

# 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

U24232KA1973PLC002401

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCM2131N

(ii) (a) Name of the company

MICRO LABS LIMITED

(b) Registered office address

31, RACE COURSE ROAD  
Bengaluru  
Bangalore  
Karnataka  
560001

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

info@microlabs.in

(d) \*Telephone number with STD code

08022370451

(e) Website

www.microlabsltd.com

(iii) Date of Incorporation

07/09/1973

| (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

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N  
anakramguda, Serili ngampally NA

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

| 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 | 93.1                         |

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

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

**Pre-fill All**

| S.No | Name of the company           | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|-------------------------------|------------|--|------------------|
| 1    | Brown & Burk UK Ltd           |            | Subsidiary                                   | 100              |
| 2    | Micro Labs GMBH               |            | Subsidiary                                   | 100              |
| 3    | Micro Labs USA Inc            |            | Subsidiary                                   | 100              |
| 4    | Micro Nova Pharmaceutical Inc |            | Subsidiary                                   | 100              |
| 5    | Micro Labs Pty Limited        |            | Subsidiary                                   | 100              |
| 6    | Brown & Burk AB               |            | Subsidiary                                   | 100              |
| 7    | Micro Labs Holdings FZ LLC    |            | Subsidiary                                   | 100              |

|    |                                |                       |               |      |
|----|--------------------------------|-----------------------|---------------|------|
| 8  | Brown & Burk IR Limited        |                       | Subsidiary    | 100  |
| 9  | Microsynergy Pharmaceuticals   |                       | Subsidiary    | 51   |
| 10 | Micro Animal Healthcare Pvt. L | U24100KA2021PTC155858 | Subsidiary    | 51   |
| 11 | Molecule Ventures LLP          |                       | Joint Venture | 26   |
| 12 | Stern Chem Pharma LLP          |                       | Joint Venture | 51   |
| 13 | India SME Investment LLP       |                       | Joint Venture | 26   |
| 14 | ABCD Technologies LLP          |                       | Joint Venture | 6.45 |

#### 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             | 170,000,000        | 121,802,246    | 121,802,246        | 121,802,246     |
| Total amount of equity shares (in Rupees) | 340,000,000        | 243,604,492    | 243,604,492        | 243,604,492     |

Number of classes

1

| Class of Shares                           | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| <b>EQUITY SHARES</b>                      |                    |                |                    |                 |
| Number of equity shares                   | 170,000,000        | 121,802,246    | 121,802,246        | 121,802,246     |
| Nominal value per share (in rupees)       | 2                  | 2              | 2                  | 2               |
| Total amount of equity shares (in rupees) | 340,000,000        | 243,604,492    | 243,604,492        | 243,604,492     |

###### (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 |
|---|------------------|-------------|-----------|----------------------|----------------------|---------------|
|   | Physical         | DEMAT       | Total     |                      |                      |               |
| <b>Equity shares</b>                          |                  |             |           |                      |                      |               |
| <b>At the beginning of the year</b>           | 0                | 121,802,246 | 121802246 | 243,604,492          | 243,604,492          |               |
| <b>Increase during the year</b>               | 0                | 0           | 0         | 0                    | 0                    | 0             |
| i. Public 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                            |                  |             |           |                      |                      |               |
| <b>Decrease during the year</b>               | 0                | 0           | 0         | 0                    | 0                    | 0             |
| i. Buy-back 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                 |   |             |           |             |             |   |
|                                     |   |             |           |             |             |   |
| <b>At the end of the year</b>       | 0 | 121,802,246 | 121802246 | 243,604,492 | 243,604,492 |   |
| <b>Preference shares</b>            |   |             |           |             |             |   |
| <b>At the beginning of the year</b> | 0 | 0           | 0         | 0           | 0           |   |
| <b>Increase during the year</b>     | 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                |   |             |           |             |             |   |
|                                     |   |             |           |             |             |   |
| <b>Decrease during the year</b>     | 0 | 0           | 0         | 0           | 0           | 0 |
| 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                 |   |             |           |             |             |   |
|                                     |   |             |           |             |             |   |
| <b>At the end of the year</b>       | 0 | 0           | 0         | 0           | 0           |   |

