

## 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]

All fields marked in \* are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi

#### I REGISTRATION AND OTHER DETAILS

i \*Corporate Identity Number (CIN)

U65191TN1996PLC035963

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	DALMIA CEMENT (BHARAT) LIMITED	DALMIA CEMENT (BHARAT) LIMITED
Registered office address	DALMIAPURAM DISTTIRUCHIRAPPALLI TAMIL NADU,NA,TAMIL NADU,Tamil Nadu,India,621651	DALMIAPURAM DISTTIRUCHIRAPPALLI TAMIL NADU,NA,TAMIL NADU,Tamil Nadu,India,621651
Latitude details	10.9723	10.9723
Longitude details	78.9525	78.9525

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

DCBL-Photographs.pdf

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

AA\*\*\*\*\*4C

(c) \*e-mail ID of the company

\*\*\*\*\*l.manisha@dalmiabharat.com

(d) \*Telephone number with STD code

01\*\*\*\*\*00

(e) Website

www.dalmiacement.com

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

04/07/1996

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
L72400TG2017PLC117649	KFIN TECHNOLOGIES LIMITED	Selenium, Tower B, Plot No-31 & 32, Financial District, Nanakramguda, Serilingampally NA Hyderabad Rangareddi Telangana 500032	INR000000221

ix \* (a) Whether Annual General Meeting (AGM) held

☒ Yes

☐ No

(b) If yes, date of AGM (DD/MM/YYYY)

30/06/2025

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

27/09/2025

(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

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	23	Manufacture of other non-metallic mineral products	99.3
2	D	Electricity, gas, steam and air condition supply	35	Electric power generation, transmission and distribution	0.07
3	M	Professional, Scientific and Technical activities	70	Activities of head offices; management consultancy activities	0.63

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

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

30

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	L14200TN2013PLC112346		DALMIA BHARAT LIMITED	Holding	100
2	U65993TN1996PLC035964		D.I. PROPERTIES LIMITED	Subsidiary	100
3	U65993TN1996PLC035965		GEETEE ESTATES LIMITED	Subsidiary	100
4	U65993TN1997PLC037308		SHRI RANGAM PROPERTIES LIMITED	Subsidiary	100

5	U65191TN1996PLC035962		HEMSHILA PROPERTIES LIMITED	Subsidiary	100
6	U14107TN2006PLC058817		SRI SHANMUGHA MINES & MINERALS LIMITED	Subsidiary	100
7	U14107TN2006PLC058820		SRI SWAMINATHA MINES & MINERALS LIMITED	Subsidiary	100
8	U14107TN2006PLC058816		SRI SUBRAMANYA MINES & MINERALS LIMITED	Subsidiary	100
9	U45203DL1994PLC116832		ISHITA PROPERTIES LIMITED	Subsidiary	100
10	U14102TN2006PLC061212		SRI TRIVIKRAMA MINES AND PROPERTIES LIMITED	Subsidiary	100
11	U14105TN2006PLC061260		SRI MADHUSUDANA MINES AND PROPERTIES LIMITED	Subsidiary	100
12	U14107TN2005PLC057327		DALMIA MINERALS & PROPERTIES LIMITED	Subsidiary	100
13	U13209ML2007PTC008281		SUTNGA MINES PRIVATE LIMITED	Subsidiary	100
14	U26959ML2007PLC008279		COSMOS CEMENTS LIMITED	Subsidiary	100
15	U26100RJ2008PTC025767		RAJPUTANA PROPERTIES PRIVATE LIMITED	Subsidiary	100
16	U55101RJ2003PTC018766		GOLDEN HILLS RESORT PRIVATE LIMITED	Subsidiary	100
17	U26942AS2004PLC007538		DALMIA CEMENT (NORTH EAST) LIMITED	Subsidiary	95.28
18	U26942AS1986PLC002553		VINAY CEMENT LIMITED	Subsidiary	97.21
19	U26959AS1999PLC008422		SCL CEMENTS LIMITED	Subsidiary	100
20	U26941AS1997PLC005279		RCL CEMENTS LIMITED	Subsidiary	100
21	U01400TN2013PTC094135		JAYEVIJAY AGRO FARMS PRIVATE LIMITED	Subsidiary	100

