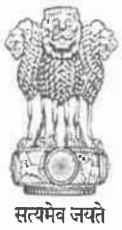
Form No. MGT-7

Annual Return (other than OPCs and Small Companies)
[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



Form language
(•) English ( ) Hindi

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN) — U60100MH2019PLC323444

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY) — 01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY) — 31/03/2025

(c) *Type of Annual filing — (•) Original ( ) Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	API HOLDINGS LIMITED	API HOLDINGS LIMITED
Registered office address	1st Floor, E-Shape Building, Ashok Silk Mills Compound,,,202, L.B.S Marg, Ghatkopar (West),,Mumbai,Mumbai,Mumbai,Maharashtra,India,400086	1st Floor, E-Shape Building, Ashok Silk Mills Compound,,,202, L.B.S Marg, Ghatkopar (West),,Mumbai,Mumbai,Mumbai,Maharashtra,India,400086
Latitude details	19.095508	19.095508
Longitude details	72.91542	72.91542

(a) *Photograph of the registered office of the Company showing external building and name prominently visible — Registered Office.pdf

(b) *Permanent Account Number (PAN) of the company — AA******1E

(c) *e-mail ID of the company — *****ratesecretarial@apiholdings.in

(d) *Telephone number with STD code — 02*******00

(e) Website	www.apiholdings.in
iv *Date of Incorporation (DD/MM/YYYY)	31/03/2019
v (a) *Class of Company (as on the financial year end date) *(Private company/Public Company/One Person Company)*	Public company
(b) *Category of the Company (as on the financial year end date) *(Company limited by shares/Company limited by guarantee/Unlimited company)*	Company limited by shares
(c) *Sub-category of the Company (as on the financial year end date) *(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)*	Indian Non-Government company
vi *Whether company is having share capital (as on the financial year end date)	(●) Yes ( ) No
vii (a) Whether shares listed on recognized Stock Exchange(s)	( ) Yes (●) No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code

viii Number of Registrar and Transfer Agent: 1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058

ix * (a) Whether Annual General Meeting (AGM) held	(●) Yes ( ) No
(b) If yes, date of AGM (DD/MM/YYYY)	24/09/2025
(c) Due date of AGM (DD/MM/YYYY)	30/09/2025
(d) Whether any extension for AGM granted	( ) Yes (●) No
(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension	

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities: 2

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	G	Wholesale and retail trade; repair of motor vehicles and motorcycles	45	Wholesale and retail trade; repair of motor vehicles and motorcycles	88.36
2	H	Transportation and storage	49	Land Transport and transport via pipelines	11.64

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

i *No. of Companies for which information is to be given: 34

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1	U74990MH2019PTC325721		AHWSPL INDIA PRIVATE LIMITED	Subsidiary	100
2	U74999MH2019PTC325869		ASCENT WELLNESS AND PHARMA SOLUTIONS PRIVATE LIMITED	Subsidiary	100
3	U72900MH2019PTC327097		AYCON GRAPH CONNECT PRIVATE LIMITED	Subsidiary	100
4	U74999MH2019PTC320524		THREPSI SOLUTIONS PRIVATE LIMITED	Subsidiary	100

