

**Form No. MGT-7**

Form language

 English  Hindi**Annual Return (other than OPCs and Small Companies)**

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

All fields marked in \* are mandatory

Refer instruction kit for filing the form

**I REGISTRATION AND OTHER DETAILS**

i \*Corporate Identity Number (CIN)

L24231HP1984PLC006028

ii (a) \*Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) \*Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) \*Type of Annual filing

 Original Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	MOREPEN LABORATORIES LIMITED	MOREPEN LABORATORIES LIMITED
Registered office address	VILLAGE MOREPEN NALAGARH ROAD NEAR BADDI DISTT SOLAN,NA,HIMACHAL PRADESH,Himachal Pradesh,India,173205	VILLAGE MOREPEN NALAGARH ROAD NEAR BADDI DISTT SOLAN,NA,HIMACHAL PRADESH,Himachal Pradesh,India,173205
Latitude details	30.963152	30.963152
Longitude details	76.772208	76.772208

(a) \*Photograph of the registered office of the Company showing external building and name prominently visible

Photograph and Clarification Letters\_List of FII and MGT-8\_compressed.pdf

(b) \*Permanent Account Number (PAN) of the company

AA\*\*\*\*\*3B

(c) \*e-mail ID of the company

\*\*\*\*\*TORS@MOREPEN.COM

(d) \*Telephone number with STD code

01\*\*\*\*\*01

(e) Website

www.morepen.com

iv \*Date of Incorporation (DD/MM/YYYY)

01/12/1984

v (a) \*Class of Company (as on the financial year end date)  
(Private company/Public Company/One Person Company)

Public company

(b) \*Category of the Company (as on the financial year end date)  
(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) \*Sub-category of the Company (as on the financial year end date)  
(Indian Non-Government company/Union Government Company/State Government Company/  
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi \*Whether company is having share capital (as on the financial year end date)

Yes  No

vii (a) Whether shares listed on recognized Stock Exchange(s)

Yes  No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U74899DL1973PLC006950	MAS SERVICES LTD	T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi, Delhi, India, 110020	INR000000049

ix \* (a) Whether Annual General Meeting (AGM) held

Yes  No

(b) If yes, date of AGM (DD/MM/YYYY)

06/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

Yes  No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i \*Number of business activities

3

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	20	Manufacture of chemicals and chemical products	60.48
2	C	Manufacturing	21	Manufacture of pharmaceuticals, medicinal chemical and botanical products	7.4
3	C	Manufacturing	28	Manufacture of machinery and equipment n.e.c.	32.12

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

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

7

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U24232DL2001PLC111636		DR. MOREPEN LIMITED	Subsidiary	80
2	U24246DL2000PLC105296		TOTAL CARE LIMITED	Subsidiary	76
3	U33112HP2021PLC008798		MOREPEN DEVICES LIMITED	Subsidiary	100
4	U21001HP2023PLC009940		MOREPEN RX LIMITED	Subsidiary	100

5		0100952543	MOREPEN BIO INC.	Subsidiary	100
6	U32509HP2025PLC011337		MOREPEN MEDIPATH LIMITED	Subsidiary	80
7	U46497HR2025PTC129787		QUICK MED PRIVATE LIMITED	Subsidiary	64

#### 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	1000000000.00	547953699.00	547953699.00	547953699.00
Total amount of equity shares (in rupees)	2000000000.00	1095907398.00	1095907398.00	1095841398.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	1000000000	547953699	547953699	547953699
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees )	2000000000	1095907398	1095907398	1095841398

##### (b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	5000000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	500000000.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference Share Capital				
Number of preference shares	5000000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees )	500000000	0.00	0	0

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	26847805	484320903	511168708.00	1022271416	1022271416	
<b>Increase during the year</b>	0.00	37305012.00	37305012.00	74610024.00	74610024.00	1926429978.67
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	36784991	36784991.00	73569982	73569982	1926429978.67
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify  Physical share dematerialized during the year		520021		1040042	1040042	
<b>Decrease during the year</b>	520021.00	0.00	520021.00	1040042.00	1040042.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify  Physical share dematerialized during the year	520021		520021.00	1040042	1040042	
<b>At the end of the year</b>	26327784.00	521625915.00	547953699.00	1095841398.00	1095841398.00	
<b>(ii) Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0.00	0	0	
<b>Increase during the year</b>	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify  			0			
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify  			0			
<b>At the end of the year</b>	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE083A01026

