

Form No. MGT-7

ANNUAL RETURN

As on the financial year ended on 31/03/2020

Of

**BRISTOL-MYERS SQUIBB INDIA PRIVATE LIMITED**

[Pursuant to Section 92(1) of the Companies Act, 2013  
And

Rule 11(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

(i) Corporate Identification Number (CIN) of the company    
Global Location Number (GLN) of the company

Permanent Account Number (PAN) of the company. AACCB4313Q

(ii) (a) Name of The Company

(b) Registered Office Address

(c) \*E-Mail ID of the Company

(d) \*Telephone No. with STD Code

(e) Website

(iii) Date of Incorporation

Type of the Company	Category of the Company	Sub-category of the Company
Private Company	Company limited by shares	Subsidiary of Foreign

(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.		
2.		

(vii) Financial Year From  (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

d) if yes, provide the Service Request Number of the application Form filed for extension

e) Extended Due Date after grant of Extension

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of Business Activities

Sr.No	Main Activity group Code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of Total Turnover of Company
1.	G	Trade	G1	Wholesale Trading	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

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

Sr.No	Name of the Company	CIN/FCRN	Holding/ Subsidiary / Joint Venture/Associate	% of Shares held
1.	BMS Pharmaceuticals International Holdings Netherlands B.V.		Holding	99.99

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

### (i) \*SHARE CAPITAL

#### (a) Equity Share Capital

Particulars	Face Value	Authorized Capital	Issued Capital	Subscribed Capital	Paid Up Capital
Total Number of Equity Shares	10	350,000,000	346,908,999	346,908,999	346,908,999
Total amount of Equity Shares(in rupees)	10	3,500,000,000	3,469,089,990	3,469,089,990	3,469,089,990

## Number of Classes

Class of Shares	Authorized Capital	Issued Capital	Subscribed Capital	Paid up Capital
Equity				
Number of Equity Shares	350,000,000	346,908,999	346,908,999	346,908,999
Nominal Value Per Share( in rupees)	10	10	10	10
Total amount of Equity Shares( in rupees)	3,500,000,000	3,469,089,990	3,469,089,990	3,469,089,990

### b. Preference Share Capital

Particulars	Authorised Capital	Issued Capital	Subscribed Capital	Paid up Capital
Total Number of Preference Shares				
Total amount of Preference Shares(in rupees)				

Number of Classes:

Class of Shares	Authorized Capital	Issued Capital	Subscribed Capital	Paid up Capital
<input type="text"/>				
Number of Preference Shares				
Nominal Value Per Share( in rupees)				
Total amount of Preference Shares( in rupees)				

### c. Unclassified Share Capital

Particulars	Authorized Share Capital
Total Amount of Unclassified shares	

### d. Break up of Paid Up Share Capital

Class of Shares	Number of Shares	Total Nominal Amount	Total Paid-up Amount	Total Premium
<b>Equity Shares</b>				
<b>At the Beginning of the Year</b>	346,908,999	3,469,089,990	3,469,089,990	
<b>Increase during the Year</b>				
i) Public Issue				
ii) Right Issue				
iii) Bonus Issue				
iv) Private Placement/ Preferential Allotment				
v) ESOPs				
vi) Sweat Equity Shares Allotted				

vii) Conversion of Preference Shares				
viii) Conversion of Debentures				
ix) GDRs/ADRs				
x) Others, specify <input type="text"/>				
<b>Decrease during the year</b>				
i) Buy-Back of Shares				
ii) Shares Forfeited				
iii) Reduction of Share Capital				
iv) Others, Specify <input type="text"/>				
<b>At the end of Year</b>	346,908,999	3,469,089,990	3,469,089,990	
<b>Preference Shares</b>				
<b>At the Beginning of the Year</b>				
<b>Increase during the Year</b>				
i) Issues of Shares				
ii) Re-Issue of Forfeited Shares				
iii) Others, Specify <input type="text"/>				
<b>Decrease during the year</b>				
i) Redemption of Shares				
ii) Shares Forfeited				
iii) Reduction of Share Capital				
iv) Others, Specify <input type="text"/>				
<b>At the end of Year</b>				

(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 Transfer since closure date of last Financial year (or in the case of first return at any time since the incorporation of the company) \*

a. Nil

Details being provided in 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 previous AGM			
Date of Registration of Transfer of Shares (Date Month Year)			
Type of Transfer		1. Equity 2. Preference 3. Debentures 4. Stock	
Number of Shares/ Debentures/Units Transferred:	Amount Per Share in Rupees:		
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 of Shares			
Type of Transfer		1. Equity 2. Preference 3. Debentures 4. Stock	
Number of Shares/ Debentures Transferred:	Amount Per Share in Rupees:		
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) \*Indebtedness Including Debentures (Outstanding as at the end of the financial year)**