ISIN of the equity shares of the company

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

| 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        |  | <input style="width:100%;" type="text"/>                   |  |
| Date of registration of transfer (Date Month Year) |  | <input style="width:100%;" type="text"/>                   |  |
| Type of transfer                                   | <input style="width:100%;" type="text"/> | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock |  |
| Number of Shares/ Debentures/ Units Transferred    | <input style="width:100%;" type="text"/> | Amount per Share/ Debenture/Unit (in Rs.)                  | <input style="width:100%;" type="text"/> |
| Ledger Folio of Transferor                         |  | <input style="width:100%;" type="text"/>                   |  |
| Transferor's Name                                  | <input style="width:100%;" type="text"/> | <input style="width:100%;" type="text"/>                   | <input style="width:100%;" type="text"/> |
|  | Surname                                  | middle name  | first name                               |
| Ledger Folio of Transferee                         |  | <input style="width:100%;" type="text"/>                   |  |
| Transferee's Name                                  | <input style="width:100%;" type="text"/> | <input style="width:100%;" type="text"/>                   | <input style="width:100%;" type="text"/> |
|  | Surname                                  | middle name  | first name                               |
| Date of registration of transfer (Date Month Year) |  | <input style="width:100%;" type="text"/>                   |  |
| Type of transfer                                   | <input style="width:100%;" type="text"/> | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock |  |
| Number of Shares/ Debentures/ Units Transferred    | <input style="width:100%;" type="text"/> | Amount per Share/ Debenture/Unit (in Rs.)                  | <input style="width:100%;" 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               | 0                      | 0           |
| Partly convertible debentures | 0               | 0                      | 0           |
| Fully convertible debentures  | 0               | 0                      | 0           |
| <b>Total</b>                  |                 |                        | 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  |
|--------------------|----------------------|----------------------------|----------------------|----------------------------|----------------------|
|                    |                      |                            |                      |                            |                      |
|                    |                      |                            |                      |                            |                      |
| <b>Total</b>       | <input type="text"/> |                            | <input type="text"/> |                            | <input type="text"/> |

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

**(i) Turnover**

48,399,924,073

**(ii) Net worth of the Company**

65,996,469,427

**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                              | 121,802,246      | 100        | 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<br>(not mentioned above) | 0                | 0          | 0                |            |
| 10.    | Others                                  | 0                | 0          | 0                |            |
|        | <b>Total</b>                            | 121,802,246      | 100        | 0                | 0          |

**Total number of shareholders (promoters)**

9

**(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                              | 0 | 0 | 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<br>(not mentioned above) | 0 | 0 | 0 |   |
| 10. | Others                                  | 0 | 0 | 0 |   |
|     | <b>Total</b>                            | 0 | 0 | 0 | 0 |

**Total number of shareholders (other than promoters)**

0

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

9

**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                         | 9                            | 9                      |
| Members<br>(other than promoters) | 0                            | 0                      |
| 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             | 27.23  | 0             |
| <b>B. Non-Promoter</b>                   | 0  | 3             | 0  | 3             | 0  | 0             |
| (i) Non-Independent                      | 0  | 3             | 0  | 3             | 0  | 0             |
| (ii) Independent                         | 0  | 0             | 0  | 0             | 0  | 0             |
| <b>C. Nominee Directors representing</b> | 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             |
| <b>Total</b>                             | <b>2</b>   | <b>3</b>      | <b>2</b>                                   | <b>3</b>      | <b>27.23</b>   | <b>0</b>      |

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 7

### (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) |
|------------------------|------------|---------------------|--------------------------------|--|
| DILIP SURANA           | 00083030   | Managing Director   | 9,858,369                      |  |
| ANAND SURANA           | 00192343   | Whole-time director | 23,307,318                     |  |
| GRAMA SESHAMURTHI      | 01825856   | Director            | 0                              |  |
| PINKY JAIN             | 03636974   | Director            | 0                              |  |
| VIJAY KANTILAL SHAH    | 06906784   | Director            | 0                              |  |
| BADARINATH KRISHNAN    | AABPI2140L | CFO                 | 0                              |  |
| GUNJAN KUMAR CHAUDHARY | AKPPC2734E | Company Secretary   | 0                              |  |

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

0

| 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) |
|------|---------|--|---|--|
|      |         |  |   |  |