5	U74999MH2017PTC441194		AYRO RETAIL SOLUTIONS PRIVATE LIMITED	Subsidiary	100
6	U24304KA2017PTC106747		AKP HEALTHCARE PRIVATE LIMITED	Subsidiary	51
7	U51909HR2017PTC071447		ARYAN WELLNESS PRIVATE LIMITED	Subsidiary	100
8	U24304KA2017PTC106716		VENKATESH MEDICO PRIVATE LIMITED	Subsidiary	51
9	U51103MH2016PTC442989		MAHAVEER MEDI-SALES PRIVATE LIMITED	Subsidiary	85
10	U51101MH2015PTC270083		DIAL HEALTH DRUG SUPPLIES PRIVATE LIMITED	Subsidiary	100
11	U72900MH2016PTC443000		DOCON TECHNOLOGIES PRIVATE LIMITED	Subsidiary	100
12	U24290KA2018PTC119413		AUSHAD PHARMA DISTRIBUTORS PRIVATE LIMITED	Subsidiary	60
13	U74999MH2013PTC247908		DESAI PHARMA DISTRIBUTORS PRIVATE LIMITED	Subsidiary	100
14	U74999MH2013PTC248123		EASTERN AGENCIES HEALTHCARE PRIVATE LIMITED	Subsidiary	100
15	U74999DL2016PTC304376		D. C. AGENCIES PRIVATE LIMITED	Subsidiary	100
16	U51909MH2016PTC449216		MUTHU PHARMA PRIVATE LIMITED	Subsidiary	100
17	U85120MH1999PTC449218		PEARL MEDICALS PRIVATE LIMITED	Subsidiary	100
18	U51109MH2016PTC449215		RAU AND CO PHARMA PRIVATE LIMITED	Subsidiary	100
19	U51909MH2009PTC449217		SHELL PHARMACEUTICALS PRIVATE LIMITED	Subsidiary	100
20	U51909MH2018PTC402763		AVIGHNA MEDICARE PRIVATE LIMITED	Subsidiary	100
21	U74120MH2011PLC212839		NUECLEAR HEALTHCARE LIMITED	Subsidiary	100
22	L85110MH2000PLC123882		THYROCARE TECHNOLOGIES LIMITED	Subsidiary	71.06

23	U74999MH2018PTC437764		AKNA MEDICAL PRIVATE LIMITED	Subsidiary	100
24	U74999MH2017PTC297024		EQUINOX LABS PRIVATE LIMITED	Associate	30
25	U33110DL2014PTC268297		ALLUMER MEDICAL PRIVATE LIMITED	Subsidiary	100
26	U51909KA2021PTC148214		SUPPLYTHIS TECHNOLOGIES PRIVATE LIMITED	Subsidiary	100
27	U72900KA2021PTC147222		HEALTHCHAIN PRIVATE LIMITED	Subsidiary	70
28	U85100MH2021PTC371921		CARE EASY HEALTH TECH PRIVATE LIMITED	Subsidiary	100
29	U51900DL2020PTC370176		IMPEX HEALTHCARE PRIVATE LIMITED	Associate	26
30	U52310MH2006PTC159945		SHREEJI DISTRIBUTORS PHARMA PRIVATE LIMITED	Subsidiary	100
31	U85110KA1997PTC022000		VARDHMAN HEALTH SPECIALITIES PRIVATE LIMITED	Subsidiary	100
32	U85300TZ2022PTC039112		THINK HEALTH DIAGNOSTICS PRIVATE LIMITED	Subsidiary	100
33		168657943	Thyrocare Laboratories (Tanzania) Limited	Joint Venture	50
34		ABC-1246	Pulse Hitech Health Services (Ghatkopar) LLP	Subsidiary	51

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	30000000000.00	6516668712.00	6516668712.00	6516668712.00
Total amount of equity shares (in rupees)	30000000000.00	6516668712.00	6516668712.00	6516668712.00

Number of classes 1

Class of shares Equity Shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	30000000000	6516668712	6516668712	6516668712
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	30000000000.00	6516668712.00	6516668712	6516668712

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	5000000000.00	433000609.00	433000609.00	433000609.00
Total amount of preference shares (in rupees)	5000000000.00	433000609.00	433000609.00	433000609.00

Number of classes 1

Class of shares Preference Shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	5000000000	433000609	433000609	433000609
Nominal value per share (in rupees)	1	1	1	1
Total amount of preference shares (in rupees)	5000000000.00	433000609.00	433000609	433000609

