

FORM NO. MGT 9**Extract of Annual Return as on financial year ended 31st March, 2022**

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

SI 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

Shree Digvijay Cement Company Limited

Sr No	Category of Shareholders	Shareholding at the beginning of the year - 2021				Shareholding at the end of the year - 2022				% 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	'0.0000	0	0	0	'0.0000	'0.0000
(b)	Central Government / State Government(s)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(c)	Financial Institutions / Banks	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(d)	Any Other (Specify)									
	Bodies Corporate	80825928	0	80825928	56.8028	80825928	0	80825928	56.1183	0.6845
	Sub Total (A)(1)	80825928	0	80825928	56.8028	80825928	0	80825928	56.1183	-0.6845
[2]	Foreign									
	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(a)	Government	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(b)	Institutions	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(c)	Foreign Portfolio Investor	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(d)	Any Other (Specify)									
	Sub Total (A)(2)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	80825928	0	80825928	56.8028	80825928	0	80825928	56.1183	-0.6845
(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(b)	Venture Capital Funds	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(c)	Alternate Investment Funds	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(d)	Foreign Venture Capital Investors	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(e)	Foreign Portfolio Investor	0	0	0	'0.0000	414602	0	414602	0.2879	0.2879
(f)	Financial Institutions / Banks	2965	2997	5962	0.0042	1900	2997	4897	0.0034	-0.0008
(g)	Insurance Companies	0	450	450	0.0003	0	450	450	0.0003	0.0000
(h)	Provident Funds/ Pension Funds	0	0	0	0	0	0	0	0.0000	0.0000
(i)	Any Other (Specify)									
	Sub Total (B)(1)	2965	3447	6412	0.0045	416502	3447	419949	0.2916	0.2871
[2]	Central Government/ State Government(s)/ President of India									
	Central Government / State Government(s)	1250	0	1250	0.0009	0	0	0	0.0000	-0.0009
	Sub Total (B)(2)	1250	0	1250	0.0009	0	0	0	0.0000	-0.0009
[3]	Non-Institutions									
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh.	20653317	583210	21236527	14.9246	24134006	564958	24698964	17.1488	2.2242
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	19889093	48858	19937951	14.0120	18016547	48858	18065405	12.5430	-1.4690
(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
(c)	Any Other (Specify)									
	Trusts	22790	0	22790	0.0160	36090	0	36090	0.0251	0.0090
	Foreign Nationals	100	1500	1600	0.0011	100	1500	1600	0.0011	0.0000
	Hindu Undivided Family	2179414	50	2179464	1.5317	2111500	50	2111550	1.4661	1.4649
	Non Resident Indians (Non Repat)	1689628	2730	1692358	1.1894	1684121	2730	1686851	1.1712	-0.0182
	Other Directors / Relatives	1873796	0	1873796	1.3169	2606308	0	2606308	1.8096	0.4927
	Non Resident Indians (Repat)	1486368	0	1486368	1.0446	1262250	0	1262250	0.8764	-0.1682
	Body Corp-Ltd Liability Partnership	0	0	0	0.0000	7114313	0	7114313	4.9395	4.9395
	Clearing Member	406610	0	406610	0.2858	259970	0	259970	0.1805	-0.1053
	Bodies Corporate	12485502	135720	12621222	8.8699	4802880	135720	4938600	3.4289	-5.4410
	Sub Total (B)(3)	60686618	772068	61458686	43.1919	62028085	753816	62781901	43.5901	0.3983
	Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)	60690833	775515	61466348	43.1972	62444587	757263	63201850	43.8817	0.6845
	Total (A)+(B)	141516761	775515	142292276	100.0000	143270515	757263	144027778	100	
(C)	Non Promoter - Non Public									
	(C1) Shares Underlying DRs									
[1]	Custodian/DR Holder	0	0	0	0.0000	0	0	0	0.0000	0.0000
	(C2) Shares Held By Employee Trust									0.0000
	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	'0.0000	0	0	0	'0.0000	
	Total (A)+(B)+(C)	141516761	775515	142292276	'100.0000	143270515	757263	144027778	'100.0000	

GENERATED ON : 21/04/2022

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 - 2021			Shareholding at the End of the year - 2022			
		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	56.80	0	80825928	56.12	0	-0.68
	Total	80825928	56.80	0	80825928	56.12	0	-0.68

