

# 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)

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

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

(c) \*e-mail ID of the company

(d) \*Telephone number with STD code

(e) Website

(iii) Date of Incorporation

(iv)

Type of the Company	Category of the Company	Sub-category of the Company
Private 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

(vii) \*Financial year From date  (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 (SRN) of the application form filed for extension

(e) Extended due date of AGM after grant of extension

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	G	Trade	G1	Wholesale Trading	87.35
2	Q	Hospital and Medical Care	Q6	Other Hospital and Medical Care Activities	12.65

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

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

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

## 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	5,000,000	3,000,000	3,000,000	3,000,000
Total amount of equity shares (in Rupees)	50,000,000	30,000,000	30,000,000	30,000,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Ordinary Equity Shares				
Number of equity shares	5,000,000	3,000,000	3,000,000	3,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	50,000,000	30,000,000	30,000,000	30,000,000

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	1,500,000	1,392,378	1,392,378	1,392,378
Total amount of preference shares (in rupees)	150,000,000	139,237,800	139,237,800	139,237,800

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Cumulative Compulsorily Convertible Preference Shares				
Number of preference shares	1,500,000	1,392,378	1,392,378	1,392,378
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	150,000,000	139,237,800	139,237,800	139,237,800

**(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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	3,000,000	0	3000000	30,000,000	30,000,000	
<b>Increase during the year</b>	0	0	0	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	0	
NA						
<b>Decrease during the year</b>	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				0	0	
NA						
<b>At the end of the year</b>	3,000,000	0	3000000	30,000,000	30,000,000	

<b>Preference shares</b>						
<b>At the beginning of the year</b>	777,865	0	777865	77,786,500	77,786,500	
<b>Increase during the year</b>	614,513	0	614513	61,451,300	61,451,300	215,048,824
i. Issues of shares	614,513	0	614513	61,451,300	61,451,300	215,048,824
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
NA						
<b>Decrease during the year</b>	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				0	0	
NA						
<b>At the end of the year</b>	1,392,378	0	1392378	139,237,800	139,237,800	

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		30/12/2020	
Date of registration of transfer (Date Month Year)		01/09/2020	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	9,778	Amount per Share/ Debenture/Unit (in Rs.)	405
Ledger Folio of Transferor	05		
Transferor's Name			Somerset Indus Healthcare Fur
	Surname	middle name	first name
Ledger Folio of Transferee	07		

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text" value="Evolve India Fund II Ltd"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="01/09/2020"/>
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Type of transfer	<input type="text" value="Preference Sha"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="77,004"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="450"/>
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Ledger Folio of Transferor	<input type="text" value="05"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text" value="Somerset Indus Healthcare Fur"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="07"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text" value="Evolve India Fund II Ltd"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="01/09/2020"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="28,357"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="405"/>
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Ledger Folio of Transferor	<input type="text" value="05"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text" value="Somerset Indus Healthcare Fur"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="08"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text" value="Grandvista Limited"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)

Type of transfer	<input type="text" value="Preference Sha"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="223,311"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="450"/>
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Ledger Folio of Transferor

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text" value="Somerset Indus Healthcare Fur"/>
	Surname	middle name	first name

Ledger Folio of Transferee

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text" value="Grandvista Limited"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee

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
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			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
<b>Total</b>	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

**(i) Turnover**

1,998,700,000

**(ii) Net worth of the Company**

65,600,000

**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	2,121,224	70.71	0	0
	(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
	<b>Total</b>	2,121,224	70.71	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	0	0	0	0
	(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)	878,776	29.29	1,392,378	100
10.	Others	0	0	0	0
	<b>Total</b>	878,776	29.29	1,392,378	100

**Total number of shareholders (other than promoters)**

5

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

8

**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)	3	5
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
<b>A. Promoter</b>	0	2	1	1	8.48	31.3

<b>B. Non-Promoter</b>	0	1	0	2	0	0
(i) Non-Independent	0	1	0	2	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	0	1	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	1	0	0	0	0
Total	0	4	1	3	8.48	31.3

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

4

**(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)
GANESHPRASAD SEN	01501368	Director	1,375,930	
AVINASH A KENKARE	03303607	Director	0	
BALAJI RAGHUPATHY	08837969	Director	372,647	
SUBRAHMANYA VAJIF	09027292	Director	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)
KIRAN THADIMARRI	07042703	Director	05/09/2020	Resignation
BALAJI RAGHUPATHY	08837969	Additional director	01/09/2020	Appointment
ROHIT ANAND	06713973	Nominee director	30/10/2020	Resignation
VAJIPEYAYAJULA SUE	09027292	Additional director	15/01/2021	Appointment
BALAJI RAGHUPATHY	08837969	Director	30/12/2020	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