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	0	6240435432	6240435432.00	6240435432	6240435432	
Increase during the year	0.00	276233280.00	276233280.00	276233280.00	276233280.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	77937629	77937629.00	77937629	77937629	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	198295651	198295651.00	198295651	198295651	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify						
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify			0			
At the end of the year	0.00	6516668712.00	6516668712.00	6516668712.00	6516668712.00	
(ii) Preference shares						
At the beginning of the year	0	256536447	256536447.00	256536447	256536447	
Increase during the year	0.00	186374897.00	186374897.00	186374897.00	186374897.00	0

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
i Issues of shares	0	186374897	186374897.00	186374897	186374897	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify			0			
Decrease during the year	0.00	9910735.00	9910735.00	9910735.00	9910735.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Conversion of Preferene Shares into Equity Shares	0	9910735	9910735.00	9910735	9910735	
At the end of the year	0.00	433000609.00	433000609.00	433000609.00	433000609.00	

ISIN of the equity shares of the company: INE0DJ201029

ii Details of stock split/consolidation during the year (for each class of shares): 0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☑ Nil

Number of transfers:

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes: 1

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Non-Convertible Debentures	154538	100000	15453800000.00
Total	154538.00	100000.00	15453800000.00

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-Convertible Debentures	23186700000	0	7732900000	15453800000.00
Total	23186700000.00	0.00	7732900000.00	15453800000.00

(b) Partly convertible debentures

*Number of classes: 0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes | 0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	23186700000.00	0.00	7732900000.00	15453800000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	23186700000.00	0.00	7732900000.00	15453800000.00

v Securities (other than shares and debentures) | 0

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

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

i *Turnover	5497015627
ii * Net worth of the Company	30024844691.35

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00

10	Others				
	Total	0.00	0	0.00	0

Total number of shareholders (promoters) 0

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	**Percentage**	**Number of shares**	**Percentage**
1	Individual/Hindu Undivided Family				
	(i) Indian	1436648475	22.05	37120376	8.57
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	20951635	0.32	1137082	0.26
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	4481675925	68.77	357637276	82.60

10	Others AIF, TRUST	577392677	8.86	37105875	8.57
	Total	6516668712.00	100	433000609.00	100

Total number of shareholders (other than promoters) 40433

Total number of shareholders (Promoters + Public/Other than promoters) 40433.00

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

Sl.No	Category	
1	Individual - Female	6198
2	Individual - Male	19720
3	Individual - Transgender	0
4	Other than individuals	14515
	Total	40433.00

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

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	0	0
Members (other than promoters)	28739	40433
Debenture holders	6	3

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	0	0	0	0	0
B Non-Promoter	3	7	3	10	1.01	0.50
i Non-Independent	3	3	3	6	1.01	0.2
ii Independent	0	4	0	4	0	0.3
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others						
Total	3	7	3	10	1.01	0.50

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 16

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
ADITYA PURI	00062650	Director	13117280	
DEEPAK CALIAN VAIDYA	00337276	Director	19452230	
SUBRAMANIAM SOMASUNDARAM	01494407	Director	0	
ANKUR NAND THADANI	03566737	Director	0	
JAYDEEP DAHYALAL TANK	05014753	Director	183370	

SIDDHARTH BHASKAR SHAH	05186193	Managing Director	40887880	
VINEETA RAI	07013113	Director	0	
DHAVAL SHAH	07485688	Whole-time director	11504075	
ASHUTOSH SHARMA	07825610	Director	0	
HARDIK KISHOR DEDHIA	06660799	Whole-time director	13597870	
SHYAM POWAR	01679598	Director	0	
RANJAN RAMDAS PAI	00863123	Director	0	
DOVALDAS BUZINSKAS	08935969	Director	0	
DRASHTI SHRIRAM SHAH	AUHPS6598N	Company Secretary	0	
PRADYUMNA MAHESHWARI	AAYPM5481D	CFO	0	01/06/2025
SIDDHARTH BHASKAR SHAH	BIGPS6015Q	CEO	40887880	

