

**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]



सत्यमेव जयते

# 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

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

3rd & 4th Floor, Anil Plaza-II, ABC, G.S. Road, NA  
Guwahati  
Kamrup  
Assam  
781005

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

(d) \*Telephone number with STD code

(e) Website

(iii) Date of Incorporation

(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

(b) CIN of the Registrar and Transfer Agent

Name of the Registrar and Transfer Agent

CB MANAGEMENT SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

P-22 BONDAL ROAD.  
KOLKATA

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted  Yes  No

(f) Specify the reasons for not holding the same

NA

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C8	Plastic products, non-metallic mineral products, rubber products, fabricated	99.81

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

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

**Pre-fill All**

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	DALMIA CEMENT (BHARAT) LIM	U65191TN1996PLC035963	Holding	66.7
2	VINAY CEMENT LIMITED	U26942AS1986PLC002553	Subsidiary	97.21

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

**(i) \*SHARE CAPITAL****(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	1,430,000,000	408,786,480	408,786,480	408,786,480
Total amount of equity shares (in Rupees)	14,300,000,000	4,087,864,800	4,087,864,800	4,087,864,800

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,430,000,000	408,786,480	408,786,480	408,786,480
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	14,300,000,000	4,087,864,800	4,087,864,800	4,087,864,800

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	70,000,000	0	0	0
Total amount of preference shares (in rupees)	700,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	70,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	700,000,000	0	0	0

**(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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	16,186,013	392,600,467	408786480	4,087,864,800	4,087,864,800	

<b>Increase during the year</b>	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <input type="text"/>						
<b>Decrease during the year</b>	300,000	0	300000	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/> Conversion from physical to demat	300,000		300000			
<b>At the end of the year</b>	15,886,013	392,600,467	408486480	4,087,864,8	4,087,864,	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <input type="text"/>						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

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

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

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

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>
Date of registration of transfer (Date Month Year)		<input type="text"/>
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.) <input type="text"/>

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

Date of registration of transfer (Date Month Year)				<input type="text"/>		
Type of transfer	<input type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
	Number of Shares/ Debentures/ Units Transferred		<input type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)	
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

Particulars	Number of units	Nominal value per unit	Total value
<b>Total</b>			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
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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
<b>Total</b>					

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

**(i) Turnover**

11,564,054,855

**(ii) Net worth of the Company**

4,782,309,741

**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	0	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)	265,271,888	64.89	0	
10.	Others ESCROW ACCOUNT	57,405,837	14.04	0	
	<b>Total</b>	322,677,725	78.93	0	0

**Total number of shareholders (promoters)**

4

**(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	50,708,223	12.4	0	
	(ii) Non-resident Indian (NRI)	85,000	0.02	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	10,928,423	2.67	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)	3,853,380	0.94	0	
10.	Others            ESCROW ACCOUNT	20,533,729	5.02	0	
	<b>Total</b>	86,108,755	21.05	0	0

**Total number of shareholders (other than promoters)**

46

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

50

**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	4	4
Members (other than promoters)	46	46
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>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	0	8	0	5	0	0
(i) Non-Independent	0	5	0	3	0	0
(ii) Independent	0	3	0	2	0	0
<b>C. Nominee Directors representing</b>	0	1	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	1	0	1	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	0	9	0	6	0	0

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

9

**(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)
GANESH WAMANRAO	07479080	Director	0	
RACHNA GORIA	07148351	Director appointed	0	
ROWTHER ALWAR KR	07333614	Additional director	0	01/04/2023
Anoop Kumar Mittal	05177010	Additional director	0	
Deepak Thombre	02421599	Additional director	0	
Manvendra Pratap Sing	07708018	Nominee director	0	
RACHNA GORIA	AIBPG4983F	Company Secretar	0	
Padmanav Chakravarty	ABBPC7891H	Manager	0	
Awadhesh Kumar Pand	AARPP8763A	CFO	0	

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

11

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)
Naveen Jain	00051183	Director	28/10/2022	Cessation
J.K Gadi	07738064	Director	28/10/2022	Cessation
Vikram Dhokalia	07719867	Director	28/10/2022	Cessation
Dharmender Tuteja	02684569	Director	28/10/2022	Cessation
Harish Chand Sehgal	01122343	Director	28/10/2022	Cessation
Anoop Kumar Mittal	05177010	Additional director	10/12/2022	Appointment
Deepak Thombre	02421599	Additional director	25/01/2023	Appointment
Manvendra Pratap Sing	07708018	Nominee director	06/06/2022	Appointment
Adil Khan	09055275	Nominee director	06/06/2022	Cessation
Sudhir kumar singhvi	AAAPS9751J	CFO	13/06/2022	Cessation
Awadhesh Kumar Pand	AARPP8763A	CFO	25/07/2022	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

