

MGT-9 - EXTRACT OF ANNUAL RETURN
As on financial year ended on 31st March 2020
[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	:	L24110GJ1969PLC001590
Registration Date	:	31/05/1969
Name of the Company	:	THEMIS MEDICARE LIMITED
Category / Sub-Category of the Company	:	Company Limited by shares/Indian Non-Government Company
Address of the Registered office and contact details	:	PLOT NO 69-A, GIDC IND ESTATE, VAPI, DIST- VALSAD, Gujarat-396195 ■ Contact Details: Tel: 91-22-67607080; Fax: 91-22-67607019 ■ Email: themis@themismedicare.com ■ Website: www.themismedicare.com
Whether listed company	:	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any:	:	Link Intime India Pvt. Ltd, C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai, Maharashtra, 400083 Tel : +91 22 - 49186000 Fax : +91 22 – 49186060 E-mail : rnt.helpdesk@linkintime.co.in Web site : www.linkintime.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Manufacture of pharmaceuticals & medicinal chemical	2100	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name, CIN & address of the Company	Subsidiary / Associate Company	% of shares held	Applicable section
1	Artemis Biotech Ltd. (CIN: U24233MH2011PLC212359) 11/12, Udyog Nagar, S.V.Road, Goregaon – West, Mumbai-400104, Maharashtra.	Subsidiary Company	95%	Sections 2(46) and 2(87) of Companies Act, 2013.
2	Themis Lifestyle Pvt. Ltd. (CIN:U33111MH2010PTC209797) 11/12, Udyog Nagar, S.V.Road, Goregaon – West, Mumbai-400104, Maharashtra.	Subsidiary Company	99%	Sections 2(46) and 2(87) of Companies Act, 2013.
3	Carpo Medical Ltd. (Parkhill Business Centre Walton Road, Wetherby, Leeds, West Yorkshire, United Kingdom, LS22 5DZ)	Subsidiary Company	100%	Sections 2(46) and 2(87) of Companies Act, 2013.
4	Gujarat Themis Biosyn Ltd. (CIN: L24230GJ1981PLC004878) Plot NO. 69-A, G.I.D.C. Industrial Estate, Vapi, Dist-Valsad-396 195, Gujarat.	Associate Company	23.19%	Section 2(6) of Companies Act, 2013.
5	Long Island Nutritionals. Pvt. Ltd. (CIN: U15500MH1995PTC087434) SSI Development Co-op. Society Ltd., Plot No. - 7, Gala No.102, Udyog Nagar, S.V. Road, Goregaon West, Mumbai- 400104, Maharashtra.	Associate Company	37.14%	Section 2(6) of Companies Act, 2013
6	Richter Themis Medicare (India) Pvt. Ltd. (CIN: U24230GJ2004PTC044969) Plot NO. 69-A, G.I.D.C. Industrial Estate, Vapi, Dist-Valsad-396 195, Gujarat.	Joint Venture	49%	Section 2(6) of Companies Act, 2013

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):

A. CATEGORY-WISE SHARE HOLDING:

Sr No	Category of Shareholders	Shareholding at the beginning of the year - 2019				Shareholding at the end of the year - 2020				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									
[1]	Indian									
(a)	Individuals / Hindu Undivided Family	2854041	0	2854041	31.0866	2854145	0	2854145	31.0639	-0.0227
(b)	Central Government / State Government(s)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Financial Institutions / Banks	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Any Other (Specify)									
	Bodies Corporate	2442946	0	2442946	26.6089	2442946	0	2442946	26.5885	-0.0204
	Sub Total (A)(1)	5296987	0	5296987	57.6955	5297091	0	5297091	57.6523	-0.0432
[2]	Foreign									
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(b)	Government	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Institutions	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Foreign Portfolio Investor	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Any Other (Specify)									
	Bodies Corporate	884308	0	884308	9.6320	884308	0	884308	9.6246	-0.0074
	Sub Total (A)(2)	884308	0	884308	9.6320	884308	0	884308	9.6246	-0.0074
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	6181295	0	6181295	67.3275	6181399	0	6181399	67.2769	-0.0506
(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	0	0	0	0.0000	0	0	0	0.0000	0.0000
(b)	Venture Capital Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Alternate Investment Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Foreign Venture Capital Investors	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Foreign Portfolio Investor	0	0	0	0.0000	0	0	0	0.0000	0.0000
(f)	Financial Institutions / Banks	0	1000	1000	0.0109	20	1000	1020	0.0111	0.0002
(g)	Insurance Companies	0	0	0	0.0000	0	0	0	0.0000	0.0000
(h)	Provident Funds/ Pension Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(i)	Any Other (Specify)									
	Sub Total (B)(1)	0	1000	1000	0.0109	20	1000	1020	0.0111	0.0002
[2]	Central Government/ State Government(s)/ President of India									
	Central Government / State Government(s)	0	0	0	0	0	0	0	0	0.0000
	Sub Total (B)(2)	0	0	0	0.0000	0	0	0	0.0000	0.0000

