

**To
The Members,**

The Directors of your Company are pleased to present the 39th Annual Report of the Company for the financial year 2024-25, along with the audited statement of accounts.

FINANCIAL RESULTS

During the year under review your company registered a **Total Profit after Tax of Rs. 9,51,42,978.00**. The summary of the operating results is as under: -

(Amount in Lakhs)

Particulars	2024-2025	2023-2024
Total Revenue	25,443.57	26,423.94
Profit Before Depreciation and Finance Cost	2,315.59	2,433.92
Less: Depreciation	905.17	982.84
Less: Finance Cost	129.38	186.58
Net Profit Before Tax	1281.04	1018.77
Tax Expenses:		
- Current	421.63	276.60
Adjustment for tax pertaining to earlier period	-0.09	
- Deferred	-91.93	-16.27
Net Profit After Tax	951.43	758.44
Earnings Per Share (in Rs.)		
- Basic	9.06	7.22
- Diluted		

DIVIDEND

Based on Company's performance, the Directors are pleased to recommend for approval of the members a final Dividend of Rs. 0.5/- per share for the Financial Year 2024-25.

RESERVES

The Board proposed to carry Rs. 951.43 (In Lakhs) being the surplus to Reserves & Surplus Account for the F.Y. 2024-25.

RESULT OF OPERATIONS AND STATE OF COMPANY'S AFFAIRS

During the period under review, your Company generated revenue from operations of Rs. 25,074.19 (In Lakhs) and earned profit after tax Rs. 951.43 (In Lakhs).

CHANGE IN NATURE OF BUSINESS, IF ANY

During the period under review there has been no change in the nature of business activities carried out by the Company.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

Your Company has not entered into any such material changes and commitments from the financial year ending 2024-25 up to the date of this Directors' Report which are affecting the financial position of the Company.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

During the year under review, the company has not received any significant and material orders by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The Company's internal control systems are commensurate with the nature of its business and are operating effectively for ensuring the orderly and efficient conduct of business, including adherence to the Company's policies, the safeguarding of its assets, prevention and detection of frauds and

errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information as required under the Act. These systems are routinely tested and certified by Statutory Auditors and cover offices and key business areas.

WEBLINK OF ANNUAL RETURN

The Company is having website i.e. www.pilindia.in and annual report of the Company has been published on such website. Link of the same is given below:
www.pilindia.in/statutory information & financials/

DETAILS OF SUBSIDIARY/Joint Ventures/ASSOCIATE COMPANIES

As on Financial year ended 31st March, 2025 your Company have a Subsidiary Company “**M/s PIL Pharmaceuticals Limited**” and holding 79.74% Shares in that Company.

REPORT ON PERFORMANCE OF SUBSIDIARIES, ASSOCIATE COMPANIES & JOINT VENTURE

The Company has 1 subsidiary Company.

In accordance with Section 129(3) of the Companies Act, 2013, we have prepared Consolidated Financial Statements of the Company and its subsidiary companies, which form part of the Annual Report. Further, a statement containing the salient features of the financial statements of our consolidated subsidiaries in the prescribed format AOC-1 is annexed as **Annexure –II** to the Board Report. The statement also provides details of performance, financial position of each of the subsidiaries.

The Board’s Report has been prepared based on “**STAND ALONE FINANCIAL STATEMENT OF THE COMPANY**”.

FIXED DEPOSITS

Your Company has not accepted any deposits from public as envisaged under Sections 73 to 76 of Companies Act, 2013 read with Companies (Acceptance of Deposit) Rules, 2014.

SHARE CAPITAL

The Paid-up Equity share capital as on 31st March, 2025 was Rs. 10,50,00,000/- (Rupees Ten Crore Fifty Lakh Only). During the Financial year under review, the Company has Authorized Capital upto Rs. 15,00,00,000/- (Rupees Fifteen Crore only).

Also, during the financial year under review the Company has neither issued any shares with differential voting rights nor issued any sweat equity shares. Also, the Company has not offered shares under employee stock option scheme during the financial year.

