

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]



Annual Return (other than OPCs and Small Companies)

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

L15140MH1985PLC286828

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACH5113Q

(ii) (a) Name of the company

PRIVI SPECIALITY CHEMICALS L

(b) Registered office address

Privi House, Plot No A-71,
TTC, Thane Belapur Road, Kopar Khairane
Navi Mumbai
Thane
Maharashtra
400710

(c) *e-mail ID of the company

rameshk@privi.co.in

(d) *Telephone number with STD code

02268713200

(e) Website

www.privico.com

(iii) Date of Incorporation

25/05/1985

(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 and NSE LIMITED	1,025

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM 28/09/2022

(b) Due date of AGM 30/09/2022

(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 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	PRIVI BIOTECHNOLOGIES PRIV	U74220MH1985PTC037534	Subsidiary	100
2	PRIVI SPECIALITY CHEMICALS U		Subsidiary	100

3	PRIGIV SPECIALTIES PRIVATE LI	U24290MH2021PTC366682	Subsidiary	51
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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	50,010,000	39,062,706	39,062,706	39,062,706
Total amount of equity shares (in Rupees)	500,100,000	390,627,060	390,627,060	390,627,060

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share Capital				
Number of equity shares	50,010,000	39,062,706	39,062,706	39,062,706
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	500,100,000	390,627,060	390,627,060	390,627,060

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	5,000,000	0	0	0
Total amount of preference shares (in rupees)	50,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Share Capital				
Number of preference shares	5,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	50,000,000	0	0	0

(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	Physical	DEMAT	Total			
At the beginning of the year	161,616	38,901,090	39062706	390,627,060	390,627,060	
Increase during the year	0	29,371	29371	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	29,371	29371	0	0	0
Conversion of Shares from Physical to Demat						
Decrease during the year	29,371	0	29371	0	0	0
i. Buy-back of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	29,371	0	29371	0	0	
Conversion of Shares from Physical to Demat						
At the end of the year	132,245	38,930,461	39062706	390,627,060	390,627,060	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

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

ISIN of the equity shares of the company

INE959A01019

(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

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

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	00	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

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**

13,914,657,000

(ii) Net worth of the Company

8,073,481,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	9,938,153	25.44	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)	18,987,448	48.61	0	
10.	Others	0	0	0	
	Total	28,925,601	74.05	0	0

Total number of shareholders (promoters)

17

(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	4,701,807	12.04	0	
	(ii) Non-resident Indian (NRI)	267,806	0.69	0	
	(iii) Foreign national (other than NRI)	183	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	197,990	0.51	0	
7.	Mutual funds	1,226,735	3.14	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,615,964	6.7	0	
10.	Others AIF, IEPF, Trust, Clearing Me	1,126,620	2.88	0	
	Total	10,137,105	25.96	0	0

Total number of shareholders (other than promoters)

25,364

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

25,381

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

26

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS FUND	CITIBANK N.A. CUSTODY SERVICES			658	0
PERGO COMPANY LIMITED	DBS BANK INDIA LTD FIRST FLOOR			6,202	0.02
AMERICAN CENTURY FUND	DEUTSCHE BANK AG, DB HOUSE, H			2,600	0.01
EMERGING MARKETS FUND	DEUTSCHE BANK AG, DB HOUSE H			429	0
EMERGING MARKETS FUND	CITIBANK N.A. CUSTODY SERVICES			15,710	0.04
EMERGING MARKETS FUND	CITIBANK N.A. CUSTODY SERVICES			3,099	0.01
QUADRATURE CAPITAL	JPMORGAN CHASE BANK N.A., INC			4,781	0.01
ALASKA PERMANENT FUND	DEUTSCHE BANK AG DB HOUSE, H			1,338	0
CITY OF LOS ANGELES	CITIBANK N.A. CUSTODY SERVICES			1,667	0
DIMENSIONAL WORLD FUND	CITIBANK N.A. CUSTODY SERVICES			3,249	0.01
XTRACKERS INTERNATIONAL	HSBC SECURITIES SERVICES 11TH F			9,000	0.02
AMERICAN CENTURY FUND	DEUTSCHE BANK AG, DB HOUSE, H			426	0
SPDR S&P EMERGING MARKETS	HSBC SECURITIES SERVICES 11TH F			6,365	0.02

