

FORM NO. MGT-7

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



सत्यमेव जयते

Annual Return (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

L24239MH1935PLC002380

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACC1450B

(ii) (a) Name of the company

CIPLA LIMITED

(b) Registered office address

Cipla House, Peninsula Business Park Ganpatrao Kadam Marg,
Lower Parel NA
Mumbai
Mumbai City
Maharashtra
400012

(c) *e-mail ID of the company

cosecretary@cipla.com

(d) *Telephone number with STD code

2241916000

(e) Website

www.cipla.com

(iii) Date of Incorporation

17/08/1935

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

(v) Whether company is having share capital

Yes No

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

Yes No

(a) Details of stock exchanges where shares are listed

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

(b) CIN of the Registrar and Transfer Agent

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 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (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

2

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	
2	G	Trade	G1	Wholesale Trading	

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

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

51

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Jay Precision Pharmaceuticals	U33111MH2012PTC234037	Subsidiary	60

2	Meditab Specialities Limited	U23240MH1996PLC104442	Subsidiary	100
3	Medispray Laboratories Private Limited	U52311GA1992PTC002801	Subsidiary	100
4	Goldencross Pharma Limited	U24239MH2000PLC123766	Subsidiary	100
5	Sitec Labs Limited	U74999MH2000PLC129210	Subsidiary	100
6	Cipla Health Limited	U24100MH2015PLC267880	Subsidiary	100
7	Cipla Pharma and Life Sciences Limited	U24239MH2008PLC381559	Subsidiary	100
8	Cipla Pharmaceuticals Limited	U24239MH2019PLC333266	Subsidiary	100
9	Cipla Digital Health Limited	U72900MH2022PLC377512	Subsidiary	100
10	Cipla Europe NV		Subsidiary	100
11	Cipla Holding B.V.		Subsidiary	100
12	Cipla (EU) Limited		Subsidiary	100
13	Cipla Algérie		Subsidiary	40
14	Cipla Australia Pty Limited		Subsidiary	100
15	Cipla Brasil Importadora E Distribuidora		Subsidiary	100
16	Cipla (China) Pharmaceutical Company Limited		Subsidiary	100
17	Cipla (Jiangsu) Pharmaceutical Company Limited		Subsidiary	93.09
18	Cipla Colombia SAS		Subsidiary	100
19	Cipla Malaysia Sdn. Bhd.		Subsidiary	100
20	Meditab Holdings Limited		Subsidiary	100
21	Cipla Maroc SA		Subsidiary	75.1
22	Cipla Philippines, Inc.		Subsidiary	100
23	Breathe Free Lanka (Private) Limited		Subsidiary	100
24	Cipla Gulf FZ – LLC		Subsidiary	100
25	Mexicip S.A. de C.V		Subsidiary	100
26	Cipla Medpro South Africa (Pty) Limited		Subsidiary	100

27	Cipla Dibcare (Pty) Limited		Subsidiary	100
28	Actor Pharma (Pty) Limited		Subsidiary	100
29	Cipla-Medpro Distribution Cer +		Subsidiary	100
30	Cipla Medpro Manufacturing (l +		Subsidiary	100
31	Cipla-Medpro (Pty) Limited		Subsidiary	100
32	Cipla Select (Pty) Limited (form +		Subsidiary	100
33	Medpro Pharmaceutica (Pty) L +		Subsidiary	100
34	Mirren (Pty) Limited		Subsidiary	100
35	Cipla Medpro Botswana (Pty) L +		Subsidiary	100
36	Cipla Kenya Limited		Subsidiary	100
37	InvaGen Pharmaceuticals Inc.		Subsidiary	100
38	Cipla Therapeutics Inc		Subsidiary	100
39	Cipla USA Inc.		Subsidiary	100
40	Exelan Pharmaceuticals Inc.		Subsidiary	100
41	Aspergen Inc.		Subsidiary	60
42	Stempeutics Research Private l +	U73100KA2006PTC038256	Associate	33.18
43	GoApptiv Private Limited	U74999MH2015PTC263070	Associate	22.99
44	AMP Energy Green Eleven Priv +	U40106DL2020PTC373516	Associate	32.49
45	AMPSolar Power Systems Priv +	U74996DL2019PTC345639	Associate	26
46	Clean Max Auriga Power LLP		Associate	33
47	Achira Labs Pvt Ltd	U73100KA2009PTC051466	Associate	21.05
48	Brandmed (Pty) Limited		Associate	30
49	Iconphygital Private Limited	U72900MH2021PTC359833	Associate	22.99
50	Pactiv Healthcare Private Limit +	U21002MH2023PTC407436	Associate	22.99
51	MKC Biotherapeutics Inc.		Associate	35.2

