

Form No. MGT-7

Form language

 English Hindi**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]

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L24100MH2009PLC194818

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

01/04/2025

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

31/03/2026

(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	ROSSARI BIOTECH LIMITED	ROSSARI BIOTECH LIMITED
Registered office address	Rossari House, Golden Oak, LBS Marg, Surya Nagar,,Opp. Mahindra Showroom, Vikhroli (West),,Mumbai,Mumbai,Mumbai,Maharashtra,India,400079	Rossari House, Golden Oak, LBS Marg, Surya Nagar,,Opp. Mahindra Showroom, Vikhroli (West),,Mumbai,Mumbai,Mumbai,Maharashtra,India,400079
Latitude details	72.9267	72.9267
Longitude details	19.1149	19.1149

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Registered office photo.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****5G

(c) *e-mail ID of the company

*****ssari.com

(d) *Telephone number with STD code

02*****00

(e) Website

www.rossari.com

iv *Date of Incorporation (DD/MM/YYYY)

10/08/2009

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
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

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)

(c) Due date of AGM (DD/MM/YYYY)

30/09/2026

(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

The Annual General Meeting will be held on July 20, 2026.

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	20	Manufacture of chemicals and chemical products	100

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

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

11

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U24110MH1980PTC022967		UNITOP CHEMICALS PRIVATE LIMITED	Subsidiary	80.00
2	U24231GJ1997PTC032927		TRISTAR INTERMEDIARIES PRIVATE LIMITED	Subsidiary	100.00
3	U24299MH2021PTC357112		ROMAKK CHEMICALS PRIVATE LIMITED	Subsidiary	50.10
4	U24297MH2013PTC251413		BUZIL ROSSARI PRIVATE LIMITED	Subsidiary	100.00
5	U24110MH1999PTC121848		ROSSARI CONSUMER PRODUCTS PRIVATE LIMITED	Subsidiary	100.00

6		C-190217/2023	ROSSARI BANGLADESH LIMITED	Subsidiary	100.00
7		DMCC199606	ROSSARI GLOBAL FZCO	Subsidiary	100.00
8		2055157980	ROSSARI INTERNATIONAL LIMITED COMPANY	Subsidiary	100.00
9		110741907	ROSSARI BIOTCECH TRADING FZE	Subsidiary	100.00
10		0245567002635	UNISTAR THAI CO. LIMITED	Subsidiary	100.00
11		202556114G	ROSSARI (SINGAPORE) PTE. LTD.	Subsidiary	100.00

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	60000000.00	55383366.00	55383366.00	55383366.00
Total amount of equity shares (in rupees)	120000000.00	110766732.00	110766732.00	110766732.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	60000000	55383366	55383366	55383366
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	120000000.00	110766732.00	110766732.00	110766732.00

(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
<input type="text"/>				
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

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	55363766	55363766.00	110727532	110727532	
Increase during the year	0.00	19600.00	19600.00	39200.00	39200.00	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	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
v ESOPs	0	19600	19600.00	39200	39200	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify <input type="text"/>						
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 <input type="text"/>			0			
At the end of the year	0.00	55383366.00	55383366.00	110766732.00	110766732.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <input type="text"/>			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	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	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iv Others, specify <input type="text"/>			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

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

Class of shares		<input type="text"/>
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

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

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
Total				

(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				
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(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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

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

17520656643

ii * Net worth of the Company

12185005895

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	23408140	42.27	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 <input type="text"/>				
	Total	23408140.00	42.27	0.00	0

Total number of shareholders (promoters)

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	11699947	21.13	0	0.00

	(ii) Non-resident Indian (NRI)	267131	0.48	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	2219115	4.01	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	7407876	13.38	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	3262757	5.89	0	0.00
10	Others	7118400	12.85	0	0.00
	AIF,FPI,TRUST, CM,HUF,LLP,KMP				
	Total	31975226.00	57.74	0.00	0

Total number of shareholders (other than promoters)

88554

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

88556

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

Sl.No	Category	
1	Individual - Female	20997
2	Individual - Male	65942
3	Individual - Transgender	0
4	Other than individuals	1617
	Total	88556

