

Fermenta Biotech Limited (formerly known as DIL Limited)

CIN: L99999MH1951PLC008485

Regd. Office: A - 1501, Thane One, DIL Complex, Ghodbunder Road, Majiwade, Thane (W) - 400 610, Maharashtra, India.

Tel. : +91-22-6798 0888 Fax. : +91-22-6798 0899

Email : info@fermentabiotech.com, Website. : www.fermentabiotech.com



Annexure I

EXTRACT OF ANNUAL RETURN

As on the financial year ended 31.03.2020

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

FORM NO. MGT – 9

I. REGISTRATION AND OTHER DETAILS:

1	CIN	L99999MH1951PLC008485
2	Registration Date	01/05/1951
3	Name of the Company	Fermenta Biotech Limited (Formerly known as DIL Limited)
4	Category / Sub-Category of the Company	Category: Listed Company limited by shares Sub-category: Indian non-government company
5	Address of the Registered office and contact details	A – 1501, Thane One, DIL Complex, Ghodbunder Road, Majiwade, Thane (West), Maharashtra – 400 610, India Tel: +91-22-6798 0800/888 Fax: +91-22-6798 0899 Email: info@fermentabiotech.com Website: www.fermentabiotech.com
6	Whether listed company: Yes / No	Yes
7	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai 400 083 Maharashtra, India Tel No : +91 22 49186000 Fax No: +91 22 49186060 Email : mt.helpdesk@linkintime.co.in Website: www.linkintime.co.in

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:

Sl. no	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Vitamin D3 Product range, Phenyramidol HCl and Silicon Dry Powder	21001	88 %

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III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. no	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section under the Companies Act, 2013
	Holding Company:				
1.	DVK Investments Private Limited #	U67120MH2003PTC141695	Holding Company	51.22%	Section 2(46)
	Direct Subsidiaries:				
2	Aegean Properties Limited #	U45200MH1995PLC084766	Subsidiary Company	100%	Section 2(87)
3	CC Square Films Limited #	U93000MH2011PLC212089	Subsidiary Company	100%	Section 2(87)
4	Fermenta Biotech Limited GmbH Tramway ring 13, 20251 Hamburg	HRB 158882	Subsidiary Company	100%	Section 2(87)
5.	Fermenta Biotech (UK) Limited Charter House 8-10 Station Road Manor Park London E12 5BT	Foreign Company Registration no: 03308303	Subsidiary Company	100%	Section 2(87)
6.	G. I. Biotech Private Limited #	U24230MH2004PTC148220	Subsidiary Company	62.50%	Section 2(87)
	Associate Entities:				
7	Health and Wellness India Private Ltd. Zela Health Clubs, No. 133 and No. 133/1, Residency Road, Bangalore, Karnataka 560025	U85100KA2008PTC047190	Associate Company	47.15%	Section 2(6)

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

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (01.04.2019)				No. of Shares held at the end of the year (31.03.2020)				% Change during the year
	Dematerialization	Physical	Total	% of total shares	Dematerialization	Physical	Total	% of total shares	
A. PROMOTERS									
1. Indian									
a) Individual/ HUF	796340	-	796340	8.68	2419074	-	2419074	8.22	(0.46)
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	4944940	-	4944940	53.91	15075318	-	15075318	51.22	(2.69)
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1)	5741280	-	5741280	62.59	17494392	-	17494392	59.44	(3.15)
2. Foreign									
a) NRIs Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)= (A)(1)+(A)(2)	5741280	-	5741280	62.59	17494392	-	17494392	59.44	(3.15)
B. PUBLIC SHAREHOLDING									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	40	-	40	-	165	-	165	-	0.00
c) Central Govt	-	-	-	-					

