

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return

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

L63090TN2000PLC046338

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCT3684M

(ii) (a) Name of the company

TAKE SOLUTIONS LIMITED

(b) Registered office address

No.27,TANK BUND ROAD
NUNGAMBAKKAM
CHENNAI
Chennai
Tamil Nadu
600024

(c) *e-mail ID of the company

SECRETARIAL@TAKESOLUTION

(d) *Telephone number with STD code

04466110700

(e) Website

www.takesolutions.com

(iii) Date of Incorporation

20/12/2000

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

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

(a) If yes, date of AGM 25/09/2020

(b) Due date of AGM 30/09/2020

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	M	Professional, Scientific and Technical	M5	Scientific research and development	94

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

*No. of Companies for which information is to be given 27

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	TAKE Solutions Pte. Ltd		Holding	52.9
2	APA Engineering Private Limited	U72200TN2000PTC044317	Subsidiary	58

3	TAKE Solutions Global Holding		Subsidiary	100
4	Ecron Acunova Limited	U73100KA2004PLC035260	Subsidiary	100
5	Navitas LLP		Subsidiary	100
6	TAKE Solutions Limited ESOP T		Subsidiary	100
7	APA Engineering Pte Ltd		Subsidiary	58
8	TAKE Enterprise Services Inc		Subsidiary	100
9	TAKE Solutions Information Sy		Subsidiary	100
10	Navitas Inc		Subsidiary	100
11	Navitas Life Sciences Holdings		Subsidiary	100
12	Navitas Life Sciences Limited		Subsidiary	100
13	Navitas Lifesciences S.A.S Colo		Subsidiary	100
14	Intelent Inc		Subsidiary	100
15	Million Star Technologies Limit		Subsidiary	100
16	TAKE Innovations Inc		Subsidiary	100
17	Acunova Life Science Inc		Subsidiary	100
18	Acunova Life Sciences Limited		Subsidiary	100
19	Navitas Life Sciences Gmbh (fk		Subsidiary	100
20	Ecron Acunova Sdn. Bhd.		Subsidiary	100
21	Navitas Life Sciences Company		Subsidiary	82
22	Navitas Life Sciences sp.z.o.o. F		Subsidiary	100
23	Ecron LLC, Ukraine		Subsidiary	51
24	Navitas Life Sciences, LLC		Subsidiary	100
25	Navitas Life Sciences A/S (fka E		Subsidiary	100
26	Navitas Life Sciences Pte. Ltd (f		Subsidiary	100
27	APA Engineering Inc		Subsidiary	58

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	350,000,000	147,934,000	147,934,000	147,934,000
Total amount of equity shares (in Rupees)	350,000,000	147,934,000	147,934,000	147,934,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares of Re.1/- each				
Number of equity shares	350,000,000	147,934,000	147,934,000	147,934,000
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	350,000,000	147,934,000	147,934,000	147,934,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	15,000,000	0	0	0
Total amount of preference shares (in rupees)	150,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference shares of Rs.10/- each				
Number of preference shares	15,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	150,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				

At the beginning of the year	147,934,000	147,934,000	147,934,000	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	147,934,000	147,934,000	147,934,000	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0

i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(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	<div style="border: 1px solid black; height: 20px;"></div>
Date of registration of transfer (Date Month Year)	<div style="border: 1px solid black; height: 20px;"></div>
Type of transfer	<div style="border: 1px solid black; display: inline-block; width: 40px; height: 20px; vertical-align: middle;"></div> 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<div style="border: 1px solid black; display: inline-block; width: 150px; height: 20px; vertical-align: middle;"></div> Amount per Share/ Debenture/Unit (in Rs.) <div style="border: 1px solid black; display: inline-block; width: 150px; height: 20px; vertical-align: middle;"></div>
Ledger Folio of Transferor	<div style="border: 1px solid black; height: 20px;"></div>

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

Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			5,532,350,323.322
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			5,532,350,323.322

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

24,655,362

(ii) Net worth of the Company

7,830,285,187.55

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	135,000	0.09	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	98,816,594	66.8	0	
10.	Others	0	0	0	
	Total	98,951,594	66.89	0	0

Total number of shareholders (promoters)

7

(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	12,095,241	8.18	0	
	(ii) Non-resident Indian (NRI)	2,162,289	1.46	0	
	(iii) Foreign national (other than NRI)	2,045	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	350,000	0.24	0	
4.	Banks	0	0	0	
5.	Financial institutions	56,711	0.04	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	2,138,333	1.45	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	12,119,250	8.19	0	
10.	Others AIF, Clearing Members, FPI, I	20,058,537	13.56	0	
	Total	48,982,406	33.12	0	0

Total number of shareholders (other than promoters)