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

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	2	2
Members (other than promoters)	94360	88554
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	2	0	2	0	42.26	0
B Non-Promoter	0	4	0	4	0.00	0.00
i Non-Independent	0	0	0	0	0	0

ii Independent	0	4	0	4	0	0
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	0	0	0	0	0	0
Total	2	4	2	4	42.26	0.00

*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 shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
EDWARD WALTER MENEZES	00149205	Whole-time director	16118820	
SUNIL SRINIVASAN CHARI	00149083	Managing Director	7289320	
ASEEM DHRU	01761455	Director	99	
APARNA NARENDRA SHARMA	07132341	Director	0	28/04/2026
ESHA PADMANABHAN ACHAN	10350369	Director	0	
GURUDAS VISHWAS ARAS	02187903	Director	400	
KETAN SABLOK	AFSPS2830M	CFO	0	
PARUL GUPTA	BJFPG6041Q	Company Secretary	2000	

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

0

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)

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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/06/2025	93419	44	68.37

B BOARD MEETINGS

*Number of meetings held

5

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	25/04/2025	6	6	100
2	19/07/2025	6	6	100
3	15/10/2025	6	6	100
4	18/12/2025	6	6	100
5	17/01/2026	6	5	83.33

C COMMITTEE MEETINGS

Number of meetings held

11

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	Audit Committee	25/04/2025	4	4	100

2	Audit Committee	19/07/2025	4	4	100
3	Audit Committee	15/10/2025	4	3	75
4	Audit Committee	17/01/2026	4	4	100
5	Nomination And Remuneration Committee	25/04/2025	3	3	100
6	Nomination And Remuneration Committee	15/10/2025	3	3	100
7	Stakeholders Relationship Committee	19/07/2025	3	3	100
8	Stakeholders Relationship Committee	17/01/2026	3	3	100
9	Risk Management Committee	23/09/2025	4	4	100
10	Risk Management Committee	20/03/2026	4	3	75
11	Corporate Social Responsibility Committee	25/04/2025	3	3	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on <input type="text"/> (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	EDWARD WALTER MENEZES	5	4	80	3	3	100	
2	SUNIL SRINIVASAN CHARI	5	5	100	4	4	100	
3	ASEEM DHRU	5	5	100	4	3	75	
4	APARNA NARENDRA SHARMA	5	5	100	9	9	100	
5	ESHA PADMANABHAN ACHAN	5	5	100	8	8	100	
6	GURUDAS VISHWAS ARAS	5	5	100	9	9	100	

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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Edward Menezes	Whole-time director	11858347	0	0	0	11858347.00
2	Sunil Chari	Managing Director	5696424	0	0	0	5696424.00
	Total		17554771.00	0.00	0.00	0.00	17554771.00

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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Parul Gupta	Company Secretary	3398880	0	0	0	3398880.00
2	Ketan Sablok	CFO	23116092	0	0	0	23116092.00
	Total		26514972.00	0.00	0.00	0.00	26514972.00

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	Aseem Dhru	Director	0	3100000	0	800000	3900000.00
2	Aparna Sharma	Director	0	3100000	0	1400000	4500000.00
3	Esha Achan	Director	0	3100000	0	1300000	4400000.00
4	GURUDAS VISHWAS ARAS	Director	0	3100000	0	1400000	4500000.00
	Total		0.00	12400000.00	0.00	4900000.00	17300000.00

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

88556

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder.xlsm

(b) Optional Attachment(s), if any

List of Foreign Portfolio
Investors.pdf
MGT-8.pdf
Clarification to 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 ROSSARI BIOTECH 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) 31/03/2026

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

Swapneel Patel

Date (DD/MM/YYYY)

Place

Mumbai

Whether associate or fellow:

Associate Fellow

Certificate of practice number

1*6*8

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

* (a) DIN/PAN/Membership number of Designated Person

38895

* (b) Name of the Designated Person

PARUL GUPTA

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* dated*
(DD/MM/YYYY) 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*9*8*

***To be digitally signed by**

Company Secretary Company secretary in practice

***Whether associate or fellow:**

Associate Fellow

Membership number

3*8*5

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)

eForm filing date (DD/MM/YYYY)

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



रोझारी

ROSSARI[®]

रोझारी बायोटेक लिमिटेड

CIN: L24100MH2009PLC194818 | GSTIN: 27AAECR4329C174

कार्यालयाचा पत्ता: रोझारी हाऊस, गोल्डन ओक,
एलबीएस मार्ग, सुर्या नगर, महिंद्रा शोरूम समीर,
विक्रोळी (पश्चिम), मुंबई - ४०००७९, महाराष्ट्र, भारत.