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	875,000,000	807,367,062	807,367,062	807,367,062
Total amount of equity shares (in Rupees)	1,750,000,000	1,614,734,124	1,614,734,124	1,614,734,124

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	875,000,000	807,367,062	807,367,062	807,367,062
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	1,750,000,000	1,614,734,124	1,614,734,124	1,614,734,124

(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			
Equity shares						

At the beginning of the year	6,997,158	800,153,435	807150593	1,614,301,1	1,614,301,	
		+		+	+	
Increase during the year	0	1,050,826	1050826	2,101,652	2,101,652	0
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	0	0	0	0	
iv. Private Placement/ Preferential allotment	0	0	0	0	0	
v. ESOPs	0	216,469	216469	432,938	432,938	
vi. Sweat equity shares allotted	0	0	0	0	0	
vii. Conversion of Preference share	0	0	0	0	0	
viii. Conversion of Debentures	0	0	0	0	0	
ix. GDRs/ADRs	0	0	0	0	0	
x. Others, specify		834,357	834357	1,668,714	1,668,714	
Conversion of physical shares into demat shares						
Decrease during the year	834,357	0	834357	1,668,714	1,668,714	0
i. Buy-back of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify	834,357	0	834357	1,668,714	1,668,714	
Conversion of physical shares into demat shares						
At the end of the year	6,162,801	801,204,261	807367062	1,614,734,1	1,614,734,	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0

i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
<input type="text"/>						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE059A01026

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

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

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

Date of the previous annual general meeting	<input type="text"/>
Date of registration of transfer (Date Month Year)	<input type="text"/>
Type of transfer	<input type="text"/> 1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock

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

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

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

(i) Turnover

180,574,019,225.61

(ii) Net worth of the Company

279,741,763,167.35

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	107,985,320	13.37	0	
	(ii) Non-resident Indian (NRI)	161,460,683	20	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	

	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	189,375	0.02	0	
10.	Others	0	0	0	
	Total	269,635,378	33.39	0	0

Total number of shareholders (promoters)

8

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	114,531,380	14.19	0	
	(ii) Non-resident Indian (NRI)	7,100,702	0.88	0	
	(iii) Foreign national (other than NRI)	302	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	19,500	0	0	
3.	Insurance companies	43,791,012	5.42	0	
4.	Banks	389,528	0.05	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	1,250	0	0	
7.	Mutual funds	135,566,323	16.79	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,827,878	0.47	0	
10.	Others AIF+Provident/pension fu +	232,503,809	28.8	0	
	Total	537,731,684	66.6	0	0

Total number of shareholders (other than promoters) 436,146

**Total number of shareholders (Promoters+Public/
Other than promoters)** 436,154

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

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
TAIB SECURITIES MAU +	C/O. ICICI BANK LIMITED,SMS DEP +		IN	1,250	0

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

Details	At the beginning of the year	At the end of the year
Promoters	8	8
Members (other than promoters)	475,285	436,146
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	2	1	2	2.22	22.09
B. Non-Promoter	1	8	1	7	0.04	0.02
(i) Non-Independent	1	1	1	1	0.04	0.02
(ii) Independent	0	7	0	6	0	0

