

MINISTRY OF CORPORATE AFFAIRS**RECEIPT****G.A.R.7****SRN :** F64584345**Service Request Date :** 19/09/2023**Payment made into :** State Bank of India**Received From :****Name :** ASHISH JHA**Address :** kanchenjunga building
sixth floor barakhamba road
delhi, Delhi
IN - 110001**Entity on whose behalf money is paid****CIN:** L74899DL1989PLC035140**Name :** DCM SHRIRAM INDUSTRIES LIMITED**Address :** KANCHENJUNGA BUILDING
18, BARAKHAMBA ROAD
NEW DELHI, Delhi
India - 110001**Full Particulars of Remittance****Service Type:** eFiling

| Service Description | Type of Fee | Amount(Rs.) |
|--|--------------------|--------------------|
| Fee for Form MGT-7 for the financial year ending on 2023 | Normal | 600.00 |
| Total | | 600.00 |

Mode of Payment: Internet Banking - State Bank of India**Received Payment Rupees:** Six Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar , then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)

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

L74899DL1989PLC035140

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACD0204C

(ii) (a) Name of the company

DCM SHRIRAM INDUSTRIES LIM

(b) Registered office address

KANCHENJUNGA BUILDING
18, BARAKHAMBA ROAD
NEW DELHI
Delhi
110001

(c) *e-mail ID of the company

dsil@dcmsr.com

(d) *Telephone number with STD code

01143745000

(e) Website

www.dcmsr.com

(iii) Date of Incorporation

21/02/1989

| (iv) | Type of the Company | Category of the Company | Sub-category of the Company |
|------|---------------------|---------------------------|-------------------------------|
| | Public Company | Company limited by shares | Indian Non-Government company |

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

| S. No. | Stock Exchange Name | Code |
|--------|--|-------|
| 1 | BSE LIMITED | 1 |
| 2 | NATIONAL STOCK EXCHANGE OF INDIA LIMITED | 1,024 |

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM

12/08/2023

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 3

| 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 | C1 | Food, beverages and tobacco products | 61 |
| 2 | C | Manufacturing | C2 | Textile, leather and other apparel products | 20 |
| 3 | C | Manufacturing | C6 | Chemical and chemical products, pharmaceuticals, medicinal chemical and | 19 |

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

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

4

Pre-fill All

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|---------------------|------------|--|------------------|
|------|---------------------|------------|--|------------------|

| | | | | |
|---|---------------------------|-----------------------|------------|-------|
| 1 | DAURALA FOODS AND BEVERA | U74899DL1994PTC062686 | Subsidiary | 100 |
| 2 | DCM HYUNDAI LIMITED | U93090DL1995PLC273604 | Associate | 49.28 |
| 3 | DCM SHRIRAM FINE CHEMICAL | U24296DL2021PLC387429 | Subsidiary | 100 |
| 4 | DCM SHRIRAM INTERNATIONAL | U17299DL2022PLC404291 | Subsidiary | 100 |

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of equity shares | 325,000,000 | 86,992,185 | 86,992,185 | 86,992,185 |
| Total amount of equity shares (in Rupees) | 650,000,000 | 173,984,370 | 173,984,370 | 173,984,370 |

Number of classes

1

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| EQUITY SHARES | | | | |
| Number of equity shares | 325,000,000 | 86,992,185 | 86,992,185 | 86,992,185 |
| Nominal value per share (in rupees) | 2 | 2 | 2 | 2 |
| Total amount of equity shares (in rupees) | 650,000,000 | 173,984,370 | 173,984,370 | 173,984,370 |

(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 | 1,959,125 | 85,033,060 | 86992185 | 173,984,370 | 173,984,370 | |
| 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 | | | | 0 | 0 | 0 |
| DEMATERIALIZATION | | | | | | |
| 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 | | | | 0 | 0 | |
| DEMATERIALIZATION | | | | | | |
| At the end of the year | 1,959,125 | 85,033,060 | 86992185 | 173,984,370 | 173,984,370 | |
| 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 | | | | | | |
| | | | | | | |
| 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 | | | | | | |
| | | | | | | |
| At the end of the year | 0 | 0 | 0 | 0 | 0 | |