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

0

Class of shares		
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

Number of transfers

**Attachments:**

1. Details of shares/Debentures Transfers

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

(a) Non-convertible debentures

\*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of non-convertible 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
<b>Total</b>				

**(b) Partly convertible debentures**

\*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of partly convertible 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
<b>Total</b>				

**(c) Fully convertible debentures**

\*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of fully convertible 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
<b>Total</b>				

**(d) Summary of Indebtedness**

Particulars	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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
<b>Total</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

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
<b>Total</b>					

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

i \*Turnover

15469435000

ii \* Net worth of the Company

11687589000

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	41241750	7.53	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	154129838	28.13	0	0.00
10	Others <input type="text"/>				
	<b>Total</b>	195371588.00	35.66	0.00	0

Total number of shareholders (promoters)

**B Public/Other than promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	267158967	48.76	0	0.00
	(ii) Non-resident Indian (NRI)	7277355	1.33	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	60000	0.01	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	5143530	0.94	0	0.00
4	Banks	3741824	0.68	0	0.00
5	Financial institutions	280000	0.05	0	0.00
6	Foreign institutional investors	10623791	1.94	0	0.00
7	Mutual funds	12740	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	13200943	2.41	0	0.00
10	Others	45082961	8.23		
	F.Co,UnA/c,Trust,CC				
	<b>Total</b>	352582111.00	64.35	0.00	0

Total number of shareholders (other than promoters)

468825

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

468860.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	12
2	Individual - Male	12
3	Individual - Transgender	0
4	Other than individuals	468836
	<b>Total</b>	468860.00

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

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Refer Clarification Letter and Optional Attachment - List of FIIs	Refer Clarification Letter and Optional Attachment - List of FIIs	31/03/2025	India	10623791	1.94

**VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	35	35
Members (other than promoters)	335984	468825
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
<b>A Promoter</b>	2	0	2	0	1.62	0
<b>B Non-Promoter</b>	0	5	0	4	0.00	0.00
i Non-Independent	0	0	0	0	0	0
ii Independent	0	5	0	4	0	0
<b>C Nominee Directors representing</b>	0	0	0	0	0.00	0.00
i. Banks and 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						
<b>Total</b>	2	5	2	4	1.62	0.00

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

8

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
SUSHIL SURI	00012028	Managing Director	5501510	
SANJAY SURI	00041590	Whole-time director	3417240	
PRAVEEN KUMAR DUTT	06712574	Director	0	
RANJIT KHATTAR	00726997	Director	0	
O. SAVITA	08764773	Director	0	
SHARAD JAIN	06423452	Director	0	
AJAY KUMAR SHARMA	ABKPS3952J	CFO	0	
VIPUL KUMAR SRIVASTAVA	BUUPS0242P	Company Secretary	0	

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

8

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
RANJIT KHATTAR	00726997	Additional Director	12/08/2024	Appointment
RANJIT KHATTAR	00726997	Director	28/09/2024	Change in designation
PRAVEEN KUMAR DUTT	06712574	Director	13/08/2024	Appointment
SHARAD JAIN	06423452	Additional Director	27/08/2024	Appointment
SHARAD JAIN	06423452	Director	28/09/2024	Change in designation

MANOJ JOSHI	00036546	Director	18/09/2024	Cessation
SUKHCHARAN SINGH	00041987	Director	18/09/2024	Cessation
BHUPENDER RAJ WADHWA	00012096	Director	18/09/2024	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

2

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	28/09/2024	436313	70	42.28
Extra-Ordinary General Meeting	10/02/2025	452876	59	33.09

##### B BOARD MEETINGS

\*Number of meetings held

6

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/05/2024	7	7	100
2	12/08/2024	7	6	85.71
3	27/08/2024	8	8	100
4	11/11/2024	6	6	100
5	14/01/2025	6	6	100
6	06/02/2025	6	6	100

