

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

L24110GJ1939PLC000748

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACD0559N

(ii) (a) Name of the company

D C W LIMITED

(b) Registered office address

DHRANGADHRA
Gujarat
363315
India

(c) *e-mail ID of the company

legal@dcwltd.com

(d) *Telephone number with STD code

0222871916

(e) Website

(iii) Date of Incorporation

28/01/1939

(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	1
2	NSE	1,024

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD
SAKINAKA

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM

27/09/2022

(b) Due date of AGM

30/09/2022

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

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

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

0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	350,000,000	261,030,371	261,030,371	261,030,371
Total amount of equity shares (in Rupees)	700,000,000	522,060,742	522,060,742	522,060,742

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	350,000,000	261,030,371	261,030,371	261,030,371
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	700,000,000	522,060,742	522,060,742	522,060,742

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	2,100,730	258,929,641	261030371	522,060,742	522,060,742	

Increase during the year	0	282,210	282210	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 Dematerialised		282,210	282210			
Decrease during the year	282,210	0	282210	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 Dematerialised	282,210		282210			
At the end of the year	1,818,520	259,211,851	261030371	522,060,742	522,060,742	
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 NIL				0	0	
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				0	0	
NIL						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE500A01029

(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		27/09/2021	
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	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	35,000	100000	3,500,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	6,000	100000	600,000,000

Particulars	Number of units	Nominal value per unit	Total value
Total			4,100,000,000

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	3,500,000,000	0	0	3,500,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	600,000,000	0	0	600,000,000

(v) Securities (other than shares and debentures)

0

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

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

(i) Turnover

24,547,351,071

(ii) Net worth of the Company

7,849,115,606

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	64,098,427	24.56	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)	56,247,740	21.55	0	
10.	Others Trust	1,700,000	0.65	0	
	Total	122,046,167	46.76	0	0

Total number of shareholders (promoters)

34

(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	102,130,052	39.13	0	
	(ii) Non-resident Indian (NRI)	1,257,652	0.48	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	42,610	0.02	0	
6.	Foreign institutional investors	11,500	0	0	
7.	Mutual funds	11,005	0	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	15,151,664	5.8	0	
10.	Others Foreign Portfolio Investors,	20,379,721	7.81	0	
	Total	138,984,204	53.24	0	0

Total number of shareholders (other than promoters)

88,599

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

88,633

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

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ASPIRE EMERGING FUND	ICICI BANK LTD SMS DEPT 1ST FLOOR	09/02/2011	MU	11,500	0

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	39	39
Members (other than promoters)	58,942	88,599
Debenture holders	2	2

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	4	0	3	0	3.21	0
B. Non-Promoter	0	4	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	4	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0

(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	4	4	3	3	3.21	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)
PRAMODKUMAR SHRI	00380458	Managing Director	0	
BAKUL PREMCHAND	00380256	Managing Director	1,263,332	
VIVEK SHASHICHAND	00502027	Managing Director	7,108,911	
SUJATA SANTOSH RA	06425371	Director	0	
KRISHNAMOORTHY K	08129657	Director	0	
MAHESH VENNELKAN	03633359	Director	0	
AMITABH JAGATNARA	AAXPG8989R	CEO	938,333	
VIMAL RAMESHCHANI	AAIPJ4113B	CFO	138,888	30/06/2022
DILIP VISHNUBHAI DA	AJIPD4129Q	Company Secretar	0	

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

2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
MUDIT SHARADKUMA	00647298	Managing Director	08/10/2021	Cessation
SALIL KAPOOR	02256540	Director	22/03/2022	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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
82nd Annual General Meeting	27/09/2021	91,184	57	48.37
Extraordinary General Meeting	30/03/2022	89,121	85	12.53

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/05/2021	8	7	87.5
2	30/07/2021	8	7	87.5
3	08/10/2021	8	6	75
4	02/11/2021	7	7	100
5	02/02/2022	7	6	85.71
6	07/03/2022	7	6	85.71

