

Form No. MGT-7



Form language

English Hindi

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L24222TN1992PLC022994

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

Original

Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	ORCHID PHARMA LIMITED	ORCHID PHARMA LIMITED
Registered office address	PLOT NO 121-128, 128A-133, 138-151, 159-164, SIDCO INDUSTRIAL ESTATE, ALATHUR, CHENGALPATTU, Alathur Industrial Estate, Chengalpattu, Kanchipuram, Tamil Nadu, India, 603110	PLOT NO 121-128, 128A-133, 138-151, 159-164, SIDCO INDUSTRIAL ESTATE, ALATHUR, CHENGALPATTU, Alathur Industrial Estate, Chengalpattu, Kanchipuram, Tamil Nadu, India, 603110
Latitude details	13.11	13.11
Longitude details	80.16	80.16

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Outside Photograph - Orchid.jpeg

(b) *Permanent Account Number (PAN) of the company

AA*****2B

(c) *e-mail ID of the company

*****chidpharma.com

(d) *Telephone number with STD code

44*****71

(e) Website

www.orchidpharma.com

iv *Date of Incorporation (DD/MM/YYYY)

01/07/1992

v (a) *Class of Company (as on the financial year end date)
(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)
(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)
(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Non-government company

vi *Whether company is having share capital (as on the financial year end date)

Yes

No

vii (a) Whether shares listed on recognized Stock Exchange(s)

Yes

No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U74899DL1994PLC061802	ABHIPRA CAPITAL LIMITED	G.F. 58-59, WORLD TRADE CENTRE, BARAKHAMBA LANE CONNAUGHT PLACE, NA, DELHI, Central Delhi, Delhi, India, 110001	INR000003829

ix * (a) Whether Annual General Meeting (AGM) held

Yes

No

(b) If yes, date of AGM (DD/MM/YYYY)

20/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

Yes

No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *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	21	Manufacture of pharmaceuticals, medicinal chemical and botanical products	100

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

i *No. of Companies for which information is to be given

8

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U24100TN1993PLC149053		DHANUKA LABORATORIES LIMITED	Holding	69.84
2		MAJAZ20020215	BEXEL PHARMACEUTICALS INC., USA	Subsidiary	100
3		MAWAZ20070010	ORCHID PHARMACEUTICALS INC., USA	Subsidiary	100
4		000000000000	ORGENUS PHARMA INC.,USA	Subsidiary	100

5		0000000000001	ORCHID PHARMA INC./KARALEX PHARMA LLC, USA	Subsidiary	100
6		MAJAZ20100033	DIAKRON PHARMACEUTICALS INC., USA	Subsidiary	76.65
7	U24230TN2022PLC150784		ORCHID BIO-PHARMA LIMITED	Subsidiary	100
8	U24100TN2021FTC143806		ORBION PHARMACEUTICALS PRIVATE LIMITED	Associate	26

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	150010000	50719105	50719105	50719105
Total amount of equity shares (in rupees)	1500100000.00	507191050.00	507191050.00	507191050.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	150010000	50719105	50719105	50719105
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1500100000.00	507191050.00	507191050	507191050

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares				

Total amount of preference shares (in rupees)				
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Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
<input type="text"/>				
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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	3515	50715590	50719105.00	507191050	507191050	
Increase during the year	0.00	3.00	3.00	30.00	30.00	
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify						
Conversion of shares into demat	0	3	3.00	30	30	
Decrease during the year	3.00	0.00	3.00	30.00	30.00	
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify						
Conversion of shares into demat	3	0	3.00	30	30	
At the end of the year	3512.00	50715593.00	50719105.00	507191050.00	507191050.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify						
			0.00			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iv Others, specify <input type="text"/>			0.00			
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

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

Class of shares		<input type="text"/>
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

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes

1

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Optionally convertible debentures	14300	100000	1430000000.00
Total	14300.00	100000.00	1430000000.00

Classes of partly convertible 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
Optionally convertible debentures	1430000000	0	0	1430000000.00
Total	1430000000.00	0.00	0.00	1430000000.00