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
BOFA SECURITIES EUR	CITIBANK N.A. CUSTODY SERVICES			1,000	0
DFA INTERNATIONAL	STANDARD CHARTERED BANK SEC			938	0
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			7,832	0.02
COPTHALL MAURITIUS	J.P.MORGAN CHASE BANK N.A. INT			571	0
MONDRIAN EMERGING	CITIBANK N.A. CUSTODY SERVICES			14,412	0.04
BNP PARIBAS ARBITRA	BNP PARIBAS HOUSE 1 NORTH AV			7,277	0.02
ELARA INDIA OPPORT	C/O. ICICI BANK LTD., SMS 1ST FLC			850	0
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			1,728	0
IMCO EMERGING MAR	16 YORK STREET SUITE 2400 TORO			47,369	0.12
JASMINE INDIA FUND	KOTAK MAHINDRA BANK LIMITED			40,732	0.1
MERCURY SERIES UNIC	HSBC SECURITIES SERVICES 11TH F			15,000	0.04
MORGAN STANLEY AS	CITIBANK N.A. CUSTODY SERVICES			3,274	0.01

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	22	17
Members (other than promoters)	11,432	25,364
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	2	0	2	0	0	9.49
B. Non-Promoter	0	6	0	5	0	1.88
(i) Non-Independent	0	1	0	0	0	0

(ii) Independent	0	5	0	5	0	1.88
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	2	6	2	5	0	11.37

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

9

(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)
Mahesh P Babani	00051162	Managing Director	2,586,348	
Doppalapudi Bhaktavats	00356218	Whole-time director	723,060	
P R Barpande	00016214	Director	0	
Rajesh Budhrani	01284426	Director	712,480	
Anurag Surana	00006665	Director	22,500	
Dwarko Topandas Khiln	01824655	Director	0	
Anuradha Thakur	06702919	Director	0	
Narayan S Iyer	AAAPI1933J	CFO	0	
Ramesh Kathuria	AFRPK9121J	Company Secretar	0	07/11/2022

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

1

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)
Sumit Maheshwari	06920646	Director	29/04/2021	Cessation

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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	27/08/2021	23,224	87	78.4

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	14/05/2021	7	7	100
2	29/07/2021	7	6	85.71
3	01/11/2021	7	7	100
4	27/01/2022	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

15

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	14/05/2021	3	3	100
2	Audit Committee	28/07/2021	3	3	100
3	Audit Committee	01/11/2021	3	3	100
4	Audit Committee	27/01/2022	3	3	100
5	Nomination & Remuneration	14/05/2021	3	3	100
6	Nomination & Remuneration	28/07/2021	3	2	66.67
7	Nomination & Remuneration	28/03/2022	3	3	100
8	Risk Management	14/05/2021	5	5	100
9	Risk Management	28/03/2022	5	5	100

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
10	Stakeholders F	14/05/2021	3	3	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	28/09/2022
								(Y/N/NA)
1	Mahesh P Babani	4	4	100	2	2	100	Yes
2	Doppalapudi Bhaktavatsala	4	4	100	8	8	100	Yes
3	P R Barpande	4	4	100	7	7	100	Yes
4	Rajesh Budhra	4	3	75	8	6	75	Yes
5	Anurag Surana	4	4	100	10	10	100	Yes
6	Dwarko Topara	4	4	100	10	10	100	Yes
7	Anuradha Thakur	4	4	100	9	9	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mahesh P Babani	Chairman & Mar	60,000,000				60,000,000
2	Doppalapudi Bhaktavatsala	Executive Direct	5,600,000				5,600,000
	Total		65,600,000	0	0	0	65,600,000

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	Narayan S Iyer	CFO	9,037,900				9,037,900
2	Ramesh Kathuria	Company Secre	3,006,660				3,006,660

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		12,044,560	0	0	0	12,044,560

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. P R Barpande	Independent Dir	0	0	0	500,000	500,000
2	Mr. Rajesh Budhran	Independent Dir	0	0	0	400,000	400,000
3	Mr. D T Khilnani	Independent Dir	0	0	0	500,000	500,000
4	Mrs. Anuradha Thakur	Independent Dir	0	0	0	500,000	500,000
5	Mr. Anurag Surana	Independent Dir	0	0	0	500,000	500,000
	Total		0	0	0	2,400,000	2,400,000

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	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
Privi Speciality Ch	BSE Limited	17/11/2020	Reg 17A of SEBI(LC	Rs. 2000 per day	NA
Privi Speciality Ch	National Stock Exc	17/11/2020	Reg 17A of SEBI(LC	Rs. 2000 per day	NA

(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

Himanshu Kamdar, Partner, Rathi & Associates, Company Secretaries

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

3030

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. ... 3.24 dated 12/08/2020

(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:

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.

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

MAHESH
PURSHOTTAM BABANI
Digitally signed by
MAHESH
PURSHOTTAM BABANI
Date: 2022.11.18
12:14:18 +05'30'

DIN of the director

00051162

To be digitally signed by

ASHWINI
SAUMIL
SHAH
Digitally signed by
ASHWINI SAUMIL
SHAH
Date: 2022.11.18
12:16:40 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

58378

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 Attachement(s), if any

Attach**Attach****Attach****Attach****List of attachments**

PRIVI MGT8.pdf
Committee Meetings.pdf
FPI.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