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 - 2021		Transactions during the year		Cumulative Shareholding at the end of the year - 2022	
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL
1	TRUE NORTH FUND VI LLP	80825928	56.80	-	Nil	80825928	56.12
	AT THE END OF THE YEAR					80825928	56.12

Notes:

1	Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 14,40,27,778 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

SR NO	SHAREHOLDER NAME	DPID/Folio	PAN	SHARES	BENPOS_DATE
1	TRUE NORTH FUND VI LLP	IN303173201326	AAMFT7845A	80825928	31/03/2021
2	TRUE NORTH FUND VI LLP	IN303173201326	AAMFT7845A	80825928	31/03/2022

Shree Digvijay Cement Company Limited

ISIN : INE232A01011

MGT-9 IV. Shareholding Pattern of Top Ten Shareholders

Sr No.		Shareholding at the beginning of the year - 2021		Transactions during the year		Cumulative Shareholding at the end of the year - 2022	
	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	ANAGHA ADVISORS LLP	7024048	4.88			7024048	4.94
	AT THE END OF THE YEAR					7024048	4.88
2	ICAN INVESTMENTS ADVISORS PRIVATE LIMITED	3229530	2.24			3229530	2.27
	AT THE END OF THE YEAR					3229530	2.24
3	HITESH RAMJI JAVERI	2202000	1.53			2202000	1.55
	AT THE END OF THE YEAR					2202000	1.53
4	SHARAD KANAYALAL SHAH	2210000	1.53			2210000	1.55
	Transfer			21 Jan 2022	-100000	2110000	1.48
	AT THE END OF THE YEAR					2110000	1.46
5	ZAFAR AHMADULLAH	1400310	0.97			1400310	0.98
	AT THE END OF THE YEAR					1400310	0.97
6	ANIL SINGHVI	1169492	0.81			1169492	0.82
	AT THE END OF THE YEAR					1169492	0.81
7	HARSHA HITESH JAVERI	1100000	0.76			1100000	0.77
	AT THE END OF THE YEAR					1100000	0.76
8	RAJEEV KURUMTHATTIL KUTTIYATTU HOUSE	204304	0.14			204304	0.14
	Transfer			28 May 2021	370002	574306	0.40
	Transfer			06 Aug 2021	-10000	564306	0.40
	Transfer			13 Aug 2021	-105000	459306	0.32
	Transfer			03 Sep 2021	200000	659306	0.46
	Transfer			08 Oct 2021	227500	886806	0.62
	Transfer			12 Nov 2021	10	886816	0.62
	Transfer			31 Mar 2022	50000	936816	0.65
	AT THE END OF THE YEAR					936816	0.65
9	LAL TOLANI	776292	0.54			776292	0.55
	Transfer			09 Apr 2021	-1000	775292	0.54
	Transfer			30 Apr 2021	-348	774944	0.54
	Transfer			14 May 2021	-1000	773944	0.54
	Transfer			21 May 2021	-4000	769944	0.54
	Transfer			28 May 2021	-1000	768944	0.54
	Transfer			04 Jun 2021	-2000	766944	0.54
	Transfer			11 Jun 2021	-4000	762944	0.54
	Transfer			16 Jul 2021	-3000	759944	0.53
	Transfer			23 Jul 2021	-6000	753944	0.53
	Transfer			30 Jul 2021	-8000	745944	0.52
	Transfer			06 Aug 2021	-3000	742944	0.52
	Transfer			15 Oct 2021	-1000	741944	0.52
	Transfer			29 Oct 2021	-1000	740944	0.52
	AT THE END OF THE YEAR					740944	0.51
10	LEELA VINOD NAWANDHAR	608713	0.42			608713	0.42
	Transfer			16 Apr 2021	-65653	543060	0.38
	Transfer			27 Aug 2021	-20975	522085	0.37
	Transfer			29 Oct 2021	-5000	517085	0.36
	Transfer			25 Mar 2022	-4000	513085	0.36
	AT THE END OF THE YEAR					513085	0.36
11	NISHI ANIL SINGHVI	500000	0.35			500000	0.35
	AT THE END OF THE YEAR					500000	0.35

