

Annexure G to Directors' Report

FORM NO. MGT 9 - Extract of Annual Return as on financial year ended on March 31, 2020

Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12 (1) of the Companies (Management & Administration) Rules, 2014

I Registration and other details:

i	CIN	L99999MH1962PLC012451
ii	Registration Date	August 22, 1962
iii	Name of the Company	Unichem Laboratories Limited
iv	Category/Sub-category of the Company	Public Company, having share capital
v	Address of the Registered Office and contact details	Unichem Bhavan, Prabhat Estate, Off S.V. Road Jogeshwari (West), Mumbai - 400 102 E-mail Id.: shares@unichemlabs.com Website: www.unichemlabs.com Tel.: (022) 6688 8333 • Fax.: (022) 2678 4391
vi	Whether listed company	Yes
vii	Name, address and contact details of the Registrar and Transfer Agent, if any.	Link Intime Private Limited C 101, 247 Park, L B S Marg Vikhroli (West), Mumbai - 400 083 E-mail ID.: rnt.helpdesk@linkintime.co.in Tel.: (022) 4918 6000 • Fax.: (022) 4918 6060

II Principal Business Activities of the Company:

Sr. No.	Name and Description of main products/services	NIC Code of the product/service	% to total turnover of the Company
1	Pharmaceuticals	21001 and 21002	100

III Particulars of Holding, Subsidiary and Associate Companies:

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	Niche Generics Limited, UK The Cam Center, Wilbury Way Hitchin, Hertfordshire SG4 OTW, England	Not Applicable	Subsidiary	100	2(87)
2	Unichem Farmaceutica Do Brasil Ltda., Brazil Avenida Sete De Setembro 1564, Centro Vila Dirce Diadema, CEP -09912-010 São Paulo - Brazil	Not Applicable	Subsidiary	100	2(87)
3	Unichem Laboratories Limited, Ireland Studio 8b, Ard Gaoithe Commercial Centre Ard Gaoithe Business Park Cashel Road, Clonmel, County Tipperary, Ireland	Not Applicable	Subsidiary	100	2(87)
4	Unichem Pharmaceuticals (USA) Inc., USA One Tower Centre Blvd, Suite 2200 East Brunswick, NJ 08816, USA	Not Applicable	Subsidiary	100	2(87)
5	Unichem SA (Pty) Limited, South Africa Adrina Building, 1st Floor, 32 Kilinkenber Street Van Der Hoff Park, Potchefstroom, 2531	Not Applicable	Subsidiary	100	2(87)
6	Unichem (China) Private Limited, China Suite 1130, Central Tower B, No. 567, Langao Road Putuo District, Shanghai, 200 060, China	Not Applicable	Subsidiary	100	2(87)
7	Synchron Research Services Private Limited Synchron House, B/H. Mondeal Park Near Gurudwara, S.G. Highway, Ahmedabad	U85110GJ1998PTC034181	Associate	32.11	2(6)

IV Shareholding Pattern (equity share capital breakup as percentage of total equity):**(I) Category wise shareholders:**