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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

Total				
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(d) Summary of Indebtedness

Particulars	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				
Partly convertible debentures	1430000000.00	0.00	0.00	1430000000.00
Fully convertible debentures				
Total	1430000000.00	0.00	0.00	1430000000.00

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	0.00		0.00		0.00

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

i *Turnover

9219259000

ii * Net worth of the Company

13240491000

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00

	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	35419957	69.84	0	0.00
10	Others <input type="text"/>	0	0.00	0	0.00
	Total	35419957.00	69.84	0.00	0.00

Total number of shareholders (promoters)

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	2590055	5.11	0	0.00

	(ii) Non-resident Indian (NRI)	197596	0.39	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	305891	0.60	0	0.00
4	Banks	32440	0.06	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	1364560	2.69	0	0.00
7	Mutual funds	9527890	18.79	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	682145	1.34	0	0.00
10	Others				
	(AIF+IEPF+Any other)	598571	1.18	0	0.00
	Total	15299148.00	30.16	0.00	0.00

Total number of shareholders (other than promoters)

34302

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

34303.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	6102
2	Individual - Male	12465
3	Individual - Transgender	0
4	Other than individuals	15736
	Total	34303.00

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
DURO INDIA OPPORTUNITIES FUND PTE. LTD.	STANDARD CHARTERED BANK FORT MUMBAI	01/01/2000	India	259222	0.51
AMBIT INDIA ASCENSION FUND	11TH FLOOR BLDG 3 NESCO - IT PARK GOREGAON EAST	01/01/2000	India	214374	0.42
SOMERVILLE TRADING ENTERPRISES LLC	JPMorgan Chase Bank N.A. Western Express Highway	01/01/2000	India	152263	0.3
ABU DHABI INVESTMENT AUTHORITY - MONSOON	JPMorgan Chase Bank N.A. Western Express Highway G	01/01/2000	India	71605	0.14
MORGAN STANLEY ASIA SINGAPORE PTE. ODI	CITIBANK N.A. CUSTODY SERVICES - BANDRA EAST MUMBAI	01/01/2000	India	64333	0.12
GOLDMAN SACHS SINGAPORE PTE. ODI	STANDARD CHARTERED BANK FORT MUMBAI V	01/01/2000	India	61000	0.12
EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDE	JP Morgan Chase Bank N.A Western Express Highway G	01/01/2000	India	59146	0.11
ISHARES CORE MSCI EM IMI UCITS ETF	DEUTSCHE BANK AG DB HOUSE FORT MUMBAI	01/01/2000	India	40017	0.07
STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX	HSBC SECURITIES SERVICES 11TH FLOOR MUMBAI	01/01/2000	India	38369	0.07
ISHARES MSCI INDIA SMALL-CAP ETF	CITIBANK N.A. CUSTODY SERVICES BANDRA EAST MUMBAI	01/01/2000	India	35061	0.06