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	30/06/2022	50	8	79.62

### 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	26/04/2022	9	5	55.56
2	25/07/2022	9	7	77.78

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	28/10/2022	9	8	88.89
4	01/02/2023	6	6	100
5	29/03/2023	6	3	50

### C. COMMITTEE MEETINGS

Number of meetings held

8

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	26/04/2022	4	4	100
2	Audit Committee	25/07/2022	4	4	100
3	Audit Committee	28/10/2022	4	3	75
4	Audit Committee	01/02/2023	3	3	100
5	Audit Committee	29/03/2023	3	2	66.67
6	NOMINATION	26/04/2022	3	2	66.67
7	NOMINATION	25/07/2022	3	3	100
8	CORPORATE	26/04/2022	3	3	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	
1	GANESH WAI	5	2	40	0	0	0	
2	RACHNA GOI	5	5	100	0	0	0	
3	ROWTHER AI	5	3	60	2	1	50	
4	Anoop Kumar	2	2	100	2	2	100	
5	Deepak Thom	2	2	100	2	2	100	

6	Manvendra Pr	4	1	25	0	0	0	
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**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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Padmanav Chakrav	Manager	7,054,040	0	0	0	7,054,040
	Total		7,054,040	0	0	0	7,054,040

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	Awadhesh Kumar P	CFO	8,390,603	0	0	350,000	8,740,603
2	Sudhir Singhvi	CFO	1,891,158	0	0	119,233	2,010,391
	Total		10,281,761	0	0	469,233	10,750,994

Number of other directors whose remuneration details to be entered

0

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

**XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

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

B. If No, give reasons/observations

**XII. PENALTY AND PUNISHMENT - DETAILS THEREOF**

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

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

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

Yes  No

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

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

Name

Jyoti Sharma

Whether associate or fellow

Associate  Fellow

Certificate of practice number

10196

**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. ...

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dated

07/10/2014

(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

DIN of the director

07148351

**To be digitally signed by**

- Company Secretary  
 Company secretary in practice

Membership number

Certificate of practice number

**Attachments**

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

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

DCNEL_List of Shareholders-MGT_7.pdf MGT-8_DCNEL_2023.pdf
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**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**