ISIN of the equity shares of the company

INE843D01027

(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 style="width: 100%;" type="text"/> | |
| Date of registration of transfer (Date Month Year) | | <input style="width: 100%;" type="text"/> | |
| Type of transfer | <input style="width: 50px;" type="text"/> | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock | |
| Number of Shares/ Debentures/ Units Transferred | <input style="width: 150px;" type="text"/> | Amount per Share/ Debenture/Unit (in Rs.) | <input style="width: 150px;" type="text"/> |
| Ledger Folio of Transferor | | <input style="width: 100%;" type="text"/> | |
| Transferor's Name | <input style="width: 150px;" type="text"/> | <input style="width: 150px;" type="text"/> | <input style="width: 150px;" type="text"/> |
| | Surname | middle name | first name |
| Ledger Folio of Transferee | | <input style="width: 100%;" type="text"/> | |
| Transferee's Name | <input style="width: 150px;" type="text"/> | <input style="width: 150px;" type="text"/> | <input style="width: 150px;" type="text"/> |
| | Surname | middle name | first name |
| Date of registration of transfer (Date Month Year) | | <input style="width: 100%;" type="text"/> | |
| Type of transfer | <input style="width: 50px;" type="text"/> | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock | |
| Number of Shares/ Debentures/ Units Transferred | <input style="width: 150px;" type="text"/> | Amount per Share/ Debenture/Unit (in Rs.) | <input style="width: 150px;" 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 |

(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 | <input type="text"/> | | <input type="text"/> | | <input type="text"/> |

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

(i) Turnover

23,509,247,395

(ii) Net worth of the Company

6,992,088,202

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 | 1,435 | 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) | 43,588,680 | 50.11 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 43,590,115 | 50.11 | 0 | 0 |

Total number of shareholders (promoters)

8

(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 | 23,831,091 | 27.39 | 0 | |
| | (ii) Non-resident Indian (NRI) | 1,274,736 | 1.47 | 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 | 4,206,760 | 4.84 | 0 | |
| 4. | Banks | 10,115 | 0.01 | 0 | |
| 5. | Financial institutions | 6,022,806 | 6.92 | 0 | |
| 6. | Foreign institutional investors | 52,129 | 0.06 | 0 | |
| 7. | Mutual funds | 755 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 2,595,016 | 2.98 | 0 | |
| 10. | Others IEPF, CLEARING MEMBERS, .. | 5,408,662 | 6.22 | 0 | |
| | Total | 43,402,070 | 49.89 | 0 | 0 |

Total number of shareholders (other than promoters)

64,541

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

64,549

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

4

| Name of the FII | Address | Date of Incorporation | Country of Incorporation | Number of shares held | % of shares held |
|-------------------|---------------------------------|-----------------------|--------------------------|-----------------------|------------------|
| GOLDMAN SACHS INV | LEVEL 3 ALEXANDER HOUSE 35 CY | | | 350 | 0 |
| ACADIAN EMERGING | 200 CLARENDON ST 52ND FLOOR | | US | 12,106 | 0.02 |
| QUADRATURE CAPITA | Suite #7 Grand Pavilion Commerc | | | 3,282 | 0 |
| ACADIAN EMERGING | ONE FREEDOM VALLEY DRIVE OAK | | US | 36,391 | 0.04 |

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 | 17 | 8 |
| Members (other than promoters) | 66,366 | 64,541 |
| Debenture holders | 0 | 0 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

| Category | Number of directors at the beginning of the year | | Number of directors at the end of the year | | Percentage of shares held by directors as at the end of year | |
|--|--|---------------|--|---------------|--|---------------|
| | Executive | Non-executive | Executive | Non-executive | Executive | Non-executive |
| A. Promoter | 3 | 0 | 3 | 0 | 0 | 0 |
| B. Non-Promoter | 1 | 7 | 1 | 7 | 0 | 0 |
| (i) Non-Independent | 1 | 1 | 1 | 1 | 0 | 0 |
| (ii) Independent | 0 | 6 | 0 | 6 | 0 | 0 |
| C. Nominee Directors representing | 0 | 1 | 0 | 1 | 0 | 0 |
| (i) Banks & FIs | 0 | 1 | 0 | 1 | 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 | 4 | 8 | 4 | 8 | 0 | 0 |