DIRECTORS

A) Changes in Directors and Key Managerial Personnel

In accordance with the requirements of the Companies Act, 2013 and pursuant to the provisions of the Articles of Association of the Company at least two-thirds of the total number of Directors shall be liable to retire by rotation. For this purpose, considering the composition of the Board of Directors Mrs. Amita Chawla, Director (DIN: 00287138) of the Company, is liable to retire by rotation and being eligible, offers herself for re-appointment.

Mr. Anand Kumar Jain, was appointed as Independent Director of the company w.e.f 2nd April, 2024 u/s 149 of the Companies Act, 2013.

Pursuant to the provisions of Section 203 of the Companies Act, 2013, the Key Managerial Personnel of the Company as on March 31, 2024 are:

- Mr. Navdeep Chawla, Chairman & Whole Time Director
- Mr. Siddharth Chawla, Managing Director
- Mrs. Amita Chawla, Whole-Time Director
- Mr. Amit Pushpakar, Chief Financial Officer
- Ms. Kirti Kathuria, Company Secretary.

B) Declaration by an Independent Director(s) and re-appointment, if any

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of Companies Act, 2013 and the relevant rules.

SECRETARIAL AUDIT REPORT

During the period under review as per the provisions of Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014., the Company is required to have Secretarial audit of its secretarial records conducted by a Company Secretary in practice. In this connection, the Board of Directors of the Company has on recommendation of the Audit Committee, approved the appointment of M/s Renu Kathuria & Associates as the Secretarial auditors of the Company for the year ending 31st March, 2025, at a remuneration mutually decided plus GST and out of pocket expenses.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company is committed to provide a safe and harassment free work environment. To ensure this an Internal Complaints Committee (ICC) is in place in accordance with the requirements under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Committee has adopted a policy which aims for prevention of harassment of employees and lays down the guidelines for identification, reporting and prevention of undesired behavior.

During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

RISK MANAGEMENT POLICY

The Company has developed and implemented a risk management policy which identifies major risks which may threaten the existence of the Company. The same has also been adopted by your Board and is also subject to its review from time to time.

NUMBER OF BOARD MEETINGS

During the year under review, 15 meetings of the Board of Directors were held and the gap between two meetings did not exceed four months. The Board meetings were duly convened.

In respect of these meetings proper notices were given and the proceedings were properly recorded and minute's book is maintained for the purpose.

Constitution of Board and their Attendance

The Constitution of the Board of Directors, their attendance at the Board Meetings during the financial year ending on 31st March, 2025 is as follows:-

Name of Director	DIN	Category	No. of Board Meetings Attended during the year
Sh. Navdeep Chawla	00286448	Chairman & Whole Time Director	15
Sh. Siddharth Chawla	00286771	Managing Director	15
Smt. Amita Chawla	00287138	Whole-Time Director	15
Sh. Sajan kumar Jain (Resigned on 14 th December, 2024)	00061401	Non-Executive & Independent Director	1
Sh. Anand Kumar Jain	00059290	Non-Executive & Independent Director	2
Sh. Satish Dev Jain (Appointed on 27 th December, 2024)	00110033	Non-Executive & Independent Director	1

Mr. Sajan Kumar Jain, Independent Director Resigned on 14th December, 2024. He attended 1 meeting during the financial year 2024-25.

AUDIT COMMITTEE

The Audit Committee of the Company was re-constituted on 20th March, 2020, comprising of the following Directors who have the requisite financial & accounting knowledge:-

1. Sh. Satish Dev Jain
2. Sh. Anand Kumar Jain
3. Sh. Navdeep Chawla

Meetings

During the year under review, the meeting of the Audit Committee were held on 01.04.2024, 08.08.2024, 27.12.2024, 25.03.2025.