B (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 (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
YATHARTH BHARGOVA	AJCPB3075H	CFO	30/09/2024	Cessation
PRADYUMNA MAHESHWARI	AAYPM5481D	CFO	14/01/2025	Appointment

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 2

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding

Postal Ballot	14/09/2024	30513	239	57.72
Annual General Meeting	30/09/2024	31385	50	3.52

B BOARD MEETINGS

*Number of meetings held | 6

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	09/04/2024	10	7	70
2	15/05/2024	10	7	70
3	22/08/2024	13	12	92.31
4	04/09/2024	13	9	69.23
5	20/11/2024	13	10	76.92
6	18/02/2025	13	11	84.62

C COMMITTEE MEETINGS

Number of meetings held | 9

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Nomination and Remuneration Committee	15/05/2024	3	2	66.67
2	Nomination and Remuneration Committee	22/08/2024	4	3	75
3	Nomination and Remuneration Committee	04/09/2024	4	2	50
4	Nomination and Remuneration Committee	20/11/2024	4	3	75

5	Audit Committee	15/05/2024	3	2	66.67
6	Audit Committee	21/08/2024	4	4	100
7	Audit Committee	04/09/2024	4	3	75
8	Audit Committee	20/11/2024	4	4	100
9	Audit Committee	14/02/2024	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	24/09/2025 (Y/N/NA)
1	ADITYA PURI	6	6	100	0	0	0	Yes
2	DEEPAK CALIAN VAIDYA	6	6	100	9	9	100	Yes
3	SUBRAMANIAM SOMASUNDARAM	6	4	66	5	5	100	Yes
4	ANKUR NAND THADANI	6	4	66	4	2	50	No
5	JAYDEEP DAHYALAL TANK	6	3	50	4	2	50	Yes
6	SIDDHARTH BHASKAR SHAH	6	6	100	0	0	0	Yes
7	VINEETA RAI	6	6	100	4	4	100	Yes
8	DHAVAL SHAH	4	4	100	0	0	0	Yes
9	ASHUTOSH SHARMA	6	4	66	0	0	0	No
10	HARDIK KISHOR DEDHIA	4	4	100	0	0	0	No
11	SHYAM POWAR	4	3	75	4	3	75	No
12	DOVALDAS BUZINSKAS	4	2	50	0	0	0	No
13	RANJAN RAMDAS PAI	4	3	75	3	2	66	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered | 3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SIDDHARTH BHASKAR SHAH	Managing Director	12000000	0	0	3000000	15000000.00
2	HARDIK KISHOR DEDHIA	Whole-time director	13800000	0	0	3000000	16800000.00
3	DHAVAL SHAH	Whole-time director	13778400	0	0	3000000	16778400.00
	Total		39578400.00	0.00	0.00	9000000.00	48578400.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered | 3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	DRASHTI SHRIRAM SHAH	Company Secretary	11138400	0	0	561600	11700000.00
2	PRADYUMNA MAHESHWARI	CFO	5801804	0	0	5400	5807204.00
3	YATHARTH BHARGOVA	CFO	8989200	0	0	1494407	10483607.00
	Total		25929404.00	0.00	0.00	2061407.00	27990811.00

C *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	DEEPAK CALIAN VAIDYA	Director	2500000	0	0	150000	2650000.00
2	SUBRAMANIAM SOMASUNDARAM	Director	4500000	0	0	90000	4590000.00
3	VINEETA RAI	Director	2500000	0	0	100000	2600000.00
4	JAYDEEP DAHYALAL TANK	Director	1200000	0	0	50000	1250000.00
	Total		10700000.00	0.00	0.00	390000.00	11090000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ◉ Yes ○ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/ DIRECTORS/OFFICERS ☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES ☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder 40436

XIV Attachments

(a) List of share holders, debenture holders Details of Shareholder or Debenture holder (4).xlsm

