

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]



Form language

☒ English ☐ Hindi

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L24110GJ1939PLC000748

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	D C W LIMITED	D C W LIMITED
Registered office address	NA,NA,DHRANGADHRA,Gujarat,India,363315	NA,NA,DHRANGADHRA,Gujarat,India,363315
Latitude details	30.178586	30.178586
Longitude details	72.689345	72.689345

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

Photograph of Registered Office.pdf

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

AA*****9N

(c) *e-mail ID of the company

*****@dcwltd.com

(d) *Telephone number with STD code

02*****00

(e) Website

https://dcwltd.com

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

28/01/1939

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
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

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
U99999MH1994PTC076534	BIGSHARE SERVICES PRIVATE LIMITED	Pinnacle Business Park, Office No. S6-2, 6th Floor, Mahakali Caves Road, Next to Ahura Centre, Andheri East, Mumbai - 400 093	INR000001385

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

☒ Yes

☐ No

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

29/09/2025

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

30/09/2025

(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

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	20	Manufacture of chemicals and chemical products	100

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

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

1

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U27104MH2023PTC399203		KAZE RENEWABLES PRIVATE LIMITED	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	350000000.00	295155017.00	295155017.00	295155017.00
Total amount of equity shares (in rupees)	700000000.00	590310034.00	590310034.00	590310034.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	350000000	295155017	295155017	295155017
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	700000000.00	590310034.00	590310034	590310034

(b) Preference share capital

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

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	1523440	293631577	295155017.00	590310034	590310034	
Increase during the year	0.00	105650.00	105650.00	211300.00	211300.00	0.00
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 Dematerialisation	0	105650	105650.00	211300	211300	0
Decrease during the year	105650.00	0.00	105650.00	211300.00	211300.00	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 Dematerialisation	105650	0	105650.00	211300	211300	
At the end of the year	1417790.00	293737227.00	295155017.00	590310034.00	590310034.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	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></div>			0			
Decrease during the year	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></div>			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	

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		<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

22

Attachments:

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)
Total			

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
Total				

(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)
Total			

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
Total				

(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)
Total			

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
Total				

(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
Total	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
Total					

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

i *Turnover

20003433291

ii * Net worth of the Company

10326915788

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	73428920	24.88	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)	58999764	19.99	0	0.00

10	Others <div></div>				
	Total	132428684.00	44.87	0.00	0

Total number of shareholders (promoters)

27

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	88113694	29.85	0	0.00
	(ii) Non-resident Indian (NRI)	2094653	0.71	0	0.00
	(iii) Foreign national (other than NRI)	414	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	42610	0.01	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	11005	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	38097831	12.91	0	0.00

10	Others				
	FPI, IEPF, Trust, CM	34366126	11.64	0	0.00
	Total	162726333.00	55.12	0.00	0

Total number of shareholders (other than promoters)

109403

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

109430.00

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

Sl.No	Category	
1	Individual - Female	25170
2	Individual - Male	59132
3	Individual - Transgender	0
4	Other than individuals	25128
	Total	109430.00

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	37	36
Members (other than promoters)	152858	109403
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	10.1	0
B Non-Promoter	0	3	0	3	0.00	0.00
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	0.00	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
Total	3	3	3	3	10.10	0.00

*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 shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
BAKUL PREMCHAND JAIN	00380256	Managing Director	1263332	
VIVEK SHASHICHAND JAIN	00502027	Managing Director	13242077	
ASHISH PRAMODKUMAR JAIN	00866676	Managing Director	15300000	
POORNIMA KAMALAKSH PRABHU	03114937	Director	0	
KRISHNAMOORTHY KRISHNAN	08129657	Director	0	

MAHESH VENNELKANTI	03633359	Director	0	
AMITABH JAGATNARAYAN GUPTA	AAXPG8989R	CEO	938333	
PRADIPTA MUKHERJEE	AHKPM6086F	CFO	0	
DILIP VISHNUBHAI DARJI	AJIPD4129Q	Company Secretary	0	

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

6

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)
PRAMODKUMAR SHRIYANSPRASAD JAIN	00380458	Managing Director	31/10/2024	Cessation
ASHISH PRAMODKUMAR JAIN	00866676	Additional Director	01/11/2024	Appointment
ASHISH PRAMODKUMAR JAIN	00866676	Managing Director	19/12/2024	Change in designation
SUJATA RANGNEKAR SANTOSH	06425371	Director	26/09/2024	Cessation
POORNIMA KAMALAKSH PRABHU	03114937	Additional Director	27/09/2024	Appointment
POORNIMA KAMALAKSH PRABHU	03114937	Director	19/12/2024	Change in designation