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d) State Govt(s)	-	-	-	-					
e) Venture Capital Funds	-	-	-	-					
f) Insurance Companies	-	-	-	-					
g) FII's	-	-	-	-					
h) Foreign Venture Capital Funds	-	-	-	-					
i) Foreign Portfolio Investor	26786	-	26786	0.29	150000	-	150000	0.51	0.22
j) Others:									
Foreign Bank	-	628	628	0.01	-	1884	1884	0.01	-
Alternate Investment Funds	2613	-	2613	0.02	-	-	-	-	(0.02)
Sub-total (B)(1):-	29439	628	30067	0.32	150165	1884	152049	0.52	0.20
2. Non Institutions									
a) Bodies Corp.									
i) Indian	282130	3960	286090	3.12	810930	11880	822810	2.80	(0.32)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	1398057	195658	1593715	17.37	3647875	458278	4106153	13.95	(3.42)
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	1276594	-	1276594	13.92	5528060	21600	5549660	18.86	4.94
c) Others:									
Clearing member	6385	-	6385	0.07	22558	-	22558	0.07	0.00
NRI (repat)	20928	-	20928	0.23	63693	-	63693	0.22	(0.01)
Non resident (non repatriable)	17719	-	17719	0.19	253102	-	253102	0.86	0.67
Hindu Undivided Family (HUF)	155556	-	155556	1.70	244887	-	244887	0.83	(0.87)

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Investor Education and Protection Fund	43928	-	43928	0.48	138018	-	138018	0.47	(0.01)
NBFCs registered with RBI	530	-	530	0.01	-	-	-	-	(0.01)
Sub-total (B)(2):-	3201827	199618	3401445	37.09	10709123	491758	11200881	38.06	0.97
Total Public Shareholding (B)=(B)(1)+ (B)(2)	3231266	200246	3431512	37.41	10859288	493642	11352930	38.58	1.17
C. Shares held by Custodian for GDRs & ADRs									
Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014) - Fermenta Biotech Limited Esop Trust	-	-	-	-	583665	-	583665	1.98	1.98
Grand Total (A+B+C)	8972546	200246	9172792	100	28937345	493642	29430987	100	-

(ii) Shareholding of Promoters

Sr. no	Shareholder's Name	Shareholding at the beginning of the year (01.04.2019)			Shareholding at the end of the year (31.03.2020)			% change in shareholding 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	Mr. Krishna Vasantkumar Datla (Folio: IN30088814475110 / IN30133021122993)	796340	8.68	-	2419074	8.22	-	(0.46)
2	DVK Investments Private Limited (Folio: IN30133021114196)	4944940	53.91	-	15075318	51.22	-	(2.69)
	TOTAL	5741280	62.59	-	17494392	59.44	-	(3.15)

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(iii) Change in Promoters' Shareholding:

Sr.No.	Shareholder's Name	Shareholding at the beginning of the year (01.04.2019)		Transactions during the year		Cumulative Shareholding at the end of the year (31.03.2020)	
		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	Krishna Datla (Folio: IN30088814475110 / IN30133021122993)						
	At the Beginning of the Year	796340	8.68	-	-	796340	8.68
	Purchase			23 Aug 2019	5716	802056	8.74
	Allotment #			15 Nov 2019	4302	806358	8.22
	Bonus allotment*			14 Feb 2020	1612716	2419074	8.22
	At the end of the Year				1612716	2419074	8.22
2	DVK Investments Private Limited (Folio:IN30133021114196)						
	At the Beginning of the Year	4944940	53.91			4944940	53.91
	Purchase			16 Aug 2019	327	4945267	53.91
	Purchase			23 Aug 2019	18448	4963715	54.11
	Purchase			30 Aug 2019	19721	4983436	54.33
	Purchase			06 Sep 2019	7000	4990436	54.40
	Allotment #			15 Nov 2019	34670	5025106	51.22
	Bonus allotment*			14 Feb 2020	10050212	15075318	51.22
	At the end of the Year					15075318	51.22

*During February 2020, the Company issued bonus issue of shares in the proportion of 2:1

#Allotment of shares pursuant to the Scheme of Amalgamation of erstwhile Fermenta Biotech Limited ('Transferor company') with DIL Limited ('Transferee company'/ 'Company')

