

**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)

U34239DL1983PLC016353

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	SYNOKEM PHARMACEUTICALS LIMITED	SYNOKEM PHARMACEUTICALS LIMITED
Registered office address	14/486 , BASEMENT & GROUND FLOOR, OUTER RING ROAD, PASCHIM VIHAR, Sunder Vihar, New Delhi, West Delhi, Delhi, India, 110087	14/486 , BASEMENT & GROUND FLOOR, OUTER RING ROAD, PASCHIM VIHAR, Sunder Vihar, New Delhi, West Delhi, Delhi, India, 110087
Latitude details	28.66176	28.66176
Longitude details	77.09136	77.09136

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

SPL Regd office photo.pdf

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

AA\*\*\*\*\*4N

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

\*\*\*\*\*nokempharma.com

(d) \*Telephone number with STD code

01\*\*\*\*\*00

(e) Website

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

18/08/1983

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

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
U74899DL1995PTC071324	SKYLINE FINANCIAL SERVICES PRIVATE LIMITED	D-153A, FIRST FLOOR OKHLA INDUSTRIAL AREA, PHASE-I, NEW DELHI, New Delhi, Delhi, India, 110020	

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

Yes

No

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

25/09/2025

(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

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## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i \*Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	21	Manufacture of pharmaceuticals, medicinal chemical and botanical products	100

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

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

3

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U24230DL2020PTC362777		SYNOKEM LIFESCIENCES PRIVATE LIMITED	Subsidiary	100
2	U73100HP2005PLC028049		NITIN LIFESCIENCES LIMITED	Subsidiary	74
3	U21002MH2024PTC435803		KEMSYN LIFESCIENCES PRIVATE LIMITED	Subsidiary	100

## IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
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Total number of equity shares	60000000.00	48237880.00	48237880.00	48237880.00
Total amount of equity shares (in rupees)	60000000.00	48237880.00	48237880.00	48237880.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
1				
Number of equity shares	60000000	48237880	48237880	48237880
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees )	60000000	48237880	48237880	48237880

**(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 )				
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**(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>	0	4823788	4823788.00	4823788	4823788	
<b>Increase during the year</b>	0.00	43414092.00	43414092.00	43414092.00	43414092.00	0
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	0	0.00	0	0	
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	
x Others, specify						
<div style="border: 1px solid black; padding: 5px; margin: 5px 0;"> Sub-Division of 1 equity share having Face value of Rs. 10 each fully paid up into 10 Equity shares of Rs. 1 each fully paid up. </div>	0	43414092	43414092.00	43414092	43414092	
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <input type="text" value="0"/>	0	0	0.00	0	0	
<b>At the end of the year</b>	0.00	48237880.00	48237880.00	48237880.00	48237880.00	
<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 <input type="text" value="0"/>	0	0	0.00	0	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 <input type="text" value="0"/>	0	0	0.00	0	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

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

Class of shares		<input type="text" value="EQUITY"/>
Before split / Consolidation	Number of shares	4823788

	Face value per share	10
After split / consolidation	Number of shares	48237880
	Face value per share	1

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
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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>	0.00	0.00	0.00	0.00

## 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

5467844000

ii \* Net worth of the Company

4031178659

## 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	18330390	38.00	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)	28942740	60.00	0	0.00
10	Others <input type="text"/>	0	0.00	0	0.00
	<b>Total</b>	47273130.00	98	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	964750	2.00	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)	0	0.00	0	0.00
10	Others <input type="text"/>	0	0.00	0	0.00
	<b>Total</b>	964750.00	2	0.00	0

Total number of shareholders (other than promoters)

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

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

Sl.No	Category	
1	Individual - Female	4
2	Individual - Male	3
3	Individual - Transgender	0
4	Other than individuals	2
	<b>Total</b>	9.00