(b) Optional Attachment(s), if any Declaration_Beneficial Interest_final.pdf
API_MGT-8- 2024-25-FinalHH.pdf
Clarification Letter_MGT-7.pdf

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

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

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of API HOLDINGS LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:
A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1 its status under the Act;
2 maintenance of registers/records & making entries therein within the time prescribed therefor;
3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5 closure of Register of Members / Security holders, as the case may be.
6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7 contracts/arrangements with related parties as specified in section 188 of the Act;
8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15 acceptance/ renewal/ repayment of deposits;
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the

provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by	
Name	Hemanshu Rohit Upadhyay
Date (DD/MM/YYYY)	26/11/2025
Place	Mumbai

Whether associate or fellow:

(•) Associate ( ) Fellow

Certificate of practice number	2*2*9

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

*(a) DIN/PAN/Membership number of Designated Person	22968
*(b) Name of the Designated Person	DRASHTI SHRIRAM SHAH

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 33 dated* (DD/MM/YYYY) 27/08/2020 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

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

2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**	
*Designation *(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))*	Director
*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator	0*1*6*9*

***To be digitally signed by**

◉ Company Secretary ○ Company secretary in practice

*Whether associate or fellow:

◉ Associate ○ Fellow

Membership number: 2*9*8

Certificate of practice number:

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

For office use only:

eForm Service request number (SRN): AB9167457

eForm filing date (DD/MM/YYYY): 03/12/2025

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

HRU & ASSOCIATES
Company Secretaries

Mobile(s): 9967744943/8104259060
E-mail: hemanshu.upadhyay14@gmail.com

Hemanshu R. Upadhyay
B. Com., A.C.S.

OFFICE:
OFFICE 15, 1st Floor, Rekha Building, Daulat Nagar, Near Sheth D.M High School, Mumbai -400067.

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 **API Holdings Limited** (CIN: U60100MH2019PLC323444) having registered office at 1st Floor, E-Shape Building, Ashok Silk Mills Compound, 202, L.B.S Marg, Ghatkopar (West), Mumbai- 400086, Maharashtra, India (the "**Company**") as required to be maintained under the Companies Act, 2013 (the "**Act**") and the rules made thereunder (hereinafter collectively referred as **"the Act"**) for the financial year ended on **March 31, 2025** (hereinafter referred as **"the year"** or **"financial year"**). 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 2024-2025 correctly and adequately.

B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made thereunder in respect of the following:

1. its status under the Act is active - **During the year under review, the Company was a Public Limited Company limited by shares.**

2. Maintenance of all the registers & records and has made entries therein within the time prescribed thereof, as and when applicable.

3. filing of the forms and returns as required under the Act, with the Registrar of Companies (ROC), Regional Director, Central Government, ~~Tribunal, other Court or other authorities~~, wherever applicable within/beyond the time prescribed under the Act.

4. calling/ convening/ holding meetings of the Board of Directors or its committees thereof and the meetings of the members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given, and the proceedings including the circular resolutions passed by the Board of Directors and /or the members of the committees of the Board of Directors and resolutions passed by shareholders of the Company through postal ballot have been properly

HRU & ASSOCIATES
Company Secretaries

Mobile(s): 9967744943/8104259060
E-mail: hemanshu.upadhyay14@gmail.com

Hemanshu R. Upadhyay
B. Com., A.C.S.

OFFICE:
OFFICE 15, 1st Floor, Rekha Building, Daulat Nagar, Near Sheth D.M High School, Mumbai -400067.

recorded in their Minutes Book/Register Maintained for the purpose and same have been signed.