Rossari Biotech Limited

Registered Office Address : Rossari House, Golden Oak, LBS Marg, Surya Nagar,
Opp. Mallinara Showroom, Vikroli (West), Mumbai - 400079, Maharashtra, India



Rossari Biotech Limited

Details in respect of shares held by or on behalf of the FII/ FPIs.					
Name of the FII	Address	Date of Incorporation	Country	Number of shares held	% of shares held
EMERGING MARKETS TARGETED VALUE PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	1951	0.0035
EMERGING MARKETS CORE EQUITY LOWER CARBON ESG SCREENED FUND OF DIMENSIONAL FUNDS PLC	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	2631	0.0048
WORLD ALLOCATION 60/40 FUND OF DIMENSIONAL FUNDS PLC	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	1009	0.0018
DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DIMENSIONAL EMERGING MARKETS SUSTAINABILITY TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	1134	0.002
CITY OF NEW YORK GROUP TRUST	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCOIT PARK NESCO COMPLEX WE HIGHWAY GOREGAONEAST MUMBAI		India	1353	0.0024
AMERICAN CENTURY ETF TRUST- AVANTIS EMERGING MARKETS EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		India	7085	0.0128
AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARKETS EX-CHINA EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		India	888	0.0016
DIMENSIONAL EMERGING MARKETS EX CHINA CORE EQUITY ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	64	0.0001
UNIVERSAL - INVESTMENT- GESELLSCHAFT MBH ON BEHALF OF FOVERUKA PENSION UNIVERSAL	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr, JP MORGANTOWER, OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI		India	3980	0.0072
DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DIMENSIONAL EMERGING MARKETS VALUE TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	1327	0.0024
DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		India	2085	0.0038
EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		India	5964	0.0108
STATE OF ALASKA RETIREMENT AND BENEFITS PLAN MANAGED BY DIMENSIONAL FUND ADVISORS LP	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	995	0.0018
MALABAR INDIA FUND LIMITED	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO- IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAONEAST, MUMBAI		India	131013	0.2366
INDIA AVENUE EQUITY FUND	BNP PARIBAS HOUSE 1 NORTH AVENUE, MAKER MAXITY BANDRAKURLA COMPLEX, BANDRA EAST MUMBAI		India	46980	0.0848
AMERICAN CENTURY ETF TRUST- AVANTIS EMERGING MARKETS SMALL CAP EQUITY ETF	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO- IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI		India	1042	0.0019
EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	5064	0.0091
EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS PLC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		India	3330	0.006
DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	9153	0.0165
EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED COMPANY	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		India	6633	0.012
ALASKA PERMANENT FUND - DIMENSIONAL FUND ADVISORS LP - EMERGING MARKETS SMALL CAP EQUITY	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 25-25 MAHATMA GANDHI ROAD FORT, MUMBAI		India	371	0.0007
SPDR S&P EMERGING MARKETS SMALL CAP ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCOIT PARK NESCO COMPLEX WE HIGHWAY GOREGAONEAST MUMBAI		India	22451	0.0405
EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	1740	0.0031
DIMENSIONAL EMERGING MARKETS SUSTAINABILITY CORE 1 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	1339	0.0024
ALL COUNTRY EX US EQUITY MARKET SUBTRUST OF DFA GROUP TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	2487	0.0045
EMERGING MARKETS CORE EQUITY 2 PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	58536	0.1057
KB INDIA GROWTH EQUITY FUND	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	6117	0.011
INVISAGE INDIA MASTER FUND	KOTAK MAHINDRABANK LIMITED A WING 5TH FLOOR, INTELLION SQUARE INFINITY IT PARK GEN AK VAIDY A MARG MALAD EAST MUMBAI		India	113080	0.2042
WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	2034	0.0037
UTI INDIA DYNAMIC EQUITY FUND	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	417112	0.7531
ACADIAN EMERGING MARKETS MICRO-CAP EQUITY MASTERFUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI		India	4716	0.0085
RED BAY LTD	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POSTBOX NO. 1142, FORT MUMBAI		India	15611	0.0282
BNP PARIBAS FINANCIAL MARKETS - ODI	BNP PARIBAS HOUSE 1 NORTH AVENUE, MAKER MAXITY BANDRAKURLA COMPLEX, BANDRA EAST MUMBAI		India	45	0.0001
CITADEL SECURITIES SINGAPORE PTE. LIMITED	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr, JP MORGANTOWER, OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI		India	2385	0.0043
EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	4090	0.0074
SOCIETE GENERALE - ODI	HSBC GLOBAL SECURITIES SERVICES PL JEEVAN SEVA EXTENSION BUILDING GROUND FLOOR S V ROAD SANTACRUZ WEST MUMBAI		India	16128	0.0291
QUADRATURE TRADING VCC - SUB-FUND NO. 1	JP Morgan Chase Bank, N.A. India Sub Custody 3rd Flr, JP Morgan Tower, Off CST Road Kalina, Santacruz East, Mumbai		India	13130	0.0237
MORGAN STANLEY ASIA (SINGAPORE) PTE. - ODI	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	45	0.0001
DFA INTERNATIONAL CORE EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 25-25 MAHATMA GANDHI ROAD FORT, MUMBAI		India	2836	0.0051
DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	16861	0.0304
DIMENSIONAL EMERGING MARKETS VALUE ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	6041	0.0109
THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	9319	0.0168
SHINSEI UTI INDIA FUND (MAURITIUS) LIMITED	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI		India	257901	0.4657