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(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. no	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (01.04.2019)		Transactions during the year		Cumulative Shareholding at the end of the year (31.03.2020)	
		No. of shares	% of total Shares of the company	Date of Transaction	No. of shares	No. of shares	% of total Shares of the company
1	Rakesh Kantilal Shah (Folio: IN30154916838464/ IN30154936062258)						
	At the Beginning of the Year	340008	3.71			340008	3.71
	Bonus allotment*			14 Feb 2020	680016	1020024	3.47
	At the end of the Year					1020024	3.47
2	Kunal Ashok Kashyap (Folio:1206030000016242)						
	At the Beginning of the Year	3000	0.03			3000	0.03
	Allotment #			15 Nov 2019	314531	317531	3.24
	Sale			24 Jan 2020	(750)	316781	3.23
	Sale			31 Jan 2020	(1208)	315573	3.22
	Sale			07 Feb 2020	(1042)	314531	3.21
	Bonus allotment*			14 Feb 2020	629062	943593	3.21
	At the end of the Year					943593	3.21
3	Fermenta Biotech Limited ESOP Trust (Folio: IN30133040134983)						

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	At the Beginning of the Year	-	-			-	-
	Allotment #			15 Nov 2019	194555	194555	1.98
	Bonus allotment*			14 Feb 2020	389110	583665	1.98
	At the end of the Year					583665	1.98
4	Najmuddin Gulamhusein Kheraj (Folio: IN30154916851815)						
	At the Beginning of the Year	104770	1.14			104770	1.14
	Bonus allotment*			14 Feb 2020	209540	314310	1.07
	At the end of the Year					314310	1.07
5	Dupen Laboratories Private Limited (Folio: IN30021410472778)						
	At the Beginning of the Year	41456	0.45			41456	0.45
	Allotment #			15 Nov 2019	39840	81296	0.83
	Bonus allotment*			14 Feb 2020	162592	243888	0.83
	At the end of the Year					243888	0.83
6	Poonam Arora (Folio: 1203760000487478/IN30154918081573/IN30290243270608)						
	At the Beginning of the Year	65124	0.71			65124	0.71
	Purchase			31 May 2019	5548	70672	0.77
	Purchase			07 Jun 2019	4597	75269	0.82
	Purchase			29 Jun 2019	310	75579	0.82
	Purchase			19 Jul 2019	300	75879	0.83
	Sale			09 Aug 2019	(116)	75763	0.83

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	Purchase			16 Aug 2019	116	75879	0.83
	Purchase			06 Sep 2019	2308	78187	0.85
	Bonus allotment*			14 Feb 2020	156142	234329	0.80
	Purchase			21 Feb 2020	232	234561	0.80
	At the end of the Year					234561	0.80
7	Preeti Thakkar (Folio: IN30133020684634)						
	At the Beginning of the Year	44228	0.48			44228	0.48
	Allotment#			15 Nov 2019	3351	47579	0.49
	Bonus allotment*			14 Feb 2020	95158	142737	0.48
	Purchase			13 Mar 2020	49110	191847	0.65
	At the end of the Year					191847	0.65
8	Kajal Bindesh Shah (Folio: 1203320009680673)						
	At the Beginning of the Year	38372	0.42			38372	0.42
	Sale			26 Apr 2019	(127)	38245	0.42
	Sale			03 May 2019	(3)	38242	0.42
	Sale			10 May 2019	(80)	38162	0.41
	Sale			17 May 2019	(80)	38082	0.42
	Sale			24 May 2019	(308)	37774	0.41
	Sale			31 May 2019	(265)	37509	0.41
	Purchase			14 Jun 2019	389	37898	0.41
	Purchase			21 Jun 2019	1053	38951	0.42

