# 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]



# **Annual Return**

(other than OPCs and Small Companies)

L74899DL1985PLC022468

BRAWN BIOTECH LIMITED

AAACB2655D

Pre-fill

# 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
- (ii) (a) Name of the company

(iii)

(b) Registered office address

solution@brawnbiotech.com
01129815331
www.brawnbiotech.com
07/11/1985

(iv)	Type of the Company	Category of the Company		Sub-category of the Company	
	Public Company	Company limited	d by shares		Indian Non-Government company
(v) Wh	ether company is having share ca	pital	Yes	С	) No
(vi) *Whether shares listed on recognized Stock Exchange(s)		Yes	С	) No	

#### (a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BOMBAY STOCK EXCHANGE	1

(b) CIN of the Registrar and Transfer Agent			U67120DL	1950PTC001854	Pre-fill		
Name of the Registrar and Tra	ansfer Agent						
RCMC SHARE REGISTRY PRIVAT	RCMC SHARE REGISTRY PRIVATE LIMITED						
Registered office address of t							
B-25/1, OKHLA INDUSTRIAL ARI PHASE II							
(vii) *Financial year From date 01/	/04/2022	(DD/MM/YYYY)	To date	31/03/2023	(DD/MM/YYYY)		
(viii) *Whether Annual general mee	eting (AGM) held	Ye	es 🔿	No			
(a) If yes, date of AGM	25/09/2023						
(b) Due date of AGM	30/09/2023						
(c) Whether any extension for	AGM granted	0	Yes	No			
II. PRINCIPAL BUSINESS A	CTIVITIES OF T	HE COMPAN	Y				

\*Number of business activities 1

S.No	Main Activity group code		Business Activity Code	,	% of turnover of the company
1	G	Trade	G1	Wholesale Trading	100

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

*No. of Companies for which information is to be given	0	Pre-fill All	
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S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held		
1						
IV. SHA	V. 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	4,500,000	3,000,300	3,000,300	3,000,300
Total amount of equity shares (in Rupees)	45,000,000	30,003,000	30,003,000	30,003,000

Number of classes

Class of Shares EQUITY	Authorised capital	Icapital	Subscribed capital	Paid up capital	
Number of equity shares	4,500,000	3,000,300	3,000,300	3,000,300	
Nominal value per share (in rupees)	10	10	10	10	
Total amount of equity shares (in rupees)	45,000,000	30,003,000	30,003,000	30,003,000	

1

#### (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

Class of shares	Authorised capital	ILabilai	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	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	652,352	2,347,948	3000300	30,003,000	30,003,000	

	1		1	1		
Increase during the year	0	0	0	0	0	0
i. Pubic Issues	0	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						
Due to Dematerialisation						
Decrease during the year	0	0	0	0	0	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	0
iv. Others, specify						
Due to Dematerialisation						
At the end of the year	652,352	2,347,948	3000300	30,003,000	30,003,000	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
	1					
i. Issues of shares	0	0	0	0	0	0
i. Issues of shares ii. Re-issue of forfeited shares	0	0	0	0	0	0 0
ii. Re-issue of forfeited shares						

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

#### INE899B01015

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

# 0

Class of shares		(i)	(ii)	(iii)
Before split /	Number of shares			
Consolidation	Face value per share			
After split /	Number of shares			
Consolidation	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	O Not Applicable
Separate sheet attached for details of transfers	• Yes	O 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 - Equi	ity, 2- Preference Shares,3 - Debentures, 4 - Stock						
Number of Shares/ Debentures/ Units Transferred	Amount per Share/ Debenture/Unit (in Rs.)						

Ledger Folio of Trans	Ledger Folio of Transferor						
Transferor's Name							
	Surname	middle name	first name				
Ledger Folio of Trans	sferee						
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/ D Units Transferred	Debentures/	Amount per Share/ Debenture/Unit (in Rs.)					
Ledger Folio of Trans	sferor						
Transferor's Name							
	Surname	middle name	first name				
Ledger Folio of Trans	sferee						
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

Particulars	Nominal value per unit	Total value
Total		0

#### Details of debentures

Class of debentures	Outstanding as at the beginning of 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)

Type of	Number of	Nominal Value of	Total Nominal	Paid up Value of	Total Paid up Value
Securities	Securities	each Unit	Value	each Únit	
occurrics	Occurrics	cach onn	Value		
Total					
	L				

0

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

(i) Turnover

222,306,420

### (ii) Net worth of the Company

63,092,660

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

S. No.	Category	Equity		Prefer	ence
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1,543,533	51.45	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	

Insurance companies	0	0	0	
Banks	0	0	0	
Financial institutions	0	0	0	
Foreign institutional investors	0	0	0	
Mutual funds	0	0	0	
Venture capital	0	0	0	
Body corporate (not mentioned above)	0	0	0	
Others Body Corporates	68,100	2.27	0	
Total	1,611,633	53.72	0	0
-	Financial institutions         Foreign institutional investors         Mutual funds         Venture capital         Body corporate (not mentioned above)         Others       Body Corporates	Banks       0         Financial institutions       0         Foreign institutional investors       0         Mutual funds       0         Venture capital       0         Body corporate (not mentioned above)       0         Others       Body Corporates       68,100	Banks00Financial institutions00Foreign institutional investors00Mutual funds00Venture capital00Body corporate (not mentioned above)00OthersBody Corporates68,1002.27	Banks00Financial institutions00Foreign institutional investors00Foreign institutional investors00Mutual funds00Venture capital00Body corporate (not mentioned above)00OthersBody Corporates68,1002.27