**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 | Total Number of Members entitled to attend meeting | Attendance                 |                         |
|----------------------------|-----------------|--|----------------------------|-------------------------|
|                            |                 |  | Number of members attended | % of total shareholding |
| Extra-ordinary General Mee | 21/10/2022      | 9  | 9                          | 100                     |
| Annual General Meeting     | 24/09/2022      | 9  | 9                          | 100                     |

**B. BOARD MEETINGS**

\*Number of meetings held

8

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance                   |                 |
|--------|-----------------|--|------------------------------|-----------------|
|        |                 |  | Number of directors attended | % of attendance |
| 1      | 25/04/2022      | 5  | 5                            | 100             |
| 2      | 20/06/2022      | 5  | 5                            | 100             |
| 3      | 27/07/2022      | 5  | 5                            | 100             |
| 4      | 12/09/2022      | 5  | 5                            | 100             |
| 5      | 24/09/2022      | 5  | 5                            | 100             |
| 6      | 10/11/2022      | 5  | 4                            | 80              |
| 7      | 05/01/2023      | 5  | 4                            | 80              |
| 8      | 01/03/2023      | 5  | 5                            | 100             |

**C. COMMITTEE MEETINGS**

Number of meetings held

14

| 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                       | 25/04/2022      | 3   | 3                          | 100             |
| 2      | Audit Committee                       | 20/06/2022      | 3   | 3                          | 100             |
| 3      | Audit Committee                       | 27/07/2022      | 3   | 3                          | 100             |
| 4      | Audit Committee                       | 12/09/2022      | 3   | 3                          | 100             |
| 5      | Audit Committee                       | 24/09/2022      | 3   | 3                          | 100             |
| 6      | Audit Committee                       | 05/01/2023      | 3   | 2                          | 66.67           |
| 7      | Audit Committee                       | 01/03/2023      | 3   | 3                          | 100             |
| 8      | Nomination and Remuneration Committee | 12/09/2022      | 3   | 3                          | 100             |
| 9      | Nomination and Remuneration Committee | 01/03/2023      | 3   | 3                          | 100             |
| 10     | CSR Committee                         | 17/06/2022      | 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 | 29/09/2023                   |
|        |                      |  |                             |                 |  |                             |                 | (Y/N/NA)                     |
| 1      | DILIP SURAN          | 8  | 8                           | 100             | 5  | 5                           | 100             | Yes                          |
| 2      | ANAND SURAN          | 8  | 8                           | 100             | 5  | 5                           | 100             | Yes                          |
| 3      | GRAMA SESHAN         | 8  | 6                           | 75              | 14   | 11                          | 78.57           | Not Applicable               |
| 4      | PINKY JAIN           | 8  | 8                           | 100             | 9  | 9                           | 100             | Not Applicable               |
| 5      | VIJAY KANTIL         | 8  | 8                           | 100             | 9  | 9                           | 100             | Not Applicable               |

**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/<br>Sweat equity | Others    | Total<br>Amount |
|--------|--------------|---------------------|--------------|------------|-------------------------------|-----------|-----------------|
| 1      | Dilip Surana | Managing Director   | 9,016,800    | 0          | 0                             | 1,419,700 | 10,436,500      |
| 2      | Anand Surana | Whole-time Director | 9,016,800    | 0          | 0                             | 1,419,700 | 10,436,500      |
|        | Total        |                     | 18,033,600   | 0          | 0                             | 2,839,400 | 20,873,000      |

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

2

| S. No. | Name                 | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|----------------------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | BADARINATH KRISHNA   | CFO         | 9,888,397    | 0          | 0                             | 28,800 | 9,917,197       |
| 2      | GUNJAN KUMAR CHANDRA | CS          | 2,476,456    | 0          | 0                             | 21,600 | 2,498,056       |
|        | Total                |             | 12,364,853   | 0          | 0                             | 50,400 | 12,415,253      |

Number of other directors whose remuneration details to be entered

0

| S. No. | Name  | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|-------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      |       |             |              |            |                               |        | 0               |
|        | Total |             |              |            |                               |        |                 |

#### 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

**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

S N MISHRA

Whether associate or fellow

Associate  Fellow

Certificate of practice number

4684

**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. ... **BM08042019** dated **08/04/2019**

(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

ANAND SURANA  
Digitally signed by ANAND SURANA  
 Date: 2023.12.19 11:02:11 +05:30