NOMINATION & REMUNERATION COMMITTEE

The Nomination & Remuneration Committee was re-constituted on 20th March, 2020, comprising of the following Directors who have the requisite financial & human resource related knowledge:-

1. Sh. Satish Dev Jain
2. Sh. Anand Kumar Jain
3. Sh. Navdeep Chawla

Meetings

During the year under review, the meeting of the Nomination & Remuneration Committee was held on 01.04.2024, 27.12.2024.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Corporate Social Responsibility (CSR) Committee was constituted on 21st December, 2014, comprising of the following members of the Board of Directors of the Company as members of CSR Committee:-

- 1 Sh. Navdeep Chawla
- 2 Sh. Siddharth Chawla
- 3 Sh. Satish Dev Jain

The Committee recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, which has been approved by the Board. The key philosophy of all CSR initiatives of the Company is guided by three commitments of Scale, Impact and Sustainability.

During the year under review, the Company has spent **Rs. 26,11,000/-** on CSR activities. The disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is attached as per **Annexure III**.

Meetings

During the year under review, the meeting of the CSR Committee was held on 28.03.2025.

ADOPTION OF WHISTLE BLOWER POLICY & ESTABLISHMENT VIGIL MECHANISM

For better corporate governance and in compliance with Section 177 of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014; the Whistle Blower Policy of the Company has been adopted by the Board.

No protected disclosure has been received during the year under review.

AUDITORS

A) Statutory Auditors

In accordance of Section 139 of the Companies Act 2013, **M/s. S.R. Batliboi & Co. LLP, Chartered Accountants (Registration No: 301003E/E300005)**, was appointed as Statutory Auditors of the Company in 2023 and that the said Auditors will hold office from the conclusion of 37th Annual General Meeting (AGM) till the conclusion of the 42nd Annual General Meeting.

M/s. S K S D & Associates, Chartered Accountants (FRN: 012385N), was appointed as Joint Statutory Auditors of the Company in 2024 and that the said Auditors will hold office from the conclusion of 37th Annual General Meeting (AGM) till the conclusion of the 42nd Annual General Meeting

B) Internal Auditor

M/s Ghosh Khanna & Associates, Chartered Accountants has appointed as Internal Auditors of the company to conduct the internal Audit of Company in a Fair and transparent manner through Board resolution passed as on 5th March, 2024.

C) Cost Auditors

As per Section 148 of the Companies Act, 2013, the Company is required to have the audit of its cost records conducted by a Cost Accountant in practice. In this connection, the Board of Directors of the Company has on recommendation of the Audit Committee, approved the appointment of M/s Gurvinder Chopra & Co. as the cost auditors of the Company for the year ending 31st March, 2025, at a remuneration mutually decided plus GST and out of pocket expenses.

AUDITORS' REPORT

Auditors of the Company have not expressed any qualification in their report and notes to accounts where ever given are self-explanatory.

BOARD'S COMMENT ON THE AUDITORS REPORT

The observation of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory and does not call for any further comment.

DISCLOSURE REGARDING MAINTENANCE OF COST RECORDS AS SPECIFIED BY THE CENTRAL GOVERNMENT UNDER SECTION 148(1) OF THE COMPANIES ACT, 2013

During the year under review, the Company is properly maintaining its Cost Records as specified under Section 148 (1) of the Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The particulars of loans given, investments made and guarantees provided by the Company, under Section 186 of the Companies Act, 2013, as at 31st March, 2025, if any, as existing in the balance sheet are within the prescribed limits.

REMUNERATION POLICY

During the year under review, the Board of Directors of the Company has adopted a Remuneration Policy for Directors, KMPs and other employees.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions entered by your Company during the financial year were on an arm's length basis and were in the ordinary course of business. The materially significant related party transactions made by the Company with related parties. Prior omnibus approval of the Board of Directors/Audit Committee was obtained for those transactions which were of routine nature. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3) (h) of the Act, in Form **AOC-2 is applicable** and attached with the Directors' report in **Annexure-1**. Attention of members is also drawn to the disclosure of transactions with related parties set out in Notes of Standalone Financial Statements, forming part of the Annual Report

MANAGERIAL REMUNERATION:

There was payment of Rs. 6,69,00,000/- as director's remuneration, detailed list is as follows during the year, other than that no managerial remuneration paid by the company

Mr. Navdeep Chawla	Chairperson/Whole-Time Director	Rs. 3,36,00,000/-	Director Remuneration
Mr. Siddharth Chawla	Managing Director	Rs. 2,10,00,000/-	Director Remuneration
Mrs. Amita Chawla	Whole-Time Director	Rs. 1,23,00,000/-	Director Remuneration

Further, no sitting fees have been paid to any director during the year. The particulars of the employees who are covered by the provisions contained in Rule 5(2) and rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are:

- a) Employed throughout the year Nil
- b) Employed for part of the year Nil

RISK MANAGEMENT POLICY

A risk management policy for the Company including identification therein of elements of risk, if any, which in the opinion of the Board may threaten the existence of the company are decided by board of the directors on requirement basis.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

Information required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014.