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	Sale			05 Jul 2019	(400)	38551	0.42
	Sale			12 Jul 2019	(816)	37735	0.41
	Purchase			06 Sep 2019	8388	46123	0.50
	Purchase			27 Sep 2019	685	46808	0.51
	Sale			30 Sep 2019	(685)	46123	0.50
	Sale			18 Oct 2019	(3479)	42644	0.46
	Purchase			29 Nov 2019	13410	56054	0.57
	Sale			06 Dec 2019	(1)	56053	0.57
	Bonus allotment*			14 Feb 2020	137936	193989	0.66
	Sale			21 Feb 2020	(1525)	192464	0.65
	Sale			28 Feb 2020	(5411)	187053	0.64
	Purchase			31 Mar 2020	229	187282	0.64
	At the end of the Year					187282	0.64
9	Pravin Kumar Agrawal (Folio: 1201090005584117/ 1203760000533684)						
	At the Beginning of the Year	44000	0.48			44000	0.48
	Purchase			18 Oct 2019	1900	45900	0.50
	Sale			08 Nov 2019	(15588)	30312	0.31
	Sale			15 Nov 2019	(28512)	1800	0.02
	Purchase			03 Jan 2020	44000	45800	0.47
	Bonus allotment*			14 Feb 2020	91600	137400	0.47
	Sale			27 Mar 2020	(3200)	134200	0.46

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	Sale			31 Mar 2020	(10925)	123275	0.42
	At the end of the Year					123275	0.42
10	Edelweiss Custodial Services Limited (Folio: IN30371911036495 / IN30371911063040)						
	At the Beginning of the Year	59908	0.65			59908	0.65
	Sale			14 Jun 2019	(50)	59858	0.65
	Sale			29 Nov 2019	(57658)	2200	0.02
	Purchase			03 Jan 2020	12500	14700	0.15
	Sale			10 Jan 2020	(1168)	13532	0.14
	Sale			24 Jan 2020	(500)	13032	0.13
	Sale			31 Jan 2020	(3031)	10001	0.10
	Sale			07 Feb 2020	(10001)	0	0.00
	Purchase			28 Feb 2020	25000	25000	0.08
	At the end of the Year					25000	0.08

*During February 2020, the Company issued bonus issue of shares in the proportion of 2:1

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Fermenta Biotech Limited (formerly known as DIL Limited)

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**(v) 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)		Transactions during the year		Cumulative Shareholding at the end of the year (31.03.2020)	
		No. of shares	% of total Shares of the company			No. of shares	% of total Shares of the company
1	Krishna Datla (Folio: IN30088814475110 / IN30133021122993)						
	At the Beginning of the Year	796340	8.68			796340	8.68
	Purchase			23 Aug 2019	5716	802056	8.74
	Allotment #			15 Nov 2019	4302	806358	8.22
	Bonus allotment*			14 Feb 2020	1612716	2419074	8.22
	At the end of the Year				1612716	2419074	8.22
2	Rajeshwari Datla (Folio: IN30112716154442)						
	At the Beginning of the Year	127072	1.39			127072	1.39
	Purchase			23 Aug 2019	23054	150126	1.64
	Allotment #			15 Nov 2019	36150	186276	1.90
	Bonus allotment*			14 Feb 2020	372552	558828	1.90
	Sale			13 Mar 2020	(49110)	509718	1.73
	At the end of the Year					509718	1.73
3	Anupama Datla Desai (Folio: IN30133021248390)						

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	At the Beginning of the Year	105996	1.16			105996	1.16
	Purchase			23 Aug 2019	27017	133013	1.45
	Allotment #			15 Nov 2019	2151	135164	1.38
	Bonus allotment*			14 Feb 2020	270328	405492	1.38
	At the end of the Year					405492	1.38
4	Satish Varma Azad Nadimpally (Folio: IN30154938802093)						
	At the Beginning of the Year	-	-			-	-
	Purchase			23 Aug 2019	6900	6900	0.08
	Purchase			30 Aug 2019	820	7720	0.08
	Bonus allotment*			14 Feb 2020	15440	23160	0.08
	At the end of the Year					23160	0.08
5	Gopakumar Gopalan Nair (Folio: IN30018311438939)						
	At the Beginning of the Year	-	-			-	-
	Purchase			05 Apr 2020	2000	2000	0.02
	Bonus allotment*			14 Feb 2020	4000	6000	0.02
	At the end of the Year				4000	6000	0.02