5. closure of Register of Members/Security holders as the case may be. **The Company was not required to close its registers of members/security holders during the financial year under review. The Company has fixed record date for members for various corporate actions.**

6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act- **There were no transactions undertaken which would fall within the purview of Section 185 of the Act during the Financial Year under review.**

7. contracts/ arrangements with related parties as specified in section 188 of the Act - **As informed and on the basis of documents furnished, it has been observed that the Company has entered into transactions with the Related Parties in compliance with the provisions of 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/ credit of shares in all instances:-
   As informed and on the basis of documents furnished, it has been observed that during the period under review:
   - **27,62,33,280 equity shares allotted pursuant to ESOP exercises and conversion of CCPS A and CCPS B**
   - **18,63,74,897 Series B CCPS allotted pursuant to rights issue and private placement.**

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- **Not applicable to the Company during the financial year under review.**

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- **Not applicable to the Company during the financial year under review.**

HRU & ASSOCIATES
Company Secretaries

Mobile(s): 9967744943/8104259060
E-mail: hemanshu.upadhyay14@gmail.com

Hemanshu R. Upadhyay
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OFFICE:
OFFICE 15, 1st Floor, Rekha Building, Daulat Nagar, Near Sheth D.M High School, Mumbai -400067.

11. signing of the audited financial statement was done as per the provisions of section 134 of Act and report of directors is as per sub-section (3), (4), and (5) of the Act.

12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them-

    There were following changes in the Board of Directors/ Key Managerial Personnel during the year under review:

    a. **Mr. Hardik Kishor Dedhia (DIN: 06660799) and Mr. Dhaval Shah (DIN: 07485688) were appointed as Whole-Time Directors of the Company with effect from May 15, 2024, for a tenure up to September 30, 2026.**
    b. **Mr. Ranjan Ramdas Pai (DIN: 00863123), Mr. Shyam Powar (DIN: 01679598) and Mr. Dovaldas Buzinskas (DIN: 08935969) were appointed as the Non-Executive- Non- Independent Directors of the Company with effect from May 15, 2024.**
    c. **Mr. Dharmil Sheth (DIN: 06999772) and Mr. Harsh Parekh (DIN: 06661731) tendered their resignations and ceased to be the Whole-Time Directors of the Company with effect from May 15, 2024.**
    d. **Mr. Pranav Saxena was appointed as Chief Product and Technology Officer of the Company with effect from May 15, 2024.**
    e. **Mr. Yartharth Bhargova tendered his resignation and ceased to be the Chief Financial Officer (CFO) of the Company with effect from September 30, 2024.**
    f. **Mr. Pradyumna Maheshwari was appointed as the Chief Financial Officer (CFO) of the Company with effect from January 14, 2025.**
    g. **Mr. Hardik Kishor Dedhia (DIN: 06660799), Mr. Dhaval Shah (DIN: 07485688), Mr. Dharmil Sheth (DIN: 06999772) and Mr. Harsh Parekh (DIN:06661731) ceased to be the KMPs of the Company with effect from January 1, 2025.**

13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act- **Not applicable to the Company during the financial year under review.**

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

15. acceptance/ renewal/ repayment of deposits- **Not applicable to the Company during the financial year under review.**

HRU & ASSOCIATES
Company Secretaries

Mobile(s): 9967744943/8104259060
E-mail: hemanshu.upadhyay14@gmail.com

Hemanshu R. Upadhyay
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OFFICE:
OFFICE 15, 1st Floor, Rekha Building, Daulat Nagar, Near Sheth D.M High School, Mumbai -400067.

16. borrowing from its ~~director~~, ~~members~~, public financial institutions, banks and others and creation/ modification/ satisfaction of charge in respect of charge wherever applicable;

17. loans and investment or guarantee given or providing of securities to other body corporates or person falling under the provisions of Section 186 of the Act;

18. Alteration of the provisions of the Memorandum and Articles of Association of the Company- **During the year under review, the Company through Postal Ballot on August 14, 2024, has altered its Articles of Association by incorporating the provisions of the Eleventh Amended and Restated Shareholders Agreement dated October 26, 2023, and there were no alterations in the Memorandum of Association.**

