

Form No. MGT-7

Form language

 English Hindi**Annual Return (other than OPCs and Small Companies)**

[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]

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L21004GJ2023PLC146545

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

 Original Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	ACCRETION PHARMACEUTICALS LIMITED	ACCRETION PHARMACEUTICALS LIMITED
Registered office address	29 Xcelon Ind Park 1, B/h, Intas Pharmaceuticals, Sanand, Ahmedabad, Gujarat, India, 382213	29 Xcelon Ind Park 1, B/h, Intas Pharmaceuticals, Sanand, Ahmedabad, Gujarat, India, 382213
Latitude details	22.88	22.88
Longitude details	72.41	72.41

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Photo_Registered_Office.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****0K

(c) *e-mail ID of the company

*****accretionpharma.com

(d) *Telephone number with STD code

97*****29

(e) Website

www.accretionpharma.com

iv *Date of Incorporation (DD/MM/YYYY)

v (a) *Class of Company (as on the financial year end date)
(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date)
(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date)
(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

vi *Whether company is having share capital (as on the financial year end date) Yes No

vii (a) Whether shares listed on recognized Stock Exchange(s) Yes No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code

viii Number of Registrar and Transfer Agent

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221

ix * (a) Whether Annual General Meeting (AGM) held Yes No

(b) If yes, date of AGM (DD/MM/YYYY)

(c) Due date of AGM (DD/MM/YYYY)

(d) Whether any extension for AGM granted Yes No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

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II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *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	21	Manufacture of pharmaceuticals, medicinal chemical and botanical products	100

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

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

0

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held

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	13000000	8170000	8170000	8170000
Total amount of equity shares (in rupees)	130000000.00	81700000.00	81700000.00	81700000.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	13000000	8170000	8170000	8170000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	130000000.00	81700000.00	81700000.00	81700000.00

(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)	0.00	0.00	0.00	0.00

Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
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Total amount of unclassified shares

0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	0	4000000	4000000	40000000	40000000	
Increase during the year	0	4170000	4170000	41700000	41700000	27000000
i Public Issues	0	0	0	0	0	0
ii Rights issue	0	300000	300000	3000000	3000000	27000000
iii Bonus issue	0	3870000	3870000	38700000	38700000	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 <input type="text"/>			0			
Decrease during the year	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 <input type="text"/>			0			
At the end of the year	0	8170000	8170000	81700000	81700000	0
(ii) Preference shares						
At the beginning of the year	0	0	0	0	0	0

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
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 <input type="text"/>			0			
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 <input type="text"/>			0			
At the end of the year	0	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)

Class of shares		<input type="text"/>
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

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	
Total	0.00	0.00	0.00	0.00

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	0.00		0.00		0.00

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

i *Turnover

573762086.1

ii * Net worth of the Company

152864509.16

VI SHARE HOLDING PATTERN**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	8170000	100	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 <input type="text"/>	0	0	0	0
	Total	8170000.00	100.00	0.00	0.00

Total number of shareholders (promoters)

B 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)	0	0	0	0

10	Others <input type="text"/>	0	0	0	0
	Total	0.00	0.00	0.00	0.00

Total number of shareholders (other than promoters)

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

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	4
2	Individual - Male	4
3	Individual - Transgender	0
4	Other than individuals	0
	Total	8

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

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	8	8
Members (other than promoters)	0	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	4	0	4	0	96.28	0
B Non-Promoter	0.00	0.00	0.00	3.00	0.00	0.00
i Non-Independent	0	0	0	0	0	0
ii Independent	0	0	0	3	0	0
C Nominee Directors representing	0.00	0.00	0.00	0.00	0.00	0.00
i. Banks and 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	4.00	0.00	4.00	3.00	96.28	0.00

*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 shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
HARDIK MUKUNDBHAI PRAJAPATI	09108403	Director	1966500	
HARSHAD NANUBHAI RATHOD	09108392	Director	1966500	
MAYUR POPATLAL SOJITRA	09108404	Director	1966500	
VIVEK ASHOK KUMAR PATEL	09130357	Managing Director	1966500	
SHYAM BHADRESH KAPADIA	10672090	Director	0	19/04/2025