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

13

(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) |
|-------------------|----------|-------------------|--------------------------------|--|
| ALOK BANSIDHAR SH | 00203808 | Managing Director | 0 | |

| Name | DIN/PAN | Designation | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|---------------------|------------|---------------------|--------------------------------|--|
| MADHAV BANSIDHAR | 00203521 | Managing Director | 0 | |
| URVASHI TILAK DHAR | 00294265 | Whole-time director | 0 | |
| VINEET MANAKTALA | 09145644 | Whole-time director | 0 | |
| SUNIL BEHARI MATHUR | 00013239 | Director | 0 | |
| PRITHVI RAJ KHANNA | 00048800 | Director | 4,800 | |
| RAVINDER NARAIN | 00059197 | Director | 2,850 | |
| SAMIR CHANDRA KUMAR | 00064453 | Director | 0 | |
| VELAGAPUDI KAVITHA | 00139274 | Director | 2,500 | |
| SANJAY CHANDRAKA | 00007885 | Director | 0 | |
| MINI IPE | 07791184 | Nominee director | 0 | |
| MANOJ KUMAR | 00072634 | Director | 75 | |
| YAGYA DATT GUPTA | AAGPG8393L | Company Secretary | 0 | |

(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 | 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 | Total Number of Members entitled to attend meeting | Attendance | |
|------------------------|-----------------|--|----------------------------|-------------------------|
| | | | Number of members attended | % of total shareholding |
| ANNUAL GENERAL MEETING | 08/08/2022 | 67,035 | 137 | 50.06 |

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 | 30/05/2022 | 12 | 11 | 91.67 |
| 2 | 08/08/2022 | 12 | 12 | 100 |
| 3 | 14/11/2022 | 12 | 12 | 100 |
| 4 | 14/02/2023 | 12 | 11 | 91.67 |
| 5 | 29/03/2023 | 12 | 12 | 100 |

C. COMMITTEE MEETINGS

Number of meetings held

11

| S. No. | Type of meeting | Date of meeting | Total Number of Members as on the date of the meeting | Attendance | |
|--------|-----------------|-----------------|---|----------------------------|-----------------|
| | | | | Number of members attended | % of attendance |
| 1 | AUDIT COMM | 30/05/2022 | 6 | 6 | 100 |
| 2 | AUDIT COMM | 08/08/2022 | 6 | 6 | 100 |
| 3 | AUDIT COMM | 14/11/2022 | 6 | 6 | 100 |
| 4 | AUDIT COMM | 14/02/2023 | 6 | 6 | 100 |
| 5 | NOMINATION | 30/05/2022 | 5 | 5 | 100 |
| 6 | NOMINATION | 08/08/2022 | 5 | 5 | 100 |
| 7 | CORPORATE | 30/05/2022 | 5 | 5 | 100 |
| 8 | CORPORATE | 29/03/2023 | 5 | 5 | 100 |
| 9 | STAKEHOLDER | 29/03/2023 | 4 | 4 | 100 |
| 10 | RISK MANAGI | 08/08/2022 | 5 | 5 | 100 |