Category of Shareholders	No. of Shares held at the beginning of the year (April 1, 2019)				No. of Shares held at the end of the year (March 31, 2020)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual / HUF	3,56,42,664	-	3,56,42,664	50.64	3,56,78,971	-	3,56,78,971	50.68	0.04
b) Trusts	-	-	-	-	47,385	-	47,385	0.06	0.06
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Bodies Corp.	-	-	-	-	-	-	-	-	-
f) Banks / FI	-	-	-	-	-	-	-	-	-
Sub Total (A) (1)	3,56,42,664	-	3,56,42,664	50.64	3,57,26,356	-	3,57,26,356	50.74	0.10
(2) Foreign									
a) NRI Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (2)	-	-	-	-	-	-	-	-	-
Total (A)=(A)(1)+(A)(2)	3,56,42,664	-	3,56,42,664	50.64	3,57,26,356	-	3,57,26,356	50.74	0.10
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	38,87,762	-	38,87,762	5.52	62,07,160	-	62,07,160	8.82	3.30
b) Banks / FIs	89,175	500	89,675	0.13	1,23,416	500	1,23,916	0.18	0.05
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Alternate Investment Funds	8,14,806	-	8,14,806	1.16	-	-	-	-	(1.16)
f) Insurance Companies	3,26,789	-	3,26,789	0.47	3,26,789	-	3,26,789	0.47	-
g) FIs/FPIs	15,00,258	500	15,00,758	2.13	12,39,826	500	12,40,326	1.75	(0.38)
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
- Foreign Mutual Fund	-	-	-	-	-	-	-	-	-
- Foreign Bank	500	-	500	0.00	500	-	500	0.00	-
Sub-total (B)(1)	66,19,290	1,000	66,20,290	9.41	78,97,691	1,000	78,98,691	11.22	1.81
2. Central Government/State Government(s)/President of India									
Central/State Government(s)	5,00,741	-	5,00,741	0.71	5,30,738	-	5,30,738	0.75	0.04
Sub-total (B)(2)	5,00,741	-	5,00,741	0.71	5,30,738	-	5,30,738	0.75	0.04
3. Non-Institutions									
a) Bodies Corporate									
i) Indian	40,16,822	80	40,16,902	5.71	26,46,461	80	26,46,541	3.76	(1.95)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹1 Lakh	1,65,30,208	13,70,317	1,79,00,525	25.43	1,60,87,843	13,09,554	1,73,97,397	24.71	(0.72)
ii) Individual shareholders holding nominal share capital in excess of ₹1 Lakh	25,30,837	7,21,665	32,52,502	4.62	31,87,361	7,21,665	39,09,026	5.55	0.93
c) NBFCs registered with RBI	17,473	-	17,473	0.02	-	-	-	-	(0.02)
d) Others (specify)									
- Non Resident Indians	8,35,037	2,000	8,37,037	1.19	8,72,036	2,000	8,74,036	1.24	0.05
- Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
- Foreign Nationals	4,646	-	4,646	0.01	4,646	-	4,646	0.01	-
- Clearing Members	1,23,697	-	1,23,697	0.18	1,07,200	-	1,07,200	0.16	(0.02)
- Trusts	4,736	57,600	62,336	0.09	2,262	57,600	59,862	0.08	-
- Market Maker	2,256	-	2,256	0.00	2	-	2	0.00	-
- Hindu Undivided Family	14,02,181	-	14,02,181	1.99	12,51,255	-	12,51,255	1.78	(0.21)
Sub-total (B)(3)	2,54,67,893	21,51,662	2,76,19,555	39.24	2,41,59,066	20,90,899	2,62,49,965	37.29	(1.95)
Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)	3,25,87,924	21,52,662	3,47,40,586	49.36	3,25,87,495	20,91,899	3,46,79,394	49.26	-
Total (A)+(B)	6,82,30,588	21,52,662	7,03,83,250	100.00	6,83,13,851	20,91,899	7,04,05,750	100.00	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	6,82,30,588	21,52,662	7,03,83,250	100.00	6,83,13,851	20,91,899	7,04,05,750	100.00	-

Note : % of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year.

(ii) Shareholding of Promoters:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (April 1, 2019)			Shareholding at the end of the year (March 31, 2020)			% change in share holding during the year
		No of shares	% of total shares of the Company	% of shares pledged / encumbered to total shares	No of shares	% of total shares of the Company	% of shares pledged / encumbered to total shares	
1	Dr. Prakash A. Mody	3,24,19,392	46.06	-	3,24,55,699	46.10	-	0.04
2	Mrs. Anita Mody	13,23,400	1.88	-	13,23,400	1.88	-	-
3	Ms. Suparna Mody	9,49,936	1.35	-	9,49,936	1.35	-	-
4	Ms. Supriya Mody	9,49,936	1.35	-	9,49,936	1.35	-	-
5	Dr. Prakash A. Mody - Suparna Mody Trust	-	-	-	17,500	0.02	-	0.02
6	Dr. Prakash A. Mody - Shwetambari Mody Trust	-	-	-	14,784	0.02	-	0.02
7	Dr. Prakash A. Mody - Supriya Mody Trust	-	-	-	15,101	0.02	-	0.02
	Total	3,56,42,664	50.64	-	3,57,26,356	50.74	-	0.10

(iii) Change in Promoters' shareholding:

Sr. No.	Particulars	Shareholding		Cumulative shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	At the beginning of the year	3,56,42,664	50.64	3,56,42,664	50.64
2	Changes during the year (Market Purchase)	83,692	0.10	3,57,26,356	50.74
3	At the end of the year			3,57,26,356	50.74