GRISHMA A SHEWALE	10685826	Director	0	
VIJAY BHARATBHAI ANADKAT	09578670	Director	0	26/05/2025
BHAVIKA DHAVAL MAKADIA	CAZPR8228J	Company Secretary	0	01/09/2025
HARSHAD NANUBHAI RATHOD	09108392	CFO	1966500	

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

9

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
SHYAM BHADRESH KAPADIA	10672090	Additional Director	09/07/2024	Appointment
GRISHMA A SHEWALE	10685826	Additional Director	09/07/2024	Appointment
VIJAY BHARATBHAI ANADKAT	09578670	Additional Director	09/07/2024	Appointment
HARSHAD NANUBHAI RATHOD	09108392	CFO	09/07/2024	Appointment
VIVEK ASHOK KUMAR PATEL	09130357	Managing Director	09/07/2024	Change in designation
BHAVIKA DHAVAL MAKADIA	CAZPR8228J	Company Secretary	09/07/2024	Appointment
SHYAM BHADRESH KAPADIA	10672090	Director	13/07/2024	Change in designation
GRISHMA A SHEWALE	10685826	Director	13/07/2024	Change in designation
VIJAY BHARATBHAI ANADKAT	09578670	Director	13/07/2024	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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding

Extra-ordinary General Meeting	29/06/2024	8	8	100
Annual General Meeting	13/07/2024	8	8	100
Extra-ordinary General Meeting	17/07/2024	8	8	100
Extra-ordinary General Meeting	16/08/2024	8	8	100

B BOARD MEETINGS

*Number of meetings held

16

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/04/2024	4	4	100
2	24/05/2024	4	4	100
3	28/06/2024	4	4	100
4	29/06/2024	4	4	100
5	30/06/2024	4	4	100
6	09/07/2024	4	4	100
7	10/07/2024	7	7	100
8	14/07/2024	7	7	100
9	17/07/2024	7	7	100
10	25/07/2024	7	7	100
11	20/08/2024	7	7	100
12	27/08/2024	7	7	100
13	17/09/2024	7	7	100
14	28/11/2024	7	7	100
15	12/12/2024	7	4	57.14
16	11/01/2025	7	7	100

C COMMITTEE MEETINGS

Number of meetings held

7

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee Meeting	25/07/2024	4	4	100.00
2	Audit Committee Meeting	20/08/2024	4	4	100.00
3	Audit Committee Meeting	27/08/2024	4	4	100.00
4	Audit Committee Meeting	28/11/2024	4	4	100.00
5	Audit Committee Meeting	11/01/2025	4	4	100.00
6	Nomination and remuneration Committee Meeting	11/01/2025	4	4	100.00
7	Stakeholders Relationship Committee Meeting	11/01/2025	4	4	100.00

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		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	
								25/09/2025
1	HARDIK MUKUNDBHAI PRAJAPATI	16	16	100.00	0	0	0.00	Yes
2	HARSHAD NANUBHAI RATHOD	16	16	100.00	7	7	100.00	Yes
3	MAYUR POPATLAL SOJITRA	16	16	100.00	0	0	0.00	Yes
4	VIVEK ASHOK KUMAR PATEL	16	16	100.00	0	0	0.00	Yes
5	GRISHMA A SHEWALE	10	9	90.00	7	7	100.00	Yes

6	SHYAM BHADRESH KAPADIA	10	9	90.00	7	7	100.00	Not applicable
7	VIJAY BHARATBHAI ANADKAT	10	9	90.00	7	7	100.00	Not applicable

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	VIVEK ASHOK KUMAR PATEL	Managing Director	1499800	0	0	100000	1599800.00
	Total		1499800.00	0.00	0.00	100000.00	1599800.00

B *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	BHAVIKA DHAVAL MAKADIA	Company Secretary	403200	0	0	0	403200.00
2	HARSHAD NANUBHAI RATHOD	CFO	1499800	0	0	100000	1599800.00
	Total		1903000.00	0.00	0.00	100000.00	2003000.00

