

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

L24239MH1924PLC001151

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACG4414B

(ii) (a) Name of the company

GLAXOSMITHKLINE PHARMAC

(b) Registered office address

DR. ANNIE BESANT ROAD
MUMBAI
Maharashtra
400025
India

(c) *e-mail ID of the company

ajay.a.nadkarni@gsk.com

(d) *Telephone number with STD code

02224959595

(e) Website

www.gsk-india.com

(iii) Date of Incorporation

13/11/1924

(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	Bombay Stock Exchange	1
2	National Stock Exchange	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	BIDDLE SAWYER LIMITED	U51900MH1948PLC006218	Subsidiary	100

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	180,000,000	169,415,420	169,406,034	169,406,034
Total amount of equity shares (in Rupees)	1,800,000,000	1,694,154,200	1,694,060,340	1,694,060,340

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares				
Number of equity shares	180,000,000	169,415,420	169,406,034	169,406,034
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,800,000,000	1,694,154,200	1,694,060,340	1,694,060,340

(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	169,406,034	1,694,060,340	1,694,060,340	

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	169,406,034	1,694,060,340	1,694,060,340	
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	22/07/2019		
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			1,770,000
Deposit			0
Total			1,770,000

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**

322,468,002,000

(ii) Net worth of the Company

18,400,397,122

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)	127,054,524	75	0	
10.	Others	0	0	0	
	Total	127,054,524	75	0	0

Total number of shareholders (promoters)

4

(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	18,953,749	11.19	0	
	(ii) Non-resident Indian (NRI)	725,937	0.43	0	
	(iii) Foreign national (other than NRI)	284	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	11,450,770	6.76	0	
6.	Foreign institutional investors	1,479,853	0.87	0	
7.	Mutual funds	7,806,965	4.61	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,015,920	0.6	0	
10.	Others (IEFP, TRUST, NBFC registered)	918,032	0.54	0	
	Total	42,351,510	25	0	0

Total number of shareholders (other than promoters)

113,059

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

113,063

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
COUPLAND CARDIFF F	33 SIR JOHN ROGERSONS QUAY Ir			148,489	0.09
K INDIA OPPORTUNITI	C/o Cim Fund Services Ltd 33 Edit			56,152	0.03
EMERGING MARKETS C	6300 Bee Cave Road Building One			48,509	0.03
THE EMERGING MARK	6300 Bee Cave Road Building One			34,009	0.02
PREMIER INVESTMENT	C/o DTOS Ltd 10th FLOOR RAFFLI			26,113	0.02
EW INDIA OPPORTUNI	C/o CIM Fund Services 33 Edith Ca			19,335	0.01
WISDOMTREE INDIA IN	C/O CIM GLOBAL BUSINESS 33 ED			18,115	0.01
PARAMETRIC EMERGI	2 INTERNATIONAL PLACE BOSTON			17,360	0.01

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
PARAMETRIC TAX-MA	TWO INTERNATIONAL PLACE BOS			16,000	0.01
THE SULTANATE OF O	PO BOX 79 RUWI PC 122			15,690	0.01
THE EMERGING MARK	6300 Bee Cave Road Building One			12,699	0.01
WELLS FARGO BANK D	CITIBANK N.A. CUSTODY SERVICES			10,198	0.01
EXCEL FUNDS MAURIT	IFS Court Twenty Eight Cybercity I			10,000	0.01
EMERGING MARKETS C	20 Triton Street Regents Place Lor			9,507	0.01
CITY OF NEW YORK GF	ONE CENTRE STREET NEW YORK N			6,000	0
PEOPLE'S BANK OF CH	NO 32 CHENGFANG STREET XICHE			5,218	0
BLACKROCK AQUILA E	12 THROGMORTON AVENUE LONI			5,058	0
THE REGENTS OF THE	1111 BROADWAY SUITE 2100 OAK			5,016	0
WORLD EX U.S. CORE I	6300 Bee Cave Road Building One			4,376	0
K INDIA OPPORTUNITI	C/o Cim Fund Services Ltd 33 Edit			3,866	0
T.A. WORLD EX U.S. CC	6300 Bee Cave Road Building One			3,559	0
K INDIA OPPORTUNITI	C/o Cim Fund Services Ltd 33 Edit			3,485	0
UBS (US) GROUP TRUS	ONE NORTH WACKER DRIVE CHIC.			3,334	0
ACM INDIA FOCUS FU	BOWEN SQUARE 10 DR FERRIERE S			2,810	0
WELLS FARGO FACTO	525 MARKET STREET SAN FRANCIS			2,768	0

