

FORM NO. MGT-7

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



Annual Return

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

L24239MH1956PLC009794

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACH2736F

(ii) (a) Name of the company

SANOFI INDIA LIMITED

(b) Registered office address

SANOFI HOUSE, CTS NO.117-B, L&T BUSINESS PARK
SAKI VIHAR ROAD, POWAI
MUMBAI
Mumbai City
Maharashtra
400072

(c) *e-mail ID of the company

Girish.Tekchandani@sanofi.cor

(d) *Telephone number with STD code

02228032000

(e) Website

www.sanofiindialtd.com

(iii) Date of Incorporation

02/05/1956

(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	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(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 01/01/2019 (DD/MM/YYYY) To date 31/12/2019 (DD/MM/YYYY)

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

(a) If yes, date of AGM 07/07/2020

(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	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

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

*No. of Companies for which information is to be given 2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Hoechst GmbH (Holding Company)		Holding	60.38
2	Sanofi SA(ultimate holding company)		Holding	0.02

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	23,500,000	23,030,622	23,030,622	23,030,622
Total amount of equity shares (in Rupees)	235,000,000	230,306,220	230,306,220	230,306,220

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	23,500,000	23,030,622	23,030,622	23,030,622
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	235,000,000	230,306,220	230,306,220	230,306,220

(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	0	0	0

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

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

At the beginning of the year	23,030,622	230,306,220	230,306,220	
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	23,030,622	230,306,220	230,306,220	
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	07/05/2019		
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			

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

Ledger Folio of Transferee	<input type="text"/>
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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			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			0

Details of debentures

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

(v) Securities (other than shares and debentures)

0

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

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

30,103,099,645

(ii) Net worth of the Company

24,000,020,492

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	0	0	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)	13,909,587	60.4	0	
10.	Others	0	0	0	
	Total	13,909,587	60.4	0	0

Total number of shareholders (promoters)

2

(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	1,302,172	5.65	0	
	(ii) Non-resident Indian (NRI)	239,984	1.04	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	449,968	1.95	0	
4.	Banks	100,980	0.44	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	3,081,043	13.38	0	
7.	Mutual funds	3,195,434	13.87	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	662,991	2.88	0	
10.	Others IEPF - 31,885, Overseas Cor	88,463	0.38	0	
	Total	9,121,035	39.59	0	0

Total number of shareholders (other than promoters)

26,627

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

26,629

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

135

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
GOVERNMENT OF SIN	CITIBANK N.A. CUSTODY SERVICES			21,020	0.09
LEGAL AND GENERAL	CITIBANK N.A. CUSTODY SERVICES			434	0
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			529	0
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			44,700	0.19
EMERGING MARKETS (CITIBANK N.A. CUSTODY SERVICES			46,749	0.2
UTAH STATE RETIREM	CITIBANK N.A. CUSTODY SERVICES			373	0
T.A. WORLD EX U.S. CC	CITIBANK N.A. CUSTODY SERVICES			2,471	0.01
OLD WESTBURY SMAL	CITIBANK N.A. CUSTODY SERVICES			471	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CITY OF LOS ANGELES	CITIBANK N.A. CUSTODY SERVICES			749	0
NORTHERN TRUST CO	CITIBANK N.A. CUSTODY SERVICES			230	0
WORLD EX U.S. CORE I	CITIBANK N.A. CUSTODY SERVICES			2,330	0.01
GOVERNMENT PENSIC	CITIBANK N.A. CUSTODY SERVICES			60,127	0.26
MORGAN STANLEY M	CITIBANK N.A. CUSTODY SERVICES			123	0
GLOBEFLEX EMERGIN	CITIBANK N.A. CUSTODY SERVICES			2,199	0.01
JOHN HANCOCK FUNI	CITIBANK N.A. CUSTODY SERVICES			330	0
QIC INTERNATIONAL E	CITIBANK N.A. CUSTODY SERVICES			164	0
NORTHERN TRUST CO	CITIBANK N.A. CUSTODY SERVICES			6,429	0.02
FIDELITY SALEM STREI	CITIBANK N.A. CUSTODY SERVICES			25	0
MORGAN STANLEY FR	CITIBANK N.A. CUSTODY SERVICES			4,358	0.01
STICHTING PENSIOENI	CITIBANK N.A. CUSTODY SERVICES			2,769	0.01
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			601	0
ISHARES EMSC MAURI	CITIBANK N.A. CUSTODY SERVICES			1,793	0
ISHARES INDIA SC MA	CITIBANK N.A. CUSTODY SERVICES			16,848	0.07
PINEBRIDGE GLOBAL F	CITIBANK N.A. CUSTODY SERVICES			17,157	0.07
ISHARES CORE EMERG	CITIBANK N.A. CUSTODY SERVICES			47,363	0.2

