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: L28939PN1987PLC043953 **Pre-fill**

Global Location Number (GLN) of the company:

* Permanent Account Number (PAN) of the company: AABCB2242F

(ii) (a) Name of the company: BILCARE LIMITED

(b) Registered office address

GAT NO 1028 AT VILLAGE SHIROLI TAL KHED
RAJGURNAGAR
PUNE
Maharashtra
410505

(c) *e-mail ID of the company: CS******RE.COM

(d) *Telephone number with STD code: 02*******59

(e) Website: https://bilcare-group.com/

(iii) Date of Incorporation: 01/07/1987

(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

(b) CIN of the Registrar and Transfer Agent U67190MH1999PTC118368 Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh
roli (West), 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 27/09/2024

(b) Due date of AGM 30/09/2024

(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	N	Support service to Organizations	N7	Other support services to organizations	100

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

*No. of Companies for which information is to be given 6 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Bilcare GCS Limited, UK		Subsidiary	100
2	Caprihans India Limited	L29150MH1946PLC004877	Subsidiary	51

3	Bilcare GCS Inc., USA		Subsidiary	100
4	Bilcare Inc., USA		Subsidiary	100
5	Bilcare GCS Ireland Limited		Subsidiary	100
6	Bilcare Pharma Solutions Limit	U32509PN2023PLC226463	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	40,000,000	23,545,231	23,545,231	23,545,231
Total amount of equity shares (in Rupees)	400,000,000	235,452,310	235,452,310	235,452,310

Number of classes: 1

Class of Shares Equity Shares of Rs. 10/- each	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	40,000,000	23,545,231	23,545,231	23,545,231
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	400,000,000	235,452,310	235,452,310	235,452,310

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	5,000,000	0	0	0
Total amount of preference shares (in rupees)	50,000,000	0	0	0

Number of classes: 1

Class of shares Preference Shares of Rs. 10/- each	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	5,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	50,000,000	0	0	0

(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	Physical	DEMAT	Total			
At the beginning of the year	99,872	23,445,359	23545231	235,452,31(	235,452,31	
Increase during the year	0	3,302	3302	33,020	33,020	0
i. Pubic Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify On account of dematerialization of physical shares	0	3,302	3302	33,020	33,020	
Decrease during the year	3,302	0	3302	33,020	33,020	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify On account of dematerialization of physical shares	3,302	0	3302	33,020	33,020	
At the end of the year	96,570	23,448,661	23545231	235,452,31(	235,452,31	
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						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company: INE986A01012

(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	

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

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
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 176,034,693

(ii) Net worth of the Company 4,156,562,322

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	7,066,611	30.01	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)	0	0	0	
10.	Others	0	0	0	
	Total	7,066,611	30.01	0	0

Total number of shareholders (promoters) 3

(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	11,711,246	49.74	0	
	(ii) Non-resident Indian (NRI)	373,477	1.59	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)	4,305,045	18.28	0	
10.	Others IEPF, TRUSTS, LLP	88,852	0.38	0	
	Total	16,478,620	69.99	0	0

Total number of shareholders (other than promoters) 19,487

Total number of shareholders (Promoters+Public/ Other than promoters) 19,490

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	3	3
Members (other than promoters)	22,754	19,487
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	1	5	3	3	0	0
(i) Non-Independent	1	0	3	0	0	0
(ii) Independent	0	5	0	3	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	1	5	3	3	0	0

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 share(s) held	Date of cessation (after closure of financial year : If any)
MOHAN HARAKCHAN	AEQPB1073A	CEO	5,856,489	
SHREYANS MOHAN E	07737337	Managing Director	0	
MADHURI RAJAN VAI	08483512	Director	0	
RAJESH SHANKARR/	05320201	Director	0	
PRAMOD LALCHAND	10441634	Director	1,500	05/07/2024
ABHIGYAN UPADHYA	07267470	Whole-time directo	0	
KAVITA BHANSALI	05355200	Whole-time directo	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
DEEPA MATHUR	ABFPM7180D	CFO	0	
SAGAR RAMNARAYA	BLDPB2015B	Company Secretar	10	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 13

