

ANNEXURE VII

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31 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:

i)	CIN		L24110TG1990PLC011854
ii)	Registration Date		12-10-1990
iii)	Name of the Company		DIVI'S LABORATORIES LIMITED
iv)	Category / Sub Category of the Company		Public Company/ Limited by shares
v)	Address of the Registered Office and Contact Details		1-72/23(P)/DIVIS/303, Divi Towers Cyber Hills, Gachibowli Hyderabad - 500 032 Telangana, India Tel: 040-23786300 Fax: 040-23786460 E-mail: mail@divislabs.com
vi)	Whether Listed Company	Yes/ No	YES
vii)	Name, Address & Contact details of Registrar and Transfer Agent		Kfin Technologies Private Limited Selenium Tower B, Plot No. 31& 32 Gachibowli, Financial District Nanakramguda Hyderabad - 500 032 Tel: 040-67161526 E-mail: nageswara.raop@kfintech.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company:

SI No.	Name and description of main products / services	NIC code of the Product / Service	% to total turnover of the Company
1	Manufacturing of pharmaceutical ingredients	210	100%

III. PARTICULARS OF HOLDING, SUBSIDIARIES AND ASSOCIATE COMPANIES

SI No.	Name and address of the Company	CIN/ GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1	Divis Laboratories (USA) Inc., 325 Columbia Turnpike Suite 305, Florham Park, New Jersey 07932, USA	NA	Subsidiary	100	2(87)
2	Divi's Laboratories Europe AG Solothurnerstrasse 15 CH- Basel, Switzerland	NA	Subsidiary	100	2(87)

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
A PROMOTERS									
(1) Indian									
Individuals / Hindu Undivided Family									
(a)	130069360	0	130069360	49.00	129969360	0	129969360	48.96	-0.04
(b) Central Government	0	0	0	0.00	0	0	0	0.00	0.00
(c) State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(d) Bodies Corporate	8000000	0	8000000	3.01	8000000	0	8000000	3.01	0.00
(e) Banks / Financial Institutions	0	0	0	0.00	0	0	0	0.00	0.00
(f) Others	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total A(1) :	138069360	0	138069360	52.01	137969360	0	137969360	51.97	-0.04
(2) Foreign									
(a) NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
(b) Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
(c) Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
(e) Others	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total A(2) :	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Promoter A=A(1)+A(2) :	138069360	0	138069360	52.01	137969360	0	137969360	51.97	-0.04
B Public Shareholding									
(1) Institutions									
(a) Mutual Funds / UTI	36885049	0	36885049	13.89	38933320	0	38933320	14.67	0.77
(b) Banks / Financial Institutions	867426	0	867426	0.33	2466048	0	2466048	0.93	0.60
(c) Central Government / State	0	0	0	0.00	0	0	0	0.00	0.00
(d) Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(g) FIs/ FPIs	56301726	0	56301726	21.21	50647319	0	50647319	19.08	-2.13
(h) Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00
(i) Others	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total B(1) :	94054201	0	94054201	35.43	92046687	0	92046687	34.67	-0.76

(2) Non-institutions										
(a) Bodies										
Corporate										
i) Indian	9580167	0	9580167	3.61	5392058	0	5392058	2.03	-1.58	
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00	
(b) Individuals										0.00
i) Individual shareholders holding nominal share capital up to Rs.2 lakh	17400271	347486	17747757	6.69	20101866	220986	20322852	7.66	0.97	
ii) Individual shareholders holding nominal share capital in excess of Rs.2 lakh	2201732	350350	2552082	0.96	2425125	0	2425125	0.91	-0.05	
Others -										
i) Non Resident Indians	1405037	0	1405037	0.53	1545013	0	1545013	0.58	0.05	
ii) Trusts	934582	0	934582	0.35	983850	0	983850	0.37	0.02	
iii) Clearing Members	1100194	0	1100194	0.41	281666	0	281666	0.11	-0.31	
iv) NBFcs Registered with RBI	11101	0	11101	0.00	4800	0	4800	0.00	-0.00	
v) Alternative Investment Fund	0	0	0	0.00	874390	0	874390	0.33	0.33	
vi) Qualified Institutional Buyer	0	0	0	0.00	3597687	0	3597687	1.36	1.36	
vii) IEPF	14099	0	14099	0.01	25092	0	25092	0.01	0.00	
Sub-total B(2) :	32647183	697836	33345019	12.56	35231547	220986	35452533	13.35	0.79	
							0	0.00	0.00	
Total Public Shareholding B=B(1)+B(2) : Shares held by	126701384	697836	127399220	47.99	127278234	220986	127499220	48.03	0.04	
C Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0.00	0.00	
GRAND TOTAL: [A+B+C]	264770744	697836	265468580	100	265247594	220986	265468580	100	-	

ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01-04-2019)			Shareholding at the end of the year (As on 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	Nilima Motaparti	54000000	20.34	0.00	54000000	20.34	0.00	0.00
2	Divi Satchandra Kiran	54000000	20.34	0.00	54000000	20.34	0.00	0.00
3	Murali Krishna Prasad Divi	7567000	2.85	0.00	7567000	2.85	0.00	0.00
4	Divi Swarna Latha	14000000	5.27	0.00	14000000	5.27	0.00	0.00
5	Divi Madhusudana Rao	472760	0.18	0.00	372760	0.14	0.00	-0.04
6	Divi Babu Rajendra Prasad	26600	0.01	0.00	26600	0.01	0.00	0.00
7	Radhakrishna Rao Divi	3000	0.00	0.00	3000	0.00	0.00	0.00
8	Divis Biotech Private Limited	8000000	3.01	0.00	8000000	3.01	0.00	0.00
	TOTAL	138069360	52.01		137969360	51.97		-0.04

iii) Change in Promoters' Shareholding

SI No.	Name	Shareholding at the beginning of the year (As on 01-04-2019)		Cumulative Shareholding during the year (01-04-2019 to 31-03-2020)	
		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	138069360	52.01		
2	Date wise Increase/ Decrease in promoters shareholding during the year *	-100000	0.04	137969360	51.97
3	At the end of the year	137969360	51.97		

*Details of inter se transfer within promoters and decrease in the promoters' shareholding during the year:

SI No.	Name	Shareholding at the beginning of the year (As on 01-04-2019)		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-2019 to 31-03-2020)	
		No. of Shares	% of total Shares of the company				No. of Shares	% of total Shares of the company
A	Promoters							
1	MADHUSUDANA RAO DIVI							
	At the beginning of the year	472760	0.18	1-Apr-19				
	Date wise increase/decrease during the year			11-Dec-19	30000	Sale	442760	0.17
				17-Feb-20	20000	Sale	422760	0.16
				28-Feb-20	15000	Sale	407760	0.15
				4-Mar-20	5000	Sale	402760	0.15
				6-Mar-20	20000	Sale	382760	0.14
				19-Mar-20	5000	Sale	377760	0.14
				23-Mar-20	5000	Sale	372760	0.14
	At the end of the year			31-Mar-20			372760	0.14

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

SI No.	Name	Shareholding at the beginning of the year 01-04-2019		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	SBI MUTUAL FUND	12061718	4.54	12974870	4.89
2	AXIS MUTUAL FUND TRUSTEE LIMITED	4111031	1.55	6503299	2.45
3	RELIANCE CAPITAL TRUSTEE COMPANY LIMITED	7511601	2.83	5012698	1.89
4	GOVERNMENT PENSION FUND GLOBAL	4601104	1.73	4472028	1.68
5	LIFE INSURANCE CORPORATION OF INDIA**	503176	0.19	2342909	0.88
6	HDFC TRUSTEE COMPANY LTD	2263903	0.85	2318103	0.87
7	KOTAK FUNDS	2342393	0.88	2185639	0.82
8	UTI-UNIT LINKED INSURANCE PLAN**	1787069	0.67	2137885	0.81
9	AMUNDI FUNDS SBI FM EQUITY INDIA**	1463000	0.55	2075754	0.78
10	PINEBRIDGE INVESTMENTS GF MAURITIUS LIMITED	3060772	1.15	2056332	0.77
12	MIRAE ASSET EQUITY SAVINGS FUND*	2346593	0.88	1228717	0.46
13	BARON EMERGING MARKETS FUND*	2107356	0.79	1843505	0.69
14	M3 INVESTMENT PRIVATE LIMITED*	2040700	0.77	1500000	0.57

Note: The date-wise increase/ decrease in the shareholding of the top 10 shareholders is available on our website

*Ceased to be in the list of Top 10 shareholders as on 31-03-2020. The same is reflected above since the shareholder was one of the Top 10 shareholders as on 01-04-2019.

**Not in the list of Top 10 shareholders as on 01-04-2019. The same is reflected above since the shareholder was one of the Top 10 shareholders as on 31-03-2020. The above information is based on the weekly beneficiary position received from Depositories.

v) Shareholding of Directors and Key Managerial Personnel:

SI No.	Name	Shareholding at the beginning of the year (As on 01-04-2019)		Cumulative Shareholding during the year (01-04-2019 to 31-03-2020)	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
A	DIRECTORS				
1	MURALI KRISHNA PRASAD DIVI Managing Director				
	At the beginning of the year	7567000	2.85		
	At the end of the year			7567000	2.85
2	N. V. RAMANA, Executive Director				
	At the beginning of the year	563078	0.21		
	30-12-2019- Disposal-Off Market Transfer (Gift)	240000	0.09	323078	0.12
	At the end of the year			323078	0.12
3	MADHUSUDANA RAO DIVI Whole-time Director - Projects				
	At the beginning of the year	472760	0.18		
	11-12-2019 - Sale	30000	0.01	442760	0.17
	17-02-2020 - Sale	20000	0.01	422760	0.16
	28-02-2020 - Sale	15000	0.01	407760	0.15
	04-03-2020 - Sale	5000	0.00	402760	0.15
	06-03-2020 - Sale	20000	0.01	382760	0.14
	19-03-2020 - Sale	5000	0.00	377760	0.14
	23-03-2020 - Sale	5000	0.00	372760	0.14
	At the end of the year			372760	0.14
4	SATCHANDRA KIRAN DIVI Whole-time Director & CEO				
	At the beginning of the year	54000000	20.34		
	At the end of the year			54000000	20.34
5	NILIMA MOTAPARTI Whole-time Director - Commercial				
	At the beginning of the year	54000000	20.34		
	At the end of the year			54000000	20.34
6	DR. GANGAVARAPU SURESH KUMAR, Independent Director				
	At the beginning of the year	0	0.00		
	13-03-2020 - purchase	200	0.00	200	0.00
	23-03-2020 - purchase	200	0.00	400	0.00
	At the end of the year			400	0.00
7	RANGA RAO RAVIPATI Independent Director	-	-	-	-
8	KANTHETI VENKATA KRISHNA SESHAVATARAM Independent Director	-	-	-	-
9	DR. RAMESH B.V. NIMMAGADDA Independent Director	-	-	-	-
10	DR. GANAPATY SERU Independent Director	-	-	-	-
11	PROF. SUNAINA SINGH Independent Director	-	-	-	-
12	K.V. CHOWDARY Independent Director	-	-	-	-
B	KEY MANAGERIAL PERSONNEL				
1	L.KISHORE BABU Chief Financial Officer				
	At the beginning of the year	250	0.00		
	At the end of the year			250	0.00
2	M. Satish Choudhury Company Secretary	-	-	-	-

V) INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	10560	--	--	10560
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	10560	--	--	10560
Change in Indebtedness during the financial year				
Addition	0	--	--	0
Reduction	7197	--	--	7197
Net Change	(7197)	--	--	(7197)
Indebtedness at the end of the financial year				
i) Principal Amount	3363	--	--	3363
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	3363	--	--	3363

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl No.	Particulars of Remuneration	Name of MD/ WTD/ Manager					Total Amount
		Dr. Murali K. Divi	Mr. N.V. Ramana	Mr. Madhusudana Rao Divi	Dr. Kiran S. Divi	Ms. Nilima Motaparti	
1	Gross Salary						
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	47	86	78	78	48	337
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	24	15	12	28	19	98
	(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	5159	2580	-	1720	430	9889
	- others	-	-	-	-	-	-
5	Others - PF	6	10	9	9	6	40
	Total (A)	5236	2691	99	1835	503	10364
	Ceiling as per the Act	Rs. 18237 lakhs (being 10% of the net profits of the Company calculated as per Section 198 read with Section 197 of the Companies Act, 2013)					

(Rs. in lakhs)

B. Remuneration to other Directors:

(₹ in lakhs)

SI No.	Particulars of Remuneration	Name of Director							Total Amount
		Dr. G. Suresh Kumar	Mr. R. Ranga Rao	Mr. K.V.K. Seshavataram	Dr. Ramesh B.V. Nimmagadda	Dr. S. Ganapaty	Prof. Sunaina Singh	K.V. Chowdary*	
1	Independent Directors								
	Fee for attending board / committee meetings	15	19	15	19	15	7	6	96
	Commission	-	-	-	-	-	-	-	-
	Others - Annual Remuneration#	5	5	5	5	5	5	5	35
	Total (1)	20	24	20	24	20	12	11	131
2	Other Non-Executive Directors								
	Fee for attending board / committee meetings	-	-	-	-	-	-	-	-
	Commission	-	-	-	-	-	-	-	-
	Others	-	-	-	-	-	-	-	-
	Total (2)								
	Total (B) = (1)+(2)	20	24	20	24	20	12	11	131
	Total Mangerial Remuneration								10495
	Overall Ceiling as per the Act	₹20060 lakhs (being 11% of the net profits of the Company calculated as per Section 198 read with Section 197 of the Companies Act, 2013)							

*Appointed w.e.f 04 January, 2020

Annual Rmuneration paid w.e.f. 01 January, 2020

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

(₹ in lakhs)

SI No.	Particulars of Remuneration	Key Managerial Personnel			Total
		Company Secretary (P V Lakshmi Rajani)*	Company Secretary (M. Satish Choudhury)**	CFO (L Kishore Babu)	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6	13	236	255
	(b) Value of perquisites u/s 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				
5	Others - PF	0	1	6	7
	Total	6	14	242	262

* Resigned as Company Secretary w.e.f 31 May, 2019

**Appointed as Company Secretary w.e.f. 10 August, 2019.

VII PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties/ punishments/ compounding of offences for breach of any section of Companies Act against the Company or its Directors or other Officers in default, if any during the year.

For and on behalf of the Board
Dr. Ramesh B.V. Nimmagadda

 Chairman
 (DIN: 07854042)

Dr. Murali K. Divi

 Managing Director
 (DIN: 00005040)

 Hyderabad
 06 June, 2020