(iv) Shareholding pattern of top ten shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Name of the Top 10 Shareholders	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	HDFC Small Cap Fund				
	At the beginning of the year	28,31,078	4.02	28,31,078	4.02
	Changes during the year (Market Purchase)	22,62,111	3.21	50,93,189	7.23
	At the end of the year	-	-	50,93,189	7.23
2	Mr. Krishnaraj Venkataraman				
	At the beginning of the year	1,010	0.00	1,010	0.00
	Changes during the year (Market Purchase)	7,16,417	1.02	7,17,427	1.02
	At the end of the year	-	-	7,17,427	1.02
3	ICICI Prudential Midcap Fund				
	At the beginning of the year	6,79,071	0.96	6,79,071	0.96
	Changes during the year	-	-	6,79,071	0.96
	At the end of the year	-	-	6,79,071	0.96
4	Mr. Ajit Vishnu Shirodkar				
	At the beginning of the year	6,68,125	0.95	6,68,125	0.95
	Changes during the year	-	-	6,68,125	0.95
	At the end of the year	-	-	6,68,125	0.95
5	Mr. Mehul Shah				
	At the beginning of the year	3,50,000	0.50	3,50,000	0.50
	Changes during the year (Market Purchase)	2,30,000	0.32	5,80,000	0.82
	At the end of the year	-	-	5,80,000	0.82
6	Investor Education and Protection Fund Authority (IEPF) as per Ministry of Corporate Affairs Rules				
	At the beginning of the year	5,00,741	0.71	5,00,741	0.71
	Shares transferred to the IEPF Account during the year	29,997	0.04	5,30,738	0.75
	At the end of the year	-	-	5,30,738	0.75
7	DSP Healthcare Fund				
	At the beginning of the year	3,77,613	0.54	3,77,613	0.54
	Changes during the year (Market Purchase)	57,287	0.12	4,34,900	0.62
	At the end of the year	-	-	4,34,900	0.62

Sr. No.	Name of the Top 10 Shareholders	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
8	Blue Sky Consulting LLP				
	At the beginning of the year	3,25,100	0.46	3,25,100	0.46
	Changes during the year(Market Purchase)	56,000	0.08	3,81,100	0.54
	At the end of the year	-	-	3,81,100	0.54
9	Kimi Business Investments Advisors LLP				
	At the beginning of the year	2,90,867	0.41	2,90,867	0.41
	Changes during the year(Market Purchase)	63,718	0.09	3,54,585	0.50
	At the end of the year	-	-	3,54,585	0.50
10	Emerging Markets Core Equity Portfolio (The Portfolio) of DFA Investment Dimensions Group Inc. (DFAIG)				
	At the beginning of the year	2,86,553	0.41	2,86,553	0.41
	Changes during the year(Market Purchase)	7,479	0.01	2,94,032	0.42
	At the end of the year	-	-	2,94,032	0.42
11	*Dimensional Emerging Markets Value Fund				
	At the beginning of the year	3,59,521	0.51	3,59,521	0.51
	Changes during the year (Market Sale)	(94,622)	(0.13)	2,64,899	0.38
	At the end of the year	-	-	2,64,899	0.38
12	*Shanghvi Finance Private Limited				
	At the beginning of the year	11,60,999	1.65	11,60,999	1.65
	Changes during the year (Market Sale)	(10,05,572)	(1.43)	1,55,427	0.22
	At the end of the year	-	-	1,55,427	0.22
13	*DSP AIF Pharma Fund				
	At the beginning of the year	8,14,806	1.16	8,14,806	1.16
	Changes during the year (Market Sale)	(8,14,806)	(1.16)	0.00	0.00
	At the end of the year	-	-	0.00	0.00

* Ceased to be in Top 10 shareholders as on March 31, 2020. The same are reflected above since the shareholders were one of the Top 10 shareholders as on April 1, 2019.

Notes

- The details of holding have been clubbed based on PAN.
- % of total shares of the Company is based on the paid up capital of the Company at the end of the year.

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Shareholding of each Director and Key Managerial Personnel	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Dr. Prakash A. Mody				
	At the beginning of the year	3,24,19,392	46.06	3,24,19,392	46.06
	Changes during the year (Market Purchase)	36,307	0.04	3,24,55,699	46.10
	At the end of the year	-	-	3,24,55,699	46.10
2	Mr. Prafull Anubhai				
	At the beginning of the year	782	0.00	782	0.00
	Changes during the year	-	-	782	0.00
	At the end of the year	-	-	782	0.00
3	Mr. Prafull Sheth				
	At the beginning of the year	7,500	0.01	7,500	0.01
	Changes during the year	-	-	7,500	0.01
	At the end of the year	-	-	7,500	0.01
4	Mr. Anand Mahajan				
	At the beginning of the year	15,029	0.02	15,029	0.02
	Changes during the year	-	-	15,029	0.02
	At the end of the year	-	-	15,029	0.02
5	Dr. (Mrs.) B. Kinnera Murthy				
	At the beginning of the year	-	-	-	-
	Changes during the year	-	-	-	-
	At the end of the year	-	-	-	-
6	Mr. Dilip Kunkolienkar				
	At the beginning of the year	53,038	0.08	53,038	0.08
	Changes during the year (Allotment of Shares pursuant to ESOP Scheme 2008)	22,500	0.03	75,538	0.11
	At the end of the year	-	-	75,538	0.11

