

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

L85200TG1993PLC046359

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCV1903A

(ii) (a) Name of the company

VISHNU CHEMICALS LIMITED

(b) Registered office address

H.No. 8-2-293/82/F/23-C, Plot No. 23, Road No. 8
Film Nagar, Jubilee Hills
Hyderabad
Hyderabad
Telangana
500002

(c) *e-mail ID of the company

CS@VISHNUCHEMICALS.COM

(d) *Telephone number with STD code

04023396817

(e) Website

https://vishnuchemicals.com

(iii) Date of Incorporation

15/01/1993

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	1
2	NSE	1,024

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD
SAKINAKA

(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

(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

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	99

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	Vishnu Barium Private Limited	U24120TG2001PTC036807	Subsidiary	100
2	Vishnu South Africa (Pty) Limit		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	75,000,000	59,730,100	59,730,100	59,730,100
Total amount of equity shares (in Rupees)	150,000,000	119,460,200	119,460,200	119,460,200

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	75,000,000	59,730,100	59,730,100	59,730,100
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	150,000,000	119,460,200	119,460,200	119,460,200

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	80,000,000	76,637,500	76,637,500	76,637,500
Total amount of preference shares (in rupees)	800,000,000	766,375,000	766,375,000	766,375,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Cumulative Redeemable Preference Shares				
Number of preference shares	80,000,000	76,637,500	76,637,500	76,637,500
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	800,000,000	766,375,000	766,375,000	766,375,000

(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
	Physical	DEMAT	Total			
Equity shares						

At the beginning of the year	327,550	59,402,550	59730100	119,460,200	119,460,200	
				+	+	
Increase during the year	0	0	0	0	0	0
i. Public 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						
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						
At the end of the year	327,550	59,402,550	59730100	119,460,200	119,460,200	
Preference shares						
At the beginning of the year	76,637,500	0	76637500	766,375,000	766,375,000	
				+	+	
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	76,637,500	0	76637500	766,375,000	766,375,000	

ISIN of the equity shares of the company

(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	11,946,020		
	Face value per share	10		
After split / Consolidation	Number of shares	59,730,100		
	Face value per share	2		

(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	<input type="text" value="15/07/2022"/>
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.)	<input type="text"/>
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.)	<input type="text"/>
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) *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

Particulars	Number of units	Nominal value per unit	Total value
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

12,218,560,894

(ii) Net worth of the Company

3,323,003,390

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	44,797,530	75	76,637,500	100
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0

	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	Total	44,797,530	75	76,637,500	100

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	11,576,245	19.38	0	0
	(ii) Non-resident Indian (NRI)	591,471	0.99	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0

6.	Foreign institutional investors	478,417	0.8	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	1,662,490	2.78	0	0
10.	Others Clearing Member and IEPF	623,947	1.04	0	0
	Total	14,932,570	24.99	0	0

Total number of shareholders (other than promoters)

22,778

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

22,781

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
NATIONAL RAILROAD	2001 K STREET NW SUITE 1100 WA		US	17,940	0.03
1199 SEIU HEALTH CA	498 Seventh Avenue, New York, N		US	5,925	0.01
FIDELITY GLOBAL EME	GEORGE'S QUAY HOUSE 43 TOWN		IE	6,545	0.01
MONETARY AUTHORIT	10 SHENTON WAY MAS BUILDING		SG	5,405	0.01
MCKINLEY CAPITAL M	3403 LEVEL 34 AL MAQAM TOWER		AE	51,451	0.09
AMERICAN CENTURY I	4500 MAIN STREET, KANSAS CITY M		US	3,715	0.01
CITY OF NEW YORK GF	ONE CENTRE STREET NEW YORK, N		US	56,502	0.09
ACADIAN EMERGING I	260 FRANKLIN STREET BOSTON MA		US	13,710	0.02
RUSSELL INVESTMENT	78 SIR JOHN ROGERSON'S QUAY, D		IE	34,630	0.06
ACADIAN EMERGING I	78 SIR JOHN ROGERSONS QUAY, D		IE	10,125	0.02
ACADIAN EMERGING I	1 YORK STREET, TORONTO ONTAR		CA	646	0
AMERICAN CENTURY I	4500 MAIN STREET KANSAS CITY M		US	17,730	0.03
AMERICAN CENTURY I	4500 MAIN STREET KANSAS CITY M		US	3,320	0.01
AMERICAN CENTURY I	4500 MAIN STREET KANSAS CITY, M		US	520	0
BOMBARDIER TRUST (1010 RUE SAINTE CATHERINE OUE		CA	10,360	0.02