VARANIUM INDIA OPPORTUNITY LTD	SBI SG GLOBAL SECURITIES SERVICE P L MUMBAI	01/01/2000	India	33000	0.06
EMERGING MARKETS SMALL CAPITALIZATION EQODI ACCOUNT	JP Morgan Chase Bank N.A Western Express Highway G	01/01/2000	India	29344	0.05
THRIFT SAVINGS PLAN	JP Morgan Chase Bank N.A Western Express Highway G	01/01/2000	India	26313	0.05
ELLERSTON INDIA FUND	DEUTSCHE BANK AG DB HOUSE FORT MUMBAI	01/01/2000	India	26000	0.05
BNP PARIBAS FINANCIAL MARKETS - ODIARES	BNP PARIBAS HOUSE BKC BANDRA EAST MUMBAI	01/01/2000	India	24408	0.04
TSP CUSTOM EMERGING MARKETS SECURITIES LENDING FUND	HSBC SECURITIES SERVICES GOREGAON EAST MUMBAI	01/01/2000	India	13017	0.02
EMERGING MARKETS CORE EQUITY PORTFOLIO THE PORTF	CITIBANK N.A. CUSTODY SERVICES BANDRA EAST MUMBAI	01/01/2000	India	12326	0.02
NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL C	CITIBANK N.A. CUSTODY SERVICES BANDRA EAST MUMBAI	01/01/2000	India	11726	0.02
SBM INDIA OPPORTUNITIES FUND	ROGERS CAPITAL FUND SERVICES LTD PORT LOUIS	01/01/2000	India	11255	0.02
DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIM	CITIBANK N.A. CUSTODY SERVICES BANDRA - EAST MUMBAI	01/01/2000	India	10989	0.02
DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF	CITIBANK N.A. CUSTODY SERVICES BANDRA - EAST MUMBAI	01/01/2000	India	10447	0.02
COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	DEUTSCHE BANK AG MUMBAI	01/01/2000	India	9326	0.01
ISHARES IV PUBLIC LIMITED COMPANY-ISHARES MSCI EM	CITIBANK N.A. CUSTODY SERVICES BANDRA - EAST MUMBAI	01/01/2000	India	8631	0.01
CITY OF NEW YORK GROUP TRUST	HSBC SECURITIES SERVICES W E HIGHWAY GOREGAON EAST	01/01/2000	India	7808	0.01

STATE STREET MSCI ACWI EX USA IMI SCREENED NON- LEN	HSBC SECURITIES SERVICES W E HIGHWAY GOREGAON EAST	01/01/2000	India	7495	0.01
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VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	36719	34302
Debenture holders	1	1

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	2	2	2	0	0
B Non-Promoter	0	4	0	4	0.00	0.00
i Non-Independent	0	0	0	0	0	0
ii Independent	0	4	0	4	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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	6	0.00	0.00
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*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 shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
RAM GOPAL AGARWAL	00627386	Director	0	
MANISH DHANUKA	00238798	Managing Director	0	
MRIDUL DHANUKA	00199441	Whole-time director	0	
ARJUN DHANUKA	00454689	Director	0	
DHARAM VIR	08771224	Director	0	
MANOJ KUMAR GOYAL	06361663	Director	0	
SHUBHA SINGH	06926872	Director	0	
TANU SINGLA	08774132	Director	0	
SUNIL KUMAR GUPTA	ACFPG7868R	CFO	0	
KAPIL DAYYA	ASGPD5921P	Company Secretary	0	

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

3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
MUDIT TANDON	06417169	Director	12/04/2024	Cessation
SHUBHA SINGH	06926872	Additional Director	23/05/2024	Appointment
SHUBHA SINGH	06926872	Director	21/08/2024	Change in designation

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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	21/08/2024	37383	47	69.9

B BOARD MEETINGS

*Number of meetings held

5

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/05/2024	8	7	87.50
2	17/07/2024	8	6	75.00
3	12/08/2024	8	6	75.00
4	11/11/2024	8	8	100.00
5	12/02/2025	8	7	87.50

C COMMITTEE MEETINGS

Number of meetings held

14

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee meeting	23/05/2024	3	3	100.00
2	Audit Committee meeting	12/08/2024	3	3	100.00
3	Audit Committee meeting	11/11/2024	3	3	100.00

4	Audit Committee meeting	12/02/2025	3	3	100.00
5	Nomination and Remuneration Committee	23/05/2024	3	3	100.00
6	Nomination and Remuneration Committee	17/07/2024	3	3	100.00
7	Stakeholders Relationship Committee	11/11/2024	3	3	100.00
8	Risk Management Committee	29/08/2024	5	4	80.00
9	Risk Management Committee	07/02/2025	5	4	80.00
10	Corporate Social Responsibility Committee	07/02/2025	3	2	66.67
11	Banking, Finance and operations Committee	03/06/2024	2	2	100.00
12	Banking, Finance and operations Committee	01/08/2024	2	2	100.00
13	Banking, Finance and operations Committee	31/08/2024	2	2	100.00
14	Banking, Finance and operations Committee	15/11/2024	2	2	100.00