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra Ordinary General Mee	25/06/2020	6	6	100
Extra Ordinary General Mee	12/08/2020	6	6	100
Extra Ordinary General Mee	30/10/2020	8	6	86.54
Annual General Meeting	30/12/2020	8	6	86.54

### B. BOARD MEETINGS

\*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/06/2020	4	4	100
2	11/08/2020	4	4	100
3	01/09/2020	4	4	100
4	06/10/2020	4	4	100
5	29/10/2020	4	4	100
6	30/11/2020	3	3	100
7	29/12/2020	3	3	100
8	17/03/2021	4	4	100

### C. COMMITTEE MEETINGS

Number of meetings held

1

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	Compensation	12/08/2020	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	25/05/2022
								(Y/N/NA)
1	GANESHPRA	8	8	100	1	1	100	Yes
2	AVINASH A K	8	8	100	1	1	100	Yes
3	BALAJI RAGH	5	5	100	0	0	0	Yes
4	SUBRAHMAN	1	1	100	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

0

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

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	KIRAN THADIMARI	CFO	9,000,000	0	0	0	9,000,000
	Total		9,000,000	0	0	0	9,000,000

Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	GANESHPRASAD	Director	20,800,000	0	0	0	20,800,000
2	RR BALAJI	Director	9,000,000	0	0	0	9,000,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		29,800,000	0	0	0	29,800,000

**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

**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

Rafeeulla Shariff

Whether associate or fellow

Associate  Fellow

Certificate of practice number

11103

**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.
- (c) 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 any invitation to the public to subscribe for any securities of the company.
- (d) 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 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  Digitally signed by GANESHPRASAD SENGAMALAM Date: 2022.06.29 21:45:09 +05'30'

DIN of the director

**To be digitally signed by**  Digitally signed by POOJA GARG Date: 2022.06.29 21:54:08 +05'30'

- 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**

Approval letter for extention of AGM.pdf  
Genworks\_MGT-8.pdf  
Genworks\_List of Shareholders\_31032021

**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**







सत्यमेव जयते

**GOVERNMENT OF INDIA**  
**MINISTRY OF CORPORATE AFFAIRS**

Office of the Registrar of Companies  
E' Wing, 2nd Floor Kendriya Sadana, Bangalore, Karnataka, India, 560034

DATED : 2021-11-26

IN THE MATTER OF M/S GENWORKS HEALTH PRIVATE LIMITED CIN U24230KA2015PTC078753

AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31-03-2021 and the Annual general meeting of the company is due to be held on 30-11-2021 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN T59681551 on 22-11-2021 requesting for an extension of time for the purpose of holding AGM on the following grounds

CONSIDERING THE REASONS, FURTHER EXTENSION OF 15 DAYS GRANTED

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 00 months 15 days is considered.

ORDER

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 00 months 15 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.

DS  
GOVERNMENT  
OF INDIA 1

Digitally signed by DS GOVERNMENT OF INDIA 1  
DN: cn=DS GOVERNMENT OF INDIA 1, o=GOVERNMENT OF INDIA,  
ou=GOVERNMENT OF INDIA, email=ds@nic.gov.in,  
c=IN, serial=11, date=2021.11.26 16:47:02.30

Yours faithfully,  
C V SAJEEVAN

Registrar of Companies  
RoC - Bangalore

Mailing Address as per record available in Registrar of Companies office:

GENWORKS HEALTH PRIVATE LIMITED  
5th floor, Gamma Block, Sigma Soft Tech Park,, Varthur road,  
Ramagondanahalli , Varthur Hobli, bangalore, Bangalore, Karnataka, India,  
560066



**Note:** This letter is to be generated only when the application is approved by RoC office

**LIST OF SHAREHOLDERS OF GENWORKS HEALTH PRIVATE LIMITED AS ON  
31.03.2021**

**I. Equity Share Capital:**

Sl. No.	Name of the Shareholder	Address of the Shareholder	Class of Share	No. of Shares held	Nominal Value per Share (INR)	Total Paid up Share Capital (INR)	Percentage % (approx.)
1.	Wipro GE Healthcare Private Limited	No. 4 Kadugodi Industrial Area, Bangalore - 560067, Karnataka, India	Equity	7,80,000	10	78,00,000	26.00
2.	S Ganeshprasad	2021 TVH Lumbini APTS, 127/A, Briklín Road, Vepery, Chennai - 600007, Tamil Nadu, India	Equity	13,75,930	10	1,37,59,300	45.86
3.	Kiran Thadimarri	NO.30, LGCL Ashlar, Kasavanahalli Main Road, Chodasandra, Bangalore - 560099, Karnataka, India	Equity	3,72,647	10	37,26,470	12.42
4.	Balaji Raghupathy Ramachandran	442, DSR Woodwinds, Sarjapur road, Bangalore - 560035, Karnataka, India	Equity	3,72,647	10	37,26,470	12.42
5.	Somerset Indus Healthcare India Fund	No 71, G-10-11, Embassy Centre, Crescent Road, Bangalore - 560001,	Equity	6,556	10	65,560	0.22