1. CONSERVATION OF ENERGY:

- a.** Steps are taken to institutionalize process of identifying and understanding increase and decrease in energy use by monitoring energy consumption trends to determine future energy use when planning future changes in the business and diagnose specific areas of wasted energy.
- b.** Significant reduction in energy consumption and cost of production of goods has been observed by the implementation of above referred measures. Implementation of referred measures have resulted in increased facility reliability as well as improved equipment performance.

2. TECHNOLOGY ABSORPTION:

(A) Research and Development:

Since inception of the company and in pursuant of R&D endeavors the company is regularly incurring expenditure on R&D on the following activities:

- Development of New products and formulations of Pharmaceutical drugs.
- Continuous improvement of existing products for enhanced sustainability, efficiency and performance.
- Testing and adaptation of New Materials, Compounds and Ingredients.
- Environment compliance in by products and processes.

(B) Benefits:

Benefits derived as a result of R&D: Up gradation of the products to the new requirements has been possible because of R & D done in the company on a continuous basis.

(C) Future Plan of action:

Future R&D efforts will continue along similar lines, as present, but with more focus, thrust and endeavours.

(D) Expenditure on R&D

The Company has in house Research & development Centre involved in development activities for new products improvement in exciting products, processes etc. in the field of Pharmaceutical sector. Details of Capital & Revenue Expenditure incurred are as detailed below:

PLANT-2		Rs. In Lacs	
	EXPENDITURE	2024-25	2023-24
A	REVENUE	234.49	261.17
B	CAPITAL	6.59	23.41
	Total Research & Development Expenditure (A+B)	241.08	284.58

PLANT-4 Rs. In Lacs

	EXPENDITURE	2024-25	2023-24
A	REVENUE	121.22	145.39
B	CAPITAL	0.14	1.59
	Total Research & Development Expenditure (A+B)	121.26	146.98

3. FOREIGN EXCHANGE EARNING AND OUTGO:

Earning in Foreign Exchange

Rs. In Lacs

Export of goods on FOB basis	5051.55
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Expenditure in Foreign Currency

Rs. In Lacs

Foreign Tour & Travelling	104.57
Repayment of Term Loan	
Repayment of Interest to bank	27.74
Fees & Taxes	54.80
Commission on Export Sale	13.46
Exhibition	11.66

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, the Directors of the Company confirm the following: -

- (a) that in the preparation of the annual accounts for the year ended 31st March 2025, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- (c) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- (d) that the directors had prepared the annual accounts on a going concern basis;
- (e) that the directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (f) that the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENT

The Directors of the Company wish to place on record their sincere appreciation for the efforts and cooperation extended by all those associated with the Company.

For and on behalf of the Board of
Psychotropics India Limited

Place: Faridabad
Date: 30.09.2025

(Navdeep Chawla)
Chairperson
DIN: 00286448
Add.: H. No. 216, Sec-15
Faridabad, Haryana -121007

(Siddharth Chawla)
Managing Director
DIN: 00286771
Add.: H. No. 216, Sec-15
Faridabad, Haryana-121007

Annexure –II
FORM NO. AOC.1
**Statement containing salient features of the financial statement of
Subsidiaries/associate companies/joint ventures**

**(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of
Companies (Accounts) Rules, 2014)**

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs. In Lacs)

(Rs. In Lacs)

