

FORM NO. MGT-7

[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]



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

LE*****TD.COM

(d) *Telephone number with STD code

02*****00

(e) Website

<https://dcwltd.com/>

(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 Limited	1
2	National Stock Exchange of India Limited	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

Pinnacle Business Park, Office no S6-2 ,6th floor, Mahakali Caves Road , Next to Ahura Centre, Andheri East Mumbai

(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

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	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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	KAZE RENEWABLES PRIVATE LTD	U27104MH2023PTC399203	Associate	28.96

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	295,155,017	295,155,017	295,155,017
Total amount of equity shares (in Rupees)	700,000,000	590,310,034	590,310,034	590,310,034

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	295,155,017	295,155,017	295,155,017
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	700,000,000	590,310,034	590,310,034	590,310,034

(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	1,681,405	293,473,612	295155017	590,310,034	590,310,034	

Increase during the year	0	0	0	315,930	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				315,930		
Decrease during the year	0	0	0	315,930	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				315,930		
At the end of the year	1,681,405	293,473,612	295155017	590,310,034	590,310,034	
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

(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		
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	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
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					

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

(i) Turnover

18,715,898,224

(ii) Net worth of the Company

10,317,183,707

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	71,673,923	24.28	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)	58,429,964	19.8	0	
10.	Others	0	0	0	
	Total	130,103,887	44.08	0	0

Total number of shareholders (promoters)

30

(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	118,429,670	40.12	0	
	(ii) Non-resident Indian (NRI)	1,805,606	0.61	0	
	(iii) Foreign national (other than NRI)	414	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	42,610	0.01	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	11,005	0	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	20,473,012	6.94	0	
10.	Others Foreign Portfolio Investors	24,288,813	8.23	0	
	Total	165,051,130	55.91	0	0

Total number of shareholders (other than promoters)

152,858

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

152,888

**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	37	37
Members (other than promoters)	90,269	152,858
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	3.63	0
B. Non-Promoter	0	3	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	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	3	3	3	3	3.63	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	9,442,244	
	SUJATA SANTOSH R	06425371	Director	0	
	KRISHNAMOORTHY P	08129657	Director	0	
	MAHESH VENNELKAN	03633359	Director	0	
	AMITABH JAGATNAR	AAXPG8989R	CEO	938,333	
	PRADIPTA MUKHERJ	AHKPM6086F	CFO	0	
	DILIP VISHNUBHAI D	AJIPD4129Q	Company Secretar	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
84th Annual General Meetin	29/09/2023	109,735	81	42.6

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	11/05/2023	6	5	83.33
2	14/08/2023	6	5	83.33
3	08/11/2023	6	6	100
4	14/02/2024	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held

51

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	11/05/2023	3	3	100
2	Audit Committee	14/08/2023	3	3	100
3	Audit Committee	08/11/2023	3	3	100
4	Audit Committee	14/02/2024	3	3	100
5	Nomination and	11/05/2023	3	3	100
6	Nomination and	14/08/2023	3	3	100
7	Nomination and	08/11/2023	3	3	100
8	Corporate Soc	11/05/2023	3	3	100
9	Corporate Soc	14/08/2023	3	3	100
10	Corporate Soc	14/02/2024	3	2	66.67

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	PRAMODKUM	4	3	75	44	43	97.73	Yes

2	BAKUL PREM	4	4	100	42	40	95.24	Yes
3	VIVEK SHASHI	4	3	75	0	0	0	Yes
4	SUJATA SANTOSH	4	3	75	7	7	100	Yes
5	KRISHNAMOORTHY	4	4	100	51	25	49.02	Yes
6	MAHESH VENKATESH	4	4	100	7	7	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PRAMODKUMAR SHARMA	Managing Director	11,520,000	0	0	3,500,208	15,020,208
2	BAKUL PREMCHAND	Managing Director	11,520,000	0	0	3,500,208	15,020,208
3	VIVEK SHASHICHAH	Managing Director	11,520,000	0	0	3,500,208	15,020,208
	Total		34,560,000	0	0	10,500,624	45,060,624

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 JAGATNAR	Chief Executive Officer	12,367,320	0	0	6,306,599.4	18,673,919.4
2	PRADIPTA MUKHERJEE	Chief Financial Officer	7,914,120	0	0	3,925,145.42	11,839,265.42
3	DILIP VISHNUBHAU	Company Secretary	2,891,280	0	0	1,041,528	3,932,808
	Total		23,172,720	0	0	11,273,272.82	34,445,992.82

