH VED
Date: 2021.09.16
11:06:54 +05:30

Name of Company Secretary: Jigyasa N Ved
C.P.No. : 6018
PR No.: 1129/2020