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	2	2
Members (other than promoters)	21,926	26,627
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	0	2	0	2	0	0
B. Non-Promoter	3	4	3	4	0	0
(i) Non-Independent	3	1	3	1	0	0
(ii) Independent	0	3	0	3	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	3	6	3	6	0	0

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

9

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mr. Aditya Narayan	00012084	Director	0	
Mr. Rajaram Narayanan	02977405	Managing Director	0	
Mr. Rangaswamy R. Iye	00474407	Director	0	30/03/2020
Ms. Usha Thorat	00542778	Director	0	
Dr. Shailesh Ayyangar	00268076	Director	0	26/02/2020
Mr. Cyril Grandchamp D	07719763	Director	0	
Mr. Thomas Rouckout	07724517	Director	0	25/02/2020
Mr. Charles Billard	08173583	Whole-time director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mr. Cherian Mathew	08522813	Whole-time director	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)
Mr. Cherian Mathew	08522813	Whole-time director	29/07/2019	Appointment
Mr. Ashwani Sood	07272686	Whole-time director	01/06/2019	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	07/05/2019	23,041	144	63.61

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/02/2019	9	9	100
2	06/05/2019	9	9	100
3	07/05/2019	9	9	100
4	29/07/2019	9	8	88.89
5	10/09/2019	9	7	77.78
6	12/11/2019	9	7	77.78

C. COMMITTEE MEETINGS

Number of meetings held

15

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	25/02/2019	3	3	100
2	Audit Committee	06/05/2019	3	3	100
3	Audit Committee	29/07/2019	3	3	100
4	Audit Committee	12/09/2019	3	3	100
5	Audit Committee	11/11/2019	3	3	100
6	Nomination and Remuneration	15/03/2019	3	2	66.67
7	Nomination and Remuneration	29/07/2019	3	3	100
8	Nomination and Remuneration	12/11/2019	3	2	66.67
9	Stakeholder Relationship	11/11/2019	3	3	100
10	Corporate Social Responsibility	25/02/2019	4	4	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	07/07/2020
								(Y/N/NA)
1	Mr. Aditya Na	6	6	100	0	0	0	Yes
2	Mr. Rajaram N	6	6	100	7	7	100	Yes
3	Mr. Rangaswa	6	5	83.33	11	11	100	Yes
4	Ms. Usha Tho	6	6	100	10	10	100	Yes
5	Dr. Shailesh Ay	6	6	100	7	7	100	Yes
6	Mr. Cyril Gran	6	4	66.67	3	1	33.33	No
7	Mr. Thomas R	6	4	66.67	0	0	0	No
8	Mr. Charles Bi	6	6	100	5	5	100	Yes
9	Mr. Cherian M	3	3	100	2	2	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Rajaram Naraya	Managing Direct	20,581,344	0	0	17,678,449	38,259,793
2	Mr. Charles Billard	Whole Time Dire	6,405,000	0	0	12,534,613	18,939,613
3	Mr. Ashwani Sood	Whole Time Dire	3,579,398	0	0	1,743,231	5,322,629
4	Mr. Cherian Mathew	Whole Time Dire	7,426,170	0	0	3,237,813	10,663,983
	Total		37,991,912	0	0	35,194,106	73,186,018

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Girish Tekchand	Company Secre	8,858,430	0	0	2,598,940	11,457,370
	Total		8,858,430	0	0	2,598,940	11,457,370

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Aditya Narayan	Independent Dir	0	1,760,000	0	468,000	2,228,000
2	Mr. Rangaswamy Iy	Independent Dir	0	900,000	0	912,000	1,812,000
3	Ms. Usha Thorat	Independent Dir	0	900,000	0	948,000	1,848,000
4	Dr. Shailesh Ayyang	Independent Dir	0	150,000	0	168,000	318,000
	Total		0	3,710,000	0	2,496,000	6,206,000

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

Makarand M. Joshi

Whether associate or fellow

Associate Fellow

Certificate of practice number

3662

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

RAJARAM NARAYANA N
Digitally signed by RAJARAM NARAYANA
Date: 2020.08.31 10:41:40 +05'30'

DIN of the director

02977405

To be digitally signed by

GIRISH ARJAN TEKCHANDANI
Digitally signed by GIRISH ARJAN TEKCHANDANI
Date: 2020.08.31 10:43:50 +05'30'

Company Secretary

Company secretary in practice

Membership number

12602

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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

Signed MGT 8_Sanofi India Ltd _2019.pdf
 IX C_Committee Meetings.pdf
 Sanofi FII_FPI New.pdf
 Sanofi SHT1 New.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