SHAH PATEL & ASSOCIATES

PRACTISING COMPANY SECRETARIES

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

We have examined the registers, records, books and papers of **ROSSARI BIOTECH LIMITED** (“the Company”) 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, 2026.

In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, 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, to the extent applicable, has complied with provisions of the Act and 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;

*12-01, The Gateway by Wadhwa, Goregaon Mulund Link Road, Mulund
West, Mumbai 400 080, Maharashtra, India.*

Contact: 022-65092513 Email: cs@spassociates.co

SHAH PATEL & ASSOCIATES

PRACTISING COMPANY SECRETARIES

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, wherever applicable;
18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company, wherever applicable.

For **M/s. SHAH PATEL & ASSOCIATES**

Practicing Company Secretaries

Swapneel Patel

Partner

Membership No.: A41106

COP.No.: 15628

Peer Review Certificate no. 7450/2025

UDIN:

Place: Mumbai

Date:

**12-01, The Gateway by Wadhwa, Goregaon Mulund Link Road, Mulund
West, Mumbai 400 080, Maharashtra, India.
Contact: 022-65092513 Email: cs@spassociates.co**

To,

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

Dear Sir/ Madam,

Subject: Clarification to Annual Return for the Financial Year 2025-26.

Please note the following clarifications in respect of Annual Return for Financial Year 2025-26:

1. Point number III of the Annual Return

As on March 31, 2026 the Company is holding 50.10% Shares in Romakk Chemicals Private Limited (“**Romakk**”). Accordingly, pursuant to the applicable provisions of the Companies Act, 2013 Romakk is a Subsidiary of the Company. However, pursuant to the provisions of Indian Accounting Standards Romakk is considered as Associate Company for consolidation purpose.

Following are the details of subsidiaries:

Name of the company	Relation	% of Holding
Unitop Chemicals Private Limited	Subsidiary	80
Tristar Intermediates Private Limited	Wholly owned subsidiary	100
Buzil Rossari Private Limited	Wholly owned subsidiary	100
Rossari Consumer Products Private Limited	Wholly owned subsidiary	100
Romakk Chemicals Private Limited	Subsidiary	50.10
Rossari Bangladesh Limited	Wholly owned subsidiary	100
Rossari Global FZCO <i>(erstwhile known as Rossari Global DMCC)</i>	Wholly owned subsidiary	100
Rossari International Limited Company	Wholly owned subsidiary	100
Rossari Biotech Trading FZE	Wholly owned subsidiary of Rossari Global FZCO	100
Unistar Thai Co. Limited	Wholly owned subsidiary of Rossari Global FZCO	100
Rossari (Singapore) Pte. Ltd.	Wholly owned subsidiary	100

