

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

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

L24230MH2017PLC291636

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAYCS2093N

(ii) (a) Name of the company

SOLARA ACTIVE PHARMA SCIE

(b) Registered office address

201, Devavrata,
Sector 17, Vashi,
Navi Mumbai
Mumbai City
Maharashtra
400702

(c) *e-mail ID of the company

muralikrishna@solara.co.in

(d) *Telephone number with STD code

+912227892924

(e) Website

www.solara.co.in

(iii) Date of Incorporation

23/02/2017

(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

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KARVY FINTECH PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

TOWER B, PLOT NO 31 & 32, KARVY SELENIUM, FINANCIAL DISTRICT,
NANKRAMGUDA, GACHIBOWLI, HYDERABAD, TELANGANA 500 032

(vii) *Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

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

(a) If yes, date of AGM

14/08/2019

(b) Due date of AGM

30/09/2019

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

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

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

4

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SHAHSUN USA INC		Subsidiary	100
2	CHEMSYNTH LABORATORIES P	U24297TG2009PTC064991	Subsidiary	49

3	SEQUENT PENEMS PRIVATE LIM	U24233KA2010PTC053548	Subsidiary	89
4	STRIDES CHEMICALS PRIVATE I	U24290MH2003PTC138910	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
Total number of equity shares	400,000,000	25,774,267	25,774,267	25,774,267
Total amount of equity shares (in Rupees)	4,000,000,000	257,742,670	257,742,670	257,742,670

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	400,000,000	25,774,267	25,774,267	25,774,267
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	4,000,000,000	257,742,670	257,742,670	257,742,670

(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
Equity shares				
At the beginning of the year	24,674,267	246,742,670	246,742,670	
Increase during the year	1,100,000	11,000,000	11,000,000	429,000,000
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	1,100,000	11,000,000	11,000,000	429,000,000
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	25,774,267	257,742,670	257,742,670	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0

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

(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	28/09/2018		
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				<input type="text"/>		
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	

Date of registration of transfer (Date Month Year)				<input type="text"/>		
Type of transfer	<input type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
	Number of Shares/ Debentures/ Units Transferred		<input type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)	
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) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			5,385,310,377
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			5,385,310,377

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)

2

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
CONVERTABLE WARRA	5,400,000	400	2,160,000,000	100	540,000,000
CONVERTABLE WARRA	4,000,000	500	2,000,000,000	125	500,000,000
Total	9,400,000		4,160,000,000		1,040,000,000

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

13,672,590,777

(ii) Net worth of the Company

9,657,382,924

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3,383,821	13.13	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	7,068,449	27.42	0	
10.	Others	0	0	0	
	Total	10,452,270	40.55	0	0

Total number of shareholders (promoters)

23

(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	5,235,058	20.31	0	
	(ii) Non-resident Indian (NRI)	211,962	0.82	0	
	(iii) Foreign national (other than NRI)	16,686	0.06	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	24,239	0.09	0	
6.	Foreign institutional investors	4,474,983	17.36	0	
7.	Mutual funds	1,804,856	7	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,554,213	13.79	0	
10.	Others		0	0	
	Total	15,321,997	59.43	0	0

Total number of shareholders (other than promoters)

63,472

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

63,495

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

41

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
BNP PARIBAS ARBITRA	'MUMBAI 400051		IN	810,037	3.28
TIMF HOLDINGS	MUMBAI 400098		IN	751,788	3.08
HBM HEALTHCARE INV	MUMBAI 400051		IN	611,806	2.48
ROUTE ONE OFFSHOR	MUMBAI 400098		IN	435,790	1.77
GOVERNMENT PENSIC	MUMBAI 400098		IN	329,180	1.33
ROUTE ONE FUND I, LI	MUMBAI 400098		IN	314,619	1.28
APAX GLOBAL ALPHA	MUMBAI 400063		IN	219,015	0.89
COBRA INDIA (MAURIT	MUMBAI 400051		IN	207,763	0.84

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
MORGAN STANLEY AS	MUMBAI 400098		IN	154,315	0.84
MONDRIAN EMERGIN	MUMBAI 400098		IN	117,160	0.47
MORGAN STANLEY M	MUMBAI 400098		IN	78,784	0.32
ONTARIO PENSION BC	MUMBAI 400001		IN	62,314	0.25
GAM MULTISTOCK EM	MUMBAI 400063		IN	58,333	0.24
EMERGING MARKETS C	MUMBAI 400098		IN	53,544	0.22
MORGAN STANLEY FR	MUMBAI 400098		IN	46,530	0.19
SPDR S AND P EMERG	MUMBAI 400001		IN	43,828	0.18
VANGUARD EMERGIN	MUMBAI 400064		IN	38,316	0.16
VANGUARD TOTAL IN	MUMBAI 400064		IN	31,055	0.13
INDIA OPPORTUNITIES	MUMBAI 400051		IN	19,218	0.08
KOTAK MAHINDRA (IN	MUMBAI 400097		IN	9,207	0.04
THE EMERGING MARK	MUMBAI 400098		IN	7,163	0.03
ROUTE ONE FUND II, L	MUMBAI 400098		IN	7,163	0.03
EMERGING MARKETS I	MUMBAI 400098		IN	6,916	0.03
VANGUARD FTSE ALL-	MUMBAI 400001		IN	5,318	0.02
INTEGRATED CORE ST	MUMBAI 400001		IN	4,514	