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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
85th Annual General Meeting	26/09/2024	114950	64	37.74

B BOARD MEETINGS

*Number of meetings held

6

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	16/05/2024	6	5	83.33
2	13/08/2024	6	6	100
3	19/09/2024	6	6	100
4	17/10/2024	6	6	100
5	13/11/2024	6	6	100
6	13/02/2025	6	5	83.33

C COMMITTEE MEETINGS

Number of meetings held

17

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	16/05/2024	3	2	66.67
2	Audit Committee	13/08/2024	3	3	100
3	Audit Committee	19/09/2024	3	3	100
4	Audit Committee	17/10/2024	3	3	100
5	Audit Committee	13/11/2024	3	3	100
6	Audit Committee	13/02/2025	3	2	66.67
7	Nomination and Remuneration Committee	16/05/2024	3	2	66.67
8	Nomination and Remuneration Committee	19/09/2024	3	3	100

9	Nomination and Remuneration Committee	17/10/2024	3	3	100
10	Nomination and Remuneration Committee	13/02/2025	3	2	66.67
11	Corporate Social Responsibility and Sustainability Committee	16/05/2024	3	3	100
12	Corporate Social Responsibility and Sustainability Committee	13/08/2024	3	3	100
13	Corporate Social Responsibility and Sustainability Committee	13/11/2024	3	3	100
14	Corporate Social Responsibility and Sustainability Committee	13/02/2025	3	3	100
15	Risk Management Committee	16/05/2024	3	3	100
16	Risk Management Committee	13/11/2024	3	3	100
17	Stakeholders Relationship Committee	17/10/2024	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	
								<div>29/09/2025</div> <div>(Y/N/NA)</div>
1	BAKUL PREMCHAND JAIN	6	6	100	6	6	100	Yes
2	VIVEK SHASHICHAND JAIN	6	6	100	2	2	100	Yes
3	ASHISH PRAMODKUMAR JAIN	2	2	100	0	0	0	Yes
4	POORNIMA KAMALAKSH PRABHU	3	2	66	5	3	60	Yes
5	MAHESH VENNELKANTI	6	6	100	10	10	100	Yes
6	KRISHNAMOORTHY KRISHNAN	6	6	100	17	17	100	Yes

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

4

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	PRAMODKUMAR SHRIYANSPRASAD JAIN	Managing Director	6720000	0	0	37783372	44503372.00
2	BAKUL PREMCHAND JAIN	Managing Director	11520000	0	0	3500208	15020208.00
3	VIVEK SHASHICHAND JAIN	Managing Director	11520000	0	0	3500208	15020208.00
4	ASHISH PRAMODKUMAR JAIN	Managing Director	14264581	0	0	4360410	18624991.00
	Total		44024581.00	0.00	0.00	49144198.00	93168779.00

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	AMITABH JAGATNARAIN GUPTA	CEO	16386180	0	0	7357657.6	23743837.60
2	PRADIPTA MUKHERJEE	CFO	9275124	0	0	3605995.03	12881119.03
3	DILIP VISHNUBHAI DARJI	Company Secretary	3495492	0	0	660249.6	4155741.60
	Total		29156796.00	0.00	0.00	11623902.23	40780698.23

C *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 RANGNEKAR	Director	0	0	0	70000	70000.00
2	KRISHNAMOORTHY KRISHNAN	Director	0	0	0	370000	370000.00

3	MAHESH VENNELKANTI	Director	0	0	0	310000	310000.00
4	POORNIMA KAMALAKSH PRABHU	Director	0	0	0	100000	100000.00
	Total		0.00	0.00	0.00	850000.00	850000.00

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

111392

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

MGT-8_DCW_2024-25.pdf
Clarification letter- DCW.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 D C W 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

Omkar Dindorkar

Date (DD/MM/YYYY)

19/12/2025

Place

Mumbai

Whether associate or fellow:

☒ Associate

☐ Fellow

Certificate of practice number

2*5*0

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

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

AJIPD4129Q

*(b) Name of the Designated Person

DILIP VISHNUBHAI DARJI

Declaration

I am authorised by the Board of Directors of the Company vide resolution number*

12A

dated*

(DD/MM/YYYY)

