

FORM NO. MGT 9**Extract of Annual Return as on financial year ended 31st March, 2021**

Pursuant to Section 92 (3) of the Companies Act, 2013 and
Rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS:

i	CIN	L26940GJ1944PLC000749
ii	Registration Date	6th November, 1944
iii	Name of the Company	Shree Digvijay Cement Company Limited
iv	Category/Sub-category of the Company	Company Limited by shares /Indian Non-Government Company
v	Address of the Registered office & contact details	Digvijaygram, Dist: Jamnagar,Gujarat -361140 Tel. No. 0288-2344272 -75 Fax No. 0288-2344092 email: investors.sdcl@digvijaycement.com Website: www.digvijaycement.com
vi	Whether listed company	Yes
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Pvt. Ltd. C-101, 247 Park Lal Bahadur Shastri Marg, Vikhroli (W), Mumbai-400 083 Tel. No. 022-4918 6000 Fax No. 022-4918 6060

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Cement	2394	100%

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

Sl No	Name & Address of the Company	CIN/GLN/ LLP IN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	True North Fund VI LLP Suite F9C , Grand Hyatt Plaza, Santacruz (East) , Mumbai -400 055	AAK-2395	Holding entity	56.80	2(46) of the Companies Act, 2013
2	SDCCL Logistics Limited , * Admin Building, Digvijaygram -361 140 Jamnagar ,Gujarat (India)	U63000GJ2020PLC115066	Wholly Owned Subsidiary Company	100	2(87) of the Companies Act, 2013

** On 28th July, 2020, SDCCL Logistics Limited was incorporated as a wholly owned subsidiary ("Subsidiary") of the Company, having paid up capital of Rs.1,00,000 (10,000 equity shares of Rs.10 each).*

Shree Digvijay Cement Company Limited										
MGT-9 IV.(i) Category-wise Share Holding										
Sr No	Category of Shareholders	Shareholding at the beginning of the year - 2020				Shareholding at the end of the year - 2021				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									
[1]	Indian									
(a)	Individuals / Hindu Undivided Family	0	0	0	0	0	0	0	0	0
(b)	Central Government / State Government(s)	0	0	0	0	0	0	0	0	0
(c)	Financial Institutions / Banks	0	0	0	0	0	0	0	0	0
(d)	Any Other (Specify)									
	Bodies Corporate	80825928	0	80825928	57.1716	80825928	0	80825928	56.8028	-0.3688
	Sub Total (A)(1)	80825928	0	80825928	57.1716	80825928	0	80825928	56.8028	-0.3688
[2]	Foreign									
	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0	0	0	0	0	0
(a)	Government	0	0	0	0	0	0	0	0	0
(b)	Institutions	0	0	0	0	0	0	0	0	0
(d)	Foreign Portfolio Investor	0	0	0	0	0	0	0	0	0
(e)	Any Other (Specify)									
	Sub Total (A)(2)	0	0	0	0	0	0	0	0	0
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	80825928	0	80825928	57.1716	80825928	0	80825928	56.8028	-0.3688
(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	0	0	0	0	0	0	0	0	0
(b)	Venture Capital Funds	0	0	0	0	0	0	0	0	0
(c)	Alternate Investment Funds	0	0	0	0	0	0	0	0	0
(d)	Foreign Venture Capital Investors	0	0	0	0	0	0	0	0	0
(e)	Foreign Portfolio Investor	0	0	0	0	0	0	0	0	0
(f)	Financial Institutions / Banks	78576	2997	81573	0.0577	2965	2997	5962	0.0042	-0.0535
(g)	Insurance Companies	0	450	450	0.0003	0	450	450	0.0003	0
(h)	Provident Funds/ Pension Funds	0	0	0	0	0	0	0	0	0
(i)	Any Other (Specify)									
	Sub Total (B)(1)	78576	3447	82023	0.058	2965	3447	6412	0.0045	-0.0535
[2]	Central Government/ State Government(s)/ President of India									
	Central Government / State Government(s)	0	0	0	0	1250	0	1250	0.0009	0.0009
	Sub Total (B)(2)	0	0	0	0	1250	0	1250	0.0009	0.0009
[3]	Non-Institutions									
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh.	17171866	592535	17764401	12.5655	20653317	583210	21236527	14.9246	2.3591
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	22783875	48858	22832733	16.1506	19889093	48858	19937951	14.012	-2.1386
(b)	NBFCs registered with RBI	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Overseas Depositories(holding DRs) (balancing figure)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Any Other (Specify)									
	Trusts	37290	0	37290	0.0264	22790	0	22790	0.016	-0.0104
	Foreign Nationals	100	1500	1600	0.0011	100	1500	1600	0.0011	0.000
	Hindu Undivided Family	2634676	0	2634676	1.8636	2179414	50	2179464	1.5317	-0.3319
	Non Resident Indians (Non Repat)	1703106	2730	1705836	1.2066	1689628	2730	1692358	1.1894	-0.0172
	Other Directors / Relatives	2289	0	2289	0.0016	1873796	0	1873796	1.3169	1.3153
	Non Resident Indians (Repat)	1216755	0	1216755	0.8607	1486368	0	1486368	1.0446	0.1839
	Clearing Member	411546	0	411546	0.2911	406610	0	406610	0.2858	-0.0053
	Bodies Corporate	13722231	135720	13857951	9.8023	12485502	135720	12621222	8.8699	-0.9324
	Enemy property	0	1250	1250	0.0009	0	0	0	0	-0.0009
	Sub Total (B)(3)	59683734	782593	60466327	42.7704	60686618	772068	61458686	43.1919	0.4215
	Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)	59762310	786040	60548350	42.8284	60690833	775515	61466348	43.1972	0.3688
	Total (A)+(B)	140588238	786040	141374278	100.000	141516761	775515	142292276	100.000	0.0000
(C)	Non Promoter - Non Public									
	(C1) Shares Underlying DRs									
[1]	Custodian/DR Holder	0	0	0	0	0	0	0	0	0
	(C2) Shares Held By Employee Trust									
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0	0	0	0	0	0
	Total (A)+(B)+(C)	140588238	786040	141374278	100	141516761	775515	142292276	100.000	0