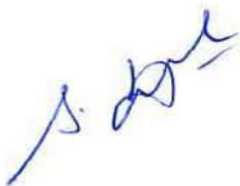
		Karnataka, India					
6.	Somerset Indus Healthcare India Fund II	c/o Rogers Capital Fund Services Limited, 3rd Floor, Rogers House, No. 5 President John Kennedy Street, Port Louis, Mauritius	Equity	54085	10	5,40,850	1.80
7.	Grandvista Limited	c/o Rogers Capital Fund Services Ltd, 3 <sup>rd</sup> Floor, Rogers House, No.5 President John Kennedy Street, Port Louis, Mauritius	Equity	28357	10	2,83,570	0.95
8.	Evolve India Fund II Ltd	IFS Court, Bank Street, Twenty- Eight Cybercity, Ebene 72201, Republic of Mauritius.	Equity	9778	10	97,780	0.33
<b>Total</b>				<b>30,00,000</b>		<b>3,00,00,000</b>	<b>100</b>

## II. Preference Share Capital

Sl. No.	Name of the Shareholder	Address of the Shareholder	Class of Share	No. of Shares held	Nominal Value per Share (INR)	Total Paid up Share Capital (INR)	Percentage % (approx.)
1.	Somerset Indus Healthcare India Fund	No 71, G-10-11, Embassy Centre, Crescent Road, Bangalore - 560001, Karnataka, India	Preference Shares	55,956	100	55,95,600	4.02

2.	Somerset Indus Healthcare Fund II	c/o Rogers Capital Fund Services Limited, 3rd Floor, Rogers House, No. 5 President John Kennedy Street, Port Louis, Mauritius	Preference Shares	7,83,470	100	7,83,47,000	56.27
3.	Grandvista Limited	C/O: Rogers Capital Fund Services Limited 3 <sup>rd</sup> Floor , Rogers House No.5, President John Kennedy Street, Port Louis, Mauritius.	Preference shares	4,10,478	100	4,10,47,800	29.48
4.	Evolvence India Fund II Limited	IFS Court Bank Street, Twenty-Eight, Cyber city, Ebene 72201, Republic of Mauritius.	Preference shares	1,42,474	100	1,42,47,400	10.23
<b>Total</b>				<b>13,92,378</b>		<b>13,92,37,800</b>	<b>100</b>

**For and on behalf of the Board,  
Genworks Health Private Limited,**



**Ganeshprasad Sengamalam**  
Director  
DIN:01501368



**Balaji Raghupathy Ramachandran**  
Director  
DIN: 08837969

**Date: 25.05.2022**  
**Place: Bangalore**



**Rafeulla Shariff** BBM, MBA, FCS  
Practising Company Secretary

No. 41, Patalamma Temple Street,  
Basavanagudi, Near South End Circle,  
Bangalore - 560 004, Karnataka, India  
Mobile : +91 7259700201  
E-Mail : csshariff2011@gmail.com

**Form No. MGT-8**

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies  
(Management and Administration) Rules, 2014]

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

I, **Rafeulla Shariff**, Practising Company Secretary have examined the registers, records, books and papers of **Genworks Health Private Limited** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31<sup>st</sup> March 2021. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers, and agents, I certify that:

A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:

1. Its status under the Act;
2. Maintenance of registers/records & making entries therein within the time prescribed therefor;
3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies/Ministry of Corporate Affairs within/beyond the prescribed time. However, no forms were filed with the Regional Director, Central Government, the Tribunal, Court, or other authorities during the year.