**C COMMITTEE MEETINGS**

Number of meetings held

59

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	21/05/2024	3	3	100
2	Audit Committee	12/08/2024	3	3	100
3	Audit Committee	11/11/2024	3	3	100
4	Audit Committee	18/12/2024	3	3	100
5	Audit Committee	14/01/2025	3	3	100
6	Audit Committee	06/02/2025	3	3	100
7	Nomination and Remuneration Committee	21/05/2024	3	3	100
8	Nomination and Remuneration Committee	12/08/2024	3	2	66.67
9	Nomination and Remuneration Committee	27/08/2024	3	3	100
10	Nomination and Remuneration Committee	06/02/2025	3	3	100
11	Corporate Social Responsibility Committee	12/08/2024	3	2	66.67
12	Corporate Social Responsibility Committee	27/08/2024	3	3	100
13	Corporate Social Responsibility Committee	11/11/2024	3	3	100
14	Corporate Social Responsibility Committee	06/02/2025	3	3	100
15	Risk Management Committee	29/04/2024	3	3	100
16	Risk Management Committee	11/11/2024	3	3	100
17	Finance Committee	30/07/2024	3	3	100

18	Finance Committee	18/12/2024	3	3	100
19	Finance Committee	15/01/2025	3	3	100
20	Finance Committee	13/02/2025	3	3	100
21	Finance Committee	22/03/2025	3	3	100
22	Finance Committee	29/03/2025	3	3	100
23	QIP Committee	01/08/2024	3	3	100
24	QIP Committee	05/08/2024	3	3	100
25	QIP Committee	05/08/2024	3	3	100
26	Stakeholders Relationship Committee	08/04/2024	3	2	66.67
27	Stakeholders Relationship Committee	29/04/2024	3	2	66.67
28	Stakeholders Relationship Committee	06/05/2024	3	2	66.67
29	Stakeholders Relationship Committee	13/05/2024	3	2	66.67
30	Stakeholders Relationship Committee	21/05/2024	3	3	100
31	Stakeholders Relationship Committee	27/05/2024	3	2	66.67
32	Stakeholders Relationship Committee	03/06/2024	3	2	66.67
33	Stakeholders Relationship Committee	10/06/2024	3	2	66.67
34	Stakeholders Relationship Committee	17/06/2024	3	2	66.67
35	Stakeholders Relationship Committee	24/06/2024	3	2	66.67
36	Stakeholders Relationship Committee	01/07/2024	3	2	66.67
37	Stakeholders Relationship Committee	08/07/2024	3	2	66.67
38	Stakeholders Relationship Committee	15/07/2024	3	2	66.67
39	Stakeholders Relationship Committee	22/07/2024	3	2	66.67
40	Stakeholders Relationship Committee	31/07/2024	3	2	66.67
41	Stakeholders Relationship Committee	12/08/2024	3	3	100
42	Stakeholders Relationship Committee	27/08/2024	3	3	100

43	Stakeholders Relationship Committee	09/09/2024	3	2	66.67
44	Stakeholders Relationship Committee	20/09/2024	3	2	66.67
45	Stakeholders Relationship Committee	30/09/2024	3	2	66.67
46	Stakeholders Relationship Committee	14/10/2024	3	2	66.67
47	Stakeholders Relationship Committee	21/10/2024	3	2	66.67
48	Stakeholders Relationship Committee	28/10/2024	3	2	66.67
49	Stakeholders Relationship Committee	11/11/2024	3	3	100
50	Stakeholders Relationship Committee	02/12/2024	3	2	66.67
51	Stakeholders Relationship Committee	23/12/2024	3	2	66.67
52	Stakeholders Relationship Committee	31/12/2024	3	2	66.67
53	Stakeholders Relationship Committee	13/01/2025	3	2	66.67
54	Stakeholders Relationship Committee	20/01/2025	3	2	66.67
55	Stakeholders Relationship Committee	06/02/2025	3	3	100
56	Stakeholders Relationship Committee	10/02/2025	3	2	66.67
57	Stakeholders Relationship Committee	24/02/2025	3	2	66.67
58	Stakeholders Relationship Committee	10/03/2025	3	2	66.67
59	Stakeholders Relationship Committee	24/03/2025	3	2	66.67

#### D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on  (Y/N/NA)
		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	
								06/09/2025

1	SUSHIL SURI	6	6	100	46	46	100	Yes
2	SANJAY SURI	6	6	100	6	6	100	Yes
3	PRAVEEN KUMAR DUTT	6	5	83	38	36	94	Yes
4	RANJIT KHATTAR	4	4	100	6	6	100	Yes
5	SAVITA	6	6	100	21	5	23	Yes
6	SHARAD JAIN	3	3	100	5	5	100	Yes

**X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

A \*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	SUSHIL SURI	Managing Director	26027000			6924000	32951000.00
2	SANJAY SURI	Whole-time director	10716000			2400000	13116000.00
	<b>Total</b>		36743000.00	0.00	0.00	9324000.00	46067000.00