22	U01400TN2013PTC090653		BANGARU KAMAKSHIAMMA N AGRO FARMS PRIVATE LIMITED	Subsidiary	100
23	U01400TN2013PTC094136		CHANDRASEKARA AGRO FARMS PRIVATE LIMITED	Subsidiary	100
24	U26100AS2016PLC017688		ALSTHOM INDUSTRIES LIMITED	Subsidiary	100
25	U10100MH2009PTC191907		KHAPPA COAL COMPANY PRIVATE LIMITED	Joint Venture	36.73
26	U74999DL2018PLC343439		HOPCO INDUSTRIES LIMITED	Subsidiary	100
27	U74999MH2018PTC313505		ASCENSION MERCANTILE PRIVATE LIMITED	Subsidiary	100
28	U74999MH2018PTC314088		ASCENSION MULTIVENTURES PRIVATE LIMITED	Subsidiary	100
29	U70109TN2021PLC143683		DALMIA BHARAT GREEN VISION LIMITED	Subsidiary	100
30	U10100OR2010PTC011795		RADHIKAPUR (WEST) COAL MINING PRIVATE LIMITED	Joint Venture	14.7

#### 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	2992350000.00	314045267.00	314045267.00	314045267.00
Total amount of equity shares (in rupees)	29923500000.00	3140452670.00	3140452670.00	3140452670.00

Number of classes

1

Class of shares <div>1</div>	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	2992350000	314045267	314045267	314045267
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees )	29923500000.00	3140452670.00	3140452670	3140452670

**(b) Preference share capital**

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	30000000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	3000000000.00	0.00	0.00	0.00

Number of classes

1

Class of shares <div>1</div>	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	30000000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees )	3000000000.00	0.00	0	0

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	7230000000

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	6	314045261	314045267.00	3140452670	3140452670	
<b>Increase during the year</b>	0.00	0.00	0.00	0.00	0.00	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	0	0.00	0	0	
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 <div>0</div>	0	0	0.00	0	0	
<b>Decrease during the year</b>	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 <div>0</div>	0	0	0.00		0	
<b>At the end of the year</b>	6.00	314045261.00	314045267.00	3140452670.00	3140452670.00	
<b>(ii) Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0.00	0	0	
<b>Increase during the year</b>	0.00	0.00	0.00	0.00	0.00	0

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
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 <div>0</div>	0	0	0.00	0	0	
<b>Decrease during the year</b>	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	
iv Others, specify <div>0</div>	0	0	0.00		0	
<b>At the end of the year</b>	0.00	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		<div></div>
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

0

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

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
<b>Total</b>				

(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)
<b>Total</b>			

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
<b>Total</b>				

**(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)
<b>Total</b>			

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
<b>Total</b>				

**(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
<b>Total</b>	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
<b>Total</b>					

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

i \*Turnover

121702862162.76

ii \* Net worth of the Company

123476354674

**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	6	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)	314045261	100.00	0	0.00

10	Others <div></div>				
	<b>Total</b>	314045267.00	100	0.00	0

Total number of shareholders (promoters)

7

#### 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	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 <input type="text"/>	0	0.00	0	0.00
	<b>Total</b>	0.00	0	0.00	0

Total number of shareholders (other than promoters)

0

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

7.00

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

Sl.No	Category	
1	Individual - Female	0
2	Individual - Male	6
3	Individual - Transgender	0
4	Other than individuals	1
	<b>Total</b>	7.00

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	7	7
Members (other than promoters)	0	0
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
<b>A Promoter</b>	1	1	1	1	0	0
<b>B Non-Promoter</b>	0	5	0	4	0.00	0.00
i Non-Independent	0	2	0	2	0	0
ii Independent	0	3	0	2	0	0
<b>C Nominee Directors representing</b>	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
<b>Total</b>	1	6	1	5	0.00	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)
GAUTAM DALMIA	00009758	Director	0	
PUNEET YADU DALMIA	00022633	Managing Director	0	
SUDHA PILLAI	02263950	Director	0	30/06/2025
MAHENDRA SINGHI	00243835	Director	0	
VENKATESAN .	00124050	Director	0	

ANURADHA MOOKERJEE	10174271	Director	0	
YATIN MALHOTRA	AGEPM4408J	CFO	0	
MANISHA BANSAL	AQJPB3538K	Company Secretary	0	