*Following are the Forms filed with the Ministry of Corporate Affairs by the Company during the Financial Year 2020-21:*

S. No.	E-Form	Purpose of the Form	SRN	Date of Filing	Filed with Normal /Additional/Ad valorem fees
1.	CHG-1	Creation of Charge in favour of HDFC Bank Limited for credit facilities	R37442563	23.04.2020	Additional Fees



2.	MSME-1	Form for furnishing half yearly return with the registrar in respect of outstanding payments to Micro or Small Enterprises - Initial Return. (October to March)	R37999703	30.04.2020	NIL
3.	MGT-14	Issue of CCCPS through Private Placement	R47202627	24.07.2020	Normal fees
4.	DPT-3	Return of deposits - Annual Return for FY 2020	R48663983	06.08.2020	Normal fees
5.	PAS-3	Return on Allotment - 610188 Series 2 CCPS	R53965398	07.09.2020	Normal fees
6.	DIR-12	Appointment of RR Balaji as additional director and Resignation of Kiran as a director	R55110001	11.09.2020	Normal fees
7.	CHG-1	Creation of Charge in favour of HDFC Bank Limited for credit facilities	R79447348	30.12.2020	Normal Fees
8.	CHG-1	Modification of Charge in favour of HDFC Bank Limited	R79447504	30.12.2020	Normal fees
9.	CHG-1	Creation of Charge in favour of HDFC Bank Limited for credit facilities	R80385784	30.12.2020	Normal Fees
10.	MSME-1	Form for furnishing half yearly return with the registrar in respect of outstanding payments to Micro or Small	R82017468	01.01.2021	NIL



		Enterprises – Initial Return. (April to September)			
11.	DIR-12	Resignation of Rohit Anand	R82016064	01.01.2021	Additional fees
12.	DIR-12	Appointment of Vajipeyayajula Subrahmanya Raghavendra as Additional Director	R87755989	23.01.2021	Normal fees
13.	DIR-12	Regularization of Balaji as Director from Additional Director of the Company	R89799704	27.01.2021	Normal fees
14.	AOC-4 XBRL	Filing of Financial Statements in XBRL with ROC	R91855106	29.01.2021	Additional fees
15.	GNL-2	Submission of documents with registrar (Summary of AGM held through Video Conference)	T06219760	27.02.2021	Normal fees
16.	MGT-14	Issue of 4325 Series 2 CCCPS through Private Placement.	T07208473	03.03.2021	Additional fees
17.	PAS-3	Return on Allotment – 4325 Series 2 CCPS	T09438417	19.03.2021	Normal fees

*\*Company has filed few forms with Normal Fees pursuant to the Company Fresh Start Scheme 2020 (CFSS-2020) and circulars issued by Ministry of Corporate Affairs.*

4. Calling/convening/holding meetings of Board of Directors or its committees and the meetings of members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given, and the proceedings including circular resolution have been recorded in the Minute Book and the registers maintained for the purpose and the same have been signed;



*Following are the details of the Circular Resolutions passed by the Company during the Financial Year 2020-21:*

- Circular resolution for Approval for splitting of Share Certificate number 9 & 17 of Somerset Indus HC Fund II dated 28.07.2020 were passed by the Company and the same was duly noted in a Meeting of Board of Directors of the company held on 11.08.2020.
- Circular resolution to take approval for appointment of Mr. Vajipeyayajula Subrahmanyam Raghavendra Rao as an additional director of the company and to take approval for correction in the share certificate no. 27 issued in the name of Evolence India fund II limited; dated 15.01.2021 were passed by the company and the same was noted in a meeting of Board of Directors of the company held on 17.03.2021.
- Circular resolution for Allotment of 4325 series 2 CCPS to Somerset Indus Health Care India Fund dated 25.01.2021 were passed by the company and the same was noted in a meeting of Board of Directors of the company held on 17.03.2021.

*Following are the details of the Board meeting and general meeting held by the Company during the Financial Year 2020-2021:*

**Meetings held during the financial year 2020-2021:**

SL NO.	QUARTER	BOARD MEETINGS
01.	I (April 2020 - June 2020)	24.06.2020
02.	II (July 2020- September 2020)	11.08.2020
03.	II (July 2020-September 2020)	01.09.2020
04.	III (October 2020-December 2020)	06.10.2020
05.	III (October 2020-December 2020)	29.10.2020
06.	III (October 2020-December 2020)	30.11.2020
07.	III (October 2020-December 2020)	29.12.2020
08.	IV (January,2021 - March, 2021)	17.03.2021

**General Meeting held during the financial year 2020-21:**

Sl. No.	Type of Meeting	Date of Meeting
1.	Extra Ordinary General Meeting	25.06.2020
2.	Extra Ordinary General Meeting	12.08.2020
3.	Extra Ordinary General Meeting	30.10.2020
4.	Annual General Meeting	30.12.2020.





**Compensation Committee meeting held during the financial year 2020-21:**

Sl. No.	Particulars
1.	Compensation Committee meeting was held on 12.08.2020.