DIN of the director

00192343

**To be digitally signed by**

SURJYA NARAYAN MISHRA  
Digitally signed by SURJYA NARAYAN MISHRA  
 Date: 2023.12.19 16:27:52 +05:30

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

**Attachments**

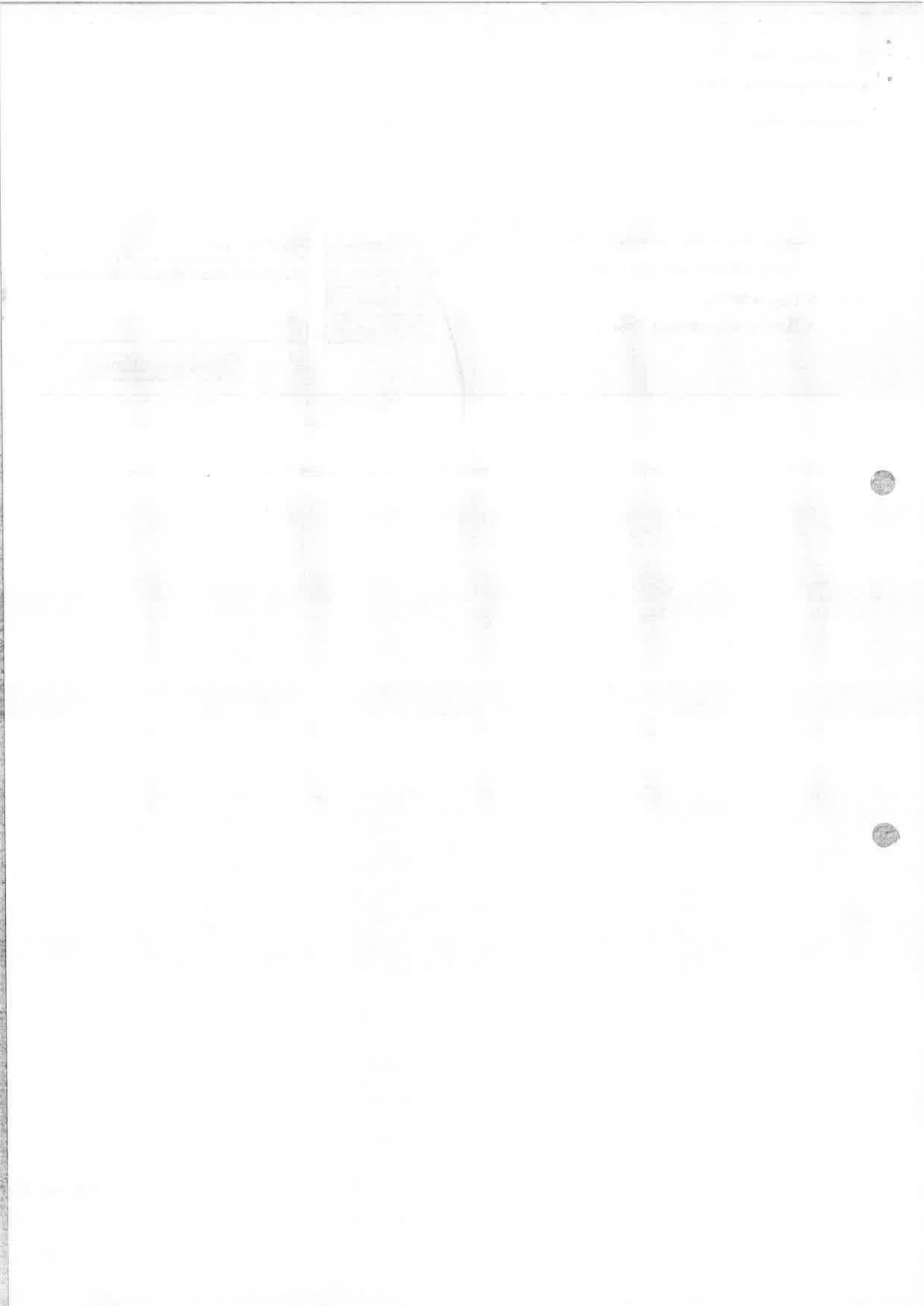
- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