C *Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	HARDIK MUKUNDBHAI PRAJAPATI	Director	1499800	0	0	100000	1599800.00
2	MAYUR POPATLAL SOJITRA	Director	1499800	0	0	100000	1599800.00
3	HARSHAD NANUBHAI RATHOD	Director	1499800	0	0	100000	1599800.00
	Total		4499400.00	0.00	0.00	300000.00	4799400.00

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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

8

XIV Attachments

(a) List of share holders, debenture holders

Details_of_Shareholder_or_Debenture_holder.xlsm

(b) Optional Attachment(s), if any

Clarification_Letter.pdf
UDIN_for_MGT_7.pdf
Form_MGT_8_small_Size.pdf

XV 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.

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 applicable 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 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 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.

I/ We have examined the registers, records and books and papers of

ACCRETION
PHARMACEUTICALS
LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we 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, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the 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 the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Nimish Chunibhai Sakhiya

Date (DD/MM/YYYY)

25/12/2025

Place

Rajkot

Whether associate or fellow:

Associate Fellow

Certificate of practice number

2*2*9

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

09108392

*(b) Name of the Designated Person

HARSHAD NANUBHAI RATHOD

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* dated* (DD/MM/YYYY) to sign this form and declare that all the requirements of 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.

***To be digitally signed by**

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*1*0*5*

***To be digitally signed by**

Company Secretary Company secretary in practice

*Whether associate or fellow:

Associate Fellow

Membership number

4*0*7

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

1-23174531046

eForm filing date (DD/MM/YYYY)

25/12/2025

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



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 have examined the registers, records and books and papers of ACCRETION PHARMACEUTICALS LIMITED (CIN: L21004GJ2023PLC146545) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31/03/2025. 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. The Company continues to be a Public Company having share capital and there was no change in its status under the Act and after closure of financial year, Company has been listed on NSE – Emerge platform of stock exchange as on 21st May, 2025.
 2. The Company has maintained the registers/ records & has made entries therein within the time prescribed therefor.
 3. The Company has filed the e-forms and returns as stated in the annual return, with the Registrar of Companies as per Annexure I and the Company was not required to file any e-Forms or Returns with the Regional Director, Central Government, the Tribunal, Court or other authorities;
 4. The Company has complied with the statutory provisions regarding Calling/ convening/ holding meetings of Board of Directors and its Committees and the meetings of the 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 the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 5. The Company has not closed Register of Members / Security holders, as there is no any requirement arise.
 6. The Company has not provided any Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
 7. The Company has not entered into any transactions with related parties which could be considered material in terms of Section 188 of the Companies Act, 2013, except those entered on Arm's Length Basis and Ordinary Course of Business;
 8. The Company has not done any transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ reduction of share capital/ conversion of shares/ securities and there were changes made in capital structure of the Company as under;
 - (a) The Authorised Share Capital of the Company was increased from Rs.4,00,00,000/- to Rs.10,00,00,000/- vide Ordinary Resolution passed at Extra Ordinary General Meeting of the Members of the Company held on 29th June, 2024.
 - (b) The Authorised Share Capital of the Company was increased from Rs.10,00,00,000/- to Rs.13,00,00,000/- vide Ordinary Resolution passed at Extra Ordinary General Meeting of the Members of the Company held on 17th July, 2024.

Address: Office 502, RK Empire, Nr. Mavdi Chowkdi, 150 Ft Ring Road, Rajkot-360004, Gujarat, India