D. *ATTENDANCE OF DIRECTORS

| S. No. | Name of the director | Board Meetings | | | Committee Meetings | | | Whether attended AGM held on 12/08/2023 (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 | ALOK BANSI | 5 | 5 | 100 | 5 | 5 | 100 | Yes |

| | | | | | | | | |
|----|-------------|---|---|-----|---|---|-----|-----|
| 2 | MADHAV BAN | 5 | 5 | 100 | 7 | 7 | 100 | Yes |
| 3 | URVASHI TIL | 5 | 5 | 100 | 2 | 2 | 100 | Yes |
| 4 | VINEET MANA | 5 | 5 | 100 | 2 | 2 | 100 | Yes |
| 5 | SUNIL BEHAF | 5 | 5 | 100 | 6 | 6 | 100 | Yes |
| 6 | PRITHVI RAJ | 5 | 5 | 100 | 7 | 7 | 100 | Yes |
| 7 | RAVINDER N | 5 | 5 | 100 | 3 | 3 | 100 | Yes |
| 8 | SAMIR CHAN | 5 | 5 | 100 | 8 | 8 | 100 | Yes |
| 9 | VELAGAPUDI | 5 | 5 | 100 | 6 | 6 | 100 | Yes |
| 10 | SANJAY CHA | 5 | 5 | 100 | 4 | 4 | 100 | Yes |
| 11 | MINI IPE | 5 | 3 | 60 | 0 | 0 | 0 | Yes |
| 12 | MANOJ KUMA | 5 | 5 | 100 | 6 | 6 | 100 | Yes |

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

4

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|------------------|--------------|--------------|------------|-------------------------------|------------|-----------------|
| 1 | ALOK BANSIDHAR | MANAGING DIF | 7,080,000 | 15,635,000 | 0 | 6,270,838 | 28,985,838 |
| 2 | MADHAV BANSIDH | MANAGING DIF | 6,960,000 | 15,589,000 | 0 | 6,436,557 | 28,985,557 |
| 3 | URVASHI TILAK DI | WTD | 6,600,000 | 16,943,000 | 0 | 5,403,488 | 28,946,488 |
| 4 | VINEET MANAKTA | WTD | 2,850,000 | 900,000 | 0 | 3,564,362 | 7,314,362 |
| | Total | | 23,490,000 | 49,067,000 | 0 | 21,675,245 | 94,232,245 |

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

1

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|----------------|-------------|--------------|------------|-------------------------------|---------|-----------------|
| 1 | YAGYA DATT GUP | COMPANY SEC | 4,032,528 | 0 | 0 | 270,765 | 4,303,293 |
| | Total | | 4,032,528 | 0 | 0 | 270,765 | 4,303,293 |

Number of other directors whose remuneration details to be entered

8

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

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|------------------|--------------|--------------|------------|-------------------------------|-----------|--------------|
| 1 | SUNIL BEHARI MA | INDEPENDENT | 0 | 1,424,000 | 0 | 690,000 | 2,114,000 |
| 2 | PRITHVI RAJ KHAN | INDEPENDENT | 0 | 1,341,000 | 0 | 690,000 | 2,031,000 |
| 3 | RAVINDER NARAIN | INDEPENDENT | 0 | 1,177,000 | 0 | 450,000 | 1,627,000 |
| 4 | SAMIR CHANDRA | INDEPENDENT | 0 | 1,341,000 | 0 | 570,000 | 1,911,000 |
| 5 | VELAGAPUDI KAV | INDEPENDENT | 0 | 1,259,000 | 0 | 540,000 | 1,799,000 |
| 6 | SANJAY CHANDRA | INDEPENDENT | 0 | 1,095,000 | 0 | 480,000 | 1,575,000 |
| 7 | MANOJ KUMAR | NON EXECUTIV | 0 | 1,095,000 | 0 | 510,000 | 1,605,000 |
| 8 | MINI IPE | NOMINEE DIRE | 0 | 930,000 | 0 | 180,000 | 1,110,000 |
| | Total | | 0 | 9,662,000 | 0 | 4,110,000 | 13,772,000 |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which offence committed | Particulars of offence | Amount of compounding (in Rupees) |
|--|--|---------------|---|------------------------|-----------------------------------|
| | | | | | |

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

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

Name

UPENDER JAJOO

Whether associate or fellow

Associate Fellow

Certificate of practice number

14336

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

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

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

Alok
Bansidhar
Shriram

Digitally signed by
Alok Bansidhar
Shriram
Date: 2023.09.19
10:05:42 +05'30'