PIL PHARMACEUTICALS LIMITED (SUBSIDIARY COMPANY)		
1.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	--
2.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	--
3.	Share capital	Rs. 119.00
4.	Reserves & surplus	Rs. 2048.93
5.	Total assets	Rs. 3547.60
6.	Total Liabilities	Rs. 3547.60
7.	Investments	--
8.	Turnover	Rs. 2538.03
9.	Profit before taxation	Rs. 127.34
10.	Provision for taxation	Rs. 33.36
11.	Proposed Dividend	Not Declared

1. Names of subsidiaries which are yet to commence operations – NIL
2. Names of subsidiaries which have been liquidated or sold during the year – NIL

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

1. Latest audited Balance Sheet Date	
2. Shares of Associate held by the company on the year end	
No.	
Amount of Investment in Associates	
3. Description of how there is significant influence	

1. Names of associates or joint ventures which are yet to commence operations. -Nil
2. Names of associates or joint ventures which have been liquidated or sold during the year.-NIL

For and on behalf of the Board of
Psychotropics India Limited

Place: Faridabad
Date: 30.09.2025

(Navdeep Chawla)
Chairperson
DIN: 00286448
Add.: H. No. 216, Sec-15
Faridabad, Haryana -121007

(Siddharth Chawla)
Managing Director
DIN: 00286771
Add.: H. No. 216, Sec-15
Faridabad, Haryana-121007

Form No. MGT-7

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



Form language

English Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

U85194HR1986PLC071264

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	PSYCHOTROPICS INDIA LIMITED	PSYCHOTROPICS INDIA LIMITED
Registered office address	Plot No. 17, Sector 20A, Faridabad-121001, NA, Faridabad, Haryana, India, 121001	Plot No. 17, Sector 20A, Faridabad-121001, NA, Faridabad, Haryana, India, 121001
Latitude details	28.414883	28.414883
Longitude details	77.309690	77.309690

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

Psychotropics India Limited.jpg

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

AA*****4G

(c) *e-mail ID of the company

*****@india.in

(d) *Telephone number with STD code

01*****91

(e) Website

www.pilindia.in

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

08/07/1986

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

Public company

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

Company limited by shares

(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*)

Indian Non-Government 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

ix (a) Whether Annual General Meeting (AGM) held

Yes

No

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

30/09/2025

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

30/09/2025

(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

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

2

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1	U24233HR2007PLC072072		PIL PHARMACEUTICALS LIMITED	Subsidiary	79.74
2	U73100HR1994PTC080943		PSYCHOTROPICS MARKETING AND ADVERTISING PRIVATE LIMITED FORMERLY KNOWN AS (PSYCHOTROPICS LEASING AND	Associate	11.01

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	15000000.00	10500000.00	10500000.00	10500000.00
Total amount of equity shares (in rupees)	150000000.00	105000000.00	105000000.00	105000000.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
EQUITY				
Number of equity shares	15000000	10500000	10500000	10500000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	150000000.00	105000000.00	105000000	105000000

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
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
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	10500000	10500000.00	105000000	105000000	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify <input type="text" value="0"/>	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <input type="text" value="0"/>	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the end of the year	0.00	10500000.00	10500000.00	105000000.00	105000000.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify						
0	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify						
0	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

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		
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

0

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

0

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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
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					

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

i *Turnover

2497373423

ii * Net worth of the Company

2221108256

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	5971599	56.87	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	4528401	43.13	0	0.00
10	Others	0	0.00	0	0.00
	Total	10500000.00	100	0.00	0

Total number of shareholders (promoters)

7

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	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00
10	Others	0	0.00	0	0.00
	Total	0.00	0	0.00	0

Total number of shareholders (other than promoters)

0

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

7.00

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

Sl.No	Category	
1	Individual - Female	3
2	Individual - Male	2
3	Individual - Transgender	0
4	Other than individuals	2
	Total	7.00

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	7	7
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	3	0	3	0	46.2	0
B Non-Promoter	0	0	0	0	0.00	0.00
i Non-Independent	0	0	0	0	0	0
ii Independent	0	0	0	0	0	0
C Nominee Directors representing	0	0	0	0	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	3	0	3	0	46.20	0.00

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

7

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)