ROSSARI BIOTECH LIMITED

(An ISO 9001:2015 & 14001:2015 Certified Company) (CIN: L24100MH2009PLC194818)

Regd. Office: Rossari House, Golden Oak, LBS Marg, Surya Nagar, Opp. Mahindra Showroom, Vikhroli (West), Mumbai - 400079, Maharashtra, India. T: +91-22-6123 3800

Factory : Plot No. 10 & 11, Survey No. 90/1/10 & 90/1/11/1, Khumbharwadi, Village Naroli, Silvassa - 396235, Dadra & Nagar Haveli (U.T.), India. T: 0260-669 3000

: Plot No. D3-24-2 & D3-24-3, Phase III, GIDC Dahej, Village Galenda, Taluka Vagra, Bharuch, Gujarat - 392130, India. T: +91-2641-661621

 info@rossari.com

 www.rossari.com

2. Point number VI (A) and (B) of the Annual Return

Following are the shareholding of the Promoter and Members of Promoter Group:

Sr. No	Name	Promoter/ Promoter Group	Category	No. of Shares Held	Percentage (%) of Shares Held
1.	Edward Menezes	Promoter	Individual - Indian Point VI (A)	16118820	29.10
2.	Sunil Srinivasan Chari	Promoter	Individual - Indian Point VI (A)	72,89,320	13.16
3.	Anita Menezes	Promoter Group	Individual - Indian of Point VI (B)	1002630	1.81
4.	Jyotishna Sunil Chari	Promoter Group	Individual - Indian of Point VI (B)	25,00,330	4.51
5.	Yash Sunil Chari	Promoter Group	Individual - Indian of Point VI (B)	24,65,000	4.45
6.	Mikhail Menezes	Promoter Group	Individual - Indian of Point VI (B)	133200	0.24
7.	Menezes Family Trust - in the name of Edward Walter Menezes and Anita Menezes	Promoter Group	Others of Point VI (B)	110000	0.20
8.	Chari Family Trust - in the name of Sunil Srinivasan Chari and Jyotishna Sunil Chari	Promoter Group	Others of Point VI (B)	51,10,000	9.23
9.	Rossari Biotech (India) Private Limited	Promoter Group	Body Corporate of Point VI (B)	3016200	5.45

We would like to clarify that shareholding of Promoter Group is disclosed under Point VI (B) of the Annual Return in the respective available category, as in Point VI (A) shareholding of Promoters only has to be mentioned.

ROSSARI BIOTECH LIMITED

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: Plot No. D3-24-2 & D3-24-3, Phase III, GIDC Dahej, Village Galenda, Taluka Vagra, Bharuch, Gujarat - 392130, India. T: +91-2641-661621

Further, we would like to clarify that the number of Individual - Male and Female shareholders disclosed under Point VI of the Annual Return i.e. “Breakup of total number of shareholders (Promoters + Other than promoters)” is based on the data available with Depository Participant and data made available by the Company’s Registrar and Share Transfer Agent (“RTA”). It may be noted that, in instances where gender information was not provided in the data received, such shareholders have been classified under the “Individual - Male” category, based on the available records. Breakup of the data received is as follows:

Sr. No.	Category	Number of shareholders
1.	Individual - Female	20997
2.	Individual - Male	42257
3.	Individual - Transgender	0
4.	Other than Individuals	1617
5.	Data on male and female not available in depository records*	23685
Total		88556

* Same has been added in the Individual - Male category in the form to match with the total number of shareholders as on March 31, 2026.

We request you to take the above clarification on record.

Thanking you,

Yours Faithfully,

For Rossari Biotech Limited

Parul Gupta

Company Secretary & Head - Legal

Membership No.: A38895

ROSSARI BIOTECH LIMITED

(An ISO 9001:2015 & 14001:2015 Certified Company) (CIN: L24100MH2009PLC194818)

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