Note: 1. Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 144027778 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	Name & Type of Transaction	Shareholding at the beginning of the year - 1st April, 2021		Transactions during the year		Cumulative Shareholding at the end of the year - 1st April, 2021 to 31st March,	
		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 AT THE END OF THE YEAR	1169492	0.82	-	-	1169492 1169492	0.81 0.81
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 Allotment of ESOP Shares Transfer Transfer Allotment of ESOP Shares Allotment of ESOP Shares Transfer Allotment of ESOP Shares AT THE END OF THE YEAR	204304	0.14	28-May-21 6-Aug-21 13-Aug-21 3-Sep-21 08/Oct/21 12/Nov/21 31/Mar/22	370002 -10000 -105000 200000 227500 10 50000	204304 574306 564306 459306 659306 886806 886816 936816 936816	0.14 0.40 0.39 0.32 0.46 0.62 0.62 0.65 0.65

B. KEY MANAGERIAL PERSONNEL (KMP):

1	Mr. Suresh Meher Transfer Transfer Transfer Transfer Transfer Allotment of ESOP Shares Transfer Transfer Transfer Transfer Allotment of ESOP Shares Transfer Transfer Transfer Transfer Transfer Transfer Transfer AT THE END OF THE YEAR	35010	0.02	7-May-21 21-May-21 6-Aug-21 13-Aug-21 20-Aug-21 3-Sep-21 10-Sep-21 17-Sep-21 30-Sep-21 8-Oct-21 19-Nov-21 17-Dec-21 31-Dec-21 11-Feb-22 18-Feb-22 25-Feb-22 4-Mar-22	-3000 -1000 -5500 -1500 -3500 10000 -1500 -1000 -2000 60000 -833 -953 -3216 -1900 -1259 -956 -400	35010 32010 31010 25510 24010 20510 30510 29010 28010 26010 86010 85177 84224 81008 79108 77849 76893 76493 76493	0.02 0.02 0.02 0.02 0.01 0.02 0.02 0.02 0.02 0.06 0.06 0.06 0.06 0.05 0.05 0.05 0.05 0.05
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2	Mr. Vikas Kumar	73000	0.05			73000	0.05
	Transfer			21-May-21	-10000	63000	0.04
	Transfer			11-Jun-21	-10000	53000	0.04
	Transfer			27-Aug-21	-2000	51000	0.04
	Allotment of ESOP Shares			3-Sep-21	60000	111000	0.08
	Transfer			30-Sep-21	-8031	102969	0.07
	Allotment of ESOP Shares			8-Oct-21	30000	132969	0.09
	AT THE END OF THE YEAR					132969	0.09

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					

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(In Rupees)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness 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)	24,828,000	23,594,074	48,422,074
	(b) Value of perquisites u/s 17(2) of the Income Tax Act 1961	-	1,893,952	1,893,952
	(c) Profit in lieu of salary under Section 17(3) of the	-	-	-
2	Stock Option*	-	50,044,861	50,044,861
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	as % of Profit	-	-	-
	Others, please specify (contribution to Nischint Policy)	-	-	-
5	Others please specify	-	-	-
	Total (A)	24,828,000	75,532,887	100,360,887
	Ceiling as per the Act			10%

Total Salary of Mr. KK Rajeev Nambiar, CEO & Managing Director includes, a) Variable Pay for the period of 12 months from 1st April 2021 to 31st March, 2022 amounting to Rs. 70,00,000 and b) Perquisite value of Rs. 5,00,44,861 on account of exercise of 8,47,502 stock options by him under the SDCCL Employee Stock Option Plan 2019 during the year 2021-22. 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	1,150,000	1,350,000	500,000	0	3,000,000
	(b) Commission	500,000	500,000	500,000	0	1,500,000

	(c) Others, please specify					
	Total (1)	1,650,000	1,850,000	1,000,000	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)	1,650,000	1,850,000	1,000,000	0	4,500,000
	Total Managerial Remuneration					104,860,887
	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 celing 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	Mr. Vikas Kumar (CFO)	Mr. Suresh Meher (Company Secretary)	Total
1	Gross Salary			
	(a) Salary as per provisions contained	5,519,491	5,957,182	11,476,673
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	23,326	482,478	505,804
	(c) Profits in lieu of salary under	-	-	-
2	Stock Option*	5,815,750	4,290,500	10,106,250
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	as % of profit	-	-	-
	others, specify	-	-	-
5	Others, please specify	-	-	-
	Total	11,358,567	10,730,160	22,088,727

*Above amount of Salary is inclusive of: a) Variable Pay for the period of 12 months from 1st April, 2020 to 31st March, 2021, and b) Perquisite value of 90,000 and 70,000 Options exercised, respectively, by Mr. Vikas Kumar and Mr. Suresh Meher, under the SDCCL Employee Stock Option Plan 2019 during the year 2021-22.