B \*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	AJAY KUMAR SHARMA	CFO	13500000			391694	13891694.00
2	VIPUL KUMAR SRIVASTVA	Company Secretary	5760000			123183	5883183.00
	<b>Total</b>		19260000.00	0.00	0.00	514877.00	19774877.00

C \*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	Praveen Kumar Dutt	Director	0			710000	710000.00

2	Ranjit Khattar	Director	0			320000	320000.00
3	Sharad Jain	Director	0			250000	250000.00
4	Savita	Director	0			380000	380000.00
5	Bhupender Raj Wadhwa	Director	0			350000	350000.00
6	Manoj Joshi	Director	0			290000	290000.00
7	Sukhcharan Singh	Director	0			310000	310000.00
	<b>Total</b>		0.00	0.00	0.00	2610000.00	2610000.00

#### 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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

### XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

468860

### XIV Attachments

(a) List of share holders, debenture holders

Part-3.xlsm  
Part-1.xlsm  
Part-2.xlsm

(b) Optional Attachment(s), if any

Clarification Letters\_List of FII and  
MGT-8\_compressed.pdf

### XV 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.

#### 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 applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

MOREPEN LABORATORIES  
LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year 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, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, 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 including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;

- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission 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 in all instances;
- 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
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement 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/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 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;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, 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 ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

**To be digitally signed by**

Praveen Dua  
Digitally signed by  
Praveen Dua  
Date: 2025.10.15  
17:44:59 +05'30'

Name

PRAVEEN DUA

Date (DD/MM/YYYY)

10/10/2025

Place

New Delhi

Whether associate or fellow:

Associate  Fellow

Certificate of practice number

2\*3\*

**XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014**

\*(a) DIN/PAN/Membership number of Designated Person

00012028

\*(b) Name of the Designated Person

SUSHIL SURI

---

**Declaration**

I am authorised by the Board of Directors of the Company vide resolution number\*  dated\*  
(DD/MM/YYYY)  to sign this form and declare that all the requirements of 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.

**\*To be digitally signed by**

Sushil  
Suri

**\*Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

**\*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0\*0\*2\*2\*

**\*To be digitally signed by**

Vipul  
Kumar  
Srivastava

Company Secretary  Company secretary in practice

**\*Whether associate or fellow:**

Associate  Fellow

Membership number

1\*1\*8

Certificate of practice number

**Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

**For office use only:**

eForm Service request number (SRN)

AB8263378

eForm filing date (DD/MM/YYYY)

15/10/2025

**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**

**MOREPEN**

*The joy of Growing Together*

**REGISTERED OFFICE**

**MOREPEN LABORATORIES LIMITED**

**MOREPEN VILLAGE, NALAGARH ROAD**

**NEAR BADDI, DISTT. SOLAN**

**CIN NO. L24231HP1984PLC006028**

**GSTIN : 02AABCM1083B1ZA**





# MOREPEN



**Date: 13.10.2025**

The Registrar of Companies, Himachal Pradesh  
Corporate Bhavan, 1<sup>st</sup> Floor,  
Plot No. 4-B, Madhya Marg, Sector 27B  
Chandigarh – 160019

**Subject: Clarification w.e.t., e-Form MGT-7 for the financial year 2024-25**

**1. Sr. no. VI B - Gender wise bifurcation in the shareholding pattern – breakup of total number of shareholders (promoters + other than promoters)**

Since gender-wise data for shareholders is not currently maintained by the depositories/ Registrar and Share Transfer Agent ('RTA') of the company, we have only been able to provide a break-up of promoters/ promoter-group and others (non-individuals). The shareholders other than promoters are aggregated under the "other than individuals" category.

As of 31<sup>st</sup> March 2025, the total number of shareholders in the promoter and promoter group category was 35, while the number of shareholders other than promoters was 468,825. The detailed bifurcation is provided below.

Sr. No.	Category	Number*
1.	Individual - Female	12
2.	Individual - Male	12
3.	Individual - Transgender	0
4.	Other than individuals	4,68,836
	<b>Total</b>	<b>4,68,860</b>

*[Note: Out of (35) shareholders belonging to promoter and promoter group, (12) were males, (12) females; and (11) body corporates has been added and disclosed in the "other than individuals" category.]*

**2. Sr. no. VI C. - Foreign Institutional Investors (FIIs)**

As on 31<sup>st</sup> March, 2025 the total number of FIIs stood at 44, whereas the e-Form MGT-7 allows to fill-up a maximum of 25 entries. Therefore, the details entered as 1 in e-Form MGT-7 and the complete list of FIIs is annexed as an optional attachment with the said form.