C. COMMITTEE MEETINGS

Number of meetings held

22

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	21/05/2021	3	3	100
2	Audit Committee	30/07/2021	3	3	100
3	Audit Committee	02/11/2021	3	3	100
4	Audit Committee	02/02/2022	3	3	100
5	Audit Committee	07/03/2022	3	3	100
6	Nomination and Remuneration Committee	21/05/2021	3	3	100
7	Nomination and Remuneration Committee	02/11/2021	3	3	100
8	Corporate Social Responsibility Committee	21/05/2021	3	3	100
9	Corporate Social Responsibility Committee	02/02/2022	3	3	100

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
10	Risk Manager	02/11/2021	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	27/09/2022
								(Y/N/NA)
1	PRAMODKUM	6	6	100	14	14	100	Yes
2	BAKUL PREM	6	5	83.33	12	10	83.33	Yes
3	VIVEK SHASH	6	6	100	0	0	0	Yes
4	SUJATA SAN	6	6	100	8	8	100	Yes
5	KRISHNAMOC	6	6	100	22	14	63.64	Yes
6	MAHESH VEN	6	6	100	8	8	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	PRAMODKUMAR S	Managing Direct	13,840,462	18,500,000	0	0	32,340,462
2	BAKUL PREMCHAI	Managing Direct	13,840,495	18,500,000	0	0	32,340,495
3	VIVEK SHASHICHA	Managing Direct	13,840,541	18,500,000	0	0	32,340,541
4	MUDIT SHARADKU	Managing Direct	5,591,813	0	0	35,545,938	41,137,751
	Total		47,113,311	55,500,000	0	35,545,938	0

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	AMITABH JAGATN	Chief Executive	13,841,287	0	0	0	13,841,287

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	VIMAL RAMESHCH	Chief Financial C	7,994,527	0	0	0	7,994,527
3	DILIP VISHNUBHAI	Company Secre	2,953,482	0	0	0	2,953,482
	Total		24,789,296	0	0	0	0

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUJATA SANTOSH	Independent Dir	0	300,000	0	120,000	420,000
2	KRISHNAMOORTH	Independent Dir	0	300,000	0	130,000	430,000
3	MAHESH VENNELI	Independent Dir	0	300,000	0	120,000	420,000
4	SALIL KAPOOR	Independent Dir	0	300,000	0	10,000	310,000
	Total		0	1,200,000	0	380,000	0

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

CS Dr. S K JAIN

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

3076

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. ..

12A

dated

28/05/2019

(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

PRAMODKUMAR
SHRIYANSPRASAD JAIN

DIN of the director

00380458

To be digitally signed by

DILIP
VISHNUBHAI DARJI

☒ Company Secretary

☐ Company secretary in practice

Membership number

22527

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 Attachement(s), if any

Attach**Attach****Attach****Attach****List of attachments**

MGT-8_21-22.pdf
Clarification on Form MGT-7.pdf
List of Debenture Holders as on 31032022
Details of transfer.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 **D C W LIMITED, (CIN: L24110GJ1939PLC000748) (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 **March 31, 2022**. 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.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of the following:
1. Its status is "Active" under Ministry of Corporate affair (MCA) Portal;
 2. The Company has kept and maintained the registers / records, as per the provisions of the Act and the rules made thereunder and all entries therein have been recorded within the time prescribed thereof;
 3. The Company has duly filed all forms and returns, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time or in case of delay filed, if any, with requisite additional fees.
 4. The Company has duly called, convened and held meetings of its Board of Directors and its committees and the meeting of the members of the Company on due dates as stated in the annual return in respect of which proper notices were given and proceedings have been properly recorded in the Minute Books/registers maintained for the purpose and the same have been signed. Certain Resolutions were passed by Circulation during the financial year under review which were duly placed in the subsequent meetings of Board of Directors.