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

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

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

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

Details	At the beginning of the year	At the end of the year
Promoters	8	8
Members (other than promoters)	1	1
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>	1	0	1	0	37	0
<b>B Non-Promoter</b>	2	2	2	2	0.00	0.00
i Non-Independent	2	0	2	0	0	0
ii Independent	0	2	0	2	0	0
<b>C Nominee Directors representing</b>	0	2	0	2	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	0	2	0	2	0	0
<b>Total</b>	3	4	3	4	37.00	0.00

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

9

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
ABHINAV ARORA	00154626	Managing Director	17846310	
DHIRAJ PODDAR	01946905	Nominee Director	0	
GAJANAN MOHAN SHENOY	10561178	Director	0	
SANJAY KHURANA	01055040	Director	0	
THOMAS BABY	03403531	Director	0	
SHUBHANGI AGARWAL	08135535	Director	0	
VISHAL GUPTA	09442347	Nominee Director	0	
SUBHADEEP PAL	AKSPP3848F	CFO	0	
VINAY KUMAR PURWAR	AJZPP3050F	Company Secretary	0	

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

4

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)
YASH LALIT BAHETI	10041436	Nominee Director	25/07/2024	Cessation
DHIRAJ PODDAR	01946905	Nominee Director	14/12/2024	Change in designation
GAJANAN MOHAN SHENOY	10561178	Director	29/03/2025	Appointment
DHIRAJ PODDAR	01946905	Additional Director	24/07/2024	Appointment

**IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENEED MEETINGS**

\*Number of meetings held

3

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance
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			Number of members attended	% of total shareholding
Extra Ordinary General Meeting	08/04/2024	9	5	97.5
Annual General Meeting	14/12/2024	9	5	97.5
Extra Ordinary General Meeting	10/03/2025	9	5	97.5

#### B BOARD MEETINGS

\*Number of meetings held

5

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	24/07/2024	7	7	100
2	29/09/2024	7	6	85.71
3	30/10/2024	7	4	57.14
4	30/11/2024	7	5	71.43
5	07/03/2025	7	6	85.71

#### C COMMITTEE MEETINGS

Number of meetings held

10

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	Nomination & Remuneration Committee	24/07/2024	3	3	100
2	Audit Committee	24/07/2024	3	3	100
3	Corporate Social Responsibility Committee	29/09/2024	3	3	100

4	Nomination & Remuneration Committee	29/09/2024	3	3	100
5	Audit Committee	29/09/2024	3	3	100
6	Audit Committee	30/10/2024	3	2	66.67
7	Nomination & Remuneration Committee	30/11/2024	3	2	66.67
8	Audit Committee	30/11/2024	3	2	66.67
9	Nomination & Remuneration Committee	07/03/2025	3	3	100
10	Audit Committee	07/03/2025	3	3	100

#### D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on  25/09/2025 (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	
1	ABHINAV ARORA	5	5	100	0	0	0	Yes
2	DHIRAJ PODDAR	4	2	50	0	0	0	No
3	GAJANAN MOHAN SHENOY	5	5	100	9	9	100	Yes
4	SANJAY KHURANA	5	4	80	0	0	0	No
5	THOMAS BABY	5	3	60	1	1	100	No
6	SHUBHANGI AGARWAL	5	3	60	10	7	70	Yes
7	VISHAL GUPTA	5	5	100	10	10	100	No

#### 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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	ABHINAV ARORA	Managing Director	15020548	0	0	0	15020548.00
	<b>Total</b>		15020548.00	0.00	0.00	0.00	15020548.00

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	SUBHADEEP PAL	CFO	13326334	0	0	0	13326334.00
2	VINAY KUMAR PURWAR	Company Secretary	2706047	0	0	0	2706047.00
	<b>Total</b>		16032381.00	0.00	0.00	0.00	16032381.00

C \*Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SANJAY KHURANA	Director	9026307	0	0	0	9026307.00
2	THOMAS BABY	Director	2732383	0	0	0	2732383.00
3	SHUBHANGI AGARWAL	Director	0	0	0	265000	265000.00
4	GAJANAN MOHAN SHENOY	Director	0	0	0	350000	350000.00
	<b>Total</b>		11758690.00	0.00	0.00	615000.00	12373690.00