**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	20	23
Members (other than promoters)	77,745	63,472
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	0	0	0	0	0	0
B. Non-Promoter	2	5	2	5	0.24	0.5
(i) Non-Independent	2	1	2	1	0.24	0.12
(ii) Independent	0	4	0	4	0	0.38
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	5	2	5	0.24	0.5

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

8

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
DEEPAK C VAIDYA	00337276	Director	30,000	
NIRMAL P BHOGILAL	00173168	Director	91,758	
R RAMAKRISHNAN	00161542	Director	9,000	
JITESH DEVENDRA	06469234	Managing Director	60,686	
S HARIHARAN	05297969	Whole-time director	1,641	
S MURALI KRISHNA	AGYPM5056E	Company Secretary	135	
KAUSALYA SANTHAN	06999168	Director	0	
RONALD TJEERD DE V	08265610	Director	0	

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

2

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)
RONALD TJEERD DE V	08265610	Additional director	30/10/2018	APPOINTMENT
JAGDISH V DORE	00298969	Additional director	03/08/2018	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
EGM	27/02/2019	64,913	41	28.46
AGM	28/09/2018	73,572	47	29.36

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	11/04/2018	7	7	100
2	19/05/2018	7	7	100
3	03/08/2018	7	6	85.71
4	28/09/2019	6	6	100
5	30/10/2018	7	7	100
6	31/01/2019	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

11

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 COMM	11/04/2018	5	5	100
2	AUDIT COMM	19/05/2018	5	5	100
3	AUDIT COMM	03/08/2018	5	4	80
4	AUDIT COMM	30/10/2018	4	4	100
5	AUDIT COMM	31/01/2019	5	5	100
6	NOMINATION	11/04/2018	3	3	100
7	NOMINATION	03/08/2018	3	3	100
8	NOMINATION	01/10/2018	3	3	100
9	NOMINATION	29/10/2018	3	3	100
10	STAKEHOLDER	31/01/2019	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	
1	DEEPAK C VA	6	6	100	9	9	100	Yes
2	NIRMAL P BH	6	6	100	10	10	100	Yes
3	R RAMAKRIS	6	6	100	10	10	100	Yes
4	JITESH DEVE	6	6	100	1	1	100	Yes
5	S HARIHARA	6	6	100	1	1	100	Yes
6	KAUSALYA S.	6	6	100	7	7	100	Yes
7	RONALD TJE	2	2	100	1	1	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	JITESH DEVENDR	MANAGING DIF	38,989,032	0	0	0	38,989,032
2	S HARIHARAN	CHIEF FINANCI	17,141,281	0	0	0	17,141,281
	Total		56,130,313	0	0	0	56,130,313

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	B SREENIVASA RE	CHIEF OPERAT	15,195,069	0	0	0	15,195,069
2	S MURALI KRISHN	COMPANY SEC	4,085,152	0	0	0	4,085,152
	Total		19,280,221	0	0	0	19,280,221

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	DEEPAK C VAIDYA	NON EXECUTIV	1,100,000	0	0	0	1,100,000
2	R RAMAKRISHNAN	INDEPENDENT	1,100,000	0	0	0	1,100,000
3	NIRMAL P BHOGIL	INDEPENDENT	1,100,000	0	0	0	1,100,000
4	KAUSALYA SANTH	INDEPENDENT	1,100,000	0	0	0	1,100,000
5	RONALD TJEERD	INDEPENDENT	400,000	0	0	0	400,000
6	JAGADISH V DORE	INDEPENDENT	400,000	0	0	0	400,000
	Total		5,200,000	0	0	0	5,200,000

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

Whether associate or fellow Associate Fellow

Certificate of practice number

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:

- 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

HARIHARAN
Digitally signed by HARIHARAN
Date: 2019.10.11
14:26:30 +05'30'

DIN of the director

05297969

To be digitally signed by

SUDDAPALLI MURALIKRISHNA
Digitally signed by SUDDAPALLI MURALIKRISHNA
Date: 2019.10.11
14:27:33 +05'30'

Company Secretary

Company secretary in practice

Membership number

13372

Certificate of practice number

Attachments

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

Attach

Attach

Attach

Attach

List of attachments

MGT 8 CERTIFICATE.pdf
Committee Meetings - MGT Purpose.pdf
ROC Letter - MGT Purpose.pdf
List of transfer - MGT Purpose.pdf
List of FII - MGT Purpose.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