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

5

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)
GHYANENDRA NATH BAJPAI	00946138	Director	28/06/2024	Cessation
PAUL HEINZ HUGENTOBLE	00452691	Director	28/06/2024	Cessation
ANURADHA MOOKERJEE	10174271	Director	28/06/2024	Appointment
DHARMENDER TUTEJA	AAAPT1087C	CFO	09/03/2025	Cessation
YATIN MALHOTRA	AGEPM4408J	CFO	10/03/2025	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
Annual General Meeting	28/06/2024	7	7	100
Extra-Ordinary General Meeting	13/02/2025	7	7	100

**B BOARD MEETINGS**

\*Number of meetings held

8

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	24/04/2024	7	7	100
2	28/05/2024	7	7	100
3	18/07/2024	6	6	100
4	14/08/2024	6	5	83.33
5	24/09/2024	6	4	66.67
6	19/10/2024	6	6	100
7	21/01/2025	6	6	100
8	28/02/2025	6	6	100

#### C COMMITTEE MEETINGS

Number of meetings held

16

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 Meeting	23/04/2024	4	4	100
2	Audit Committee Meeting	28/05/2024	4	4	100
3	Audit Committee Meeting	17/07/2024	3	3	100
4	Audit Committee Meeting	18/10/2024	3	3	100
5	Audit Committee Meeting	20/01/2025	3	3	100
6	Audit Committee Meeting	28/02/2025	3	3	100
7	Risk Management Committee	17/07/2024	4	4	100
8	Risk Management Committee	20/01/2025	5	5	100



9	CSR Committee	23/04/2024	5	5	100
10	CSR Committee	18/10/2024	5	5	100
11	Nomination and Remuneration Committee	23/04/2024	4	4	100
12	Nomination and Remuneration Committee	28/05/2024	4	4	100
13	Nomination and Remuneration Committee	17/07/2024	4	4	100
14	Nomination and Remuneration Committee	18/10/2024	4	4	100
15	Nomination and Remuneration Committee	20/01/2025	4	4	100
16	Nomination and Remuneration Committee	28/02/2025	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	
								30/06/2025 (Y/N/NA)
1	MAHENDRA SINGHI	8	8	100	16	16	100	No
2	GAUTAM DALMIA	8	7	87	4	4	100	No
3	PUNEET YADU DALMIA	8	6	75	10	10	100	No
4	SUDHA PILLAI	8	8	100	16	16	100	No
5	VENKATESAN .	8	8	100	3	3	100	No
6	ANURADHA MOOKERJEE	6	6	100	8	8	100	No

#### 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

0

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	<b>Total</b>		0.00	0.00	0.00	0.00	0.00

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	Dharmender Tuteja	CFO	21885780	0	0	1445197	23330977.00
2	Yatin Malhotra	CFO	2189559	0	0	0	2189559.00
3	Manisha Bansal	Company Secretary	2426376	0	0	103316	2529692.00
	<b>Total</b>		26501715.00	0.00	0.00	1548513.00	28050228.00

C \*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
1	GHYANENDRANATH BAJPAI	Director	0	1400000	0	340000	1740000.00
2	GAUTAM DALMIA	Director	0	0	0	605000	605000.00
3	PUNEET YADU DALMIA	Director	0	0	0	0	0.00
4	PAUL HEINZ HUGENTOBLE	Director	0	800000	0	340000	1140000.00
5	SUDHA PILLAI	Director	0	3500000	0	1250000	4750000.00
6	VENKATESAN THYAGARAJN	Director	0	2000000	0	660000	2660000.00
7	MAHENDRA SINGHI	Director	0	0	0	0	0.00
8	ANURADHA MOOKERJEE	Director	0	1000000	0	830000	1830000.00
	<b>Total</b>		0.00	8700000.00	0.00	4025000.00	12725000.00

## 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

7

## XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or  
Debenture holder - Copy.xlsm

(b) Optional Attachment(s), if any

DCBL-Clarification on Committee Meetings.pdf  
DCBL-Clarification on subsidiaries.pdf  
MGT 8\_DCBL\_31.03.2025.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

DALMIA CEMENT  
(BHARAT) 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

Date (DD/MM/YYYY)

Place

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

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

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

\*(b) Name of the Designated Person

#### 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\*0\*9\*5\*

**\*To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

**\*Whether associate or fellow:**

☒ Associate ☐ Fellow

**Membership number**

2\*8\*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)**

AB6234454

**eForm filing date (DD/MM/YYYY)**

26/08/2025

**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**