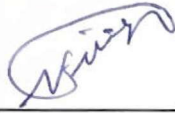


- (c) The Paid-Up Capital of the Company was increased from Rs.4,00,00,000/- to Rs.4,30,00,000/- due to allotment of 3,00,000 equity shares of Rs.10/- each pursuant to Right issue dated 09th July, 2024.
- (d) The Paid-Up Capital of the Company was increased from Rs.4,30,00,000/- to Rs.8,17,00,000/- due to allotment of 38,70,000 equity shares of Rs.10/- each pursuant to Bonus issue dated 14th July, 2024.
9. There were no instance keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
10. The Company has not declared dividend and there is no any requirement for transfer of 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 Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them and complied with; The Change in Board Structure as under:
- (a) The Board of Directors has re-designated Mr. Harshad Nanubhai Rathod as Director as well as Chief Financial Officer of the Company with effect from 9th July, 2024, in its Board Meeting held on 9th July, 2024.
- (b) The Board of Directors has re-designated Mr. Vivek Ashokkumar Patel as Managing Director of the Company with effect from 9th July, 2024 to 8th July, 2029 for a period of five (5) years, with terms and conditions including remuneration, in its Board Meeting held on 9th July, 2024 and with the approval of the members of the Company in Members' meeting held on 13th July, 2024.
- (c) The Board of Directors has appointed Ms. Grishma A Shewale, Mr. Shyam Bhadrash Kapadia and Mr. Vijay Bharatbhai Anadkat as Independent Director of the Company with effect from 9th July, 2024 to for a first term of five (5) consecutive years, in its Board Meeting held on 9th July, 2024 and with the approval of the Members of the Company in Members' meeting held on 13th July, 2024.
- (d) The Board of Directors has appointed CS Bhavika Dhaval Makadia as Company Secretary and Compliance Officer of the Company with effect from 9th July, 2024, in its Board Meeting held on 9th July, 2024.
- (e) Mr. Harshad Nanubhai Rathod (DIN: 09108392) was retire by rotation and appointed as director at 1st Annual General Meeting dated 13th July, 2024.
13. M/s. NGST & Associates, (Firm Registration No: 135159W) Chartered Accountants were appointed as statutory auditor for the period of 5 consecutive Financial Year from the conclusion of the 1st Annual General Meeting to hold office till the conclusion of the 6th Annual General Meeting of the Company. M/s. NGST & Associates, (Firm Registration No: 135159W), Chartered Accountants have tendered their resignation vide letter dated 16th July, 2024 from position of the Statutory Auditor of the Company. M/s V S S B & Associates (Firm Registration No: 121356W), Chartered Accountants have been appointed as Statutory auditor at Extraordinary General Meeting dated 17th July, 2024, to fill the casual vacancy caused due to resignation of M/s. NGST & Associates, (Firm Registration No: 135159W) Chartered Accountants, to hold office till the conclusion of 2nd Annual General Meeting.
14. There is no any instance which requires Approvals 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/ repaid any public deposits;
16. The Company has borrowed from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect has been complied with, wherever applicable.



17. The Company has not made any transactions falling under the provisions of section 186 of the Act;
18. The Company has altered its memorandum of Association and Articles of Association of the company as under;
 - (a) Alteration of memorandum of Association due to increase in Authorised capital by passing ordinary resolution at Extra Ordinary resolution passed on 29th June, 2024 and 17th July, 2024.
 - (b) Alteration of Article of Association by passing Special resolution at Extra Ordinary resolution passed on 16th August, 2024.

For Sakhiya & Co.
Practicing Company Secretaries
ICSI Firm Unique Code: S2019GJ689300
Peer Review Certificate No. 4057/2023



CS Nimish Sakhiya
Proprietor
ICSI Membership No.: 35847
ICSI Certificate of Practice No.: 22239
ICSI Unique Document Identification No.: A035847G002785121

Date: 25/12/2025
Place: Rajkot

Note: This certificate is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this certificate.

ANNEXURE-A

Our certificate of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our verification.
2. We have followed such practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of the Act, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on a test basis.
6. Due to the inherent limitations including internal, financial and operating controls, there is an unavoidable risk that some Misstatements or material non-compliances may not be detected, even though the examination is properly planned and performed in accordance with the Guidance Note on Annual Return as prescribed by Institute of Company Secretaries of India (ICSI)