Sr. No.	Shareholding of each Director and Key Managerial Personnel	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
7	Mr. Sandip Ghume (Deputy Chief Financial Officer)	-	-	-	-
	At the beginning of the year	-	-	-	-
	Changes during the year	-	-	-	-
	At the end of the year	-	-	-	-
8	*Mrs. Neema Thakore (Head - Legal & Company Secretary)	-	-	-	-
	At the beginning of the year	-	-	-	-
	Changes during the year	-	-	-	-
	At the end of the year	-	-	-	-
9	**Mr. Pradeep Bhandari (Head - Legal & Company Secretary)	-	-	-	-
	At the beginning of the year	-	-	-	-
	Changes during the year	-	-	-	-
	At the end of the year	-	-	-	-

Note: * Superannuated w.e.f. July 31, 2019; ** Appointed w.e.f. August 1, 2019

V. Indebtedness

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

(₹ in Lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
Addition	1,521.41	-	-	-
Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	1,521.41	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	1,521.41	-	-	-

VI. Remuneration of Directors and Key Managerial Personnel:

A. Remuneration to Executive Director:

(₹ in Lakhs)

Sr. No.	Particulars of Remuneration	Dr. Prakash A. Mody Chairman & Managing Director	Mr. Dilip Kunkoliencar Director Technical	Total
1	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	425.22	116.80	542.02
	(b) Value of perquisites under Section 17(2) of the Income-tax Act, 1961	49.71	16.20	65.91
	(c) Profits in lieu of salary under Section 17(3) of the Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	33.59	33.59
	- as % of profit	-	-	-
	- others, specify - Medical reimbursement and Employers contribution towards Provided Fund	63.82	5.58	69.40
	Total (A)	538.75	172.17	710.92

Note:

- The Company had loss during the year. The Company has obtained approval of the Members vide Special Resolutions passed at its Annual General Meeting and the Postal Ballot Meeting held on July 28, 2018 and December 13, 2018 respectively to pay to the Whole Time Directors by way of remuneration sums in excess of the limits specified in Part A of Section II of Part II of Schedule V of the Act.
- For the year under review, due to loss, no commission is payable to the Chairman & Managing Director. No commission is payable to the Director Technical as per the terms of his appointment.

B. Remuneration to other Directors:

(₹ in Lakhs)

Sr. No.	Particulars of Remuneration	Names of Directors					Total
		Mr. Prafull Anubhai	Mr. Prafull Sheth	Mr. Anand Mahajan	Dr. (Mrs.) B. Kinnera Murthy		
	Independent Directors						
1	Fee for attending Board and Committee Meetings	14.50	11.00	9.00	13.00	47.50	
	Commission	-	-	-	-	-	
	Others, please specify	-	-	-	-	-	
	Total (1)	-	-	-	-	-	
2	Other Non-Executive Directors	-	-	-	-	-	
	Fee for attending Board and Committee Meetings	-	-	-	-	-	
	Commission	-	-	-	-	-	
	Others, please specify	-	-	-	-	-	
	Total (2)	-	-	-	-	-	
	Total (B)=(1+2)	14.50	11.00	9.00	13.00	47.50	
	Total Managerial Remuneration (A+B)					758.42	
	Overall Ceiling as per the Act : Refer Note 1 given on page 50.						

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:

(₹ in Lakhs)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel				Total
		Mr. Sandip Ghume	*Mr. Pradeep Bhandari	**Ms. Neema Thakore		
	Name	Deputy Chief Financial Officer	Head - Legal & Company Secretary	Head - Legal & Company Secretary		
	Designation					
1	Gross salary	43.43	47.17	30.94	121.54	
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	-	-	-	-	
	(b) Value of perquisites under Section 17(2) of the Income-tax Act, 1961	-	-	-	-	
	(c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	-	-	-	-	
2	Stock Option	-	-	-	-	
3	Sweat Equity	-	-	-	-	
4	Commission	-	-	-	-	
	- as % of profit	-	-	-	-	
	- others, specify	-	-	-	-	
	Total	43.43	47.17	30.94	121.54	

*Appointed w.e.f. August 1, 2019; ** Superannuated w.e.f. July 31, 2019

VII Penalties/punishment/compounding of offences:

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made, if any (give details)
A. COMPANY Penalty Punishment Compounding	Nil	Nil	Nil	Nil	Nil
B. DIRECTORS Penalty Punishment Compounding	Nil	Nil	Nil	Nil	Nil
C. OTHER OFFICERS IN DEFAULT Penalty Punishment Compounding	Nil	Nil	Nil	Nil	Nil

For and on behalf of the Board of Directors,

Mumbai
June 19, 2020**Dr. Prakash A. Mody**
Chairman & Managing Director
(DIN.: 00001285)