# DALMIA CEMENT (NORTH EAST) LIMITED

## LIST OF SHAREHOLDERS AS ON MARCH 31, 2023

First Name	Middle Name	Last Name	Folio Number	DP ID-Client Id Account Number	Number of Shares held	Class of Shares
AMRUTLAL	MORAJI	NANDU	00000044		20000	Equity share
ANIL		AGARWAL	00000023		100000	Equity share
ANJU		DUGAR	00000028		20000	Equity share
ARUNA	AMRUTLAL	NANDU	00000045		30000	Equity share
GEORGE		CHACKO	00000013		10	Equity share
ASSAM	INDUSTRIAL	DEVELOPMENTCORPNLTI	00000015		10928423	Equity share
HANUMAN	PRASAD	SHARMA	00000046		60000	Equity share
JOGARAM		HAZARIKA	00000021		10	Equity share
KAUSTAV		SAHA	00000074		50	Equity share
TARA	DEVI	AGARWALA	00000052		50000	Equity share
SUBHAUKAR		GHOSH	00000042		10	Equity share
SUBHASHISH		DHAR	00000073		10	Equity share
SHAILESH		POPATLAL	00000024		100000	Equity share
SHAILESH		PARTHI	00000037		500	Equity share
SARVESH	KUMAR	PARTHI	00000034		500	Equity share
SAROJ	VANIJYA	PRIVATELIMITED	00000062		20000	Equity share
RAMESH	TRIMBAKRAO	SHILEDAR	00000059		10000	Equity share
PRITESH	AMRUTLAL	NANDU	00000050		50000	Equity share
VINAY	CEMENTS	LTD	00000002		3000000	Equity share
VAISHALI	PRITESH	NANDU	00000053		50000	Equity share
TIJARAT	IMPLEX	PVTLTD	00000038		30000	Equity share
POPATLAL		FULCHAND	00000025		100000	Equity share
MBCV	HOLDINGS	LIMITED	00000041		1000000	Equity share
MANGILAL		KALANI	00000030		5000	Equity share
LAKSHMI		PARTHI	00000035		1000	Equity share
KAVITA		SHARMA	00000048		40000	Equity share
JANAKI		PARTHI	00000036		500	Equity share
BINOD	KUMAR	BAWRI		IN30048416822569	7170336	Equity share
HAIGREVE		KHAITAN		IN30368010000877	57405837	Equity share
VINITA		MAHAMWAL		IN30073210046390	100000	Equity share
VINAY	CEMENT	LTD		IN30048416843313	15931600	Equity share
VINAY		BAWRI		IN30048416818505	15230770	Equity share
Saroj		Bawri		IN30009511196022	3888745	Equity share
Saroj	Vanijya	PrivateLtd		IN30009511205487	2413380	Equity share
SAROJ		VANIJYAPRIVATELIMITED		IN30318110068568	20000	Equity share
RITESH		BAWRI		IN30318110069823	16016913	Equity share
RITA	HITENDRA	HARIA		IN30185410031567	100000	Equity share
REWATI	RAMAN	GOENKA		IN30162910004065	100000	Equity share
RCL	CEMENTS	LIMITED		IN30048416659887	31068400	Equity share
Mala		Bawri		IN30009511196942	7368869	Equity share
MAHENDRA	GANGJI	CHHEDAUF		IN30292710304090	50000	Equity share
MADHU	SHEKHER	BHANDARI		IN30429529341285	80000	Equity share
JAI	MAA	VINIMAYPVTLD		IN30162910033415	100000	Equity share
KAMAKHYA	PRASAD	AGARWALLAHUF		IN30021412395473	50000	Equity share
HAIGREVE		KHAITAN		IN30368010000885	20533729	Equity share
DALMIA	CEMENT	BHARATLIMITED		IN30292710174912	215271888	Equity share



**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 **DALMIA CEMENT (NORTH EAST) LIMITED** (*Formerly known as Calcom Cement (India) Limited*) (CIN - **U26942AS2004PLC007538**) ("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 **31<sup>st</sup> March, 2023**. 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 has complied with the provisions of the Act & Rules made thereunder in respect of:
1. its status under the Act;
  2. maintenance of registers/records & making entries therein within the time prescribed therefore;
  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 the prescribed time;
  4. calling/convening/holding meetings of Board of Directors 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 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;
  6. advances/loans, to its directors and/or persons or firms or companies referred in Section 185 of the Act;
  7. contract/arrangement 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, wherever applicable;

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/ filing up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them, wherever applicable;
13. appointment/re-appointment/filing up casual vacancies of auditors as per the provisions of section 139 of the Act, wherever applicable;
14. approval 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 and guarantees given or providing of securities to other body corporate or persons falling under the provisions of the section 186 of the Act, wherever applicable;
18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company.

**For JVS & Associates  
Company Secretaries**

**Date:**

**Place: New Delhi**

**Jyoti Sharma  
CP. No. – 10196  
Membership No.: F8843  
FRN: I2011DE848300  
UDIN:**

**‘ANNEXURE A’**

*(My Certificate of even date is to be read along with this Annexure)*

1. I, Jyoti Sharma, Company Secretary in Practice, am engaged by **DALMIA CEMENT (NORTH EAST) LIMITED** (*Formerly known as Calcom Cement (India) Limited*) (CIN - **U26942AS2004PLC007538**) (the Company) solely for the purpose of certification of Annual Return being made for the financial year 2022- 23 in Form MGT-8 under the provisions of Section 92(2) of the Companies Act, 2013 (Act).
2. The compliance with the requirements the provisions of the Act is the responsibility of the Management of the Company. My responsibility is to certify compliance under Section 92 of the Act based on the information and explanations provided to me by the Management of the Company.
3. My certification is based on the information and explanation given to me by the Company and on examination / verification of the records of the Company (minutes of the meetings, statutory registers prescribed under the Act and e-Forms filed under the Act during the period under review).
4. While doing so, apart from my own examination/ verification of records, I have also relied on the report of the statutory auditors, that is adopted by the Shareholders at the Annual General Meeting and have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of this Certificate.
5. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

**For JVS & Associates  
Company Secretaries**

**Date:**

**Place: New Delhi**

**Jyoti Sharma  
CP. No. – 10196  
Membership No.: F8843  
FRN.: I2011DE848300  
UDIN:.....**