Shree Digvijay Cement Company Limited ISIN : INE232A01011								
MGT-9 IV.(ii) Shareholding of Promoters								
Sr No	Shareholder's Name	Shareholding at the beginning of the year - 2020			Shareholding at the End of the year - 2021			
		No of Shares Held	% of the Total of the Company	%of Shares Pledged /encumbered to total shares	No of Shares Held	% of the Total of the Company	% of Shares Pledged /encumbered to total shares	% change in shareholding during the year*
1	TRUE NORTH FUND VI LLP	80825928	57.1716	0	80825928	56.8028	0	-0.3688
	Total	80825928	57.1716	0	80825928	56.8028	0	-0.3688

Note :

* % of shareholding reduced during the year due to issue and allotment of ESOP shares to eligible employees of the Company.

Shree Digvijay Cement Company Limited ISIN : INE232A01011							
MGT-9 IV.(iii) Change in Promoters Shareholding							
Sr No	Particulars	Shareholding at the beginning of the year - 2020		Transactions during the year		Cumulative Shareholding at the end of the year - 2021	
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY*
1	TRUE NORTH FUND VI LLP	80825928	57.1716	-	Nil	80825928	56.8028
	AT THE END OF THE YEAR					80825928	56.8028

Notes:

1	Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 142292276 Shares.
2	The details of holding has been clubbed based on PAN.
3	% of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year.
4	% of shareholding reduced due to issue and allotment of ESOP shares during the year.
5	* % of shareholding reduced during the year due to issue and allotment of ESOP shares to eligible employees of the Company.