C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	10	2	9	2.26	22.11

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

13

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Dr. Y. K. Hamied	00029049	Director	150,521,183	
Mr. M. K. Hamied	00029084	Director	27,844,320	
Ms. Samina Hamied	00027923	Whole-time director	17,909,500	
Mr. Umang Vohra	02296740	Whole-time director	322,935	
Mr. S. Radhakrishnan	02313000	Director	144,196	
Mr. Ashok Sinha	00070477	Director	0	
Mr. Adil Zainulbhai	06646490	Director	0	
Ms. Punita Lal	03412604	Director	0	
Mr. Rober Stewart	03515778	Director	0	
Mr. P R Ramesh	01915274	Director	0	
Dr. Mandar Vaidya	09690327	Director	0	
Mr. Ashish Adukia	AEGPA4709Q	CFO	0	
Mr. Rajendra Chopra	AACPC7408A	Company Secretar	1,155	

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

1

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Mr. Peter Mugenyi	06799942	Director	13/05/2023	Cessation

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

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	10/08/2023	456,857	126	

B. BOARD MEETINGS

*Number of meetings held

12

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/04/2023	12	12	100
2	12/05/2023	12	12	100
3	29/05/2023	11	11	100
4	26/07/2023	11	9	81.82
5	27/07/2023	11	11	100
6	22/10/2023	11	11	100
7	27/10/2023	11	10	90.91
8	06/11/2023	11	11	100
9	14/12/2023	11	10	90.91
10	22/01/2024	11	10	90.91
11	25/01/2024	11	11	100
12	15/03/2024	11	11	100

C. COMMITTEE MEETINGS

Number of meetings held

27

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	02/05/2023	4	4	100
2	Audit Committee	11/05/2023	4	4	100
3	Audit Committee	21/07/2023	4	4	100
4	Audit Committee	26/07/2023	4	4	100
5	Audit Committee	23/10/2023	4	4	100
6	Audit Committee	26/10/2023	4	4	100
7	Audit Committee	06/11/2023	4	4	100
8	Audit Committee	22/01/2024	4	4	100
9	Audit Committee	24/01/2024	4	4	100
10	Audit Committee	29/02/2024	4	4	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Dr. Y. K. Hamid	12	11	91.67	0	0	0	
2	Mr. M. K. Harsh	12	12	100	4	4	100	
3	Ms. Samina H	12	12	100	5	5	100	
4	Mr. Umang Vc	12	12	100	9	9	100	
5	Mr. S. Radhak	12	12	100	27	27	100	
6	Mr. Ashok Sin	12	12	100	15	15	100	
7	Mr. Adil Zainul	12	11	91.67	12	9	75	
8	Ms. Punita Lal	12	11	91.67	9	9	100	
9	Mr. Rober Ste	12	11	91.67	10	10	100	

10	Mr. P R Rame	12	11	91.67	15	15	100	
11	Dr. Mandar Va	12	12	100	13	12	92.31	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ms. Samina Hamied	Executive Vice-C	18,814,320	37,000,000	0	44,590,624	100,404,944
2	Mr. Umang Vohra	Managing Direct	19,500,000	0	64,991,409	75,595,603	160,087,012
	Total		38,314,320	37,000,000	64,991,409	120,186,227	260,491,956

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Umang Vohra	Managing Direct	19,500,000	0	64,991,409	75,595,603	160,087,012
2	Mr. Ashish Adukia	Global Chief Fin	34,596,548	21,000,000	0	4,257,849	59,854,397
3	Mr. Rajendra Chopra	Company Secre	19,938,532	6,073,973	9,420	1,709,060	27,730,985
	Total		74,035,080	27,073,973	65,000,829	81,562,512	247,672,394