For HRU & Associates
Company Secretaries

Hemanshu Upadhyay
Proprietor
Membership No. 46800
C.P. No. 20259
UDIN: A046800G002040968
Date: 26/11/2025
Place: Mumbai

फार्मइझी
PharmEasy
NO SMOKING
GPS Map Camera
Google
Mumbai, Maharashtra, India 🇮🇳
E Shape Building, 1st Floor, Ashok Silk Mills Compound, Lal Bahadur Shastri Marg, Opposite Damodar Park, Nityanand Nagar, Ghatkopar West, Mumbai, Maharashtra 400086, India
Lat 19.095213° Long 72.915172°
Friday, 14/11/2025 04:01 PM GMT +05:30

ए पी आय होल्डिंग्स लिमिटेड
नोंदणीकृत कार्यालय.
इ-शेप बिल्डिग, पहिला मजला, अशोक सिल्क मिल्स कंपाऊंड, २०२, एल.बी.एस. मार्ग, घाटकोपर (प), मुंबई ४०००८६, महाराष्ट्र, इंडिया
API HOLDINGS LIMITED
REGISTERED OFFICE:
E-SHAPE BUILDING, 1ST FLOOR, ASHOK SILK MILLS COMPOUND, 202, L.B.S. MARG, GHATKOPAR (W), MUMBAI 400086, MAHARASHTRA, INDIA.
CIN : U60100MH2019PLC323444
GST No : 27AASCA1201E1Z3
GPS Map Camera
Google
Mumbai, Maharashtra, India
E Shape Building, 1st Floor, Ashok Silk Mills Compound, Lal Bahadur Shastri Marg, Opposite Damodar Park, Nityanand Nagar, Ghatkopar West, Mumbai, Maharashtra 400086, India
Lat 19.095205° Long 72.915196°
Friday, 14/11/2025 04:00 PM GMT +05:30

API HOLDINGS LIMITED

Date: November 03, 2025

To,
Registrar of Companies, Maharashtra, Mumbai
100 "Everest", Marine Drive,
Mumbai – 400002.

Sub: Submission of information in the e-form MGT-7 i.e. Annual Return of API Holdings Limited ("Company") for the financial year ended on March 31, 2025.

Respected Sir,

This is to inform your good office that, the Company hereby wishes to provide the clarification for the details mentioned in against the following sections of the Form MGT-7 filed for the financial year ended on March 31, 2025.

1. **Particulars of Holding, Subsidiary and Associate Companies (Including Joint Ventures)**

Pursuant to the point III of the said e-form MGT-7, the Company is required to provide details of its Holding, Subsidiary, and Associate Companies (including Joint Ventures). It is hereby noted that **Healthchain Private Limited**, a step-down subsidiary of the Company, had no assets or liabilities and filed an application for voluntary strike-off with the Ministry of Corporate Affairs on February 11, 2025. The strike-off process was completed on April 29, 2025, and accordingly, Healthchain ceased to be a step-down subsidiary of the Company.

2. **Details of directors and key managerial personnel**:

In the point number *VIII (B) (i)* of Form MGT 7, the Company is required to provide the details of directors and key managerial personnel ("**KMP**"), the Company has provided the details of directors and key managerial personnel as on the closure of financial year basis the drop down available in the Form MGT 7. However, the Company also has other KMP (in addition of KMP mentioned in Form MGT 7) as on the closure of the financial year. The details of the same are as below:

Details of other KMP (in addition of KMP mentioned in Form MGT 7) 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)
Savita Sharma	BCBPS4118M	Chief Human Resource Officer	7,78,580	-

Registered office: 1st Floor, E-Shape Building, Ashok Silk Mills Compound, 202, L.B.S Marg, Ghatkopar (West), Mumbai 400086, Maharashtra, India
Telephone number: +91 22 6864 5200 | **Email**: corporatesecretarial@apiholdings.in
Website: www.apiholdings.in

Rahul Guha	AEOPG8099M	President Operations	34,49,150	-
Pranav Saxena	ALXPS6052N	Chief Product and Technology Officer	-	-

3. **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 on of the company):**

Under Point IV(iii) of Form MGT-7, the Company is required to furnish information regarding the transfer of shares/debentures transfer since closure date of last financial year. The Company would like to clarify that all shares and debentures are held in dematerialized (demat) form. It is pertinent to note that transfers in demat mode are facilitated by the depositories independently, without any involvement from the Company. Therefore, in point IV(iii), is marked as "Not Applicable."