# Total number of shareholders (promoters)

26

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

S. No.	Category	Equi	ity	Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1,281,262	42.7	0	
	(ii) Non-resident Indian (NRI)	66,815	2.23	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	17,800	0.59	0	

8.	Venture capital	0	0	0	
	Body corporate (not mentioned above)	17,167	0.57	0	
10.	Others Clearing Members	5,623	0.19	0	
	Total	1,388,667	46.28	0	0

Total number of shareholders (other than promoters)

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

6,196	
6,222	

#### 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	26	26
Members (other than promoters)	6,262	6,196
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. <b>Promoter</b>	0	2	0	2	0	22.97	
B. Non-Promoter	0	2	0	2	0	0	
(i) Non-Independent	0	0	0	0	0	0	
(ii) Independent	0	2	0	2	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	0	4	0	4	0	22.97

#### 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 share(s) held	Date of cessation (after closure of financial year : If any)
Brij Raj Gupta	00974969	Director	500,174	
Brij Bala Gupta	00975261	Director	189,000	
Subhash Chander	06952570	Director	0	
Kanta Takkar	07988719	Director	0	
Pooja Pandey	CPPPP3715P	CFO	0	
Priyanka Sharma	DAQPS1805G	Company Secretar	0	
Amit Kumar	ATCPK2658R	Manager	0	

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

Name	DIN/PAN	beginning / during	Ichange in decignation/	Nature of change (Appointment/ Change in designation/ Cessation)
Ms. Pooja Pandey	CPPPP3715P	CFO	05/08/2022	Appointment
Mrs. Rati Garg	BAOPG0287N	CFO	30/07/2022	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	ance
		attend meeting		% of total shareholding
AGM	24/09/2022	6,284	57	0.9

#### **B. BOARD MEETINGS**

\*Number of meetings held



5

17

2

S. No.	Date of meeting	Total Number of directors associated as on the date		Attendance
		of meeting	Number of directors attended	% of attendance
1	25/05/2022	4	4	100
2	05/08/2022	4	4	100
3	22/08/2022	4	4	100
4	12/11/2022	4	4	100
5	14/02/2023	4	4	100

## C. COMMITTEE MEETINGS

umber of meetir	ngs held		9		
S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Number of members	Attendance % of attendance
1	Audit Committe		3	3	100
2	Audit Committe	05/08/2022	3	3	100
3	Audit Committe	12/11/2022	3	3	100
4	Stakeholders F	25/05/2022	3	3	100
5	Iders Relations	05/08/2022	3	3	100
6	Iders Relations	12/11/2022	3	3	100
7	Iders Relations	14/02/2023	3	3	100
8	Audit Committe	14/02/2023	3	3	100
9	Nomination an	25/05/2022	3	3	100

## D. \*ATTENDANCE OF DIRECTORS

		Board Meetings		Committee Meetings			Whether attended AGM	
S. No.		Maating a subiala Numahan af		Number of % of		ector was Meetings	% of attendance	held on
					entitled to attended attend			25/09/2023 (Y/N/NA)
1	Brij Raj Gupta	5	5	100	9	9	100	Yes
2	Brij Bala Gupta	5	5	100	9	9	100	Yes

3	Subhash Char	5	5	100	9	9	100	Yes
4	Kanta Takkar	5	5	100	9	9	100	Yes

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

□ Nil

Number o	f Managing Director, W	/hole-time Directors	s and/or Manager v	vhose remuneratio	n details to be ente	red 1	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Amit Kumar	Manager	672,813	0	0	0	672,813
	Total		672,813	0	0	0	672,813

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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Pooja Pandey	CFO	720,000	0	0	0	720,000
2	Priyanka Sharma	Company Secre	882,982	0	0	0	882,982
	Total		1,602,982	0	0	0	1,602,982
umber o	of other directors whose	e remuneration deta	ils to be entered			0	·
					Stock Option/		Total

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

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

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

2

	Date of Order	Isection linder which	Details of penalty/	Details of appeal (if any) including present status

(B) DETAILS OF CO	MPOUNDING OF OF	FENCES 🔀 N	il 🗌		

Name of the	Name of the court/ concerned Authority	leaction under which	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	Amit Bansal	
Whether associate or fellow	Associate  Fellow	
Certificate of practice number	17875	

#### 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 linan	cial year.	

Dec	aration
DEC	aration

I am Authorised by the Board of Directors of the company vide resolution no	XX
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dated 29/05/2023

(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

	Digitally signed by BRIJ RAJ GUPTA Date: 2023.11.21 14:36:18 +05'30'
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DIN of the director

00974969	
00974969	

To be digitally signed by	Priyanka Digitally signed by Priyanka Sharma Sharma 14:35:30 +05'30'			
<ul> <li>Company Secretary</li> </ul>				
Company secretary in practi	ce			
Membership number 50385	i	Certificate of pra	ctice number	
Attachments				List of attachments
1. List of share holder	s, debenture holders		Attach	List of Shareholders_2023.pdf
2. Approval letter for e	extension of AGM;		Attach	BBL_MGT-8_22-23_final.pdf Share Transfer Details.pdf
3. Copy of MGT-8;			Attach	
4. Optional Attacheme	ent(s), if any		Attach	
				Remove attachment
Modify	Chec	k 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