

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 (other than OPCs and Small Companies)

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

U24231GJ1997PTC032927

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACT8926D

(ii) (a) Name of the company

TRISTAR INTERMEDIATES PRIV/

(b) Registered office address

C1/B 3201 &C1/B 3202,
G.I.D.C.
SARIGON
Gujarat
396155
India

(c) *e-mail ID of the company

cs@rossari.com

(d) *Telephone number with STD code

02602780617

(e) Website

(iii) Date of Incorporation

01/09/1997

Type of the Company	Category of the Company	Sub-category of the Company
Private 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

(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

(f) Specify the reasons for not holding the same

Annual General Meeting will be held on May 29, 2023

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	ROSSARI BIOTECH LIMITED	L24100MH2009PLC194818	Holding	84

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	1,000,000	930,000	930,000	930,000
Total amount of equity shares (in Rupees)	10,000,000	9,300,000	9,300,000	9,300,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,000,000	930,000	930,000	930,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	10,000,000	9,300,000	9,300,000	9,300,000

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	930,000	930000	9,300,000	9,300,000	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0

v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	0	930,000	930000	9,300,000	9,300,000	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

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		<input type="text"/>	
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

Date of registration of transfer (Date Month Year)

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

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

Ledger Folio of Transferee

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

(iv) *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
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

2,090,245,889

(ii) Net worth of the Company

517,047,865

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	20	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)	781,180	84	0	
10.	Others	0	0	0	
	Total	781,200	84	0	0

Total number of shareholders (promoters)

3

(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	148,800	16	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)	0	0	0	
10.	Others	0	0	0	

	Total	148,800	16	0	0
--	--------------	---------	----	---	---

Total number of shareholders (other than promoters)

4

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

7

**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	3	3
Members (other than promoters)	4	4
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	2	4	2	4	1.6	0
(i) Non-Independent	2	2	2	2	1.6	0
(ii) Independent	0	2	0	2	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	2	6	2	6	1.6	0

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

8

(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)
Edward Menezes	00149205	Director	10	
Sunil Chari	00149083	Director	10	
Gurudas Aras	02187903	Director	0	
Meher Castelino	07121874	Director	0	
Sanjay Ramakrishna Ma	00002476	Whole-time directo	14,880	
Krishna Kumar Tiwari	09276586	Whole-time directo	0	
Mikhail Menezes	02789957	Director	0	
Yash Sunil Chari	08805529	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)
Gurudas Aras	02187903	Additional director	08/07/2022	Change in designation
Meher Castelino	07121874	Additional director	08/07/2022	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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra Ordinary General Mee	05/04/2022	7	6	94.4
Annual General Meeting	08/07/2022	7	7	100
Extra Ordinary General Mee	21/11/2022	7	6	99.99

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	11/05/2022	8	8	100
2	05/08/2022	8	8	100
3	02/09/2022	8	8	100
4	04/11/2022	8	8	100
5	30/01/2023	8	6	75

C. COMMITTEE MEETINGS

Number of meetings held

6

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	Nominatipon a	07/05/2022	3	3	100
2	Corporate Soc	07/05/2022	4	4	100
3	Audit Committ	11/05/2022	3	3	100
4	Audit Committ	05/08/2022	3	3	100
5	Audit Committ	04/11/2022	3	3	100
6	Audit Committ	30/01/2022	3	2	66.67

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	
1	Edward Mene:	5	5	100	2	2	100	
2	Sunil Chari	5	4	80	5	4	80	
3	Gurudas Aras	5	5	100	6	6	100	
4	Meher Castelli	5	5	100	5	5	100	
5	Sanjay Ramak	5	5	100	1	1	100	

6	Krishna Kuma	5	5	100	0	0	0	
7	Mikhail Menez	5	5	100	0	0	0	
8	Yash Sunil Ch	5	4	80	0	0	0	

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sanjay Ramakrishn	Whole Time Dire	10,000,008	0	0	0	10,000,008
2	Krishna Kumar Tiwa	Whole Time Dire	3,538,953	0	0	90,000	3,628,953
	Total		13,538,961	0	0	90,000	13,628,961

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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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
1							0
	Total						

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

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

Whether associate or fellow Associate Fellow

Certificate of practice number

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.
 (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 the 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 a 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.