28,368

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

28,375

**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	7	7
Members (other than promoters)	27,952	28,368
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	1	0	1	0	0.09	0
B. Non-Promoter	3	8	3	8	0	0
(i) Non-Independent	3	2	3	2	0	0
(ii) Independent	0	6	0	6	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	4	8	4	8	0.09	0

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

14

(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)
NARAYANAN KUMAR	00007848	Director	0	
SESHAN SRINIVASAN	00014652	Director	0	
SRINIVASAN HARIKES	00130277	Managing Director	135,000	
VENKATARAMAN MUF	00730218	Director	0	
RAVI DEVAKI VENKAT	00171603	Director	0	
UMA RATNAM KRISHN	00370425	Director	0	
RANGASWAMY SUND,	00498404	Director	25,370	
BALASUBRAMANIAN S	07121117	Director	0	
RAMAN KAPUR	02968020	Director	194,823	
SHOBANA SRINIVASA	01649318	Whole-time directo	89,000	
RAM YELESWARAPU	02363491	Whole-time directo	0	
SUBHASRI SRIRAM	01998599	Whole-time directo	90,200	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
AVANEESH SINGH	AGWPA2368R	Company Secretary	0	
SUBHASRI SRIRAM	ABGPS1708J	CFO	0	

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

2

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)
BALASUBRAMANIAN S	07121117	Director	06/11/2019	Appointment
GANESAN RAGHURAM	01099026	Director	05/11/2019	Cessation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	08/08/2019	27,959	1,150	4.11

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/05/2019	12	8	66.67
2	08/08/2019	12	10	83.33
3	06/11/2019	12	11	91.67
4	13/02/2020	12	10	83.33

C. COMMITTEE MEETINGS

Number of meetings held

12

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	16/05/2019	3	3	100
2	Audit Committee	07/08/2019	3	2	66.67
3	Audit Committee	06/11/2019	3	3	100
4	Audit Committee	13/02/2020	3	2	66.67
5	Stakeholders' Meeting	16/05/2019	3	3	100
6	Stakeholders' Meeting	07/08/2019	3	3	100
7	Stakeholders' Meeting	06/11/2019	3	3	100
8	Stakeholders' Meeting	13/02/2020	3	2	66.67
9	Nomination and Remuneration Committee	16/05/2019	3	2	66.67
10	Nomination and Remuneration Committee	06/11/2019	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	25/09/2020
								(Y/N/NA)
1	NARAYANAN	4	4	100	4	4	100	Yes
2	SESHAN SRI	4	1	25	0	0	0	Yes
3	SRINIVASAN	4	4	100	5	5	100	Yes
4	VENKATARAMAN	4	4	100	4	4	100	Yes
5	RAVI DEVAKI	4	3	75	8	7	87.5	No
6	UMA RATNAM	4	4	100	3	2	66.67	Yes
7	RANGASWAMI	4	3	75	12	9	75	Yes
8	BALASUBRAMANIAM	2	2	100	0	0	0	Yes
9	RAMAN KAPUR	4	4	100	0	0	0	No
10	SHOBANA SUNDAR	4	4	100	0	0	0	Yes
11	RAM YELESWARI	4	3	75	0	0	0	No

12	SUBHASRI S	4	4	100	0	0	0	No
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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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SRINIVASAN H R	Managing Direct	21,282,900	0	0	0	21,282,900
2	OBANA SRINIVASA	Whole-time Dire	10,810,420	0	0	0	10,810,420
3	Ram Yeleswarapu	Whole-time Dire	12,769,740	0	0	0	12,769,740
	Total		44,863,060	0	0	0	44,863,060

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	Subhasri Sriram	CFO	6,752,520	2,086,000	0	204,000	9,042,520
2	Avaneesh Singh	Company Secre	3,803,496	0	0	0	3,803,496
	Total		10,556,016	2,086,000	0	204,000	12,846,016

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Narayanan Kumar	Independent Dir	0	250,000	0	490,000	740,000
2	Rangaswamy Sund	Independent Dir	0	250,000	0	520,000	770,000
3	Ganesan Raghuran	Independent Dir	0	250,000	0	0	250,000
4	Uma Ratnam Krishn	Independent Dir	0	250,000	0	400,000	650,000
5	Raman Kapur	Independent Dir	0	250,000	0	350,000	600,000
6	Venkataraman Mura	Independent Dir	0	250,000	0	490,000	740,000
7	Balasubramian Srin	Independent Dir	0	0	0	200,000	200,000
	Total		0	1,500,000	0	2,450,000	3,950,000

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

M Alagar

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

8196

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

SHOBANA
Digitally signed by SHOBANA
Date: 2020.12.22
11:07:13 +05'30'

DIN of the director

01649318

To be digitally signed by

AVANESH
Digitally signed by AVANESH
Date: 2020.12.22
11:08:14 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

7338

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

Committee Details and Share Transfer.pdf
MGT-8_Signed.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company