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)
DEEPA MATHUR	ABFPM7180D	CFO	06/09/2023	Appointment
SAGAR RAMNARA	BLDPB2015B	Company Secretary	31/01/2024	Appointment
PRABHAVI MUNGE	CFPPM9106R	Company Secretary	10/11/2023	Cessation
NILESH TIWARI	AJEPT6541N	CFO	31/08/2023	Cessation
KAVITA BHANSALI	05355200	Whole-time director	06/09/2023	Change in Designation from A
DIKSHA TOMAR	08477426	Director	30/12/2023	Cessation due to completion c
VIJESH MEHRA	08547764	Director	30/12/2023	Cessation due to completion c
ABHIGYAN UPADH	07267470	Whole-time director	28/03/2024	Change in Designation from A
PRAMOD LALCHAN	10441634	Director	28/03/2024	Change in Designation from A
KAVITA BHANSALI	05355200	Whole-time director	14/08/2023	Appointment as Additional Dir
ASHWANI SINGH	08855493	Director	04/10/2023	Cessation due to Resignation
ABHIGYAN UPADH	07267470	Whole-time director	29/12/2023	Appointment as Additional Dir
PRAMOD LALCHAN	10441634	Director	29/12/2023	Appointment as Additional Dir

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
Annual General Meeting	27/09/2023	20,307	35	49.69

B. BOARD MEETINGS

*Number of meetings held: 9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2023	6	6	100
2	14/08/2023	7	6	85.71
3	06/09/2023	7	6	85.71
4	05/10/2023	6	6	100
5	10/11/2023	6	6	100
6	29/12/2023	8	6	75
7	31/01/2024	6	6	100
8	13/02/2024	6	6	100
9	26/02/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held: 13

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	01/04/2023	3	3	100
2	AUDIT COMM	30/05/2023	3	3	100
3	AUDIT COMM	14/08/2023	3	3	100
4	AUDIT COMM	06/09/2023	3	3	100
5	NOMINATION	14/08/2023	3	3	100
6	NOMINATION	06/09/2023	3	3	100
7	AUDIT COMM	10/11/2023	3	3	100
8	AUDIT COMM	13/02/2024	3	3	100
9	STAKEHOLDE	08/01/2024	3	3	100
10	NOMINATION	29/12/2023	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	27/09/2024 (Y/N/NA)
1	SHREYANS M	9	9	100	13	13	100	Yes
2	MADHURI RA	9	9	100	13	13	100	Yes
3	RAJESH SHA	9	9	100	13	13	100	Yes
4	PRAMOD LAL	4	4	100	2	2	100	Not Applicable
5	ABHIGYAN UI	4	4	100	0	0	0	No
6	KAVITA BHAN	8	6	75	0	0	0	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	KAVITA BHANSALI	EXECUTIVE DII	2,987,554	0	0	340,645	3,328,199
2	ABHIGYAN UPADH	EXECUTIVE DII	1,524,324	0	0	177,600	1,701,924
	Total		4,511,878	0	0	518,245	5,030,123

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	MOHAN HARAKCH	CEO	5,400,000	0	0	0	5,400,000
2	DEEPA MATHUR	CFO	2,876,000	0	0	0	2,876,000
3	SAGAR RAMNARA	COMPANY SEC	238,980	0	0	14,400	253,380
	Total		8,514,980	0	0	14,400	8,529,380

Number of other directors whose remuneration details to be entered: 7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHREYANS MOHA	MANAGING DIF	0	0	0	360,000	360,000
2	MADHURI RAJAN \	DIRECTOR	0	0	0	360,000	360,000
3	VIJESH MEHRA	DIRECTOR	0	0	0	150,000	150,000
4	ASHWANI SINGH	DIRECTOR	0	0	0	90,000	90,000
5	DIKSHA TOMAR	DIRECTOR	0	0	0	150,000	150,000
6	RAJESH SHANKAF	DIRECTOR	0	0	0	360,000	360,000
7	PRAMOD LALCHAI	DIRECTOR	0	0	0	120,000	120,000
	Total		0	0	0	1,590,000	1,590,000

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

As per MGT-8 attached . Also Form MR-3 annexed to Annual Report.

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

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

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

◉ Yes ○ No

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

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

Name: Shekhar Shyamrao Ghatpande

Whether associate or fellow: ○ Associate ◉ Fellow

Certificate of practice number: 782

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. .. 4 dated 26/02/2024 (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 compiled 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: RAJESH SHANKARRAO DEVENE — Digitally signed by RAJESH SHANKARRAO DEVENE Date: 2024.11.26 21:39:18 +05'30'

DIN of the director: 0*3*0*0*

To be digitally signed by SHEKHAR SHYAMRAO GHATPANDE — Digitally signed by SHEKHAR SHYAMRAO GHATPANDE Date: 2024.11.26 21:29:19 +05'30'

○ Company Secretary

◉ Company secretary in practice

Membership number: 1*5*

Certificate of practice number: 7*2

Attachments

List of 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_SHARES_31032024.pdf
LIST of Transfer and Transmission_31032(
MGT-8_BILCARE_2024.pdf
CERTIFICATE_MGT-7.pdf
BM_CM_DETAILS.pdf
CERT_TRFS.pdf

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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