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:

- 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.
- 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

DIN of the director

To be digitally signed by

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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

List of shareholders.pdf
MGT - 8.pdf
List of Transfer of shares.pdf
Clarification for Form MGT 7.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

TRISTAR INTERMEDIATES PVT. LTD.

Regd. Office & Works : C1/B 3201 to 3203, GIDC, Sarigam - 396 155. Dist. Valsad, Guj. • Tel.: 0260 - 2780617, 2780696

Thane Off : 509, 5th Floor Lodha Supremus Road No. 22, M.I.D.C., Wagle Estate, Thane (West) - 400 604 Ph. No. 2583 6640/41/42 & 45

TRISTAR INTERMEDIATES PRIVATE LIMITED List of Shareholders as on 31.03.2023

Sr. No	Name of Shareholders	No. of Shares Held (F.V. Rs. 10 each)	% of Holding
1.	Rossari Biotech Limited	781180	83.998
2.	Edward Menezes (On behalf of Rossari Biotech Limited)	10	0.001
3.	Sunil Srinivasan Chari (On behalf of Rossari Biotech Limited)	10	0.001
4.	Ramkrishna Thite	49600	5.333
5.	Debashish Chakraborty	49600	5.333
6.	Uday Ramakrishna Marballi	34720	3.734
7.	Sanjay Ramkrishna Marballi	14880	1.600
Total		930000	100

For Tristar Intermediates Private Limited

Sunil Chari
Director
DIN: 00149083



SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poincur Bus Depot, Kandivali (West), Mumbai - 400 067.
☎ : 2807 3233 / 49713233 / 98700 31365 • E-mail : sanjayrd65@gmail.com / sanjay@srdholakia.com

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **TRISTAR INTERMEDIATES PRIVATE LIMITED**, (“the Company”) registered under the provisions of the Companies Act, 1956 and having its registered office at C1/B 3201 & C1/B 3202, G.I.D.C. Sarigon Gujarat 396155 as required to be maintained under the Companies Act, 2013 (“the Act”) and the rules made thereunder for the Financial Year ended on 31st March, 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

- A. the Annual Return states the facts as at the close of the aforesaid Financial Year correctly and adequately.
- B. during the aforesaid Financial Year the Company has generally complied with provisions of the Act & Rules made there under in respect of:
 1. The Company is a Deemed Public Company.
 2. Maintenance of the registers/records except index and register of members and transfer, which is maintained by the Registrar and Transfer Agent and made entries therein within the time prescribed therefore.
 3. Filing of the required forms and returns with the Registrar of Companies (ROC) within the time prescribed under the Act.

During the year under review, the Company has passed special resolution in the Extra-Ordinary General meeting held on November 21, 2022 for shifting registered office of the Company from “State of Gujarat, Ahmedabad” to the “State of Maharashtra, Mumbai” i.e from C1/B 3201 & C1/B 3202, G.I.D.C. Sarigon, Gujarat 396155 to C-Wing, East West Industrial Centre, Safed Pool, Andheri Kurla Road, Andheri East, Mumbai-400072 and filed requisite forms with Registrar of Companies (ROC) within the time prescribed under the Act. As on the date of the certificate the Company has filed Form INC - 22 and awaits final approval from ROC.

4. Calling/ convening/ holding meetings of the Board of Directors and Committees and the meetings of the members of the Company within due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings 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

The Company was not required to close its Register of Members/Security holders during the year.



SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poinzur Bus Depot, Kandivali (West), Mumbai - 400 067.
☎ : 2807 3233 / 49713233 / 98700 31365 • E-mail : sanjayrd65@gmail.com / sanjay@srdholakia.com

6. Advances or loans, to its Directors and/or persons or firms or Companies referred in Section 185 of the Act

The Company has not given advance or loans, to Directors, 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

There was no alteration or reduction in share capital of the Company. Since the Company has not issued any Preference Shares or Debentures, the question of their redemption or conversion does not arise. The Company has not bought back any security. The Company has approved the Shares Transfers after complying with the required provisions of Companies Act.

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

There were no transactions necessitating the Company to keep in abeyance the Rights to Dividend, Rights Shares and Bonus Shares pending registration of transfer of Shares

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

During the period under review there was no requirement to transfer unpaid/ unclaimed dividend/ other amounts as applicable to Investor Education and Protection Fund in accordance with Section 125 of the Act

11. Signing of audited financial statement as per the provision of Section 134 of the Act and report of directors as per sub-section (3) (4) and (5) thereof

12. Constitution/ appointment/ re-appointment/ filling up casual vacancies/ disclosure of the Directors, Key Managerial Personnel and the remuneration paid to them;

During the period under review, the Company in its 25th Annual General Meeting held on July 08, 2022 regularized the appointments of Additional Directors Mr. Gurudas Aras & Ms. Meher Castelino as Independent Directors of the Company, to hold office for a term of five years commencing on November 22, 2021 upto November 21, 2026 and not be liable to retire by rotation.

13. Appointment of auditors as per the provisions of Section 139 of the Act

Pursuant to provisions of Section 139, 142 of the Act, the Members at the 25th Annual General Meeting held on July 08, 2022 had appointed M/s. JMT & Associates., Chartered Accountants (Firm Regn. No. 104167W), as the Statutory Auditors of the Company for a period of five years, from the conclusion of 25th Annual General Meeting of the Company till the conclusion of 30th Annual General Meeting of the Company,



SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poinsur Bus Depot, Kandivali (West), Mumbai - 400 067.
☎ : 2807 3233 / 49713233 / 98700 31365 • E-mail : sanjayrd65@gmail.com / sanjay@srdholakia.com

14. Approvals required to be taken from Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act

During the year under review, the Company has obtained approval u/s 13(4) of the Companies Act, 2013 from Hon'ble Regional Director, North West Region on January 03, 2023 approving shifting of registered office of the Company from "State of Gujarat, Ahmedabad" to the "State of Maharashtra, Mumbai". However, as on the date of the Certificate the Company has filed Form INC - 22 and awaits final approval from ROC.

15. Acceptance/ renewal/ repayment of deposits.

The Company has not accepted/ renewed or repaid any Deposits

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect

The Company has Borrowed fund from Banks & Financial Institutions

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

The Company has not given loans to other bodies corporate or persons falling under the provisions of the Section 186 of the Act are in accordance with the Act; there were no investments made or no guarantees given or securities provided during the year under review

18. Alteration of the provisions of the Memorandum and/or Articles of Association of the Company.

The Company has altered Clause II of its Memorandum of Association of the Company, pursuant to special resolution passed in the Extra-Ordinary General meeting held on November 21, 2022 for shifting registered office of the Company from "State of Gujarat, Ahmedabad" to the "State of Maharashtra, Mumbai" during the year under review.

For SANJAY DHOLAKIA & ASSOCIATES

(SANJAY R DHOLAKIA)
Practising Company Secretary
Proprietor
Membership No.: 2655
CP No.: 1798

Place: Mumbai
Date: 00/00/2023

UDIN:

TRISTAR INTERMEDIATES PVT. LTD.