- 
- 
- 
- 

**List of attachments**

|   |
|---|
| MGT 8 MLL.pdf                             |
| MLL - List of Committee Meetings FY 2022  |
| MLL - List of Shareholders as on 310323.p |
|   |

**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**





**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**

I have examined the registers, records, books and papers of Micro Labs Limited having CIN: **U24232KA1973PLC002401** (the “Company”) as required to be maintained under the Companies Act, 2013 (the “Act”) and the applicable rules made thereunder for the financial year ended on March 31, 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
1. The preparation and filling the contents in the MGT-7 is the responsibility of the management of the Company including the due compliance of applicable provisions of the Companies Act, 2013.
  2. The Annual Return in MGT-7 is signed by me based on the test checks carried out by me after obtaining the necessary details and explanations from Company and its officers.
  3. I have not verified the correctness and appropriateness of financial records and the books of accounts of the Company. For the financial records, I have relied on the audited financials which has been duly approved by the Board and Members and signed by the Statutory Auditors of the Company.
  4. Wherever required, I have obtained the Management representation about the Compliance of Laws, Rules and Regulations under the Companies Act and happening of various events etc., at the Company and relied on the same.
  5. Obtaining the disclosures under the applicable provisions and rules under the Companies Act, 2013, maintenance of records and applicable statutory registers is the responsibility of the management of the Company.
  6. The details of Key Managerial Personnel (KMP) are stated in MGT-7 as per the KMP provisions of the Act.

Phone: (O) 080 - 25296825 / 25283637, Fax - 080 - 25283637  
Mobile - 98456 41548, E-mail: [surjya.mishra@gmail.com](mailto:surjya.mishra@gmail.com) / [Mishra@snmassociates.in](mailto:Mishra@snmassociates.in)



B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made thereunder in respect of:

1. Its status under the Act;

The Company is a unlisted public company incorporated as per the provisions of the erstwhile Companies Act, 1956, existing under the Companies Act, 2013. The Company bears the CIN: U24232KA1973PLC002401.

2. Maintenance of registers/records & making entries therein within the time prescribed therefore;

The Company has maintained all the registers/records as prescribed under the Act and rules made thereunder and all entries therein have been duly recorded within the time prescribed.

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;

The Annual Return (Form MGT-7) does not contain the columns to fill up the details of the forms and returns filed. The details of the forms and returns filed by the Company with the Registrar of Companies are stated in Annexure -1 to this Certificate. Further, during the year the Company was not required to file forms and returns with the Regional Director, Central Government, the Tribunal, Court and other authorities.

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 minutes book/statutory registers maintained for the purpose and the same have been signed;

The Company has called / convened / held the meetings of Board of Directors and its committees and the meetings of the members of the Company within due dates as stated in the Annual Return for which proper notices were served and the proceedings have been properly recorded in the minutes book/statutory registers maintained for the purpose and the same have been duly signed.

No resolution was passed by postal ballot or by way of circulation during the year under review.

5. Closure of Register of Members / Security holders, as the case may be.



The Company has not closed its Register of Members during the year.

6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

The Company is in compliance with the provisions of Section 185 of the Act for loans/advances/guarantees provided to subsidiaries/associates/joint venture Companies in which the directors of the company are interest/deemed to be interested.

7. Contracts/arrangements with related parties as specified in Section 188 of the Act;

Contracts/arrangements with related parties during the period under review are in compliance with the provisions of Section 188 of the Companies Act, 2013.

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;

There has been no 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 during the period under review.

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;

There were no transactions necessitating the Company to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares.

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;

The Company declared the dividend for the year ended 31<sup>st</sup> March, 2022 at the Annual General Meeting held on September 24, 2022 in compliance with the provisions of Section 123 of the Companies Act, 2013. Further, there is no amount in unclaimed/unpaid dividend which is to be transferred to unpaid dividend account of the Company and Investor Education and Protection Fund.

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;

The Company has complied with the provisions of Section 134 of the Companies Act, 2013 to the extent applicable.



12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

The Board of directors of the Company is duly constituted. The company is in compliance with Section 152 (c) of the Companies Act with respect to retirement and reappointment of Directors by rotation. Reappointment of Chairman & Managing Director and Whole-time Director during the reporting period is in compliance with Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Act.

During the period under review the Company had in place a whole-time Company Secretary in accordance with Section 203 of the Companies Act, 2013.