5. The Company has closed its Register of Members and Share Transfer Books twice during the financial year 2021-22 i.e. from September 21, 2021 to September 27, 2021 (both days inclusive) for the purpose of Annual General Meeting held on September 27, 2021 and from March 24, 2022 to March 30, 2022 (both days inclusive) for the purpose of Extraordinary General Meeting held on March 30, 2022.
6. The Company has not directly or indirectly advanced any loan, including any loan represented by a book debt to, or given any guarantee or provided any security in connection with any loan taken by any of its directors and/or persons or firms or companies referred in section 185 of the Act to which the provisions of said section apply.
7. There were transactions/contracts/arrangements entered by the Company during the year under review with related parties referred to in Section 188(1) of the Companies Act, 2013. The Board of Directors in their Directors Report dated August 12, 2022 to the members of the Company in Para 32 under the head Related Party Transactions have stated that all contracts/ arrangements/ transactions entered by the Company during the Financial Year with related parties were in its ordinary course of business and on arm's length basis. The Company have entered into material transactions with related parties which the shareholders of the Company approved at the Extra General Meeting held on March 30, 2022.
8. During the year under review, the Company has duly complied with applicable provisions of Companies Act, 2013 in respect of issue, allotment, transfer, transmission, conversion, alteration of shares/securities and issue of security certificates in all instances. However, there was no buyback of securities, redemption of preference shares or redemption of debentures or reduction of share capital during the year under review.
9. No rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act have been kept in abeyance.
10. The Company has not declared any dividend during the financial year ended March 31, 2022. During the year, the Company has transferred a sum of Rs.11.55 Lakhs on October 25, 2021 towards unclaimed dividend and 430,456 Equity Shares on November 3, 2021 to the Investor Education and Protection Fund(IEPF) Authority for the Financial Year 2013-14, in compliance with the provisions of Section 125 and other applicable provisions, if any of the Companies Act, 2013.



11. The Audited Financial Statements for the Financial Year ended March 31, 2022 have been signed 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. The constitution of the Board is proper as per the Act. The appointment/ re-appointments/ retirement/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them wherever applicable are in accordance with the Act.
13. There is no appointment/ reappointment/ filling up casual vacancies of Statutory Auditors during the Financial Year 2021-22 as the Auditor has already been appointment for a period of 5 years in the 78th Annual General Meeting of the Company held on September 28, 2017.
14. The Company was not required to obtain any approvals from Central Government, Tribunal, Regional Director, Court.
15. Pursuant to the application filed by Operational Creditor under Section 9 of the Insolvency and Bankruptcy Code, 2016 (IBC) and vide an order pronounced by the Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench on March 31, 2022, the Corporate Insolvency Resolution Process was initiated against the Company.

However, since the said matter was amicably settled with Operational Creditor and therefore, Hon'ble NCLT, Ahmedabad Bench on April 27, 2022 passed an order to dispose the said application.

Except for the above mentioned Order there are no significant/material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations in future.

16. The Company has not invited / accepted/ renewed/ repaid any deposits falling within the purview of the Act during the Financial Year;
17. There are Borrowings from public financial institutions, financial institutions, banks, debenture holders and directors during the year under review and creation/ modification/ satisfaction of charges in that respect, wherever applicable. However, the Company has not obtained any borrowings from the members during the year under review.
18. The Company has given loans or made investments or given guarantees to any other body corporates falling under the provisions of Section 186 as per the provisions of the Companies Act 2013.



19. The Company has not altered its Articles of Association and Memorandum of Association during the year under review.

Place: Mumbai

Date: 23.11.2022

UDIN- F001473D002100592



For S. K. Jain & Co.

CS. Dr. S. K. JAIN

Practicing Company Secretaries
(FCS - 1473 /COP - 3076)

List of Non-Convertible Debenture Holders as on March 31, 2022

DPID	CLID	NAME	HOLDING	STATUS	ADD1	ADD2	ADD3	CITY	PINCODE
IN303173	20219682	KOTAK SPECIAL SITUATIO NS FUND	35000	ALTERNAT E INVESTME NT FUND - DOMESTI C COMPANI ES	'KOTAK MAHINDR A BANK LIMITED	'KOTAK INFINITI BLDG N. 21 2ND FLR	'ZONE I CUSTODY SERVS INFINITY PARK	'GEN A.K.VAIDY A MARG MALAD E MUMBAI	400097

List of Optionally Convertible Debenture Holders as on March 31, 2022

DPID	CLID	NAME	HOLDING	STATUS	ADD1	ADD2	ADD3	CITY	PINCODE
IN303173	20219682	KOTAK SPECIAL SITUATIO NS FUND	6000	ALTERNAT E INVESTME NT FUND - DOMESTI C COMPANI ES	'KOTAK MAHINDR A BANK LIMITED	'KOTAK INFINITI BLDG N. 21 2ND FLR	'ZONE I CUSTODY SERVS INFINITY PARK	'GEN A.K.VAIDY A MARG MALAD E MUMBAI	400097