The aforesaid list does not include the date and country of incorporation of FIIs, because such details are not presently maintained by the Depositories or RTA. Since those fields are mandatory in the e-Form, we have used a default date of 31/03/2025 in the "Date of Incorporation" column and India in the "Country of Incorporation" column.

**3. Sr. no. XVI - Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014**



**Morepen Laboratories Limited**

CIN NO : L24231HP1984PLC006028

**Corp. Off.:** 2<sup>nd</sup> Floor, Tower C, DLF Cyber Park, Udyog Vihar-III, Sector 20, Gurugram, Haryana - 122016, INDIA  
TEL : +91 124 4892000, E-mail : corporate@morepen.com, Website : www.morepen.com

**Regd. Office :** Morepen Village, Malkumajra, Nalagarh Road, Baddi, Distt. Solan (H.P.) -173205, INDIA  
TEL : +91 1795 266401-03, 244590, Fax : +91 1795 244591, E-mail : plants@morepen.com



# MOREPEN



The Board of Directors, on 2<sup>nd</sup> November 2023, authorized Mr. Sushil Suri, Chairman & Managing Director and Mr. Ajay Kumar Sharma, Chief Financial Officer to act as the “designated persons” under sub-rule (4) of Rule 9 of the Companies (Management and Administration) Rules, 2014.

Since, e-Form MGT-7 allows entry of only one signatory’s details, Mr. Sushil Suri’s particulars as Chairman & Managing Director have been entered.

#### 4. Sr. no. XIV - List of shareholders as an attachment

The total number of shareholders as on 31<sup>st</sup> March, 2025 was **4,68,860**. However, as per the data received from Depositories/RTA the number was recorded as **4,78,204**. The reason for the difference is on account of some shareholders holding multiple demat accounts, accordingly, Depositories/ RTA have accounted every demat account/folio as a shareholder.

Further, we have mentioned ‘**ZZZZZ9999Z**’ as the default PAN in the column “Identification No.” for those shareholders whose PAN have not available with the company/ RTA/ Depositories.

Furthermore, for the validation of the list of shareholder we have modified certain details in the columns “Type of shareholder”, “Detail of shareholder” and “Type of Identifier”.

Kindly consider this clarification letter as an integral part of e-Form MGT-7 for financial year 2024-25.

Thanking you,

Yours faithfully,

**For Morepen Laboratories Limited**

**Vipul Kumar Srivastava**  
Company Secretary  
F-12148

**R/o.: F-126, Aakriti Apartments,  
Sector-4, Dwarka, New Delhi-110078**



### Morepen Laboratories Limited

CIN NO : L24231HP1984PLC006028

**Corp. Off.:** 2<sup>nd</sup> Floor, Tower C, DLF Cyber Park, Udyog Vihar-III, Sector 20, Gurugram, Haryana - 122016, INDIA  
TEL : +91 124 4892000, E-mail : corporate@morepen.com, Website : www.morepen.com

**Regd. Office :** Morepen Village, Malkumajra, Nalagarh Road, Baddi, Distt. Solan (H.P.) -173205, INDIA  
TEL : +91 1795 266401-03, 244590, Fax : +91 1795 244591. E-mail : plants@morepen.com



# MOREPEN



**Date: 13.10.2025**

The Registrar of Companies, Himachal Pradesh  
Corporate Bhavan, 1st Floor,  
Plot No. 4-B, Madhya Marg, Sector 27B  
Chandigarh – 160019

**Subject: Cancellation of equity shares allotted as per the Scheme of Compromise and Arrangement ('Scheme') and refund of fixed deposit due, in accordance with the order passed by the Hon'ble National Company Law Appellate Tribunal ('NCLAT'), New Delhi dated 23<sup>rd</sup> July 2019 read-with order of Hon'ble National Company Law Tribunal, Chandigarh dated 12<sup>th</sup> March 2018.**

Dear Sir/ Madam,

In compliance with the order passed by Hon'ble National Company Law Tribunal ('NCLT'), Chandigarh dated 12<sup>th</sup> March 2018 read-with order of Hon'ble National Company Law Appellate Tribunal ('NCLAT'), New Delhi dated 23<sup>rd</sup> July 2019 in the matter of 'Morepen Laboratories Ltd vs. Regional Director (Northern Region) & Others'.