5. The Company was not required to close its Register of Members;
6. During the period under review, the Company has not given advances/loans to its Directors referred in Section 185 of the Act;
7. All related party transactions that were entered during the financial year ended on 31st March 2021, were on an arm's length basis and were in the ordinary course of business. Therefore, the provisions of Section 188 of the Companies Act, 2013 were not attracted;

Further, there are no materially significant related party transactions during the year under review made by the Company with Promoters, Directors, or other designated persons which may have a potential conflict with the interest of the Company at large. The disclosure of transactions with related party for the year, as per Indian Accounting Standard -24 is given in Note no 2.28 to the Balance Sheet as on 31<sup>st</sup> March 2021;

8. During the period under review, there were issue of 6,14,513 Cumulative Compulsorily Convertible Preference Shares ("CCCPS") at an issue price of Rs. 449.50/- per CCCPS having Face Value of Rs. 100/- per CCCPS;
9. There were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares, and bonus shares pending registration of transfer of shares;
10. The Company has not declared any dividend during the year. Further, the Company was not required to transfer any unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. The Company has complied with regard to signing of audited financial statement (standalone) for the financial year 2019-20 as per the provisions of Section 134 of the Companies Act, 2013 and report of directors is as per sub - sections (3), (4) and (5);
12. During the year, changes took place with regard to change in designation of Director.



Following are the details of the appointment, cessation of the directors during the year and the company has made proper disclosure with respect to managerial remuneration in the financials.

Sl. No.	Name of the Director	Appointment / Cessation	Date of Appointment/Cessation	Designation
1.	Balaji Raghupathy Ramachandran	Appointment	01.09.2020	Additional Director
2.	Kiran Thadimarri	Cessation	05.09.2020	Director
3.	Rohit Anand	Cessation	30.10.2020	Nominee Director
4.	Balaji Raghupathy Ramachandran	Change in Designation	29.12.2020	Director
5.	Subrahmanya Vajipeyayajula	Appointment	15.01.2021	Additional Director

The Directors of the Company have disclosed their interest from time to time in form DIR-8 and MBP-1 respectively.

13. BSR & Associates LLP, Chartered Accountants, having Firm Registration Number 116231W/ W-100024, appointed as Statutory Auditor of the Company as per the provisions of Section 139 of the Companies Act, 2013 for a term of 5 (Five) years i.e., the appointment is valid till the conclusion of Annual General Meeting for the financial year 2020-21;

The members have re-appointed BSR & Associates LLP, Chartered Accountants, having Firm Registration Number 116231W/ W-100024 for another term of 5 years in the Annual General Meeting held for the financial year 2020-21;

14. During the year, the Company was not required to obtain any approval from the Central Government, Tribunal, Regional Director, Registrar, Court, or such other authorities under the various provisions of the Act;

15. The Company has not accepted, renewed, and repaid any deposits during the year;

16. During the year Company has created and modified following charge's in favour of HDFC Bank limited:

Particulars of Charge	Amount of Charge	Charge ID
Creation of Charge in favour of HDFC Bank Limited for credit facilities	7,77,00,000	100333956



Creation of Charge in favour of HDFC Bank Limited for credit facilities	12,60,00,000	100398091
Modification of Charge in favour of HDFC Bank Limited	38,77,00,000	100242147
Creation of Charge in favour of HDFC Bank Limited for credit facilities	3,77,70,000	100398668

17. During the year, the Company has purchased 338 shares of Spot Healthcare Solutions Private Limited for Rs. 15 Lakhs during the year. Please refer Note 2.2C of Financial Statement for details. The above investment is within the limit as prescribed under section 186 of the Companies Act of 2013;

18. During the year, the Company has not altered the provisions of Articles of Association and Memorandum of Association of the Company;

**Matter of Emphasis**

*Pursuant to the provisions of section 96 and section 137(2) of Companies Act, 2013 the company to hold the Annual General Meeting and file the financial statements with the registrar of companies within the prescribed time frame. The company has not conducted the Annual General Meeting and also not filed the financial statements including auditors report and directors report for the financial year ended 31<sup>st</sup> March, 2021 within the time. However, the company has conducted its Annual General Meeting for the said financial year on 25<sup>th</sup> May, 2022 and filed the financial statement along with Independent auditors report and directors report on 23<sup>rd</sup> June, 2022 in form AOC-4 XBRL.*

  
  
**Rafeetulla Shariff**  
**Practicing Company Secretary**  
**C.P. No: 11103**  
**Fellow Membership No. 9367**  
**UDIN: F009367D000542768**

**Date: 29.06.2022**

**Place: Bangalore**