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 20/09/2025 (Y/N/NA)
		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	RAM GOPAL AGARWAL	5	1	20.00	0	0	0.00	No
2	MANISH DHANUKA	5	4	80.00	7	7	100.00	Yes
3	MRIDUL DHANUKA	5	5	100.00	11	9	81.82	Yes
4	ARJUN DHANUKA	5	5	100.00	2	2	100.00	Yes
5	DHARAM VIR	5	4	80.00	6	6	100.00	Yes

6	MANOJ KUMAR GOYAL	5	5	100.00	7	7	100.00	Yes
7	SHUBHA SINGH	5	5	100.00	0	0	0.00	Yes
8	TANU SINGLA	5	5	100.00	5	5	100.00	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

A *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. Manish Dhanuka	Managing director	8682740	28184000	0	1663098	38529838.00
2	Mr. Mridul Dhanuka	Whole-time director	8682740	28184000	0	1663098	38529838.00
	Total		17365480.00	56368000.00	0.00	3326196.00	77059676.00

B *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. Sunil Kumar Gupta	CFO	5043636	0	0	711532	5755168.00
2	Mr. Kapil Dayya	Company Secretary	1492566	0	0	78091	1570657.00
	Total		6536202.00	0.00	0.00	789623.00	7325825.00

C *Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Mr. Ram Gopal Agarwal	Director	0	0	0	40000	40000.00
2	Mr. Arjun Dhanuka	Director	0	0	0	220000	220000.00
3	Dr. Dharam Vir	Director	0	0	0	230000	230000.00
4	Mr. Manoj Kumar Goyal	Director	0	0	0	280000	280000.00

5	Ms. Shubha Singh	Director	0	0	0	210000	210000.00
6	Ms. Tanu Singla	Director	0	0	0	260000	260000.00
	Total		0.00	0.00	0.00	1240000.00	1240000.00

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

2

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
Orchid Pharma Limited	National Stock Exchange of India Limited and BSE Limited	17/03/2025	Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Rs.44,000/- levied by each of BSE& NSE	The penalty was paid by the Company.
Orchid Pharma Limited	National Stock Exchange of India Limited and BSE Limited	28/06/2024	Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Rs.5,000/- levied by each of BSE& NSE	The penalty was paid by the Company.

B *DETAILS OF COMPOUNDING OF OFFENCES

Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

34304

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

FII.pdf
FORM MGT-8 2025-final
Signed.pdf

XV 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.

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 applicable provisions of the Act during the financial year.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of **ORCHID PHARMA LIMITED** as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) **31/03/2025**

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ 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 complied with provisions of the Act & Rules made there under 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, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;

4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, 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 and resolutions passed by postal ballot, if any, have been properly recorded in the Minute

Book/registers maintained for the purpose and the same have been signed;

5 closure of Register of Members / Security holders, as the case may be.

- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7 contracts/arrangements with related parties as specified in section 188 of the Act;
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;
9 keeping in abeyance the rights to dividend, rights shares and bonus shares 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/ filling up casual vacancies/ disclosures of the Directors, Key
Managerial Personnel and the remuneration paid to them;
13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14 approvals 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 acceptance/ renewal/ repayment of deposits;
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction
of charges in that respect, wherever applicable;
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 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

RAMANATHAN NACHIAPAN

Date (DD/MM/YYYY)

04/12/2025

Place

Chennai

Whether associate or fellow:

Associate Fellow

Certificate of practice number

1*0*4

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

ASGPD5921P

*(b) Name of the Designated Person

KAPIL DAYYA

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* dated*
(DD/MM/YYYY) to sign this form and declare that all the requirements of 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.

***To be digitally signed by**

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0*1*9*4*

***To be digitally signed by**

Company Secretary Company secretary in practice

***Whether associate or fellow:**

Associate Fellow

Membership number

1*6*8

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AB9621413

eForm filing date (DD/MM/YYYY)

06/12/2025

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