DIN of the director

00203808

To be digitally signed by

YAGYA
DATT
GUPTA

Digitally signed by
YAGYA DATT
GUPTA
Date: 2023.09.19
10:07:17 +05'30'

Company Secretary

Company secretary in practice

Membership number

3405

Certificate of practice number

Attachments

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

| |
|---------------|
| Attach |
| Attach |
| Attach |
| Attach |

List of attachments

| |
|---------------------------------------|
| Form MGT-8-DCM Shriram Industries.pdf |
| Number of meetings held.pdf |
| Share Capital.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



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 “**DCM SHRIRAM INDUSTRIES LIMITED**” (the Company) having registered office at “Kanchenjunga Building, 18, Barakhamba Road, New Delhi-110001” (CIN- L74899DL1989PLC035140) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under 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, subject to the following representations.

We have not verified the correctness and appropriateness of financial records and the Books of Accounts of the Company. For the financial records, we have relied on the Audited financial statements as approved by the Board, signed by the Statutory Auditors of the Company and adopted by the members;

Wherever required, we have obtained the Management representation about the Compliance of Laws, Rules and Regulations under the Companies Act and happening of various events etc., at the Company and relied on the same;

Serial No. XI at MGT -7- MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

Under the provisions of clause (i) of sub-section 1 of section 92 of the Companies Act, 2013, matters relating to certification of compliances, disclosures are yet to be prescribed by the Government. However, in view of the modified version of MGT- 7 for the applicable provisions of the Act as mentioned in the modified form, it is presumed that scope of applicable provisions means applicable with respect to content of annual return (MGT-7), matters covered thereunder including attachments. Accordingly, subject to given reasons/observations if any, the company complied with the status of compliance and disclosures;

With respect to serial number XII of the form pertaining to details of penalty and punishment imposed on company/directors /officers and details of compounding of offences we relied on the records of the company and representations of the company and officer.

**UPENDER
JAJOO** Digitally signed by
UPENDER JAJOO
Date: 2023.09.18
14:23:18 +05'30'



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

During the year under review there is no change in the status of the Company and the Company is a Public Limited Company.

2. Maintenance of registers/ records and making entries therein within the time prescribed there for:

As per information and records shown by the Company, the Company has kept and maintained all registers as per the provisions of the Act and the Rules made there-under and all entries therein have been duly recorded as stated below:

| S. No | Register Maintained |
|--------------|---|
| 1 | Register of Members |
| 2 | Register of particulars of contracts in which Directors are interested |
| 3 | Register of Directors and Key Managerial Personnel and their Shareholding |
| 4 | Minutes books for the meetings of directors & shareholders |
| 5 | Register of Share Transfer |
| 6 | Register of Charges |

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.

The Company has filed the forms and returns with the Registrar of Companies, NCT of Delhi & Haryana, through the portal provided by the Ministry of Corporate Affairs, www.mca.gov.in within the prescribed/stipulated time and the rules made there under. However, the Company was not required to file any return or form with the National Company Law Tribunal, Regional Director, Central Government or other authorities.

4. As per the information provided 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, if any, have been properly recorded in the Minutes 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:

The Company has duly closed its register of members /security holders from 2nd August, 2023 to 12th August, 2023 (both days inclusive).

6. As per the information provided by the Company during the financial year under review, the Company has not advanced/ granted any loans to its directors and/or persons or firms or companies under the provisions of Section 185 of the Companies Act, 2013.

7. Contracts/arrangements with related parties as specified in Section 188 of the Act;

During the financial year ended on 31st March, 2023, the Company has entered into transactions with related parties pursuant to Section 2 (76) read with Section 188 of Companies Act, 2013, in the ordinary course of business and at arm's length basis.