The remuneration paid to directors and key managerial personnel is within the prescribed limits and in compliance with the provisions of the Companies Act, 2013.

13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

The appointment of auditors during the reporting period is in compliance with the provisions of Section 139 of the Act. There was no reappointment/filling up casual vacancy of auditors during the year.

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;

During the period under review, the Company has taken approvals from the Registrar of Companies as and when required in accordance with the various provisions of the Act.

The Company was not required to obtain any approval from the Central Government, Tribunal, Regional Director, Court or such other authorities.

15. Acceptance/ renewal/ repayment of deposits;

The Company has neither accepted nor renewed any deposits during the year.

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

The board of the company is assigned with borrowing powers. Borrowings from directors, members and banks during the year under review are in accordance with the



Companies Act, 2013. The Company has made necessary filings with respect to creation of charges as applicable during the year under review.

The Company has not borrowed any money from public financial Institutions during the Financial year ended 31<sup>st</sup> March 2023.

There has been no modification or satisfaction of charges during the reporting period.

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;

Loans, investments and guarantees provided to subsidiaries, associates, JV companies, other body corporates and persons during the year under review are in compliance with the provisions of Section 186 of the Act.

18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

The Company has not altered its Memorandum of Association or Articles of Association during the year under review.

Place: Bangalore

Date : 12.12.2023

Signature

Name: S.N. Mishra.

Company Secretary

C. P. No. : 4684

FCS No. : 6143

UDIN: F006143E002917700



## Annexure-1

Documents filed during the Financial Year 2022-23 with the Registrar of Companies ("ROC"):

| Sl. No. | Form   | Reason for filing   | Date of filing |
|---------|--|---|----------------|
| 1       | AOC-4 CSR  | Report on Corporate Social Responsibility   | 20-04-2022     |
| 2       | MGT-14   | Re-appointment of Mr. Dilip Surana as Chairman and Managing Director & Mr. Anand Surana as Whole time director w.e.f. 1 <sup>st</sup> April, 2022                                 | 23-04-2022     |
| 3       | MSME Form 1 (October to March 2022)                  | Form for furnishing half yearly return with the registrar in respect of outstanding payments to Micro or Small Enterprises. Total outstanding amount- 2,746,115                   | 30-04-2022     |
| 4       | MR-1 (Return of appointment of managerial personnel) | Re-appointment of Mr. Dilip Surana as Chairman and Managing Director w.e.f from 01st April, 2022  | 12-05-2022     |
| 5       | MR-1 (Return of appointment of managerial personnel) | Re-appointment of Mr. Anand Surana as Whole-time Director w.e.f from 01st April, 2022   | 12-05-2022     |
| 6       | PAS-6  | Reconciliation of Share Capital Audit Report (Half-yearly) from 01.10.2021 to 31.03.2022  | 13-05-2022     |
| 7       | DPT-3  | Particulars of transactions by a company not considered as deposit as per rule 2 (1) (c) of the Companies (Acceptance of Deposit) Rules, 2014                                     | 29-06-2022     |
| 8       | CRA-2  | Appointment of Cost Auditor for the year ending 31 <sup>st</sup> March, 2023  | 25-08-2022     |
| 9       | MGT-14   | Appointment of Internal Auditor for the Financial Year 2022-23<br>Re-Appointment of Secretarial Auditor for the Financial Year 2021-22  | 25-08-2022     |
| 10      | CHG-1  | Creation of Charge - Rs. 5cr with City Union Bank Limited   | 01-10-2022     |
| 11      | MGT-14   | 1. Approval of Standalone and Consolidated Financial Statements for the year ended 31st March, 2022<br>2. Approval of Boards Report for the financial year ended 31st March, 2022 | 10-10-2022     |
| 12      | PAS-6  | Reconciliation of Share Capital Audit Report (Half-yearly) from 01.04.2022 to 30.09.2022  | 19-10-2022     |
| 13      | ADT-1  | Appointment of Statutory Auditors (Joint Auditors)  | 31-10-2022     |
| 14      | MSME Form 1 (April to September 2022)                | Form for furnishing half yearly return with the registrar in respect of outstanding payments to Micro or Small Enterprises. Total outstanding amount- 12,925,312                  | 31-10-2022     |
| 15      | MSME Form 1 (April                                   | Form for furnishing half yearly return with the   | 31-10-2022     |