AMITA CHAWLA	00287138	Whole-time director	913905	
SATISH DEV JAIN	00110033	Director	0	
ANAND KUMAR JAIN	00059290	Director	0	
KIRTI KATHURIA	ATBPA3339C	Company Secretary	0	
AMIT PUSHPAKAR	ATSPP8676N	CFO	0	
NAVDEEP CHAWLA	00286448	Whole-time director	3457014	
SIDDHARTH CHAWLA	00286771	Managing Director	480882	

B (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 (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
SAJAN KUMAR JAIN	00061401	Director	14/12/2024	Cessation
SATISH DEV JAIN	00110033	Additional Director	27/12/2024	Appointment
ANAND KUMAR JAIN	00059290	Additional Director	02/04/2024	Appointment
ANAND KUMAR JAIN	00059290	Director	30/12/2024	Change in designation
SATISH DEV JAIN	00110033	Director	30/12/2024	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

3

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
Annual General Meeting	30/12/2024	7	7	100

Extra ordinary general meeting	24/04/2024	7	7	100
Extra ordinary general meeting	14/08/2024	7	7	100

B BOARD MEETINGS

*Number of meetings held

15

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	02/04/2024	5	5	100
2	24/04/2024	5	3	60
3	10/05/2024	5	3	60
4	03/06/2024	5	3	60
5	06/06/2024	5	3	60
6	26/06/2024	5	3	60
7	23/07/2024	5	3	60
8	26/07/2024	5	3	60
9	08/08/2024	5	3	60
10	12/08/2024	5	3	60
11	20/09/2024	5	3	60
12	24/10/2024	5	3	60
13	22/11/2024	5	3	60
14	27/12/2024	5	5	100
15	10/02/2024	5	3	60

C COMMITTEE MEETINGS

Number of meetings held

8

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	Nomination and Remuneration Committee	01/04/2024	2	2	100
2	Nomination and Remuneration Committee	27/12/2024	3	3	100
3	Audit Committee	01/04/2024	2	2	100
4	Audit Committee	08/08/2024	3	3	100
5	Audit Committee	27/12/2024	3	3	100
6	Audit Committee	25/03/2025	3	3	100
7	CSR Committee	28/03/2025	3	3	100
8	Independent Director's Meeting	28/03/2025	2	2	100

D ATTENDANCE OF DIRECTORS

S. N o	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	30/09/2025 (Y/N/NA)
1	NAVDEEP CHAWLA	15	15	100	7	7	100	Yes
2	SIDDHARTH CHAWLA	15	15	100	4	4	100	Yes
3	AMITA CHAWLA	15	15	100	4	4	100	Yes

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

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Navdeep Chawla	Whole-time director	33600000	14362341	0	0	47962341.00
2	Siddharth Chawla	Managing Director	21000000	11800933	0	0	32800933.00
3	Amita Chawla	Whole-time director	12300000	0	0	0	12300000.00
	Total		66900000.00	26163274.00	0.00	0.00	93063274.00

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	Kirti Kathuria	Company Secretary	595410	0	0	0	595410.00
2	Amit Pushpakar	CFO	2498459	0	0	0	2498459.00
	Total		3093869.00	0.00	0.00	0.00	3093869.00

C *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
	Total		0.00	0.00	0.00	0.00	0.00

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

7

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or Debenture holder.xlsm

(b) Optional Attachment(s), if any

Form MGT-8_Psychotropics India Limited_2024-25_compressed.pdf
List of Shareholders.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 PSYCHOTROPICS INDIA
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

Renu Kathuria

Date (DD/MM/YYYY)

20/11/2025

Place

Faridabad

Whether associate or fellow:

Associate

Fellow

Certificate of practice number

1*0*6

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

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

ATSPP8676N

*(b) Name of the Designated Person

AMIT PUSHPAKAR

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 05 dated*

(DD/MM/YYYY) 30/09/2025 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*2*6*4*

*To be digitally signed by

Company Secretary Company secretary in practice

*Whether associate or fellow:

Associate Fellow

Membership number

2*2*9

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)

AB9560277

eForm filing date (DD/MM/YYYY)

04/12/2025

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