

FORM NO. MGT-7

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



सत्यमेव जयते

Annual Return

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L24110TG1990PLC011854

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACD6745J

(ii) (a) Name of the company

DIVI'S LABORATORIES LIMITED

(b) Registered office address

1-72/23(P)/DIVIS/303, Divi Towers
Cyber Hills, Gachibowli
Hyderabad
Hyderabad
Telangana
500032

(c) *e-mail ID of the company

mail@divislabs.com

(d) *Telephone number with STD code

914023786300

(e) Website

www.divislabs.com

(iii) Date of Incorporation

12/10/1990

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

14/09/2020

(b) Due date of AGM

30/09/2020

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*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	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

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

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

2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Divis Laboratories (USA) Inc		Subsidiary	100
2	Divis Laboratories Europe AG		Subsidiary	100

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	300,000,000	265,468,580	265,468,580	265,468,580
Total amount of equity shares (in Rupees)	600,000,000	530,937,160	530,937,160	530,937,160

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	300,000,000	265,468,580	265,468,580	265,468,580
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	600,000,000	530,937,160	530,937,160	530,937,160

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
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

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				

At the beginning of the year	265,468,580	530,937,160	530,937,160	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	265,468,580	530,937,160	530,937,160	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0

i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

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

0

Class of shares		(i)	(ii)	(iii)
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

[Details being provided in a CD/Digital Media]

☐

Yes

☒

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☒

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		23/08/2019	
Date of registration of transfer (Date Month Year)		28/12/2019	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	10,000	Amount per Share/ Debenture/Unit (in Rs.)	2
Ledger Folio of Transferor	N00089		

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text" value="NARAYANAN PL"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text" value="DLL020775"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text" value="N PALANIAPPAN"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		<input type="text" value="22/02/2020"/>	
Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text" value="10,050"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="2"/>
Ledger Folio of Transferor		<input type="text" value="R00002"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text" value="R DEVI"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text" value="DLL020776"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text" value="R DEVI"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		<input type="text" value="22/02/2020"/>	
Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text" value="11,950"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="2"/>
Ledger Folio of Transferor		<input type="text" value="R00002"/>	

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text" value="R. DEVI"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text" value="DLL020777"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text" value="R SHARATH"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			336,268,480
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			336,268,480

Details of debentures

Class of 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
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(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					

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

53,105,710,041

(ii) Net worth of the Company

73,166,909,214

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	129,969,360	48.96	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	8,000,000	3.01	0	
10.	Others	0	0	0	
	Total	137,969,360	51.97	0	0

Total number of shareholders (promoters)

8

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	22,747,977	8.57	0	
	(ii) Non-resident Indian (NRI)	1,545,013	0.58	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	1,100	0	0	
5.	Financial institutions	2,464,948	0.93	0	
6.	Foreign institutional investors	50,647,319	19.08	0	
7.	Mutual funds	38,933,320	14.67	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	5,392,058	2.03	0	
10.	Others Trusts, Alternative Investment Funds	5,767,485	2.17	0	
	Total	127,499,220	48.03	0	0

Total number of shareholders (other than promoters)

101,159

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

101,167

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

575

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	8	8
Members (other than promoters)	80,962	101,159
Debenture holders	0	0

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	4	0	4	0	43.67	0
B. Non-Promoter	1	6	1	7	0.12	0
(i) Non-Independent	1	0	1	0	0.12	0
(ii) Independent	0	6	0	7	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & 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	5	6	5	7	43.79	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

15

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Dr. Rameshbabu Venka	07854042	Director	0	
Dr. Murali Krishna Prasa	00005040	Managing Director	7,567,000	
Nimmagadda Venkata F	00005031	Whole-time directo	323,078	
Satchandra Kiran Divi	00006503	Whole-time directo	54,000,000	
Nilima Motaparti	06388001	Whole-time directo	54,000,000	
Madhusudana Rao Divi	00063843	Whole-time directo	372,760	
Dr. Gangavarapu Sures	00183128	Director	400	
Ranga Rao Ravipati	06409742	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Kantheti Venkata Krishn	00060874	Director	0	
Dr. Ganapaty Seru	07872766	Director	0	
Prof. Sunaina Singh	08397250	Director	0	
Veerayya Chowdary Ko	08485334	Director	0	
Lingamneni Kishore Bat	AAFPL6754R	CFO	250	
Satish Choudhury Meka	BICPM6950J	Company Secretar	0	
Satchandra Kiran Divi	00006503	CEO	54,000,000	