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	4	4
Members (other than promoters)	94,334	113,059
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	1	3	1	0	0
B. Non-Promoter	0	6	0	5	0	0
(i) Non-Independent	0	1	0	1	0	0
(ii) Independent	0	5	0	4	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	7	3	6	0	0

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

11

(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)
R. S. Karnad	00008064	Director	600	
N Kaviratne	00032473	Director	0	
D Sundaram	00016304	Director	0	
P V Bhide	03304262	Director	0	
A N Roy	01361110	Director	0	
P Thakur	07971789	Whole-time director	0	
R Krishnaswamy	03043004	Whole-time director	0	
A Vaidheesh	01444303	Managing Director	0	01/04/2020

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
S williams	07786724	Director	0	
P Thakur	ACOPT5750A	CFO	0	
A Nadkarni	AAAPN4414B	Company Secretar	0	

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

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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)
A Bansal	00207746	Director	30/03/2020	cessation
A Vaidheesh	01444303	Managing Director	01/10/2019	Reappointment
R. S. Karnad	00008064	Director	01/04/2019	Appointment
R Krishnaswamy	03043004	Whole-time directo	01/08/2019	Reappointment
A N Roy	01361110	Director	30/03/2020	Reappointment as Independent Direc
N Kaviratne	00032473	Director	30/03/2020	Reappointment as Independent Direc
D Sundaram	00016304	Director	30/03/2020	Reappointment as Independent Direc
P V Bhide	03304262	Director	30/03/2020	Reappointment as Independent Direc
D S Parekh	00009078	Director	01/04/2019	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	22/07/2019	98,753	200	75.03

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/05/2019	10	9	90
2	22/07/2019	10	9	90
3	22/10/2019	10	7	70
4	03/02/2020	10	10	100
5	03/03/2020	10	9	90

C. COMMITTEE MEETINGS

Number of meetings held

13

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	04/04/2019	4	4	100
2	Audit Committee	20/05/2019	4	4	100
3	Audit Committee	22/07/2019	4	4	100
4	Audit Committee	22/10/2019	4	4	100
5	Audit Committee	14/12/2019	4	4	100
6	Audit Committee	03/02/2020	4	4	100
7	Risk Management	04/04/2019	4	4	100
8	Nomination & I	20/05/2019	3	2	66.67
9	Nomination & I	03/02/2020	3	2	66.67
10	Nomination & I	03/03/2020	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 27/07/2020 (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	
1	R. S. Karnad	5	5	100	12	12	100	Yes

2	N Kaviratne	5	5	100	10	10	100	Yes
3	D Sundaram	5	4	80	7	7	100	Yes
4	P V Bhide	5	5	100	9	9	100	Yes
5	A N Roy	5	4	80	1	1	100	Yes
6	P Thakur	5	5	100	0	0	0	Yes
7	R Krishnaswami	5	5	100	0	0	0	Yes
8	A Vaidheesh	5	5	100	3	3	100	Not Applicable
9	S williams	5	4	80	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	A Vaidheesh	Managing Director	49,085,000	45,682,000	0	32,695,000	127,462,000
2	P Thakur	whole-time Director	24,719,000	15,122,000	0	3,535,000	43,376,000
3	R Krishnaswamy	whole-time Director	16,489,000	9,559,000	0	2,890,000	28,938,000
	Total		90,293,000	70,363,000	0	39,120,000	199,776,000

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	A Nadkarni	Company Secretary	8,806,000	3,023,000	0	1,414,000	13,243,000
	Total		8,806,000	3,023,000	0	1,414,000	13,243,000

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	R. S. Karnad	Director	0	2,000,000	0	900,000	2,900,000
2	A. Bansal	Director	0	1,492,000	0	200,000	1,692,000
3	P. V. Bhide	Director	0	1,500,000	0	700,000	2,200,000
4	N. Kaviratne	Director	0	1,500,000	0	750,000	2,250,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
5	A. N. Roy	Director	0	1,500,000	0	300,000	1,800,000
6	D. Sundaram	Director	0	1,500,000	0	600,000	2,100,000
	Total		0	9,492,000	0	3,450,000	12,942,000

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

P. N. Parikh

Whether associate or fellow

Associate Fellow

Certificate of practice number

1228

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

PUJA THAKUR
Digitally signed by PUJA THAKUR
Date: 2020.09.18 21:33:11 +05'30'

DIN of the director

To be digitally signed by

AJAY AVINASH NADKARNI
Digitally signed by AJAY AVINASH NADKARNI
Date: 2020.09.18 21:36:33 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

List of attachments

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-
-
-

Meeting sheet.pdf
fii FPC.pdf
tran.pdf
mgt-8 Glaxo 2020.pdf

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