DCW LTD

DETAILS OF TRANSFERS / TRANSMISSION / NAME DELETION

DATE	TYPE	SHARES	VALUE	SFOLIO	SNAME	BUYER FOLIO & NAME
17/06/2021	1	0001200	000002	K000459	KANTA SHANKARLAL BHA	R005910 RICHA RAJENDRA ARYA
29/06/2021	1	0000250	000002	C002076	CHANDRAKANT KIRTILAL	S009812 SALONY SHRENUJ SHAH
08/07/2021	1	0001200	000002	S000792	SHANTILAL JEKISHANDA	R005911 RAJAN SHANTILAL GAND
02/08/2021	1	0000500	000002	P003848	PRAVINCHANDRA M THAK	B003659 BIMALKUMAR P THAKKER
30/09/2021	1	0003385	000002	M001939	MOTI GIDWANI	J003012 J GOPAL MIRCHANDANI
10/11/2021	1	0002910	000002	H000229	HOMI JAMSHEDJI VACHH	K004811 KERSI HOMY VACHHA
23/11/2021	1	0001095	000002	G000149	GOBIND ASSUDOMAL ADV	A005209 ANIL ADVANI
GRANT TOTAL		10540				

Date: 23/11/2022

To,
The Registrar of Companies
ROC Bhavan, Opp Rupal Park Society,
Behind Ankur Bus Stop,
Naranpura, Ahmedabad-380013

Subject: Clarification on Form MGT-7
Ref: D C W LIMITED (CIN: L24110GJ1939PLC000748)

Dear Sir/Madam,

With reference to the captioned subject, we ("DCW Limited" or "the Company", having its Registered Office at Dhrangadhra - 363 315, Gujarat) wish to clarify that the Company has allotted 6000 Optionally Convertible Debentures ('OCDs') having Face Value of Rs 1,00,000/- each. However, Form MGT-7 do not have any place/column to mention the said OCDs under point (iv) **Debentures (Outstanding as at the end of financial year) at page No 6 & 7**, therefore, we have mentioned the said OCD in place of Fully Convertible Debentures (FCDs).

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	35000	100000	3500000000
Partly convertible debentures	0		0
Fully convertible debentures	6000	100000	600000000
Total			4,100,000,000

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	3500000000	0	0	3500000000
Partly convertible debentures	0			0
Fully convertible debentures	600000000			600000000

You are requested to consider this clarification while taking this MGT-7 on record.

C. COMMITTEE MEETINGS

Number of meetings held

22

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	21/05/2021	3	3	100
2	Audit Committee	30/07/2021	3	3	100
3	Audit Committee	02/11/2021	3	3	100
4	Audit Committee	02/02/2022	3	3	100
5	Audit Committee	07/03/2022	3	3	100
6	Nomination and Remuneration Committee	21/05/2021	3	3	100
7	Nomination and Remuneration Committee	02/11/2021	3	3	100
8	Corporate Social Responsibility and Sustainability Committee	21/05/2021	3	3	100
9	Corporate Social Responsibility and Sustainability Committee	02/02/2022	3	3	100
10	Risk Management Committee	02/11/2021	3	3	100
11	Risk Management Committee	07/03/2022	3	3	100
12	Stakeholders Relationship Committee	09/04/2021	3	2	66.67
13	Stakeholders Relationship Committee	17/06/2021	3	2	66.67
14	Stakeholders Relationship Committee	29/06/2021	3	2	66.67
15	Stakeholders Relationship Committee	08/07/2021	3	2	66.67
16	Stakeholders Relationship Committee	02/08/2021	3	2	66.67
17	Stakeholders Relationship Committee	09/09/2021	3	2	66.67
18	Stakeholders Relationship Committee	30/09/2021	3	2	66.67
19	Stakeholders Relationship Committee	10/11/2021	3	2	66.67
20	Stakeholders Relationship Committee	23/11/2021	3	2	66.67
21	Stakeholders Relationship Committee	03/01/2022	3	2	66.67
22	Independent Directors Meeting	26/03/2022	3	3	100