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

6

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Veerayya Chowdary Ko	08485334	Additional director	26/02/2020	Change in designation
Satish Choudhury Meka	BICPM6950J	Company Secretar	10/08/2019	Appointment
Pilaka Venkata Lakshm	ANHPP3440K	Company Secretar	31/05/2019	Cessation
Prof. Sunaina Singh	08397250	Additional director	23/08/2019	Change in designation
Veerayya Chowdary Ko	08485334	Additional director	04/01/2020	Appointment
Satchandra Kiran Divi	00006503	CEO	04/01/2020	Appointment

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

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	23/08/2019	87,229	589	25.43
Postal Ballot (Members)	07/10/2019	87,153	896	83.48
Postal Ballot (Members)	26/02/2020	90,103	955	81.64

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/05/2019	11	10	90.91
2	10/08/2019	11	10	90.91
3	23/08/2019	11	10	90.91
4	05/11/2019	11	9	81.82
5	04/01/2020	12	12	100
6	05/02/2020	12	11	91.67
7	12/02/2020	12	9	75

C. COMMITTEE MEETINGS

Number of meetings held

18

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	25/05/2019	3	3	100
2	Audit Committee	10/08/2019	3	3	100
3	Audit Committee	05/11/2019	3	3	100
4	Audit Committee	05/02/2020	4	4	100
5	Compensation	10/08/2019	4	4	100
6	Compensation	23/08/2019	5	5	100
7	Compensation	04/01/2020	5	5	100
8	Compensation	05/02/2020	6	5	83.33
9	Stakeholders Forum	25/05/2019	4	4	100
10	Stakeholders Forum	10/08/2019	4	4	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		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	14/09/2020
								(Y/N/NA)
1	Dr. Rameshba	7	7	100	12	12	100	Yes
2	Dr. Murali Kris	7	7	100	4	4	100	Yes
3	Nimmagadda	7	5	71.43	0	0	0	Yes
4	Satchandra Ki	7	5	71.43	2	1	50	Yes
5	Nilima Motapa	7	7	100	2	2	100	Yes
6	Madhusudana	7	5	71.43	6	5	83.33	Yes
7	Dr. Gangavara	7	7	100	8	8	100	Yes
8	Ranga Rao Ra	7	7	100	12	12	100	Yes
9	Kantheti Venk	7	7	100	8	8	100	Yes
10	Dr. Ganapaty	7	7	100	8	8	100	Yes
11	Prof. Sunaina	7	4	57.14	5	3	60	Yes
12	Veerayya Cho	3	3	100	3	3	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Dr. Murali Krishna F	Managing Direct	4,717,747	515,902,660		2,937,737	523,558,144
2	Nimmagadda Venka	Executive Direct	8,623,548	257,951,330		2,575,729	269,150,607
3	Madhusudana Rao	Whole-time Dire	7,800,000	0		2,136,000	9,936,000
4	Satchandra Kiran D	Whole-time Dire	7,800,000	171,967,553		3,731,842	183,499,395
5	Nilima Motaparti	Whole-time Dire	4,800,000	42,991,888		2,528,271	50,320,159
	Total		33,741,295	988,813,431	0	13,909,579	1,036,464,305

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Lingamneni Kishore	Chief Financial Officer	23,636,061			567,264	24,203,325
2	M. Satish Choudhury	Company Secretary	1,337,682			32,105	1,369,787
3	Pilaka Venkata Lakshmi	Company Secretary	594,000			14,256	608,256
	Total		25,567,743	0		613,625	26,181,368

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Dr. Rameshbabu Vedula	Independent Director	0	0	0	2,397,268	2,397,268
2	Dr. Gangavarapu Sri	Independent Director	0	0	0	1,997,268	1,997,268
3	Ranga Rao Ravipati	Independent Director	0	0	0	2,397,268	2,397,268
4	Kantheti Venkata Krishna	Independent Director	0	0	0	1,997,268	1,997,268
5	Dr. Ganapaty Seru	Independent Director	0	0	0	1,997,268	1,997,268
6	Prof. Sunaina Singh	Independent Director	0	0	0	1,197,268	1,197,268
7	Veerayya Chowdary	Independent Director	0	0	0	1,080,874	1,080,874
	Total		0	0	0	13,064,482	13,064,482

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

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

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

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. 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.