28/05/2019

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*5*2*2*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

2*5*7

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)

AC0237887

eForm filing date (DD/MM/YYYY)

24/12/2025

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

MMJB & Associates LLP

Company Secretaries

803-804, 8th Floor, Ecstasy, Citi of Joy, JSD Road, Mulund West, Mumbai 400080, (T) 022-31008600
LLPIN: AAR-9997

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]

We have examined the registers, records and books and papers of **DCW Limited** (hereinafter referred as “Company”) as required to be maintained under the Companies Act, 2013 (hereinafter referred as “the Act”) and the rules made thereunder for the Financial Year ended on March 31, 2025 (hereinafter referred as “audit period”). 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 provisions of the Act and 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 therefore;
 - 3. filing of forms and returns with the Registrar of Companies, Investor Education and Protection Fund authority and Central Government is within/beyond the prescribed time. Further, no forms were required to be filed with the Regional Director, Court, tribunal or other authorities;
 - 4. calling/convening/holding meetings of Board of Directors, its committees and the meeting 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, 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. **No such event occurred during the audit period;**

6. advances/loans to its directors and/or persons or firms or companies referred to in Section 185 of the Act. **No such event occurred during the audit period;**
7. contracts/arrangements with related parties as specified in section 188 of the Act;
8. transmission of securities in demat form. Further, no issue, transfer or allotment 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;
9. keeping in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act. **No such event occurred during the audit period;**
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. **No such event occurred during the audit period;**
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/resignation/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. Further, no re-appointment, retirement and casual vacancy occurred during the audit period.
13. appointment/reappointment/filling up casual vacancies of auditors as per the provisions of section 139 of the Act. **No such event occurred during the audit period;**
14. approval required to be taken from stock exchange for re-classification of Members of Promoter Group from 'Promoter and Promoter Group' category to 'Public Category'. Further, no approval required to be taken from Tribunal, Central Government, Registrar, Regional Director, Court or such other authorities under the various provisions of the Act during the audit period;
15. acceptance/ renewal/ repayment of deposits. **No such event occurred during the audit period;**
16. borrowings from financial institutions, banks, director and creation/ modification of charges in that respect. Further, no satisfaction of charges during the audit period;
17. investments in other bodies corporate or persons falling under the provisions of section 186 of the Act; Further, no loan 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 in provisions of its Memorandum and/ or Articles of Association. **No such event occurred during the audit period;**

For MMJB & Associates LLP

Company Secretaries

ICSI UIN: L2020MH006700

Peer Review Cert. No.: 2826/2022

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MADHAV
DINDORKAR

Digitally signed by
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DINDORKAR
Date: 2025.12.19
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Omkar Dindorkar

Designated Partner

ACS No. 43029

CP No. 24580

UDIN: A043029G002560918

Date: 19.12.2025

Place: Mumbai

MMJB & Associates LLP

Company Secretaries

803-804, 8th Floor, Ecstasy, Citi of Joy, JSD Road, Mulund West, Mumbai 400080, (T) 022-31008600
LLPIN: AAR-9997

Our certification in Form MGT-8 is to be read along with this letter:

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our review.
2. We have followed the practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company and applicable accounting standards.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Companies Act, 2013 and Rules thereunder, Secretarial Standards, MCA Notifications and Circulars is the responsibility of management. Our examination was limited to the verification of records and compliance on test basis.
6. This certification is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For MMJB & Associates LLP
Company Secretaries
ICSI UIN: L2020MH006700
Peer Review Cert. No.: 2826/2022

OMKAR
MADHAV
DINDORKAR

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DINDORKAR
Date: 2025.12.19
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Omkar Dindorkar
Designated Partner

ACS No. 43029

CP No. 24580

UDIN: A043029G002560918

Date: 19.12.2025

Place: Mumbai

S.No.	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting
1	Audit Committee	16/05/2024	3
2	Audit Committee	13/08/2024	3
3	Audit Committee	19/09/2024	3
4	Audit Committee	17/10/2024	3
5	Audit Committee	13/11/2024	3
6	Audit Committee	13/02/2025	3
7	Nomination and Remuneration Committee	16/05/2024	3
8	Nomination and Remuneration Committee	19/09/2024	3
9	Nomination and Remuneration Committee	17/10/2024	3
10	Nomination and Remuneration Committee	13/02/2025	3
11	Corporate Social Responsibility and Sustainability Committee	16/05/2024	3
12	Corporate Social Responsibility and Sustainability Committee	13/08/2024	3
13	Corporate Social Responsibility and Sustainability Committee	13/11/2024	3
14	Corporate Social Responsibility and Sustainability Committee	13/02/2025	3
15	Risk Management Committee	16/05/2024	3
16	Risk Management Committee	13/11/2024	3
17	Stakeholders Relationship Committee	17/10/2024	3