Till 30<sup>th</sup> July 2024, in aggregate, 50,62,872 (Fifty Lakh Sixty Two Thousand Eight Hundred Seventy Two) equity shares surrendered by 4,905 (Four Thousand Nine Hundred Five) eligible shareholders (erstwhile FD holders)/ cases, to whom Rs. 18,93,93,955 (Rupees Eighteen Crore Ninety Three Lakh Ninety Three Thousand Nine Hundred Fifty Five Only) had been refunded as FD due amount (inclusive of accrued interest thereon).

The company has approached the Stock Exchanges for several times for cancellation of said shares from the total listed capital, had denied to cancel those shares from the total listed capital despite cancellation thereof by the Board of Directors of the Company. The company is still requesting to the Stock Exchanges to cancel those shares from the total listed capital.

We would like to mention that the company will update to your good office, in requisite form, once the Stock Exchanges accorded its confirmation for cancellation of equity shares from the total listed capital of the company.

Keeping in view of above, the aforesaid equity shares has not been considered (and reduced from the total issued, subscribed and paid-up equity share capital of the company) while filing e- Form MGT-7 for financial year ended 31<sup>st</sup> March 2025. therefore, details may be varied.

Furthermore, on account of unpaid amount Rs. 66,000/- (Rupees Sixty-Six Thousand Only), the amount of total paid-up equity share capital has been reduced by said amount while computing the amount of the paid-up equity share capital of the company.

This is for your information and record.

**For Morepen Laboratories Limited**

  
Vipul Kumar Srivastava  
Company Secretary  
F-12148

R/o.: F-126, Aakriti Apartments,  
Sector-4, Dwarka, New Delhi-110078



**Morepen Laboratories Limited**

CIN NO : L24231HP1984PLC006028

**Corp. Off.:** 2<sup>nd</sup> Floor, Tower C, DLF Cyber Park, Udyog Vihar-III, Sector 20, Gurugram, Haryana - 122016, INDIA  
TEL : +91 124 4892000, E-mail : corporate@morepen.com, Website : www.morepen.com

**Regd. Office :** Morepen Village, Malkumajra, Nalagarh Road, Baddi, Distt. Solan (H.P.) -173205, INDIA  
TEL : +91 1795 266401-03, 244590, Fax : +91 1795 244591, E-mail : plants@morepen.com



# MOREPEN



FOREIGN PORTFOLIO INVESTORS AS ON 31 <sup>st</sup> MARCH 2025				
S. NO	NAME OF SHAREHOLDER	ADDRESS	NO. OF SHARES HELD	% SHARES HELD
1	EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS PLC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	289477	0.05
2	COPHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUNT	JP MORGAN CHASE BANK N.A, INDIA SUB CUSTODY 3RD FLR,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI 400098	831254	0.15
3	QUADRATURE CAPITAL VECTOR SP LIMITED	JP MORGAN CHASE BANK N.A, INDIA SUB CUSTODY 3RD FLR,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI 400098	528836	0.10
4	UBS AG - ODI	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	5802	0.00
5	CITY OF NEW YORK GROUP TRUST	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	120896	0.02
6	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	1033156	0.19
7	LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	77730	0.01
8	UTAH STATE RETIREMENT SYSTEMS	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	20241	0.00
9	EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED COMPANY	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	179951	0.03
10	SOCIETE GENERALE - ODI	SBI-SG GLOBAL SECURITIES SERVICES PL JEEVAN SEVA EXTENSION BUILDING GROUND FLOOR S V ROAD SANTACRUZ WEST MUMBAI 400054	21973	0.00
11	WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	60453	0.01



### Morepen Laboratories Limited

CIN NO : L24231HP1984PLC006028

Corp. Off.: 2<sup>nd</sup> Floor, Tower C, DLF Cyber Park, Udyog Vihar-III, Sector 20, Gurugram, Haryana - 122016, INDIA  
 TEL : +91 124 4892000, E-mail : corporate@morepen.com, Website : www.morepen.com

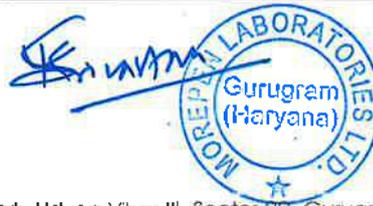
Regd. Office : Morepen Village, Malkumajra, Nalagarh Road, Baddi, Dist. Solan (H.P.) -173205, INDIA  
 TEL : +91 1795 266401-03, 244590, Fax : +91 1795 244591, E-mail : plants@morepen.com