Name

V. Bhaskara Rao

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

4182

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 all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... **17(a)** dated **01/11/2014**

(DD/MM/YYYY) to sign this form and declare that all the requirements of the 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:

- 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.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

MURALI
KRISHNA
PRASAD DIVI
Digitally signed by
MURALI KRISHNA
PRASAD DIVI
Date: 2020.11.11
08:06:43 +05'30'

DIN of the director

00005040

To be digitally signed by

SATISH
CHOUDHURY
MEKA
Digitally signed by
SATISH
CHOUDHURY MEKA
Date: 2020.11.11
08:07:58 +05'30'

- ☒ Company Secretary
☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

MGT-8.pdf
Meetings Info.pdf
divisFIIFPC31032020.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

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

Divi's Laboratories Limited - Meetings during FY 2019-20
Meetings

Board Meetings		Q4	Q1	MD, ED Appts	Q2	Appointments	Q3	Intrim Dividend	Meetings entitled to attend	Total Meetings attended	LOA	Committee attendance	Committee entitlements
Name of Director		25.05.2019	10.08.2019	23.08.2019	05.11.2019	04.01.2020	05.02.2020	12.02.2020					
Dr. Murali K. Divi		1	1	1	1	1	1	1	7	7	-	4	4
Mr. N. V. Ramana	LOA	1	1	1	LOA	1	1	1	7	5	2	0	0
Mr. Madhusudana Rao Divi		1	1	1	LOA	1	1	LOA	7	5	2	5	6
Mr. Kiran S. Divi		1	1	LOA	1	1	1	LOA	7	5	2	1	2
Ms. Nilima Motaparti		1	1	1	1	1	1	1	7	7	-	2	2
Dr. G. Suresh Kumar		1	1	1	1	1	1	1	7	7	-	8	8
Mr. R. Ranga Rao		1	1	1	1	1	1	1	7	7	-	12	12
Mr. K. V. K. Seshavaram		1	1	1	1	1	1	1	7	7	-	8	8
Dr. Ramesh B. V. Nimmagadda		1	1	1	1	1	1	1	7	7	-	12	12
Dr. S. Ganapathy		1	1	1	1	1	1	1	7	7	-	8	8
Prof. Sunaina Singh		1	LOA	1	1	1	LOA	LOA	7	4	3	3	5
Mr. K.V. Chowdary*		NA	NA	NA	NA	1	1	1	3	3	-	3	3

*w.e.f. 04.01.2020

Audit Committee Meeting		Q4	Q1	Q2	Q3	Meetings entitled to attend	Total Meetings attended
Name of Director	Designation	25.05.2019	10.08.2019	05.11.2019	05.02.2020		
Mr. K. V. K. Seshavaram	Chairman	1	1	1	1	4	4
Dr. G. Suresh Kumar	Member	1	1	1	1	4	4
Mr. R. Ranga Rao	Member	1	1	1	1	4	4
Mr. K.V. Chowdary*	Member	NA	NA	NA	1	1	1

*w.e.f. 04.01.2020

Compensation, Nomination and Remuneration Committee Meetin

Name of Director	Designation	10.08.2019	23.08.2019	04.01.2020	05.02.2020	Meetings entitled to attend	Total Meetings attended
Dr. G. Suresh Kumar	Chairman	1	1	1	1	4	4
Mr. R. Ranga Rao	Member	1	1	1	1	4	4
Dr. Ramesh B. V. Nimmagadda	Member	1	1	1	1	4	4
Dr. S. Ganapathy	Member	1	1	1	1	4	4
Prof. Sunaina Singh#	Member	NA	1	1	LOA	3	2
Mr. K.V. Chowdary*	Member	NA	NA	NA	1	1	1

*w.e.f. 10.08.2019

*w.e.f. 04.01.2020

Stakeholders Relationship Committee Meeting

Name of Director	Designation	25.05.2019	10.08.2019	05.11.2019	05.02.2020	Meetings entitled to attend	Total Meetings attended
Dr. Ramesh B. V. Nimmagadda	Chairman	1	1	1	1	4	4
Mr. K. V. K. Seshavaram	Member	1	1	1	1	4	4
Dr. S. Ganapathy	Member	1	1	1	1	4	4
Prof. Sunaina Singh#	Member	NA	NA	1	LOA	2	1
Mr. K.V. Chowdary*	Member	NA	NA	NA	1	1	1
Mr. L. Kishore Babu	Member	1	1	1	1	4	8