Regd. Office & Works : C1/B 3201 to 3203, GIDC, Sarigam - 396 155. Dist. Valsad, Guj. • Tel.: 0260 - 2780617, 2780696

Thane Off : 509, 5th Floor Lodha Supremus Road No. 22, M.I.D.C., Wagle Estate, Thane (West) - 400 604 Ph. No. 2583 6640/41/42 & 45

TRISTAR INTERMEDIATES PRIVATE LIMITED
Details of Shares / Debenture Transfers since Closure of Last Financial Year

Type of Transfer	No of Shares / Debentures / Units	Amount per Share / Debenture / Unit (in Rs.)	DP ID / CL ID	Transferor's Name			DP ID / CL ID	Transferee's Name		
				First Name	Middle Name	Surname		First Name	Middle Name	Surname
Equity	17,360	10	IN30154963859008	Uday	Ramakrishna	Marballi	IN30154959649019	Rossari Biotech Limited		
Equity	7,440	10	IN30154930729654	Sanjay	Ramakrishna	Marballi	IN30154959649019	Rossari Biotech Limited		
Equity	24,800	10	IN30154963782899	Debashis	-	Chakraborty	IN301549 59649019	Rossari Biotech Limited		
Equity	24,800	10	IN30047642024646	Ramkrishna	-	Thite	IN301549 31032240	Rossari Biotech Limited		

For Tristar Intermediates Private Limited

Sunil Chari
Director
DIN : 00149083

TRISTAR INTERMEDIATES PVT. LTD.

Regd. Office & Works : C1/B 3201 to 3203, GIDC, Sarigam - 396 155. Dist. Valsad, Guj. • Tel.: 0260 - 2780617, 2780696

Thane Off : 509, 5th Floor Lodha Supremus Road No. 22, M.I.D.C., Wagle Estate, Thane (West) - 400 604 Ph. No. 2583 6640/41/42 & 45

To,
The Registrar of Companies
 Everest Building, 100 Marine Drive,
 Mumbai 400 002

Dear Sir,

Subject: Clarification to Annual Return for the Financial Year 2022-23.

Please note the following clarifications in respect of Annual Return for Financial Year 2022-23

I. Point number VI (a) (i) of the Annual Return

The Company is a Subsidiary of Public Company and so it needs to have minimum 7 Shareholders. Hence, 2 Individual shareholders are holding shares in the Company on behalf of Rossari Biotech Limited (Holding Company).

II. Point number VII of the Annual Return

The Company is a Subsidiary of Public Company and so it needs to have minimum 7 Shareholders. Accordingly, 2 Individual shareholders are holding shares on behalf of Rossari Biotech Limited Holding Company and Promoter of the Company, Hence, shareholding of aforesaid 2 individual shareholders have been shown under Promoter Category and Promoters has been shown as 3.

III. Point number VIII A (A) and B (i) of the Annual Return

The Company is a Subsidiary of Public Company and so it needs to have minimum 7 Shareholders. Accordingly, 2 Individual shareholders are holding shares on behalf of Rossari Biotech Limited (Holding Company). 2 out of Six Individual shareholders are also Non-Executive Directors and holding shares of the Company as mentioned below:

Sr. No	Name of Director	DIN	Designation	No. of Shares held	% of shares held by directors at the end of the year
1.	Mr. Edward Menezes	00149205	Non-Executive Director	10	0.001
2.	Mr. Sunil Chari	00149083	Non-Executive Director	10	0.001
Total Shares Held by Directors				20	0.002

TRISTAR INTERMEDIATES PVT. LTD.

Regd. Office & Works : C1/B 3201 to 3203, GIDC, Sarigam - 396 155. Dist. Valsad, Guj. • Tel.: 0260 - 2780617, 2780696

Thane Off : 509, 5th Floor Lodha Supremus Road No. 22, M.I.D.C., Wagle Estate, Thane (West) - 400 604 Ph. No. 2583 6640/41/42 & 45

We request you to take the above clarification on record.

Thanking you,

Yours Faithfully,

For Tristar Intermediates Private Limited

Mr. Sunil Chari

Director

DIN: 00149083