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUJATA SANTOSH	Independent Director	0	0	0	150,000	150,000
2	KRISHNAMOORTHY	Independent Director	0	0	0	200,000	200,000
3	MAHESH VENNELA	Independent Director	0	0	0	170,000	170,000
	Total		0	0	0	520,000	520,000

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

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 compiled 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

Vivek
Jain

Digitally signed
by Vivek Jain
Date: 2025.06.12
17:40:10 +05:30

DIN of the director

0*5*2*2*

To be digitally signed by

DILIP
VISHNUBH
AI DARJI

Digitally signed by
DILIP VISHNUBHAI
DARJI
Date: 2025.06.12
17:41:03 +05:30

Company Secretary

Company secretary in practice

Membership number

2*5*7

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

List of Members_31032024.pdf
DCW MGT 8.pdf
Designated Person.pdf
Share Transfer and Transmission.pdf
Clarification of Dematerialisation.pdf
Committee Meetings 23-24.pdf
Clarification on Revised Filing.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

C. COMMITTEE MEETINGS

Number of meetings held

51

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	11-05-2023	3	3	100.00
2	Audit Committee	14-08-2023	3	3	100.00
3	Audit Committee	08-11-2023	3	3	100.00
4	Audit Committee	14-02-2024	3	3	100.00
5	Nomination and Remuneration Committee	11-05-2023	3	3	100.00
6	Nomination and Remuneration Committee	14-08-2023	3	3	100.00
7	Nomination and Remuneration Committee	08-11-2023	3	3	100.00
8	Corporate Social Responsibility and Sustainability Committee	11-05-2023	3	3	100.00
9	Corporate Social Responsibility and Sustainability Committee	14-08-2023	3	3	100.00
10	Corporate Social Responsibility and Sustainability Committee	14-02-2024	3	2	66.67
11	Risk Management Committee	28-07-2023	3	3	100.00
12	Risk Management Committee	28-12-2023	3	3	100.00
13	Stakeholders Relationship Committee	01-04-2023	3	2	66.67
14	Stakeholders Relationship Committee	11-04-2023	3	2	66.67
15	Stakeholders Relationship Committee	25-04-2023	3	3	100.00
16	Stakeholders Relationship Committee	19-05-2023	3	2	66.67
17	Stakeholders Relationship Committee	09-06-2023	3	2	66.67
18	Stakeholders Relationship Committee	15-06-2023	3	2	66.67
19	Stakeholders Relationship Committee	28-06-2023	3	3	100.00
20	Stakeholders Relationship Committee	01-07-2023	3	3	100.00
21	Stakeholders Relationship Committee	07-07-2023	3	2	66.67
22	Stakeholders Relationship Committee	13-07-2023	3	2	66.67
23	Stakeholders Relationship Committee	25-07-2023	3	3	100.00
24	Stakeholders Relationship Committee	28-07-2023	3	2	66.67
25	Stakeholders Relationship Committee	31-07-2023	3	2	66.67
26	Stakeholders Relationship Committee	10-08-2023	3	3	100.00
27	Stakeholders Relationship Committee	18-08-2023	3	2	66.67
28	Stakeholders Relationship Committee	07-09-2023	3	2	66.67
29	Stakeholders Relationship Committee	08-09-2023	3	3	100.00
30	Stakeholders Relationship Committee	14-09-2023	3	2	66.67
31	Stakeholders Relationship Committee	15-09-2023	3	2	66.67
32	Stakeholders Relationship Committee	27-09-2023	3	3	100.00
33	Stakeholders Relationship Committee	29-09-2023	3	2	66.67
34	Stakeholders Relationship Committee	12-10-2023	3	2	66.67
35	Stakeholders Relationship Committee	18-10-2023	3	2	66.67
36	Stakeholders Relationship Committee	27-10-2023	3	3	100.00
37	Stakeholders Relationship Committee	01-11-2023	3	2	66.67
38	Stakeholders Relationship Committee	02-11-2023	3	2	66.67
39	Stakeholders Relationship Committee	05-12-2023	3	2	66.67
40	Stakeholders Relationship Committee	10-01-2024	3	2	66.67
41	Stakeholders Relationship Committee	12-01-2024	3	3	100.00
42	Stakeholders Relationship Committee	24-01-2024	3	2	66.67
43	Stakeholders Relationship Committee	27-01-2024	3	2	66.67
44	Stakeholders Relationship Committee	30-01-2024	3	2	66.67
45	Stakeholders Relationship Committee	31-01-2024	3	3	100.00
46	Stakeholders Relationship Committee	07-02-2024	3	2	66.67
47	Stakeholders Relationship Committee	15-02-2024	3	2	66.67
48	Stakeholders Relationship Committee	22-02-2024	3	2	66.67
49	Stakeholders Relationship Committee	14-03-2024	3	2	66.67
50	Stakeholders Relationship Committee	22-03-2024	3	3	100.00
51	Stakeholders Relationship Committee	27-03-2024	3	2	66.67