|    |                    |   |            |
|----|--------------------|---|------------|
|    | to September 2022) | registrar in respect of outstanding payments to Micro or Small Enterprises. Total outstanding amount- 3,062,299                         |            |
| 16 | MGT-7              | Annual Return for FY 2021-22  | 23-11-2022 |
| 17 | MGT-14             | 1. Re-appointment of Mr. Dilip Surana as Chairman & Managing Director.<br>2. Re-appointment of Mr. Anand Surana as Whole-time Director. | 08-12-2022 |
| 18 | AOC-4 XBRL         | Filing of financial statements for the F.Y 2021-22  | 07-12-2022 |
| 19 | CRA-4'             | Filing Cost Audit Report for F.Y. 2021-22   | 21-12-2022 |





## MICRO LABS LIMITED

REGD. & CORPORATE OFFICE: # 31, RACE COURSE ROAD, BENGALURU 560 001, KARNATAKA, INDIA  
Tel. : +91- 80-2237 0451- 57 Fax : +91-80-2237 0463 CIN: U24232KA1973PLC002401 Website: www.microlabsLtd.com Email : info@microlabs.in

### IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS:

#### C. COMMITTEE MEETINGS

Number of Meetings held: 14

| S. No | Committee Meeting                              | Date of Meeting | Total Number of directors as on the date of Meeting | Total Number of Directors attended |
|-------|--|-----------------|---|------------------------------------|
| 1.    | Audit Committee                                | 25/04/2022      | 3   | 3                                  |
| 2.    | Audit Committee                                | 20/06/2022      | 3   | 3                                  |
| 3.    | Audit Committee                                | 27/07/2022      | 3   | 3                                  |
| 4.    | Audit Committee                                | 12/09/2022      | 3   | 3                                  |
| 5.    | Audit Committee                                | 24/09/2022      | 3   | 3                                  |
| 6.    | Audit Committee                                | 05/01/2023      | 3   | 2                                  |
| 7.    | Audit Committee                                | 01/03/2023      | 3   | 3                                  |
| 8.    | Nomination and Remuneration Committee Meetings | 05/01/2023      | 3   | 3                                  |
| 9.    | Nomination and Remuneration Committee Meetings | 01/03/2023      | 3   | 3                                  |
| 10.   | CSR Committee                                  | 17/06/2023      | 3   | 3                                  |
| 11.   | CSR Committee                                  | 27/07/2023      | 3   | 3                                  |
| 12.   | CSR Committee                                  | 12/09/2023      | 3   | 3                                  |
| 13.   | CSR Committee                                  | 10/11/2023      | 3   | 2                                  |
| 14.   | CSR Committee                                  | 05/01/2023      | 3   | 2                                  |

For Micro Labs Limited

Dilip Surana

Chariman and Managing Director  
DIN: 00083030







## MICRO LABS LIMITED

REGD. & CORPORATE OFFICE: # 31, RACE COURSE ROAD, BENGALURU 560 001, KARNATAKA, INDIA  
Tel. : +91- 80-2237 0451- 57 Fax : +91-80-2237 0463 CIN: U24232KA1973PLC002401 Website: www.microlabsLtd.com Email : info@microlabs.in

### LIST OF SHAREHOLDERS AS ON 31/03/2023

| Name of Shareholder           | No. of Shares      | % of Holding  |
|-------------------------------|--------------------|---------------|
| Ghewarachand Surana - HUF - B | 4,592,960          | 3.77          |
| Dilip Surana                  | 9,858,369          | 8.09          |
| Dilip Surana - HUF            | 13,423,622         | 11.02         |
| Anand Surana                  | 23,307,318         | 19.14         |
| Bhawari Bai Surana            | 24,081,270         | 19.78         |
| Archana Surana                | 23,281,991         | 19.11         |
| Monica Surana                 | 23,256,616         | 19.09         |
| Anita Siroya                  | 50                 | 0.00          |
| Nishra Surana                 | 50                 | 0.00          |
| <b>TOTAL</b>                  | <b>121,802,246</b> | <b>100.00</b> |

Note: Face Value of Shares of Rs.2/- each

For **Micro Labs Limited**

**Dilip Surana**

— **Chairman and Managing Director**  
**DIN: 00083030**