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;

The Company has not made any

- **Issue/Transfer or allotment of securities.**
- **Buyback of Shares**
- **Redemption of preference shares or debentures.**
- **Alteration or reduction of share capital.**
- **Conversion of shares/ securities and issue of certificates thereof.**

9. As per the information provided there were no transaction necessitating the company to keep 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 unclaimed dividend as applicable to the Investor Education and Protection Fund, is in accordance with section 125 of the Act;

11. As per the information provided signing of audited financial statement was 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:

The Board of Directors of the Company is duly constituted. During the financial year under review, the constitution of Directors was made in compliance with the provisions of the Act.

All directors have disclosed their nature of interest/ concern in Form MBP-1 and the same have been recorded at the Board meeting and minutes of the meeting and the remuneration was paid accordance to regulations of the company.

13. As per the information provided, appointment/ reappointment/ filling up casual vacancies of auditors is 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:

The Company was not required to obtain any approval from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.

15. The Company's acceptance/renewal/repayment of deposits during the financial year were in conformity with the provisions of the Act.

16. Borrowings from its Directors, members, public financial institutions, Banks and others and creation/modification/ satisfaction of charges in that respect were in due compliance with the Act.

**UPENDER
JAJOO**

Digitally signed by
UPENDER JAJOO
Date: 2023.09.18
14:24:35 +05'30'



*Upender Jajoo & Associates
Company Secretaries*

17. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;

During the year under review, there were no instances of granting loans, making investments or guarantees or providing security to other bodies corporate or persons falling under the provisions of Section 186 of the Act as confirmed by the Company.

18. Alteration of the provisions of the memorandum and/or articles of association of the Company.

The Company has not altered the provisions of the Memorandum and/or Articles of Association of the Company during the financial year under review.

FOR UPENDER JAJOO & ASSOCIATES

Practicing Company Secretary

UPENDER Digitally signed by
JAJOO UPENDER JAJOO
Date: 2023.09.18
14:25:44 +05'30'

Upender Jajoo

Membership No. : F10155

C.P No 14336

UDIN: F010155E001029360

Peer Review no. 2344/2022

Place: New Delhi

Date: 18/09/2023

COMMITTEE MEETINGS

Number of meetings held – 11

| S. No. | Type of meeting | Date of meeting | Total Number of Members as on the date of the meeting | Attendance | |
|--------|---------------------------------------|-----------------|---|----------------------------|-----------------|
| | | | | Number of members attended | % of attendance |
| 1 | Audit Committee | 30/05/2022 | 6 | 6 | 100 |
| 2 | Audit Committee | 08/08/2022 | 6 | 6 | 100 |
| 3 | Audit Committee | 14/11/2022 | 6 | 6 | 100 |
| 4 | Audit Committee | 14/02/2023 | 6 | 6 | 100 |
| 5 | Nomination and Remuneration Committee | 30/05/2022 | 5 | 5 | 100 |
| 6 | Nomination and Remuneration Committee | 08/08/2022 | 5 | 5 | 100 |
| 7 | Corporate Social Responsibility | 30/05/2022 | 5 | 5 | 100 |
| 8 | Corporate Social Responsibility | 29/03/2023 | 5 | 5 | 100 |
| 9 | Stakeholders Relationship Committee | 29/03/2023 | 4 | 4 | 100 |
| 10 | Risk Management Committee | 08/08/2022 | 5 | 5 | 100 |
| 11 | Risk Management Committee | 02/02/2023 | 4 | 4 | 100 |

DCM SHRIRAM INDUSTRIES LIMITED

Break-up of paid-up share capital 2022-23

| 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 | 1,959,125 | 85,033,060 | 86,992,185 | 173,984,370 | 173,984,370 | |
| Increase during the year | 0 | 324,980 | 324,980 | 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 DEMATERIALISATION | 0 | 324,980 | 324,980 | 0 | 0 | 0 |
| Decrease during the year | 324,980 | 0 | 324,980 | 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 DEMATERIALISATION | 324,980 | 0 | 324,980 | 0 | 0 | 0 |
| At the end of the year | 1,634,145 | 85,358,040 | 86,992,185 | 173,984,370 | 173,984,370 | 0 |