Number of other directors whose remuneration details to be entered

9

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Dr. Y.K.Hamied	Non-Executive C	0	25,000,000	0	1,100,000	26,100,000
2	Mr. M.K.Hamied	Non-Executive V	0	25,000,000	0	1,400,000	26,400,000
3	Mr. S.Radhakrishna	Non-Executive I	0	25,000,000	0	2,550,000	27,550,000
4	Mr. Ashok Sinha	Director	0	8,500,000	0	1,950,000	10,450,000
5	Mr. Adil Zainulbhai	Director	0	8,500,000	0	1,600,000	10,100,000
6	Ms. Punita Lal	Director	0	9,400,000	0	1,550,000	10,950,000
7	Dr. Mandar Vaidya	Director	0	7,500,000	0	1,800,000	9,300,000
8	Mr. Rober Stewart	Director	0	9,400,000	0	1,700,000	11,100,000
9	Mr. P.R Ramesh	Director	0	8,000,000	0	1,950,000	9,950,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		0	126,300,000	0	15,600,000	141,900,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Avinash Bagul

Whether associate or fellow

Associate Fellow

Certificate of practice number

19862

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. .. dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

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

To be digitally signed by

Director

DIN of the director

To be digitally signed by

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

Attach
Attach
Attach
Attach

List of attachments

MGT-8_CIPLA FY 2023-24 - Draft before A
Point No IX C.pdf
Clarification letter.pdf
FII.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

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 **CIPLA LIMITED [CIN: L24239MH1935PLC002380]** (the "Company") as required to be maintained under the Companies Act, 2013 (the "Act") and the rules made thereunder for the financial year ended on **31st March 2024** (the "financial year"). 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 financial year correctly and adequately.
- B. During the financial year, the Company has complied with the provisions of the Act and Rules made thereunder in respect of:
 1. Its status under the Act;
 2. Maintenance of registers/records and making entries therein within the time prescribed therefore;
 3. Filing of the required forms and returns as stated in the annual return with the Registrar of Companies within the prescribed time.
 4. Calling / convening / holding meetings of the Board of Directors and its committees and the meetings of the members of the Company on due dates as stated in the annual return in respect of which proper notices/shorter notices were given and the proceedings including the circular resolutions, have been properly recorded in the Minutes Book / registers maintained for the purpose.
 5. Closure of Register of Members;
 6. No Advances / loans were given to its directors and/or persons or firms or companies referred in section 185 of the Act;
 7. No contracts / arrangements were entered into with related parties as specified in section 188 of the Act.

8. Issuance and allotment of 2,16,469 fully paid-up equity shares of face value Rs. 2/- each, pursuant to exercise of stock options by its employees under the various Employee Stock Option Schemes of the Company;
9. Transfer and transmission of securities and issuance of share certificates;
10. No instances of buy back of securities, redemption of preference shares or debentures, alteration or reduction of share capital, conversion of shares / securities were there;
11. No instances of abeyance of the rights to dividend, rights shares and bonus shares pending registration of transfer of shares;
12. Transfer of unpaid, unclaimed dividend, other amounts as applicable to the Investor Education and Protection Fund. The Company paid a dividend of Rs. 13 per equity share for the financial year 2023-24.
13. Signing of audited financial statements as per the provisions of section 134 of the Act and report of Directors of the Company, is as per sub - sections (3), (4) and (5) thereof;
14. Constitution, appointment, re-appointment, retirement, disclosure of interest by the Directors, Key Managerial Personnel of the Company and the remuneration paid to them. There was no incidence of filling up casual vacancy of Director;
15. No appointment / reappointment of auditors. There was no casual vacancy of auditors as per the provisions of section 139 of the Act;
16. No public deposits were accepted, renewed or paid;
17. Borrowings from the Banks and others wherever applicable. The company has not borrowed from its directors, members or Public Financial Institutions, and neither created, modified or satisfied any charge over the assets of the Company.
18. Granting of 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;

19. No alteration of the provisions of the Memorandum of Association and Articles of Association of the Company was made.