[3]	Non-Institutions									
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh.	936189	81854	1017773	11.0857	931204	79232	1010436	10.9974	-0.0883
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	1035807	20000	1055807	11.5000	1189192	20000	1209192	13.1606	1.6606
(b)	NBFCs registered with RBI	2700	0	2700	0.0294	0	0	0	0.0000	0.0294
(d)	Overseas Depositories(holding DRs) (balancing figure)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Any Other (Specify)									
	IEPF	31604	0	31604	0.3442	31604	0	31604	0.3440	-0.0002
	Independent Relatives Of Director	2100	0	2100	0.0229	2100	0	2100	0.0229	0.0000
	Hindu Undivided Family	178754	166	178920	1.9488	169264	114	169378	1.8435	-0.1053
	Non Resident Indians (Non Repat)	208061	0	208061	2.2662	206865	0	206865	2.2515	-0.0147
	Non Resident Indians (Repat)	9544	36200	45744	0.4982	4833	33200	38033	0.4139	-0.0843
	Independent Director	10400	200	10600	0.1155	5000	200	5200	0.0566	-0.0589
	Clearing Member	22799	0	22799	0.2483	852	0	852	0.0093	-0.2390
	Bodies Corporate	421439	1100	422539	4.6023	330813	1100	331913	3.6125	-0.9898
	Sub Total (B)(3)	2859397	139250	2998647	32.6616	2871727	133846	3005573	32.7120	0.0504
	Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)	2859397	140250	2999647	32.6725	2871747	134846	3006593	32.7231	0.0506
	Total (A)+(B)	9040692	140250	9180942	100.0000	9053146	134846	9187992	100.0000	0.0000
(C)	Non Promoter - Non Public									
[1]	Custodian/DR Holder	0	0	0	0.0000	0	0	0	0.0000	0.0000
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0.0000	0	0	0	0.0000	0.0000
	Total (A)+(B)+(C)	9040692	140250	9180942	100.0000	9053146	134846	9187992	100.0000	

B. SHAREHOLDING OF PROMOTERS :

Sr No	Shareholder's Name	Shareholding at the beginning of the year - 2019			Shareholding at the end of the year - 2020			% change in shareholding during the year
		No. of Shares held	% of total Shares of the Company	%of Shares Pledged /encumbered to total shares	No.of Shares Held	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	
1	VIVIDHMARGI INVESTMENTS PRIVATE LTD.	1452842	15.8245	'0.0000	1452842	15.8124	0.0000	-0.0121
2	GEDEON RICHTER INVESTMENT MANAGEMENT LTD.	884308	9.6320	'0.0000	884308	9.6246	0.0000	-0.0074
3	VIVIDH DISTRIBUTORS PRIVATE LTD.	716100	7.7999	'0.0000	716100	7.7939	0.0000	-0.0060
4	DINESH SHANTILAL PATEL	871953	9.4974	0.0000	872057	9.4913	'0.0000	-0.0061
5	JAYSHREE D PATEL	667664	7.2723	0.0000	667664	7.2667	0.0000	-0.0056

6	SACHIN DINESH PATEL	551655	6.0087	'0.0000	551655	6.0041	0.0000	-0.0046
7	REENA S PATEL	371491	4.0463	'0.0000	371491	4.0432	'0.0000	'-0.0031
8	THEMIS DISTRIBUTORS PRIVATE LTD.	274004	2.9845	'0.0000	274004	2.9822	'0.0000	'-0.0023
9	ANAY RUPEN CHOKSI	117689	1.2819	'0.0000	117689	1.2809	'0.0000	'-0.0010
10	NYSHA RUPEN CHOKSI	117689	1.2819	'0.0000	117689	1.2809	'0.0000	'-0.0010
11	DINESH S PATEL HUF	98900	1.0772	'0.0000	98900	1.0764	'0.0000	'-0.0008
12	SHANTILAL DAHYABHAI PATEL . .	55800	'0.6078	'0.0000	55800	0.6073	'0.0000	'-0.0005
13	RUPEN ASHWIN CHOKSI	1200	'0.0131	'0.0000	1200	'0.0131	'0.0000	'0.0000
	Total	6181295	'67.3275	'0.0000	6181399	'67.2769	'0.0000	'-0.0506

C. CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE):

Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2019		Transactions during the year		Cumulative Shareholding at the end of the year - 2020	
		NO. OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	VIVIDHMARGI INVESTMENTS PRIVATE LTD.	1452842	15.8124			1452842	15.8124
	AT THE END OF THE YEAR					1452842	15.8124
2	GEDEON RICHTER INVESTMENT MANAGEMENT LTD.	884308	9.6246			884308	9.6246
	AT THE END OF THE YEAR					884308	9.6246
3	DINESH SHANTILAL PATEL	872265	9.4935			872265	9.4935
	Transfer			05 Apr 2019	(312)	871953	9.4901
	Transfer			19 Apr 2019	104	872057	9.4913
	AT THE END OF THE YEAR					872057	9.4913
4	VIVIDH DISTRIBUTORS PRIVATE LTD.	716100	7.7939			716100	7.7939
	AT THE END OF THE YEAR					716100	7.7939
5	JAYSHREE D PATEL	667664	7.2667			667664	7.2667
	AT THE END OF THE YEAR					667664	7.2667
6	SACHIN DINESH PATEL	551655	6.0041			551655	6.0041
	AT THE END OF THE YEAR					551655	6.0041
7	REENA S PATEL	371491	4.0432			371491	4.0432
	AT THE END OF THE YEAR					371491	4.0432
8	THEMIS DISTRIBUTORS PRIVATE LTD.	274004	2.9822			274004	2.9822
	AT THE END OF THE YEAR					274004	2.9822
9	ANAY RUPEN CHOKSI	117689	1.2809			117689	1.2809
	AT THE END OF THE YEAR					117689	1.2809
10	NYSHA RUPEN CHOKSI	117689	1.2809			117689	1.2809

	AT THE END OF THE YEAR					117689	1.2809
11	DINESH S PATEL HUF	98900	1.0764			98900	1.0764
	AT THE END OF THE YEAR					98900	1.0764
12	SHANTILAL DAHYABHAI PATEL . .	55800	0.6073			55800	0.6073
	AT THE END OF THE YEAR					55800	0.6073
13	RUPEN ASHWIN CHOKSI	1200	0.0131			1200	0.0131
	AT THE END OF THE YEAR					1200	0.0131

D. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2019		Transactions during the year		Cumulative Shareholding at the end of the year - 2020	
		NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	DINESH SHANTILAL PATEL	872057	9.4913			872057	9.4913
	Transfer			05 Apr 2019	(104)	871953	9.4901
	Transfer			19 Apr 2019	104	872057	9.4913
	AT THE END OF THE YEAR					872057	9.4913
2	ANUJ ANANTRAI SHETH	450000	4.8977			450000	4.8977
	AT THE END OF THE YEAR					450000	4.8977
3	ZAFAR AHMADULLAH	161907	1.7622			161907	1.7622
	AT THE END OF THE YEAR					161907	1.7622
4	RAJIV M DOSHI	115000	1.2516			115000	1.2516
	AT THE END OF THE YEAR					115000	1.2516
5	URJITA J MASTER	150000	1.6326			150000	1.6326
	Transfer			08 Nov 2019	(250)	149750	1.6298
	Transfer			15 Nov 2019	(250)	149500	1.6271
	Transfer			06 Dec 2019	(18394)	131106	1.4269
	Transfer			20 Dec 2019	(1256)	129850	1.4133
	Transfer			27 Dec 2019	(3350)	126500	1.3768
	Transfer			31 Dec 2019	(500)	126000	1.3714
	Transfer			03 Jan 2020	(1750)	124250	1.3523
	Transfer			10 Jan 2020	(500)	123750	1.3469
	Transfer			17 Jan 2020	(2918)	120832	1.3151
	Transfer			24 Jan 2020	(2582)	118250	1.2870
	Transfer			31 Jan 2020	(758)	117492	1.2788
	Transfer			07 Feb 2020	(1122)	116370	1.2665
	Transfer			14 Feb 2020	(2760)	113610	1.2365