DCW LTD

DETAILS OF TRANSFERS / TRANSMISSION / NAME DELETION

DATE	TYPE	SHARES	VALUE	SFOLIO	SNAME	BUYER FOLIO & NAME
01/04/2023	1	0000250	000002	P004056	PRAVIN LILADHAR JAJA	B003661 BHAVESH VRAJLAL JALA
25/04/2023	1	0000450	000002	N003817	NITIN CHIMANLAL SHAH	K004813 KALPESH NITINBHAI SH
19/05/2023	1	0000400	000002	S000005	SUSHILKANT PURSHOTAM	U001514 UMA SUSHILKANT SHAH
01/07/2023	1	0000750	000002	H002418	HOMAI HOMI PANTHAKI	P004670 PHIROZ HOMI PANTHAKI
01/07/2023	1	0000750	000002	H002416	HOMAI HOMI PANTHAKI	P004671 PHIROZ HOMI PANTHAKI
07/07/2023	1	0000500	000002	V003017	VIPULKUMAR HIMATLAL	V003589 VIPULKUMAR HIMATLAL
25/07/2023	1	0002965	000002	P000393	PRIYAM NATVARLAL CHO	N003833 NISHITH NARESH CHOKS
10/08/2023	1	0000050	000002	P003790	PRAFULABEN DILIPBHAI	D003066 DILIPKUMAR KANJIBHAI
10/08/2023	1	0000100	000002	D002477	DILIPKUMAR KANJIBHAI	D003066 DILIPKUMAR KANJIBHAI
18/08/2023	1	0000500	000002	G001994	GURBACHAN SINGH SAIN	H002547 HARBANS KAUR SAINI
07/09/2023	1	0000710	000002	M001014	MAHAVIRSHINH JASWANTS	M005788 MAHAVIRSHINH JASVANTS
15/09/2023	1	0000160	000002	D000407	DHANABHAI NARANBHAI	D003067 DEVJIBHAI DHANABHAI
15/09/2023	1	0000045	000002	P001902	PADMA K PUNMIA	K004814 KANTILAL K PUNMIA
15/09/2023	1	0010620	000002	S001245	SHIPRA SATISHKUMAR P	S009815 SHIPRA SATISHKUMAR P
27/09/2023	1	0002550	000002	V000024	VENILAL DAYARAM DALA	M005789 MUKUND VENILAL DALAL
29/09/2023	1	0000340	000002	R003371	RATNAKAR MUKUND HOSA	M005790 MADHUKAR MUKUND HOSA
27/10/2023	1	0005000	000002	K003944	KASHMIRA DARAYESH SO	K004815 KASHMIRA D SONGHADWA
01/11/2023	1	0010610	000002	0000929	OM PRAKASH GUPTA	E000640 EKTA OMPRAKASH GUPTA
01/11/2023	1	0001500	000002	0001023	OM PRAKASH GUPTA	E000640 EKTA OMPRAKASH GUPTA
02/11/2023	1	0000250	000002	A004740	AJIT K SOMAIYA	A005211 AJIT K SOMAIYA
02/11/2023	1	0000250	000002	M005251	MAMTA K SOMAIYA	M005791 MAMTA KANAIYALAL SOM
02/11/2023	1	0000250	000002	K004372	KANCHAN SOMAIYA	M005791 MAMTA KANAIYALAL SOM
05/12/2023	1	0000320	000002	C000047	CHANDRABHAN RUPCHAND	R005913 RAJESH SURAJMAL DAKL
10/01/2024	1	0000060	000002	M004097	MINAL VERLEKAR	M005792 MINAL MILIND RAIKAR
24/01/2024	1	0000230	000002	T000420	THAKKER NATVARLAL PR	M005793 Mitesh NATVARLAL GHE
27/01/2024	1	0000380	000002	C000721	CHAMPAKSINH D GHARAI	A005212 ASHUTOSH CHAMPAKSINH
31/01/2024	1	0000680	000002	N002196	NANJIBHAI VALABHAI P	S009816 SHANTUBEN NANJIBHAI
07/02/2024	1	0001250	000002	N002198	NARENDRA C BHATT	P004672 PRASANNBALA NARENDRA
15/02/2024	1	0000090	000002	S005944	SHAH V M	M005794 MANISH VINODCHANDRA
22/02/2024	1	0004580	000002	B001213	BINA SAMTANI	B003662 BINA MAHESH ASRANI
14/03/2024	1	0000730	000002	R000832	RENU PRIYAKANT	M005795 MUKUL PRIYAKANT GAND
22/03/2024	1	0002000	000002	V000138	VITHAL MAHABLESHWAR	A005213 ANURADHA VITHAL SHIV