Shree Digvijay Cement Company Limited ISIN : INE232A01011

MGT-9 IV.(iv) Shareholding Pattern of top ten Shareholders

Sr No	Name & Type of Transaction	Shareholding at the beginning of the year - 2020		Transactions during the year		Cumulative Shareholding at the end of the year - 2021	
		NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	ANAGHA ADVISORS LLP	7024048	4.9364			7024048	4.9364
	AT THE END OF THE YEAR					7024048	4.9364
2	ICAN INVESTMENTS ADVISORS PRIVATE LIMITED	3229530	2.2696			3229530	2.2696
	AT THE END OF THE YEAR					3229530	2.2696
3	SHARAD KANAYALAL SHAH	2168165	1.5237			2168165	1.5237
	Transfer			22 May 2020	(68165)	2100000	1.4758
				13 Nov 2020	25000	2125000	1.4934
				25 Dec 2020	25000	2150000	1.5110
				31 Dec 2020	50000	2200000	1.5461
				29 Jan 2021	10000	2210000	1.5531
	AT THE END OF THE YEAR					2210000	1.5531
4	HITESH RAMJI JAVERI	2200000	1.5461			2200000	1.5461
	Transfer			21 Aug 2020	2000	2202000	1.5475
	AT THE END OF THE YEAR					2202000	1.5475
5	ZAFAR AHMADULLAH	1525717	1.0722			1525717	1.0722
	Transfer			30 Jun 2020	(125407)	1400310	0.9841
	AT THE END OF THE YEAR					1400310	0.9841
6	ANIL SINGHVI	618839	0.4349			618839	0.4349
	Transfer			03 Apr 2020	48274	667113	0.4688
				10 Apr 2020	202379	869492	0.6111
				05 Mar 2021	300000	1169492	0.8219
	AT THE END OF THE YEAR					1169492	0.8219
7	HARSHA HITESH JAVERI	1100000	0.7731			1100000	0.7731
	AT THE END OF THE YEAR					1100000	0.7731
8	LAL TOLANI	779861	0.5481			779861	0.5481
	Transfer			23 Oct 2020	(1000)	778861	0.5474
				22 Jan 2021	(1000)	777861	0.5467
				05 Mar 2021	(25)	777836	0.5466
				19 Mar 2021	(1544)	776292	0.5456
	AT THE END OF THE YEAR					776292	0.5456
9	LEELA VINOD NAWANDHAR	807060	0.5672			807060	0.5672
	Transfer			15 May 2020	(24000)	783060	0.5503
				29 May 2020	(4500)	778560	0.5472
				12 Jun 2020	(99000)	679560	0.4776
				19 Jun 2020	(5000)	674560	0.4741
				26 Jun 2020	(23500)	651060	0.4576
				30 Jun 2020	(8000)	643060	0.4519
				04 Sep 2020	10000	653060	0.4590
				11 Sep 2020	5000	658060	0.4625
				18 Sep 2020	(15000)	643060	0.4519
				25 Sep 2020	10000	653060	0.4590
				30 Sep 2020	(10000)	643060	0.4519
				30 Oct 2020	(1000)	642060	0.4512
				13 Nov 2020	5000	647060	0.4547
				20 Nov 2020	(4000)	643060	0.4519
				05 Feb 2021	(8000)	635060	0.4463
				05 Mar 2021	(6336)	628724	0.4419
				12 Mar 2021	(12011)	616713	0.4334
				19 Mar 2021	(8000)	608713	0.4278
	AT THE END OF THE YEAR					608713	0.4278
10	NISHI ANIL SINGHVI	500000	0.3514			500000	0.3514
	AT THE END OF THE YEAR					500000	0.3514

11	SAMEER BAISIWALA	599640	0.4214			599640	0.4214
	Transfer			22 May 2020	(150000)	449640	0.3160
				29 May 2020	(40000)	409640	0.2879
				05 Jun 2020	(31618)	378022	0.2657
				12 Jun 2020	(140000)	238022	0.1673
				19 Jun 2020	(180000)	58022	0.0408
				26 Jun 2020	(43006)	15016	0.0106
				10 Jul 2020	(15016)	0	0.0000
	AT THE END OF THE YEAR					0	0.0000

Notes:

1	Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 142292276 Shares.
2	The details of holding has been clubbed based on PAN.
3	% of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year.

V) Shareholding of Directors and Key Managerial Personnel

Sr No		Shareholding at the beginning of the year -1st April, 2020		Transactions during the year		Cumulative Shareholding at the end of the year - 1st April, 2020 to 31st March, 2021	
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
A. DIRECTORS:							
1	Mr. Anil Singhvi Transfer AT THE END OF THE YEAR	869492	0.6150	- 05-Mar-21	- 300000	869492 1169492 1169492	0.6111 0.8219 0.8219
2	Mr. Mahesh Gupta AT THE END OF THE YEAR	0				0 0	0.00 0.00
3	Ms. Mini Menon AT THE END OF THE YEAR	0				0 0	0.00 0.00
4	Mr. Pramod Kabra AT THE END OF THE YEAR	0				0 0	0.00 0.00
5	Mr. Satish Kulkarni AT THE END OF THE YEAR	0				0 0	0.00 0.00
6	Mr. KK Rajeev Nambiar Transfer Transfer/Allotment of ESOP Shares AT THE END OF THE YEAR	2289		01-Apr-20 18-Sep-20 09-Dec-20 22-Jan-21	2017 33333 88888 77777	2289 4306 37639 126527 204304	0.00 0.00 0.03 0.09 0.14
B. KEY MANAGERIAL PERSONNEL (KMP):							
1	Mr. Suresh Meher Transfer Transfer/Allotment of ESOP Shares AT THE END OF THE YEAR	10		18-Sep-20 09-Dec-20 22-Jan-21	10000 10000 15000	10 10010 20010 35010 35010	0.00 0.01 0.01 0.02 0.02
2	Mr. Vikas Kumar Transfer Transfer/Allotment of ESOP Shares AT THE END OF THE YEAR	13000		18-Sep-20 09-Dec-20	20000 40000	13000 33000 73000 73000	0.01 0.02 0.05 0.05