*During February 2020, the Company issued bonus issue of shares in the proportion of 2:1

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V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (As per IND-AS)

(Rs. In Lakhs)

Indebtedness at the beginning of the financial year (01.4.2019)	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
i) Principal Amount	20,214.58	654.93	-	20,869.51
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	141.05	82.52	-	223.57
Total (i+ii+iii)	20,355.63	737.45	-	21,093.08
Change in Indebtedness during the financial year				
Addition	1814.44	-	-	1,814.44
Reduction	97.90	737.45	-	835.35
Net Change	1,716.54	(737.45)	-	979.09
Indebtedness at the end of the financial year (31.3.2020)				
i) Principal Amount	22,029.02	-	-	22,029.02
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	43.15	-	-	43.15
Total (i+ii+iii)	22,072.17	-	-	22,072.17

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VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director (MD), Whole-time Directors (WTD) and/or Manager: (In Rupees)

Sl. no.	Particulars of Remuneration	Name of MD	Name of WTD	Name of WTD
		Mr. Krishna Datla	Mr. Satish Varma #	Ms. Anupama Datla Desai #
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (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	1,44,75,000 5,62,791 -	1,12,50,000 9,95,596 -	78,70,000 6,05,503 -
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit - others, specify...	1,30,00,000	78,00,000	40,00,000
5.	Others (Contribution to funds)	PF: 14,04,000 Gratuity: 5,62,500	PF: 10,80,000 Gratuity: 4,32,692	PF: 7,92,000 Gratuity: 3,17,308
	Total (A)	3,00,04,291	2,15,58,288	1,35,84,811
	Ceiling as per the Act	The total remuneration paid to the Managing Director is within the limits prescribed under the Companies Act, 2013		

Appointed as Executive Director w.e.f. September 27, 2019, subject to members' approval

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors			Total Amount
1.	Independent Directors	Mr. Sanjay Buch	Mr. Vinayak Hajare	Dr. Gopakumar Nair	
	<ul style="list-style-type: none"> • Fee for attending board / committee meetings • Commission • Others 	9,00,000	6,40,000	7,50,000	22,90,000

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	Total (1)	9,00,000	6,40,000	7,50,000	22,90,000
2.	Other Non-Executive Directors	Ms. Rajeshwari Datla	Mr. Satish Varma (Till September 26, 2019)	Mr. Krishna Datla (erstwhile Fermenta Biotech Limited up to September 25, 2019)	
	<ul style="list-style-type: none"> • Fee for attending board / committee meetings • Commission • Others 	5,30,000	2,50,000	2,60,000	10,40,000
	Total (2)	5,30,000	2,50,000	2,60,000	10,40,000
	Total (B) = (1+2)	14,30,000	8,90,000	10,10,000	33,30,000
	Total Managerial remuneration (A+B)				
	Ceiling as per the Act	The total fees to Directors payable for attending meetings are within the limits presented under the Companies Act, 2013			

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

Sl. No	Particulars of Remuneration	Key Managerial Personnel			
1.		Mr. Srikant Sharma (Company Secretary)	Mr. Sumesh Gandhi (CFO)	Mr. Prashant Nagre (CEO) (w.e.f. September 27, 2019)	Total
	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	5,118,228	73,89,533	1,30,40,756	2,55,48,517
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	32,400	-	48,800	81,200
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	50,05,000	50,05,000
	- as % of profit				
	- others, specify				

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5.	Others (Contribution to Funds)	PF: 2,22,479 Gratuity: 89,134	PF: 3,10,464 Gratuity: 1,24,385	PF: 5,37,708 Gratuity: 2,15,428	14,99,598
	Total	54,62,241	78,24,382	1,88,47,692	3,21,34,315

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

For and on behalf of the Board of Directors

Sanjay Buch
Chairman
(DIN: 00391436)

August 28, 2020, Thane

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