*w.e.f. 10.08.2019

*w.e.f. 04.01.2020

Corporate Social Responsibility (CSR) Committee Meeting

Name of Director	Designation	25.05.2019	10.08.2019	05.11.2019	05.02.2020	Meetings entitled to attend	Total Meetings attended
Mr. R. Ranga Rao	Chairman	1	1	1	1	4	4
Dr. Murali K. Divi	Member	1	1	1	1	4	4
Mr. Madhusudana Rao Divi	Member	1	1	LOA	1	4	3
Dr. Ramesh B. V. Nimmagadda	Member	1	1	1	1	4	4

Risk Management Committee Meeting;

Name of Director	Designation	10.05.2019	26.09.2019	Meetings entitled to attend	Total Meetings attended
Mr. Madhusudana Rao Divi	Chairman	1	1	2	2
Mr. Kiran S. Divi	Member	LOA	1	2	1
Ms. Nilima Motaparti	Member	1	1	2	2
Mr. L. Kishore Babu	Member	1	1	2	2
Mr. L. Ramesh Babu	Member	1	1	2	2

Directors Sitting Fee - FY 2019-20

In Rs.												
Name of Director	25.05.2019	10.08.2019	23.08.2019	05.11.2019	04.01.2020	05.02.2020	12.02.2020	Total	Reimbursement of Sitting fee	Annual Remuneration		
Dr. G. Suresh Kumar	220000	320000	220000	220000	220000	320000	120000	1640000	140000	1500000	497268	1997268
Mr. R. Ranga Rao	320000	420000	220000	320000	220000	420000	120000	2040000	140000	1900000	497268	2397268
Mr. K. V. K. Seshavaram	320000	320000	120000	320000	120000	320000	120000	1640000	140000	1500000	497268	1997268
Dr. Ramesh B. V. Nimmagadda	320000	420000	220000	320000	220000	420000	120000	2040000	140000	1900000	497268	2397268
Dr. S. Ganapathy	220000	320000	220000	220000	220000	320000	120000	1640000	140000	1500000	497268	1997268
Prof. Sunaina Singh	120000	LOA	220000	220000	220000	LOA	LOA	780000	80000	700000	497268	1197268
Mr. K.V. Chowdary*	NA	NA	NA	NA	120000	420000	120000	660000	60000	600000	480874	1080874
									10440000	840000	9600000	3464482

*w.e.f. 04.01.2020

Name of the Non-Executive Director	Sitting Fees	Annual Remuneration	Total
Dr. G. Suresh Kumar	15	4.97	19.97
Mr. R. Ranga Rao	19	4.97	23.97
Mr. K. V. K. Seshavaram	15	4.97	19.97
Dr. Ramesh B. V. Nimmagadda	19	4.97	23.97
Dr. S. Ganapathy	15	4.97	19.97
Prof. Sunaina Singh	7	4.97	11.97
Mr. K.V. Chowdary*	6	4.81	10.81



Form No. MGT-8

*[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of
Companies (Management and Administration) Rules, 2014]*

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **M/s. DIVI'S LABORATORIES LIMITED** (CIN: L24110TG1990PLC011854) (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2020. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. 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, within the prescribed time.; However, the company was not required to file any forms and returns with the Regional Director, Central Government, the Tribunal, Court or other authorities;
 4. Calling/ convening/ holding meetings of Board of Directors and its committees 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 have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed including circular resolutions passed during the year.
5. Closure of Register of Members / Security holders, as the case may be.



6. Advances/loans to wholly owned subsidiaries;
7. Contracts/arrangements with related parties as specified in section 188 of the Act;
Not such cases.
8. Transfer/ transmission of shares duly approved and recorded in the Registers.
However, no Issue or allotment 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 during the period;
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: **No Such Cases**
10. Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with the provisions of the Act;
11. Signing of audited financial statements 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/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. Appointment of auditors as per the provisions of section 139 of the Act; No such case
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; **No such cases**; however as a procedural matter the company has filed the required forms/returns with the Registrar of Companies.
15. Acceptance/ renewal/ repayment of deposits; **Not applicable**
16. Borrowings from 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. **No such cases**

18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company; **Not Applicable**

Place: Hyderabad
Date: 26.10.2020



For V. Bhaskara Rao & Co.
Company Secretaries

V. B.

V. Bhaskara Rao
Proprietor
FCS No.5939, C.P.No.4182
UDIN: F005939B001063259