#### 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

9

**XIV Attachments**

(a) List of share holders, debenture holders

Details of Shareholder or  
Debenture holder (1).xlsm

(b) Optional Attachment(s), if any

MGT-8\_SPL\_2024-25.pdf  
Details of Designated Person.pdf  
List of Shareholder as on  
31.03.2025.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

SYNOKEM  
PHARMACEUTICALS  
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

JAGSIR SINGH  
Digitally signed by  
JAGSIR SINGH  
Date: 2025.12.17  
15:21:48Z

Name

JAGSIR SINGH

Date (DD/MM/YYYY)

16/12/2025

Place

GURUGRAM

Whether associate or fellow:

Associate

Fellow

Certificate of practice number

1\*8\*2

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

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

AJZPP3050F

\*(b) Name of the Designated Person

VINAY KUMAR PURWAR

#### 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

Abhina v Arora  
Digitally signed by  
Abhina Arora  
Date: 2025.12.17  
15:22:07 +0530

\*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\*1\*4\*2\*

**\*To be digitally signed by**

Vinay  
Kumar  
Purwar  
Digitally signed by Vinay Kumar Purwar  
Date: 2025.12.17 18:27:08 +05'30'

Company Secretary  Company secretary in practice

\*Whether associate or fellow:

Associate  Fellow

Membership number

8\*9\*

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)

AB9845455

eForm filing date (DD/MM/YYYY)

17/12/2025

**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**

**Registered Office:**

14/486, Basement & Ground Floor, Sunder Vihar, Outer Ring Road, Paschim Vihar  
New Delhi-110087, INDIA ☎ 011-25271800/1809 CIN: U34239DL1983PLC016353

**Group Corporate Office:**

A1/14, Main Rohtak Road, Paschim Vihar, Near Paschim Vihar West Metro Station  
New Delhi-110063, INDIA ☎ 011-42428600 - 30  
● www.synokempharma.com ■ cs@synokempharma.com

**SHAREHOLDING AS ON 31/03/2025**

Name of Shareholders	Residential Address	Residential Status	No. of Shares	% of Shares	Total Value
Jagmohan Arora	6/226, Sunder Vihar, Paschim Vihar, Delhi-110087	Resident	2,41,190	0.50	2,41,190.00
Indu Arora	6/226, Sunder Vihar, Paschim Vihar, Delhi-110087	Resident	2,41,190	0.50	2,41,190.00
Abhinav Arora	3, Pachimi Marg, Vasant Vihar-1, New delhi-110057	Resident	1,78,46,310	37.00	1,78,46,310.00
Ritu Gulati	A-305, Shivalik, Malviya Nagar, New Delhi-110017	Resident	80	0.00	80.00
Shailey Arya	Flat No. 2401, 24 <sup>th</sup> Floor, Flora Heights, Oshiwara, Opp Samarth Angan Building, Mumbai-Maharashtra-400053	Resident	80	0.00	80.00
Abhiruchi Arora	3, Pachimi Marg, Vasant Vihar-1, New delhi-110057	Resident	1,460	0.00	1,460.00
Abhinav Arora HUF	3, Pachimi Marg, Vasant Vihar-1, New delhi-110057	Resident	80	0.00	80.00
TA India 2 Limited	Bank Street, Twenty Eight CyberCity, Sanne House, EBENE 72201 (C/o Sanne Mauritius)	Non-Resident	2,89,42,740	60.00	2,89,42,740.00
Suresh Rukmanand Pareek	1202, Raheja Artcsia Hind Cycle Road, TV Industrial Estate, Worli, Mumbai-400030	Resident	9,64,750	2.00	9,64,750.00
<b>TOTAL</b>			<b>4,82,37,880</b>	<b>100</b>	<b>4,82,37,880</b>