27/03/2024 1 0000785 000002 K001535 KALPANA VIJAY VORA S009817 SUYASH VIJAY VORA

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GRANT TOTAL 50105

[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, 2024**. In my opinion and to the best of my information and according to the examination 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 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 during the financial year 2023-24 from Saturday, September 23, 2023 to Friday,



September 29, 2023 (both days inclusive) for the purpose of the Annual General Meeting held on Friday, September 29, 2023.

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 party (ies) referred to in Section 188 of the Companies Act, 2013. According to the information and explanations given to me, the transactions with the related parties are in compliance with sections 188 of the Companies Act, 2013.
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 Board of Directors of your Company has recommended payment of final dividend of Rupees 0.30 (Thirty Paise) per Equity Share (i.e. 15%) of the face value of Rupees 2/- each for the financial year ended March 31, 2023, subject to the approval of the Members at the ensuing 84th Annual General Meeting ('AGM') and shall be subject to deduction of tax at source. During the year under review, your Company has paid an interim dividend of Rupees 0.20 (Twenty Paise) per equity share (i.e. 10%) of the face value of Rupees 2/- each. Pursuant to the provisions of Section 124 of the Companies Act, 2013 ("the Act") read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), and relevant circulars and amendments thereto, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund ("IEPF"), constituted by the Central Government. During the year under review, no amount of unpaid/ unclaimed dividend was due for transfer to the Investors Education protection Fund.



11. During the period under review, the Company has signed Power Purchase Agreements with Kaze Renewables Private Limited ("SPV" / "Power Producer") to establish two Renewable Power Plants in Tamil Nadu having combined captive capacity of 44.5 MW under Captive Power Scheme, whereunder the said SPV as a Captive Generator shall be supplying Solar Power to the Company as a Captive User for its manufacturing plant(s) located in the State of Tamil Nadu. The Company has also entered into Share Subscription and Shareholders' Agreement dated 5th December, 2023 with the said SPV and has acquired 24,41,875 (Twenty-Four Lakhs Forty-One Thousand Eight Hundred and Seventy Five Only) Equity Shares of face value of Rupees 10/- (Rupees Ten Only) each at a Premium of Rupees 70 / - (Rupees Seventy Only) amounting to Rupees 19,53,50,000 (Rupees Nineteen Crore Fifty-Three Lakh Fifty Thousand only) which is equivalent to 28.96 % of the Paid-up Capital of SPV, as Captive User of the Project. Pursuant to the acquisition of 24,41,875 (Twenty-Four Lakhs Forty-One Thousand Eight Hundred and Seventy Five Only) Equity Shares, the said SPV has become an 'Associate' of the Company under Section 2 (6) of the Companies Act, 2013.
12. During the period under Review, Income Tax Department carried out Search Operation at the Company's Corporate Office, Registered Office, Factories and other premises of the Company. The Company has not received any order from Income Tax Department after the said search.
13. The Audited Financial Statements for the Financial Year ended March 31, 2024 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;
14. 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.
15. There is no appointment/ reappointment/ filling up casual vacancies of Statutory Auditors during the Financial Year 2023-24 as the Auditor has already been appointment for a period of 5 years in the 83rd Annual General Meeting of the Company held on September 27, 2022.



16. The Company was not required to obtain any approvals from Central Government, Tribunal, Regional Director, Court.
17. The Company has not invited / accepted/ renewed/ repaid any deposits falling within the purview of the Act during the Financial Year;
18. 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.
19. 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.
20. The Company has not altered its Articles of Association and Memorandum of Association during the year under review.

Place: Mumbai

Date: 24/08/2024

UDIN- F001473F001039356

For S. K. Jain & Co.


CS. Dr. S. K. JAIN

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