V

INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment
(In Rupees)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial	Nil	Nil	Nil	Nil
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	Nil	Nil	Nil	Nil
Change in Indebtedness during the financial	Nil	Nil	Nil	Nil
Additions	-	-	-	-
Reduction	-	-	-	-
Net Change	Nil	Nil	Nil	Nil
Indebtedness at the end of the financial year	Nil	Nil	Nil	Nil
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	Nil	Nil	Nil	Nil

VI

REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A.

Remuneration to Managing Director, Whole time Director and/or Manager:

In Rupees

Sl.No	Particulars of Remuneration	Name of the Chairman	Name of the Managing Director	Total Amount
1	Gross Salary	Mr.Anil Singhvi	Mr.Rajeev Nambiar*	
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act 1961 (other than PF but including Superannuation)	24,628,000	25,022,858	49,650,858
	(b) Value of perquisites u/s 17(2) of the Income Tax Act 1961	9,794	2,007,571	2,017,365
	(c) Profit in lieu of salary under Section 17(3) of the	-	-	-
2	Stock Option*	-	7,719,923	7,719,923
3	Sweat Equity	-	-	-
4	Commission as % of Profit	-	-	-
	Others, please specify (contribution to Nischint Policy)	-	-	-
5	Others please specify	-	-	-
	Total (A)	24,637,794	34,750,352	59,388,146
	Ceiling as per the Act			10%

Total Salary of Mr. KK Rajeev Nambiar, CEO & Managing Director includes, a) Variable Pay for the period of 15 months from 1st January, 2019 to 31st March, 2020 amounting to Rs. 95,00,000 and b) Perquisite value of Rs. 77,19,923 on account of exercise of 1,99,998 stock options by him under the SDCCL Employee Stock Option Plan 2019 during the year 2020-21. Remuneration paid to Directors are within the ceiling limits.

B. Remuneration to other Directors:

Sl.No	Particulars of Remuneration	Name of the Directors				Total amount
1	Independent Directors	Mr. Mahesh Gupta	Ms. Mini Menon	Mr. Satish Kulkarni	Mr. Pramod Kabra	
	(a) Fee for attending board committee meetings	1,100,000	1,300,000	400,000	0	2,800,000
	(b) Commission	0	0	0	0	0
	(c) Others, please specify					
	Total (1)	1,100,000	1,300,000	400,000	0	4100000
2	Other Non Executive Directors					
	(a) Fee for attending	0	0	0	0	0
	(b) Commission	0	0	0	0	0
	(c) Others, please specify.	0	0	0	0	0
	Total (2)	0	0	0	0	0
	Total (B)=(1+2)	1,100,000	1,300,000	400,000	0	2,800,000
	Total Managerial Remuneration					62,188,146
	Cieling as per the Act.*					11%

* Overall Managerial Remuneration under Section 197 of the Act and Rules made thereunder, paid to Directors are within the ceiling limits. Sitting fees, paid to Independent Directors, are not considered while calculating the ceiling limit.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

In Rupees

Sl. No.	Particulars of Remuneration			Total
1	Gross Salary	Mr. Vikas Kumar (CFO)	Mr. Suresh Meher (Company Secretary)	
	(a) Salary as per provisions contained	5,216,917	5,973,196	11,190,113
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	9,794	9,794	19,588
	(c) Profits in lieu of salary under	-	-	-
2	Stock Option*	2,277,500	1,321,625	3,599,125
3	Sweat Equity	-	-	-
4	Commission as % of profit	-	-	-
	others, specify	-	-	-
5	Others, please specify	-	-	-
	Total	7,504,211	7,304,615	14,808,826

*Above amount of Salary is inclusive of: a) Variable Pay for the period of 15 months from 1st January, 2019 to 31st March, 2020, and b) Perquisite value of 60,000 and 35,000 Options exercised, respectively, by Mr. Vikas Kumar and Mr. Suresh Meher, under the SDCCL Employee Stock Option Plan 2019 during the year 2020-21.

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					