**MOREPEN**



12	WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	106810	0.02
13	DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DIMENSIONAL EMERGING MARKETS VALUE TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	39437	0.01
14	DFA INTERNATIONAL CORE EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	32060	0.01
15	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	129861	0.02
16	DIMENSIONAL EMERGING MARKETS VALUE FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	240825	0.04
17	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAIDG)	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	2399070	0.44
18	WORLD ALLOCATION 60/40 FUND OF DIMENSIONAL FUNDS PLC	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	30746	0.01
19	ALASKA PERMANENT FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	76674	0.01
20	DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DIMENSIONAL EMERGING MARKETS SUSTAINABILITY TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	15606	0.00
21	EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	11209	0.00
22	MORGAN STANLEY ASIA (SINGAPORE) PTE.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	476062	0.09
23	DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	39651	0.01
24	EMERGING MARKETS TARGETED VALUE PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	76735	0.01



**Morepen Laboratories Limited**

CIN NO : L24231HP1984PLC006028

Corp. Off.: 2<sup>nd</sup> Floor, Tower C, DLF Cyber Park, Udyog Vihar-III, Sector 20, Gurugram, Haryana - 122016, INDIA  
TEL : +91 124 4892000, E-mail : corporate@morepen.com, Website : www.morepen.com

Regd. Office : Morepen Village, Malkumajra, Natagath Road, Baddli, Distt. Solan (H.P.) -173205, INDIA  
TEL : +91 1795 266401-03, 244590, Fax : +91 1795 244591, E-mail : plants@morepen.com



**MOREPEN**



25	CITIGROUP GLOBAL MARKETS MAURITIUS PRIVATE LIMITED - ODI	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	453794	0.08
26	EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	173567	0.03
27	EMERGING MARKETS SUSTAINABILITY CORE EQUITY FUND OF DIMENSIONAL FUNDS PLC	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	27712	0.01
28	BNP PARIBAS FINANCIAL MARKETS - ODI	BNP PARIBAS HOUSE I NORTH AVENUE, MAKER MAXITY BANDRA KURLA COMPLEX, BANDRA EAST MUMBAI 400051	23522	0.00
29	SPDR PORTFOLIO EMERGING MARKETS ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	803207	0.15
30	SPDR S&P EMERGING MARKETS SMALL CAP ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	210190	0.04
31	DIMENSIONAL WORLD EX U.S. CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	287683	0.05
32	STATE OF ALASKA RETIREMENT AND BENEFITS PLANS MANAGED BY DIMENSIONAL FUND ADVISORS LP	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	29515	0.01
33	DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	325345	0.05
34	DIMENSIONAL EMERGING MARKETS VALUE ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	249842	0.05
35	DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	772974	0.14
36	DIMENSIONAL EMERGING MARKETS SUSTAINABILITY CORE 1 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C 54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	15572	0.00



**Morepen Laboratories Limited**

CIN NO : 124231HP1984PLC006028

Corp. Off.: 2<sup>nd</sup> Floor, Tower C, DLF Cyber Park, Udyog Vihar-III, Sector 20, Gurugram, Haryana - 122016, INDIA

TEL.: +91 124 4892000, E-mail: corporate@morepen.com, Website: www.morepen.com

Regd. Office: Morepen Village, Malkumajra, Nalagarh Road, Baddi, Dist. Solan (H.P.) -173205, INDIA

TEL: +91 1795 266401-03, 244590, Fax: +91 1795 244591, E-mail: plants@morepen.com



**MOREPEN**



37	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS SMALL CAP EQUITY ETF	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI 400063	10941	0.00
38	DIMENSIONAL EMERGING MARKETS EX CHINA CORE EQUITY ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	58806	0.01
39	CC&L Q INTERNATIONAL SMALL CAP EQUITY FUND LP	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	15211	0.00277596
40	ST. JAMES'S PLACE BALANCED MANAGED UNIT TRUST MANAGED BY GRANTHAM, MAYO, VAN OTTERLOO & CO. LLC	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	87188	0.02
41	AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARKETS EX-CHINA EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	818	0.00
42	RED BAY LTD	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	148533	0.03
43	CITADEL SECURITIES SINGAPORE PTE. LIMITED	JP MORGAN CHASE BANK N.A, INDIA SUB CUSTODY 3RD FLR,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI 400098	34856	0.01
44	AADHYAA INTERNATIONAL DMCC	ICICI BANK LIMITED 1ST FLOOR, SMS DEPT, EMPIRE COMPLEX 414, S. B. MARG, LOWER PAREL (WEST) MUMBAI, MAHARASHTRA 400013	50000	0.01
<b>Total</b>			<b>10623791</b>	<b>1.94</b>

Note: Please see the clarification letter for our rationale behind omitting the date and country of incorporation.