	Transfer			21 Feb 2020	(1009)	112601	1.2255
	Transfer			28 Feb 2020	(601)	112000	1.2190
	Transfer			06 Mar 2020	(5637)	106363	1.1576
	Transfer			13 Mar 2020	(787)	105576	1.1491
	Transfer			27 Mar 2020	(92)	105484	1.1481
	AT THE END OF THE YEAR					105484	1.1481
6	ALTITUDE INVESTMENTS PVT LTD	0	0.0000			0	0.0000
	Transfer			13 Mar 2020	80000	80000	0.8707
	Transfer			20 Mar 2020	20000	100000	1.0884
	AT THE END OF THE YEAR					100000	1.0884
7	KAMLESH N SHAH	0	0.0000			0	0.0000
	Transfer			14 Jun 2019	43323	43323	0.4715
	Transfer			31 Dec 2019	(40000)	3323	0.0362
	Transfer			07 Feb 2020	20000	23323	0.2538
	Transfer			14 Feb 2020	40000	63323	0.6892
	AT THE END OF THE YEAR					63323	0.6892
8	AKSHAY JAYANTILAL DOSHI	60000	0.6530			60000	0.6530
	AT THE END OF THE YEAR					60000	0.6530
9	PROGRESSIVE SHARE BROKERS PRIVATE LIMITED	39294	0.4277			39294	0.4277
	Transfer			07 Jun 2019	(29000)	10294	0.1120
	Transfer			29 Jun 2019	(10194)	100	0.0011
	Transfer			27 Mar 2020	43194	43294	0.4712
	AT THE END OF THE YEAR					43294	0.4712
10	NEEPA K SHAH	0	0.0000			0	0.0000
	Transfer			14 Jun 2019	42258	42258	0.4599
	Transfer			31 Dec 2019	(40000)	2258	0.0246
	Transfer			14 Feb 2020	40000	42258	0.4599
	AT THE END OF THE YEAR					42258	0.4599
11	NIMESH ARVIND DOSHI	40000	0.4354			40000	0.4354
	AT THE END OF THE YEAR					40000	0.4354
12	OPPORTUNE ADVISORY SERVICES LLP	100000	1.0884			100000	1.0884
	Transfer			13 Mar 2020	(100000)	0	0.0000
	AT THE END OF THE YEAR					0	0.0000
13	IIFL SECURITIES LIMITED	85581	0.9314			85581	0.9314
	Transfer			19 Jul 2019	(85541)	40	0.0004
	Transfer			26 Jul 2019	50	90	0.0010
7	Transfer			09 Aug 2019	151	241	0.0026
	Transfer			16 Aug 2019	(88)	153	0.0017
	Transfer			23 Aug 2019	(116)	37	0.0004
	Transfer			30 Sep 2019	(33)	4	0.0000

	Transfer			04 Oct 2019	(2)	2	0.0000
	Transfer			11 Oct 2019	(1)	1	0.0000
	Transfer			25 Oct 2019	24	25	0.0003
	Transfer			13 Dec 2019	20	45	0.0005
	Transfer			31 Dec 2019	(42)	3	0.0000
	Transfer			03 Jan 2020	51	54	0.0006
	AT THE END OF THE YEAR					0	0.0000

- Note:**
1. Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 9187992 Shares.
 2. The details of holding has been clubbed based on PAN.
 3. % of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year.

E. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sl. No.	For each of the Directors and KMP	Shareholding at the beginning of the year - 01.04.2019		Cumulative Shareholding during the year 31.03.2020	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of th Company
1	Mr. Hoshang N. Sinor (Independent Director)				
	At the beginning of the year	7100	0.077	-	-
	Increase / Decrease in Share holding during the year	-	-	-	-
	At the End of the year	-	-	7100	0.077
2	Mr. Humayun Dhanrajgir (Independent Director)				
	At the beginning of the year	-	-	-	-
	Increase / Decrease in Share holding during the year	-	-	-	-
	At the End of the year	-	-	-	-
3	Mr. Rajneesh Anand (Non-Executive Director)				
	At the beginning of the year	5600	0.061	-	-
	Increase in Share holding during the year (ESOP Share)	-	-	1650	0.017
	At the End of the year	-	-	7250	0.079
4	Mr. Vijay Agarwal (Independent Director)				
	At the beginning of the year	-	-	-	-
	Increase / Decrease in Share holding during the year	-	-	-	-
	At the End of the year	-	-	-	-
6	Mr. Hariharan Subramaniam (Independent Director)				
	At the beginning of the year	-	-	-	-
	Increase / Decrease in Share holding during the year	-	-	-	-
	At the End of the year	-	-	-	-
7	Mrs. Jayshree Dinesh Patel (Whole – Time Director)				
	At the beginning of the year	667664	7.27		