Annexure I
Forms filed during the Financial Year

Sl. No.	Name of the E- Form	Purpose of the E-Form	Date of Filing	Within Time/ Not
1.	ADT 1	Appointment of Statutory Auditor	26/07/2024	Yes
2.	AOC 4	for filing financial statement for F.Y. 2023-2024	27/07/2024	Yes
3.	DPT-3	Return of deposits for F.Y. 2023-2024	04/07/2024	No
4.	MGT 7	Annual Return for F.Y. 2023-2024	28/07/2024	Yes
5.	MGT 7	Revised Annual Return for F.Y. 2023-2024	05/08/2024	Yes
6.	SH 7	For Increase in Authorised Capital	01/07/2024	Yes
7.	SH 7	For Increase in Authorised Capital	30/07/2024	Yes
8.	PAS 3	Allotment of Shares	09/07/2024	Yes
9.	MGT 14	Filing of Resolutions and agreements to the Registrar	15/07/2024	Yes
10.	MGT 14	Filing of Resolutions and agreements to the Registrar	10/07/2024	Yes
11.	MGT 14	Filing of Resolutions and agreements to the Registrar	20/07/2024	Yes
12.	MGT 14	Filing of Resolutions and agreements to the Registrar	20/07/2024	Yes
13.	PAS 3	Allotment of Shares	20/07/2024	Yes
14.	DIR 12	Particulars of appointment of directors and the key managerial personnel and the changes among them	26/07/2024	Yes
15.	MR 1	Return of appointment of managerial personnel	27/07/2024	Yes
16.	DIR 12	Particulars of appointment of directors and the key managerial personnel and the changes among them	27/07/2024	Yes
17.	ADT 1	Appointment of Statutory Auditor	08/08/2024	No
18.	CHG 1	Application for registration of Modification of charge	19/12/2024	Yes
19.	CHG 1	Application for registration of Modification of charge	28/12/2024	Yes
20.	MGT 14	Filing of Resolutions and agreements to the Registrar	25/07/2024	Yes
21.	MGT 14	Filing of Resolutions and agreements to the Registrar	09/09/2024	Yes
22.	MGT 14	Filing of Resolutions and agreements to the Registrar	24/07/2024	Yes
23.	MGT 14	Filing of Resolutions and agreements to the Registrar	05/12/2024	Yes
24.	MGT 14	Filing of Resolutions and agreements to the Registrar	24/07/2024	Yes
25.	MGT 14	Filing of Resolutions and agreements to the Registrar	09/09/2024	Yes
26.	PAS 6	Reconciliation of Share Capital Audit Report (Half-yearly)	25/10/2024	Yes

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27.	PAS 6	Reconciliation of Share Capital Audit Report (Half-yearly)	15/04/2024	Yes
28.	PAS 6	Reconciliation of Share Capital Audit Report (Half-yearly) [Revised]	22/10/2024	No



Clarification

1. For point No. A - VI SHARE HOLDING PATTERN – We had considered following as Promoter

	Number of Equity shares	Percentage
Promoter	78,66,000	96.28
Promoter Group	3,04,000	3.72
Total Promoter category	81,70,000	100

2. For point No. VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS calculation of Promoter as under:

	At the beginning of the year	At the end of the year
Promoter	4	4
Promoter Group	4	4
Total Promoter category	8	8

3. For point No B & C of X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Mr. Harshad Nanubhai Rathod working as Director and CFO, holding dual position. Hence, He is receiving total salary of 15,99,800/- for both capacity. He is not receiving separate salary of 15,99,800 for CFO and 15,99,800 as director. However, as we need to mention salary in MGT 7 for each designation, We had mentioned same.

Details of Shareholders

Sr. No.	Category of shareholder	Name of shareholder	Type of security held	Number of security held	Nominal value per security	Total amount of securities held (in INR)
1	Promoter	Mayur Popatlal Sojitra	Equity	1966500	10	19665000
2	Promoter	Harshad Nanubhai Rathod	Equity	1966500	10	19665000
3	Promoter	Vivek Ashok Kumar Patel	Equity	1966500	10	19665000
4	Promoter	Hardik Mukundbhai Prajapati	Equity	1966500	10	19665000
5	Promoter Group	Ankita Vivek Patel	Equity	76000	10	760000
6	Promoter Group	Pooja Harshad Rathod	Equity	76000	10	760000
7	Promoter Group	Shweta Sojitra	Equity	76000	10	760000
8	Promoter Group	Vaishaki Hardik Prajapati	Equity	76000	10	760000