**Morepen Laboratories Limited**

  
Vipul Kumar Srivastava

Company Secretary  
F-12148

R/o.: F-126, Aakriti Apartments,  
Sector-4, Dwarka, New Delhi-110078



**Morepen Laboratories Limited**

CIN NO : L24231HP1984PLC006028

Corp. Off.: 2<sup>nd</sup> Floor, Tower C, DLF Cyber Park, Udyog Vihar-III, Sector 20, Gurugram, Haryana - 122016, INDIA  
TEL : +91 124 4892000, E-mail : corporate@morepen.com, Website : www.morepen.com

Regd. Office : Morepen Village, Malkumajra, Nalagarh Road, Baddi, Distt. Solan (H.P.) -173205, INDIA  
TEL : +91 1795 266401-03, 244590, Fax : +91 1795 244591, E-mail : plants@morepen.com

**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**

I/ We have examined the registers, records and books and papers of **Morepen Laboratories Limited, CIN L24231HP1984PLC006028**, (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 March 31, 2025. In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. during the aforesaid financial year 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, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, 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 including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5. Closure of Register of Members / Security holders, as the case may be.
6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. Contracts/arrangements with related parties as specified in section 188 of the Act;
8. Issue or allotment or transfer or transmission 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 in all instances;

The company had cancelled 50,62,872 equity shares allotted to fixed deposit holders, to comply with the directions of Hon'ble NCLT, Chandigarh which had surrendered for cancellations. The Register of Members continues to carry the



name of said shareholders (however, the shares have blocked for any right whatsoever, for the disposal of aforesaid shares).

Subsequently, the Company applied to the Stock Exchanges for the removal of the cancelled shares from the total listed capital. However, the Stock Exchanges had not acted upon the request, citing non-complete compliance with the Hon'ble NCLT's order.

Although the Company has cancelled 50,62,872 shares surrendered by eligible FD holders, the Register of Members has not been updated to reflect the cancellation. These shares remain blocked (i.e. without any shareholder rights) pending resolution of the matter with the Stock Exchanges, which remains ongoing.

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
10. Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. Signing of audited financial statement 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/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

The company received a direction from central government i.e., ministry of corporate affairs ('MCA') on 30.07.2019 for the appointment of 2 (two) nominee directors on the Board of Directors of the company under Section 408 R/W Section 397/398 of the erstwhile Companies Act, 1956, pursuant to the order passed by the company Law Board dated 01.07.2005 read-with order passed by Hon'ble High Court of Himachal Pradesh at Shimla dated 16.04.2007 and the order of Hon'ble Supreme Court of India dated 09.07.2019. The Hon'ble court had also given a liberty to the company to agitate the subsequent events before the concerned forum and conclude the proceeding as far as possible within one year.

The company had approached Hon'ble NCLT, Chandigarh, followed by Hon'ble NCLAT, New Delhi. Aggrieved by the order passed by the Hon'ble Tribunals, the company approached the Hon'ble Supreme Court of India. In the meantime, the central government has initiated contempt proceedings for non-appointment of central government nominee directors before Hon'ble NCLT. On 29<sup>th</sup> May 2023, the apex court ordered, *inter-alia*, subsequent events have not been taken note of by the NCLT and the NCLAT, despite a clear indication in that behalf in the earlier order of this Court and issued notice of the central government.

The Hon'ble court has also granted stay on the contempt proceedings before the Hon'ble NCLT.



**Praveen Dua**

Proprietor

**PD and Associates**

Company Secretaries  
(Peer Reviewed -2022)

The matter is under adjudication before the aforesaid court and the company has yet not appointed central government' nominee directors.

13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
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;
15. Acceptance/ renewal/ repayment of deposits;
16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

For PD & Associates  
Company Secretaries



CS PRAVEEN DUA  
Proprietor  
CP No.: 2139  
UDIN: F003573G001521133

Place: New Delhi  
Date: 10/10/2025