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
RIMO CAPITAL FUND I	16192 COASTAL HIGHWAY, LEWES		US	173,465	0.29
QUADRATURE CAPITA	802 West Bay Road P.O. Box 10250		KY	16,388	0.03
PERDU PETROCHEMIC	IRIDIUM BALD , OFFICE NO 125 AL		AE	50,000	0.08
COPTHALL MAURITIUS	IQ EQ CORPORATE SERVICES (MAL		MU	40	

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)	9,237	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 directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	1	2	1	61.49	13.51
B. Non-Promoter	0	3	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	0	4	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	2	4	2	5	61.49	13.51

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)
Ch. Krishna Murthy	00030274	Managing Director	31,098,950	
Ch. Siddartha	01250728	Managing Director	5,628,340	
Ch. Manjula	01546339	Director	8,070,240	
Tirthankar Mitra	02675454	Director	0	
Chetan Navinchandra S	08038633	Director	0	
V. Vimlanand	02693721	Director	0	
Sita Vanka	07016012	Director	0	
Mahesh Bhattar	AEFPB3036A	CFO	0	
Vibha Shinde	BVWPS0449F	Company Secretar	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)
Sita Vanka	07016012	Additional director	16/05/2022	Appointment
V. Vimlanand	02693721	Additional director	15/07/2022	Regularization
Sita Vanka	07016012	Additional director	15/07/2022	Regularization
Kishore Khatri	CJWPK5509F	Company Secretar	15/06/2022	Cessation
P. Anjaneyulu	AECPP5989D	CFO	21/01/2023	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 meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	15/07/2022	10,914	67	75.09

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/05/2022	7	7	100
2	06/08/2022	7	6	85.71
3	31/10/2022	7	7	100
4	10/02/2023	7	6	85.71
5	27/02/2023	7	6	85.71

C. COMMITTEE MEETINGS

Number of meetings held

21

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	16/05/2022	4	4	100
2	Audit Committee	06/08/2022	4	4	100
3	Audit Committee	31/10/2022	4	4	100
4	Audit Committee	10/02/2023	4	4	100
5	Nomination and Remuneration	16/05/2022	4	4	100
6	Nomination and Remuneration	06/08/2022	4	3	75
7	Nomination and Remuneration	10/02/2023	4	4	100
8	Corporate Social Responsibility	16/05/2022	3	3	100
9	Corporate Social Responsibility	10/02/2023	3	3	100
10	Stakeholders' Engagement	16/05/2022	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	
1	Ch. Krishna M	5	5	100	14	14	100	
2	Ch. Siddartha	5	5	100	16	16	100	
3	Ch. Manjula	5	5	100	17	15	88.24	
4	Tirthankar Miti	5	5	100	17	13	76.47	
5	Chetan Navinc	5	4	80	10	9	90	
6	V. Vimlanand	5	5	100	7	7	100	
7	Sita Vanka	5	3	60	0	0	0	

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	Ch. Krishna Murthy	Managing Director	17,600,000				17,600,000
2	Ch. Siddartha	Joint Managing Director	6,800,000				6,800,000
	Total		24,400,000	0	0	0	24,400,000

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	Mahesh Bhatler	CFO	419,633				419,633
2	Vibha Shinde	Company Secretary	1,020,968				1,020,968
	Total		1,440,601				1,440,601

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

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

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

L. Dhanamjay Reddy Proprietor of L.D.Reddy & Co

Whether associate or fellow

Associate Fellow

Certificate of practice number

3752

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

List of attachments

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

Note to Point IX (C) of Form MGT-7 for FY 2022-23:

Sl.No.	Type of Meeting	Date of meeting	Total No. of members as on the date of the meeting	No. of members attended	% of Attendance
11	Stakeholders' Relationship Committee	09/06/2022	4	3	75%
12	Stakeholders' Relationship Committee	20/06/2022	4	3	75%
13	Stakeholders' Relationship Committee	06/08/2022	4	4	100%
14	Stakeholders' Relationship Committee	31/10/2022	4	4	100%
15	Stakeholders' Relationship Committee	04/01/2023	4	3	75%
16	Stakeholders' Relationship Committee	30/01/2023	4	4	100%
17	Stakeholders' Relationship Committee	27/02/2023	4	3	75%
18	Risk Management Committee	06/08/2022	7	6	85.71%
19	Risk Management Committee	30/01/2023	6	4	66.67%
20	Finance Committee	10/02/2023	3	3	100%
21	Fund Raising Committee	10/02/2023	3	2	66.67%