For SYNOKEM PHARMACEUTICALS LTD

*Ujjay*

Company Secretary



Form No. MGT-8

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

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

We have examined the registers, records and books and papers of **Synokem Pharmaceuticals Limited** ("the Company") (CIN: U34239DL1983PLC016353) having registered office at 14/486, Basement & Ground Floor, Outer Ring Road, Paschim Vihar, Sunder Vihar, West Delhi, Delhi-110087 as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on 31<sup>st</sup> March, 2025. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year, the Company has complied with the provisions of the Act & Rules made there under in respect of:
  1. The Company being an Unlisted Public Limited Company, which is 'Active' under the Act, and during the year there was no change in the status of the Company;
  2. The Company has kept and maintained all required registers/records as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded;
  3. That the Company has generally filed all the requisite forms and returns as stated in the annual return with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities in compliance with the applicable provisions under the Act and rules made there under, during the financial year 2024-25 within the prescribed time whenever required except few e-forms which were filed after due date;

**JAGSIR** Digitally signed  
by JAGSIR SINGH  
**SINGH** Date: 2025.12.16  
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4. That the Company has duly complied the provisions of the Act with respect to calling/ convening/ holding meetings of Board of Directors or its committees and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given in compliance with the Act and the proceedings including the circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed. Further, no resolutions were passed through postal ballot by the Company;
5. That the Company was not required to close its Register of Members. Further there was no other security holder (apart from equity shareholders) in the Company;
6. That the Company has not given any advances/loans to its directors and/or persons or firms or companies as prescribed under Section 185 of the Act;
7. That the contracts/arrangements with related parties which were in the ordinary course of business and on the Arm's length basis as specified in the provisions of Section 188 of the Act;
8. That during the period under review, the company has altered its authorized share capital by Splitting/Sub-Division of 1 (one) equity share of the Company having face value of Rs. 10 (Rupees Ten only) each fully paid up into 10 equity shares of Rs. 1 (Rupee One only) each fully paid up. Further, there were no instances of issue, allotment, transfer or transmission or buy-back of securities/ redemption of preference shares or debentures or reduction of share capital/ conversion of shares/ securities;
9. That there were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares, and bonus shares pending registration of transfer of shares;
10. That the Company has not declared any dividend, however the Company was not required to transfer unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. That the Company's audited financial statements have been signed as per the provisions of Section 134 of the Act and report of directors during the financial year ended on 31<sup>st</sup> March, 2025 has been prepared in accordance with the Section 134 (3), (4) and (5) thereof of the Companies Act, 2013;
12. The Board of Directors of the Company and its committees were duly constituted with proper balance of Executive Directors, Non- Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review, as detailed below, were carried out in compliance with the provisions of the Act-

- Mr. Dhiraj Poddar was appointed as an Additional Non-Executive (Nominee) Director of TA India 2 Limited w.e.f 24<sup>th</sup> July 2024 and as Non-Executive (Nominee) Director in Annual General Meeting held on 14<sup>th</sup> December 2024.
- Mr. Yash Lalit Baheti, Non-Executive (Nominee) Director of TA India 2 Limited resigned from the board of company w.e.f 25<sup>th</sup> July 2024.
- Mr. Gajanan Mohan Shenoy was re-appointed as an Independent Non-Executive Director of the company for a term of 4 years w.e.f. 29<sup>th</sup> March 2025.

Necessary disclosures were made by Directors/Key Managerial Personnel and the remuneration paid to Directors/Key Managerial Personnels was as per the provisions of the Act.