4. **Number of Promoters, Members, Debenture Holders and Break-up of Total Number of Shareholders (Promoters + Other than Promoters)**

The Number of Members are not consolidated on a PAN and Class basis.

Additionally, **it may be noted that gender bifurcation is available only in the CDSL Benpos and for those folios where shareholders have updated such information with their respective Depository Participants (DPs). Further, no gender bifurcation data is provided by NSDL. Accordingly, the summary mentioned above is purely based on inputs received from CDSL, and the remaining count has been reflected under the "Other than Individuals" category.**

5. **Meetings of Members/Class of Members/ Board/Committees of the Board of Directors – Committee Meetings**

Under point no. IX (C) of the form MGT-7: Please note that the Audit Committee meeting scheduled on 14/02/2025 was adjourned, and the adjourned meeting was held on 17/02/2025 to discuss the pending agenda items. The attendance of the members at the adjourned meeting was as follows:

Members of Audit Committee	Attendance
Mr. Subramaniam Somasundaram	Present
Mr. Deepak Vaidya	Present
Mr. Ankur Thadani	Present
Ms. Vineeta Rai	Leave of Absence

API HOLDINGS LIMITED

6. **Remuneration of Directors and Key Managerial Personnel - Number of other directors whose remuneration details to be entered:**

   In point number X (C) of Form MGT-7, the Company is required to furnish details of the number of other directors whose remuneration particulars are to be reported. In this context, the Company has disclosed, under the column titled "Others," the sitting fees paid to the Independent Directors for attending the meetings of the Board and its Committees.

Given the aforementioned circumstances, we kindly request your consideration and acknowledgment of the provided details.

Thanking you.
Yours faithfully,
For API HOLDINGS LIMITED

API HOLDINGS LIMITED

Siddharth Bhaskar Shah
Vice Chairman and Executive Director
DIN: 05186193
Address: Opposite Odeion Cinema, 701/702 B Wing, Kailash Tower, Vallabh Baug Lane, Ghatkopar (East), Mumbai 400 075.

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7

SRN:	AB9167457/1-22687403238	**Service Request Date:** 03/12/2025
SRN Date:	03/12/2025 13:07:26	

RECEIVED FROM:

Name: DRASHTI SHRIRAM SHAH

Address: 902 9th Floor Raheja Plaza 1, B-wing opp. R-city mall LBS Marg Gh, Mumbai, Mumbai, Maharashtra, India, 400086

ENTITY ON WHOSE BEHALF MONEY IS PAID

LLPIN/CIN/DIN: U60100MH2019PLC323444

Name: API HOLDINGS LIMITED

Address: 1st Floor, E-Shape Building, Ashok Silk Mills Compound,,, 202, L.B.S Marg, Ghatkopar (West),, Mumbai, Mumbai, 400086

FULL PARTICULARS OF REMITTANCE

Service Type: eFiling

Service Description	Type of Fee	Amount (Rs.)
Fee for MGT-7	Normal	600
	Additional	0
	Total	**600**

Mode of Payment: Online

Received Payment Rupees: Six Hundred Rupees Only.

Note: The defects or incompleteness in any respect in this application as noticed shall be placed on the Ministry's website(www.mca.gov.in). In case the application is marked as RSUB, please resubmit the application within the due date. Please track the status of your transaction at all times till it is finally disposed off. (please refer Rule 10 of the Companies (Registration offices and Fees) Rules, 2014)