Particulars	Number of Units	Nominal Value Per Unit	Total Value
Non - Convertible Debentures			
Partly Convertible Debentures			
Fully Convertible Debentures			
Secured Loans (including interests outstanding/accrued but not due for payment )Excluding Deposits			
Unsecured Loans (including interests outstanding/accrued but not due for payment )Excluding Deposits			
Deposits			
<b>Total</b>			

**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				
Partly Convertible Debentures				
Fully Convertible Debentures				

v) Securities ( Other than Shares and Debentures)

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 under Companies Act, 2013)**

- i) Turnover
- ii) Net worth of the Company

**VI. (a) \*SHARE HOLDING PATTERN- Promoters**

S. No.	Category	Equity		Preference	
		Number of Shares	Percentage	Number of Shares	Percentage
1.	Individual/HUF				
	(i) Indian				
	(ii) Non-resident Indian (NRI)				
	(iii) Foreign national (otherthan NRI)				
2.	Government				
	(i) Central Government				
	(ii) State Government				
	(iii) Government companies				
3.	Insurance companies				
4.	Banks				
5.	Financial institutions				
6.	Foreign institutional investors				
7.	Mutual funds				
8.	Venture capital				
9.	Body corporate(not mentioned above)	346,908,999	100		
10.	Others <input type="text"/>				
	<b>Total</b>	346,908,999	100		

**Total Number of Shareholders(promoters)**

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

Sr.No.	Category	Equity		Preference	
		Number of Shares	Percentage	Number of Shares	Percentage
1.	Individual/HUF				
	( i) Indian				
	(ii) Non-resident Indian (NRI)				
	(iii) Foreign national (other than NRI)				
2.	Government				
	(i) Central Government				
	(ii) State Government				
	(iii) Government companies				
3.	Insurance companies				
4.	Banks				
5.	Financial institutions				
6.	Foreign institutional investors				
7.	Mutual funds				
8.	Venture capital				
9.	Body corporate(not mentioned above)				
10.	Others <input type="text"/>				
	<b>Total</b>				

**Total Number of Shareholders(other than promoters)**

0

**Total Number of Shareholders (Promoters + Public/Other than promoters)**

2

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

Details	As at beginning of the year	As at end of the year
Promoters	2	2
Members(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 the directors as at the end of year	
	Executive	Non-Executive	Executive	Non-Executive	Executive	Non-Executive

<b>A. Promoter</b>						
<b>B. Non-Promoter</b>	2	0	1	2	0	0
(i) Non-Independent	2	0	1	2	0	0
(ii) Independent						
<b>C. Nominee Directors Representing</b>						
i) Banks & FIs						
ii) Investing Institutions						
iii) Government						
iv) Small shareholders						
v) Others						
<b>Total</b>	2	0	1	2	0	0

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

(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)
Raghavendra Agarwal	02569460	Director	0	
Bhavik Desai	00008452	Director	0	
Ashwini Deshpande	08548876	Director	0	

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

Name	DIN/PAN	Designation at the beginning /during the year	Date of appointment/change in designation	Nature of change(Appointment/change in designation /Cessation)
Bhavik Desai	00008452	Additional Director	16/04/2019	Appointment
Jitendra Tyagi	06945785	Managing Director	18/06/2019	Cessation
Ashwini Deshpande	08548876	Additional Director	28/08/2019	Appointment
Bhavik Desai	00008452	Director	30/09/2019	Change in designation
Ashwini Deshpande	08548876	Director	30/09/2019	Change in designation

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

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

Number of meetings held:

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/09/2019	2	2	100





1.	Jitendra Tyagi (Resigned w.e.f. 18 <sup>th</sup> June, 2019)	Managing Director	1,44,66,662	0	0	0	1,44,66,662
<b>Total</b>			1,44,66,662	0	0	0	1,44,66,662

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

0

Sr No	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat Equity	Others	Total Amount
1.							
2.							
<b>Total</b>							

Number of other directors whose remuneration details to be entered

2

Sr No	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat Equity	Others	Total Amount
1.	Raghavendra Agarwal	Director	1,41,52,708	0	0	0	1,41,52,708
2.	Ashwini Deshpande (Appointed w.e.f. 28 <sup>th</sup> August, 2019)	Additional Director	99,85,515	0	0	0	99,85,515
<b>Total</b>			2,41,38,223				2,41,38,223

## XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

### A. CERTIFICATION OF COMPLIANCES

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

If No, give details along with the reasons/observations

--

## XII. PENALTY AND PUNISHMENT- DETAILS THEREOF

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

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

**(B) DETAILS OF COMPOUNDING OF OFFENCES**

Name of the company/ directors/ officers	Name of the count/ concerned Authority	Date of Order	Name of the act and section under which penalized /punished	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

Whether associate or fellow  Associate  **Fellow**

Certificate of practice number

**I/We certify that:**

- The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- 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.
- 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 the incorporation of the company, issued by invitation to the public to subscribe for any securities of the company.
- Where the annual return discloses the fact that the number of members, (except in case of a 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.

**Declaration**

I am authorized 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

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