

FORM NO. MGT-7

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

L24219DL1985PLC020126

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACD0105G

(ii) (a) Name of the company

DHANUKA AGRITECH LIMITED

(b) Registered office address

82, Abhinash Mansion, 1st Floor
Joshi Road, Karol Bagh
New Delhi
Central Delhi
Delhi
110005

(c) *e-mail ID of the company

investors@dhanuka.com

(d) *Telephone number with STD code

01244345000

(e) Website

(iii) Date of Incorporation

13/02/1985

(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 Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U74899DL1994PLC061802

Pre-fill

Name of the Registrar and Transfer Agent

ABHIPRA CAPITAL LIMITED

Registered office address of the Registrar and Transfer Agents

G.F. 58-59, WORLD TRADE CENTRE, BARAKHAMBA LANE
CONNAUGHT PLACE

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM 02/08/2023

(b) Due date of AGM 30/09/2023

(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	83.06
2	G	Trade	G1	Wholesale Trading	16.94

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

*No. of Companies for which information is to be given 2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	HANUKA AGRISOLUTIONS PRIN		Subsidiary	0

2	DHANUKA CHEMICALS PRIVATE LIMITED	U24110DL2021PTC382502	Subsidiary	100
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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	142,100,000	45,578,324	45,578,324	45,578,324
Total amount of equity shares (in Rupees)	284,200,000	91,156,648	91,156,648	91,156,648

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	142,100,000	45,578,324	45,578,324	45,578,324
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	284,200,000	91,156,648	91,156,648	91,156,648

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	580,000	0	0	0
Total amount of preference shares (in rupees)	5,800,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares				
Number of preference shares	580,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	5,800,000	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	331,958	46,246,366	46578324	93,156,648	93,156,648	
Increase during the year	0	47,325	47325	0	0	0
i. Public 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	0	47,325	47325			
Conversion of physical shares into DEMAT						
Decrease during the year	47,325	1,000,000	1047325	2,000,000	2,000,000	0
i. Buy-back of shares	0	1,000,000	1000000	2,000,000	2,000,000	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	47,325		47325			
Conversion of physical shares into DEMAT						
At the end of the year	284,633	45,293,691	45578324	91,156,648	91,156,648	
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

(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

17,002,199,842.35

(ii) Net worth of the Company

10,613,058,973.47

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	1,403,017	3.08	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)	26	0	0	
10.	Others Triveni Trust, Pushpa Dhanuka Ti	30,585,833	67.11	0	
	Total	31,988,876	70.19	0	0

Total number of shareholders (promoters)

27

(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	3,361,276	7.37	0	
	(ii) Non-resident Indian (NRI)	173,239	0.38	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	1,476,198	3.24	0	

4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	6,102,538	13.39	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	324,468	0.71	0	
10.	Others others including Foreign In	2,151,729	4.72	0	
	Total	13,589,448	29.81	0	0

Total number of shareholders (other than promoters) 36,560

Total number of shareholders (Promoters+Public/
Other than promoters) 36,587

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	27	27
Members (other than promoters)	39,105	36,560
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	5	1	4	1	0.97	0.06
B. Non-Promoter	1	7	1	7	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	7	0	7	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	6	8	5	8	0.97	0.06

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

15

(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)
RAM GOPAL AGARWA	00627386	Whole-time director	189,031	
MAHENDRA KUMAR D	00628039	Managing Director	27,604	
RAHUL DHANUKA	00150140	Managing Director	201,403	
HARSH DHANUKA	00199516	Whole-time director	27,604	
MRIDUL DHANUKA	00199441	Director	27,604	
ASHISH SARAF	07767324	Whole-time director	0	
Priya Brat	00041859	Director	0	
Sachin Kumar Bhartiya	02122147	Director	0	
Sanjay Saxena	01257965	Director	0	
Vinod Kumar Jain	01185937	Director	0	
Bajrang Lal Bajaj	00041909	Director	0	
Namrata Gupta	08358673	Director	0	
Siraj Azmat Chaudhry	00161853	Director	0	
Jitin Sadana	AZKPS6010R	Company Secretary	0	
Vinod Kumar Bansal	AAAPB0921H	CFO	0	

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

5

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)
Harsh Dhanuka	00199516	Whole-time director	10/02/2023	Change in Designation
Ram Gopal Agarwal	00627386	Whole-time director	01/11/2022	Change in Designation
Rahul Dhanuka	00150140	Whole-time director	01/05/2022	Change in Designation
Arun Kumar Dhanuka	00627425	Whole-time director	30/01/2023	Cessation
Rahul Dhanuka	00150140	Whole-time director	10/02/2023	Change in Designation

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	02/08/2022	38,124	53	70

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/05/2022	14	11	78.57
2	02/08/2022	14	14	100
3	01/11/2022	14	10	71.43
4	10/02/2023	13	9	69.23

C. COMMITTEE MEETINGS

Number of meetings held

23

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

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	23/05/2022	4	4	100
2	Audit Committee	02/08/2022	4	4	100
3	Audit Committee	01/11/2022	4	3	75
4	Audit Committee	20/12/2022	4	3	75
5	Audit Committee	10/02/2023	4	3	75
6	CSR Committee	23/05/2022	3	2	66.67
7	Nomination and Remuneration Committee	23/05/2022	3	2	66.67
8	Nomination and Remuneration Committee	10/02/2023	3	2	66.67
9	Risk Management Committee	13/07/2022	4	2	50
10	Risk Management Committee	22/12/2022	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	02/08/2023
								(Y/N/NA)
1	RAM GOPAL	4	2	50	12	11	91.67	Yes
2	MAHENDRA K	4	4	100	16	15	93.75	Yes
3	RAHUL DHAN	4	3	75	14	12	85.71	Yes
4	HARSH DHAN	4	3	75	14	13	92.86	No
5	MRIDUL DHA	4	3	75	0	0	0	Yes
6	ASHISH SARA	4	3	75	0	0	0	Yes
7	Priya Brat	4	4	100	8	8	100	Yes
8	Sachin Kumar	4	3	75	8	4	50	Yes
9	Sanjay Saxena	4	3	75	6	5	83.33	Yes
10	Vinod Kumar	4	4	100	6	5	83.33	Yes
11	Bajrang Lal Ba	4	2	50	2	1	50	No

12	Namrata Gupta	4	4	100	2	2	100	Yes
13	Siraj Azmat Chaudhary	4	3	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

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ram Gopal Agarwal	Chairman	18,600,000	37,600,000		800,000	57,000,000
2	Mahendra Kumar Dhanuka	Managing Director	12,600,000	37,600,000		800,000	51,000,000
3	Arun Kumar Dhanuka	Whole Time Director	8,000,000	30,900,000		600,000	39,500,000
4	Rahul Dhanuka	Joint Managing Director	11,200,000	37,600,000		800,000	49,600,000
5	Harsh Dhanuka	Whole Time Director	7,700,000	15,100,000		700,000	23,500,000
6	Ashish Saraf	Whole Time Director	2,700,000	0		100,000	2,800,000
	Total		60,800,000	158,800,000	0	3,800,000	223,400,000

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	Vinod Kumar Bansal	Chief Financial Officer	13,710,876			6,957,907	20,668,783
2	Jitin Sadana	Company Secretary	2,090,587			830,634	2,921,221
	Total		15,801,463	0	0	7,788,541	23,590,004

Number of other directors whose remuneration details to be entered

0

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 provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

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XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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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

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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

Ashok

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

20599

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

List of Shareholder as on 31032023.pdf
Meetings details.pdf
MGT-8 Dhanuka.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