	Decrease in Share holding during the year				
	At the End of the year	-	-	667664	7.27
9	Mr. Lajos Kovacs (Non-Executive Director/Promoter)				
	At the beginning of the year	-	-	-	-
	Increase / Decrease in Share holding during the year	-	-	-	-
	At the End of the year	-	-	-	-
10	Dr. Gabor Gulacsi (Additional Director/Promoter) (Appointed w.e.f.29.03.2019)				
	At the beginning of the year	-	-	-	-
	Increase / Decrease in Share holding during the year	-	-	-	-
	At the End of the year	-	-	-	-
11	Dr. Sachin D. Patel (Managing Director & CEO)				
	At the beginning of the year	551655	6.01	-	-
	Increase / Decrease in Share holding during the year				
	At the End of the year			551655	6.00
12	Dr. Dinesh S. Patel (Executive Vice Chairman)				
	At the beginning of the year	872057	9.50	-	-
	Increase / Decrease in Share holding during the year			(104)	0.00
				104	0.00
	At the End of the year			872057	9.49
13	Mrs. Reena Sachin Patel (Alternate Director to Mr. Lajos Kovacs)				
	At the beginning of the year	371491	4.05	-	-
	Increase / Decrease in Share holding during the year	-	-		
	At the End of the year	-	-	371491	4.04
15	Mr. Sangameshwar Iyer Company Secretary				
	At the beginning of the year	-	-	-	-
	Increase / Decrease in Share holding during the year	-	-	-	-
	At the End of the year	-	-	-	-
15	Mr. Tushar Dalal (Chief Financial Officer)				
	At the beginning of the year	4545	0.05	-	-
	Increase in Share holding during the year (ESOP Shares)			1155	0.012
	At the End of the year	-	-	5700	0.062

V. **INDEBTEDNESS:**

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

(Rs. In Lakhs)

Particulars	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	5500.90	2679.39	-	8180.29

i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	5500.90	2679.39	-	8180.29
Change in Indebtedness during the financial year				
Addition	389.04	1367.05	-	1756.09
Reduction				
Net Change	389.04	1367.05	-	1756.09
Indebtedness at the end of the financial year				
i) Principal Amount	5889.94	4046.44	-	9936.38
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	5889.94	4046.44	-	9936.38

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

Particulars of Remuneration	Name of MD/ WTD/ Manager			Total Amount
	Dr. Dinesh S. Patel* (Executive Vice Chairman)	Mrs. Jayshree D. Patel	Dr. Sachin D. Patel* (Managing Director & CEO)	
Gross salary				
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	75,88,652	49,39,200	67,03,200	1,92,31,052
(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				
Stock Option				
Sweat Equity				
Commission				
- as % of profit				
- others(Provident Fund)				
Others, please specify				
Total (A)	75,88,652	49,39,200	67,03,200	1,92,31,052
Ceiling as per the Act	As per Applicable Ceiling prescribed in Schedule V of the Companies Act, 2013	As per Applicable Ceiling prescribed in Schedule V of the Companies Act, 2013	As per Applicable Ceiling prescribed in Schedule V of the Companies Act, 2013	As per Applicable Ceiling prescribed in Schedule V of the Companies Act, 2013

VII. REMUNERATION/SITING FEES TO OTHER DIRECTORS:

Particulars of Remuneration	Name of Directors				Total Amount
	Mr. H. N. Sinor	Mr. H. Dhanrajgir	Mr. Vijay Agarwal	Mr. H. Subramaniam	
1. Independent Directors					
Fee for attending board / committee meetings	3,20,000	80,000	3,20,000	1,60,000	8,80,000/-
Commission	-	-	-	-	-
Others, please specify	-	-	-	-	-
Total (1)	3,20,000	80,000	3,20,000	1,60,000	8,80,000/-
2. Other Non-Executive Directors					
Fee for attending board / committee meetings	1,60,000	-	-	-	1,60,000
Commission	-	-	-	-	-
Others, please specify	-	-	-	-	-
Total (2)	1,60,000	-	-	-	1,60,000
Total (B)=(1+2)					10,40,000/-
Overall Ceiling as per the Act	1% of net profit				

The Company maintains Non-Executive Chairman's office at its own expenses. The Company from time to time reimburses/pays the expenses in relation to the Chairman's office in connection with performance of his duties as the Chairman of the Company.

VIII. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sr. No.	Particulars of Remuneration	Sangameshwar Iyer (Company Secretary)	Tushar Dalal (Chief Financial Officer)
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	14,36,815/-	27,50,575/-
	(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		
2	Stock Option		
3	Sweat Equity		
4	Commission		
	- as % of profit		
	- others, specify(Provident Fund)		
5	Others,		
	Total	14,36,815/-	27,50,575/-

IX. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

For and on behalf of the Board of Directors

Sd/-

Dr. Sachin D. Patel
Managing Director & CEO
DIN: 00033353

Sd/-

H. Dhanrajgir
Independent Director
DIN: 00004006

Place: Mumbai

Dated: 08th June, 2020