Date of registration of transfer (Date Month Year)	Type of transfer	Class of shares transferred	Number of Shares/Debtures/Units Transferred	Amount per Share/Debture/Unit (in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name (Surname, middle name, first name)
19/04/2024	Equity share	NAME DELETION	500	2	R004089	RAMANAND D. ATHAVALE	R005914	RAMANAND DIGAMBARATHAVALE
31/05/2024	Equity share	NAME DELETION	1000	2	R004442	RAMKANT P.NARDEKAR	R005917	RAMKANT P.NARDEKAR
12/06/2024	Equity share	NAME DELETION	960	2	R00822	ISMAIL BULEMAN SURTI	M005786	MOHAMMED ISMAIL SURTI
22/07/2024	Equity share	NAME DELETION	5	2	P003392	P VISHNU VARDHANI	P004673	POTTLURI JACESH MURTHY
27/07/2024	Equity share	NAME DELETION	1750	2	R004600	RENU PRIYANKA GANDHI	M007797	MUKUL PRIYANKA JOSHI
30/08/2024	Equity share	NAME DELETION	250	2	S004092	SUNITA S HALDANDEKAR	V003590	VARDE NILIMA MUKUND
20/09/2024	Equity share	NAME DELETION	1885	2	G000388	GIRJA RAMANATHAN	G002437	GIRJA RAMANATHAN
17/10/2024	Equity share	NAME DELETION	1300	2	M001006	MINAKI P SHETH	M002548	HITESH PRAVIN SHETH
11/06/2024	Equity share	TRANSFER	100	2	D003066	DILIPKUMAR KANIBHAI GAJJAR	SEA2023	SUSPENSE ESCROW ACCOUNT
11/06/2024	Equity share	TRANSFER	10	2	D003096	DILIPKUMAR KANIBHAI GAJJAR	SEA2023	SUSPENSE ESCROW ACCOUNT
11/06/2024	Equity share	TRANSFER	400	2	V001514	UPA SUBHILAKSHI SHAIH	SEA2023	SUSPENSE ESCROW ACCOUNT
04/02/2025	Equity share	TRANSFER	250	2	P004414	PADMINIBA MEGHRAJESINH GOHEL	SEA2023	SUSPENSE ESCROW ACCOUNT
04/02/2025	Equity share	TRANSFER	500	2	R005914	RAMANAND DIGAMBAR ATHAVALE	SEA2023	SUSPENSE ESCROW ACCOUNT
23/04/2024	Equity share	TRANSMISSION	1070	2	R000267	JAYANT KRISHNA GOKHALE	S005919	SHRUTI JAYANT GOKHALE
13/05/2024	Equity share	TRANSMISSION	250	2	S003067	S URWAL	R005916	RAMASIBHIM SOLAMPAN
09/05/2024	Equity share	TRANSMISSION	300	2	K000271	KAIKHASRU FRAMROZE BHARUCHA	R005915	REDA JAYASHP MEHTA
26/05/2024	Equity share	TRANSMISSION	2720	2	A000904	ANANDCHAND DEVESHBHAI BHAI	D003068	DIPEN ANANDCHAND SHAIH
10/06/2024	Equity share	TRANSMISSION	7000	2	L001373	L GOHANCHAND LODHA	R005918	RAJESH LODHA
12/08/2024	Equity share	TRANSMISSION	2500	2	N003100	NATHMAL BABULAL GARODIA	N003834	NARAYANBHAI NATHMALBHAI AGRAWAL
31/08/2024	Equity share	TRANSMISSION	260	2	P000587	PRANAL CHATURDAS POUJARA	P004674	POUGARA MANULAKSHI PRANAL
26/12/2024	Equity share	TRANSMISSION	1335	2	K000885	KANUBHA G. JADEJA	N003835	NARENDRASINH KANUBHA JADEJA
17/12/2024	Equity share	TRANSMISSION	400	2	K001799	KISHORI MANILAL DALAL	K004816	KAUSHAL KISHORI DALAL