13. No situation has arisen for filling casual vacancies of auditors as per the provisions of section 139 of the Act. M/s. BSR & Co. LLP having FRN\_101248W/W-100022 were the Statutory Auditor of the Company for FY 2024-25.
14. The Company has from time to time obtained approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities prescribed under the various provisions of the Act during the financial year wherever required;
15. That the Company has not accepted, renewed or repaid any deposits from the public/members within the meaning of Section 73 to 76 of the Companies Act, 2013 and the rules framed thereunder;
16. The Company has not borrowed from its directors, members during the year under review but the Company has taken/renewed the loans/ borrowings from public financial institution/banks and created/modified charge on the assets of the company;
17. Based upon Audited Financial Statements, the Company has made loans and given guarantees in favour of its wholly owned subsidiary naming Synokem Lifesciences Private Limited. The Company incorporated a wholly owned subsidiary company naming M/s Kemsyn Lifesciences Private Limited on 29<sup>th</sup> November 2024. The company has not made any loan or given guarantees or provided security to other bodies corporate or persons falling under the provisions of Section 186 of the Act except as stated above;
18. The company has altered the capital clause of its Memorandum of Association by Splitting/Sub-Division of 1 (one) equity share of the Company having face value of Rs. 10 (Rupees Ten only) each fully paid up into 10 equity shares of Rs. 1 (Rupee One only) each fully paid up in its Annual General Meeting held on 14<sup>th</sup> December 2024. Further, the

**JAGSIR** Digitally signed  
by JAGSIR SINGH  
**SINGH** Date: 2025.12.16  
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company has not altered the Articles of Association of the Company during the period under review.

**For Jagsir Singh & Associates**  
**Company Secretaries**  
**(Peer Review Certificate no. 1830/2022)**

**JAGSIR** Digitally signed  
by JAGSIR SINGH  
**SINGH** Date: 2025.12.16  
22:12:53 +05'30'  
**Jagsir Singh**  
**Proprietor**

**Date: 16<sup>th</sup> December 2025**

**Place: Gurugram**

**Enclosure: -**

**Annexure- 1**

**M. No.- F11291**

**C.P. No.- 16852**

**UDIN: F011291G002463939**



To,  
The Members,  
Synokem Pharmaceuticals Limited

**Annexure- 1**

Sub: Our Certificate on Annual Return (MGT-8) for the Financial Year ended 31<sup>st</sup> March, 2025 is to be read along with this letter.

1. Maintenance of all secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our examination.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules, and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis.
6. The MGT-8 is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Jagsir Singh & Associates**  
**Company Secretaries**  
**(Peer Review Certificate no. 1830/2022)**

**Date: 16<sup>th</sup> December 2025**  
**Place: Gurugram**

**JAGSIR** Digitally signed  
by JAGSIR SINGH  
**SINGH** Date: 2025.12.16  
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**Jagsir Singh**  
**Proprietor**  
**M. No.- F11291**  
**C.P. No.- 16852**  
**UDIN: F011291G002463939**

**DETAILS OF DESIGNATED PERSON  
SYNOKEM PHARMACEUTICALS LIMITED  
CIN: U34239DL1983PLC016353**

**[Pursuant to sub rule 7 of rule 9 of Companies (Management and Administration) Rules, 2014]**

Pursuant to the Provisions of Rule 9(4) to (8) of Companies (Management and Administration) Rules, 2014, the below shall be the deemed designated person for furnishing and extending co-operation for providing information to the Registrar or any other authorized officer with respect to beneficial interest in shares of the Company since the company has not designated any officer under sub-rule 4 of rule 9 of Companies (Management and Administration) Rules, 2014.

Since coming into effect of the Companies (Management and Administration) Second Amendment Rules, 2023 till date of signing of the Annual Return are as below:

Sr. No.	Deemed Designated Person	Designation	PAN	Period	
				From	To
1.	Mr. Vinay Kumar Purwar	Company Secretary	AJZPP3050F	1 April 2024	Till date of signing of Annual Return

CIN:U34239DL1983PLC016353.

GSTIN:07AAACS1164N1Z8

**SYNOKEM  
PHARMACEUTICALS LIMITED.**

REGD. OFFICE: 14/486, BASEMENT & GROUND FLOOR, SUNDER VIHAR