For BNP & Associates
Company Secretaries
[Firm Regn. No. P2014MH037400]
PR. No. 637/2019

Place: Mumba
Date:

Avinash Bagul
Partner
FCS No. 5578
CP No. 19862
UDIN:

Draft

Point No. IX (C) - Details of Committee Meetings					
Sr. No.	Type of meeting	Date of meeting	Total Number of members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1.	Corporate Social Responsibility Committee	10-05-2023	5	5	100
2.	Corporate Social Responsibility Committee	17-07-2023	5	5	100
3.	Corporate Social Responsibility Committee	26-10-2023	5	5	100
4.	Corporate Social Responsibility Committee	23-01-2024	5	4	80
5.	Stakeholders Relationship Committee	10-05-2023	3	3	100
6.	Stakeholders Relationship Committee	17-07-2023	3	3	100
7.	Stakeholders Relationship Committee	23-01-2024	3	3	100
9.	Nomination and Remuneration Committee	11-05-2023	4	4	100

10.	Nomination and Remuneration Committee	20-07-2023	4	3	80
11.	Nomination and Remuneration Committee	26-10-2023	4	4	100
12.	Nomination and Remuneration Committee	24-01-2024	4	3	80
13.	Nomination and Remuneration Committee	15-03-2024	4	4	100
14.	Investment and Risk Management Committee	11-05-2023	6	6	100
15.	Investment and Risk Management Committee	20-07-2023	6	6	100
16.	Investment and Risk Management Committee	26-10-2023	6	6	100
17.	Investment and Risk Management Committee	28-12-2023	6	6	100
18.	Investment and Risk Management Committee	24-01-2024	6	6	100

CIPLA LIMITED

List of FII Shareholders as on 31/03/2024

NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	NO. OF SHARES HELD	% OF SHARES HELD
TAIB SECURITIES MAURITIUS LIMITED	C/O. ICICI BANK LIMITED,SMS DEPT EMPIRE COMPLEX., 1ST FLOOR 414, SENAPATI BAPAT MARG LOWER PAREL, MUMBAI	INDIA	1,250	0.00
TOTAL:			1,250	0.00

To,
The Registrar of Companies,
Everest Building, 100 Marine Drive,
Mumbai 400 002

Dear Sir/Madam,

Subject: Clarification to Annual Return for FY 2023-24

Please note the following clarification in respect of Annual Return for the financial year 2023-24:

I. Point number IV(i)(d) - Break-up of paid-up share capital

- **Increase during the year**

Contains details of dematerialized shares that have increased due to conversion from physical shares.

- **Decrease during the year**

Contains details of physical shares that have decreased due to conversion into dematerialized shares.

II. Point number VI(a) and VIII -Shareholding pattern - Promoter

Includes details of promoters and promoter group of the Company as defined under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

III. Point number VII - Number of Promoters, Members, Debenture Holders

The number of promoters includes the promoter group. The number of promoter and promoter group has been consolidated based on the PAN.

IV. Point number VIII(B)(i)- Details of Directors and Key Managerial Personnel as of the closure of financial year:

- For the purpose of this form, we have shown shareholding as the first holder in the case of the following directors.

- Mr. S. Radhakrishnan, Non-Executive Director, holds 1,44,196 shares in his own account as the first holder and 38,125 shares as a second holder with Ms. Jaya Radhakrishnan.

- Ms. Samina Hamied holds 1,79,09,500 shares in her own account as the first holder and 90,000 shares as a third holder along with Ms. Kamil Hamied and Ms. Rumana Hamied.

V. Point number VIII(B)(ii) and X- During the year following were the changes in Key Managerial Personnel:

- Mr Peter Mugenyi, resigned from the position of Independent Director of the Company w.e.f. close of business hours of 13th May, 2024.

- VI. Point number X – Since Mr. Umang Vohra is Managing Director and Global Chief Executive Officer of the Company, his name is being repeated under table no. 1 as “Managing Director” and under table no. 2 as “Chief Executive Officer”.

Thank you.

**Yours faithfully,
For Cipla Limited**

**Rajendra Chopra
Company Secretary
ICSI Membership No: A12011**

Prepared by: Pavankumar Yadav