

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

L26940GJ1944PLC000749

Pre-fill

Global Location Number (GLN) of the company

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

AADCS0957J

(iii) (a) Name of the company

SHREE DIGVIJAY CEMENT CO LTD

(a) Registered office address

POST-DIGVIJAY GRAM, VIA-JAMNAGAR, DIGVIJAY GRAM NA
JAMNAGAR
Gujarat
361140
India

(b) *e-mail ID of the company

viral.thaker@digvijaycement.com

(c) *Telephone number with STD code

02882344272

(d) Website

www.digvijaycement.com

(iv) Date of Incorporation

06/11/1944

(v)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(vi) Whether company is having share capital



Yes



No

(vii) * 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	1024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

MUFG INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West) Mumbai
Maharashtra -400083

(viii) *Financial year From date 01/04/2025 (DD/MM/YYYY) To date 31/03/2026 (DD/MM/YYYY)

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

(a) If yes, date of AGM 16/09/2026

(b) Due date of AGM 30/09/2026

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S. No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the Company
1.	C	Manufacturing	32	Other manufacturing	100

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

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

5

Pre-fill All

S. No	Name of the company	CIN / FCRN	Holding/Subsidiary/Associate/ Joint Venture	% of shares held
1.	India Resurgence Fund – Scheme 1	N.A.	Holding	11.62
2.	India Resurgence Fund 2 – Scheme 2	N.A.	Holding	47.95
3.	India Resurgence Fund 2 – Scheme 4	N.A.	Holding	4.16
4.	SDCCL LOGISTICS LIMITED	U63000GJ2020PLC115066	Subsidiary	100
5.	CGE Shree Digvijay Cement Green Energy Private Limited	U40106MH2021PTC372912	Associate	27

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	250,000,000	148,138,645	147,870,398	147,869,278
Total amount of equity shares (in Rupees)	2,500,000,000	1,481,386,450	1,478,703,980	1,478,692,780

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares Capital				
Number of equity shares	250,000,000	148,138,645	147,870,398	147,869,278
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,500,000,000	1,481,386,450	1,478,703,980	1,478,692,780

(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	672,052	147,142,226	147,814,278	1,478,142,780	1,478,142,780	-
Increase during the year	-	55,000	55,000	5,50,000	5,50,000	-
i. Public Issues	-	-	-	-	-	-
ii. Rights issue	-	-	-	-	-	-
iii. Bonus issue	-	-	-	-	-	-
iv. Private Placement/ Preferential allotment	-	-	-	-	-	-
v. ESOPs	-	55,000	55,000	5,50,000	5,50,000	-
vi. Sweat equity shares allotted	-	-	-	-	-	-
vii. Conversion of Preference share	-	-	-	-	-	-
viii. Conversion of Debentures	-	-	-	-	-	-
ix. GDRs/ADRs	-	-	-	-	-	-
x. Others, specify	-	116,110	116,110	1,161,100	1,161,100	-
Dematerialized during the year						
Decrease during the year	-	-	-	-	-	-
i. Buy-back of shares	-	-	-	-	-	-
ii. Shares forfeited	-	-	-	-	-	-
iii. Reduction of share capital	-	-	-	-	-	-
iv. Others, specify	116,110	-	116,110	1,161,100	1,161,100	-
dematerialized during the year						
At the end of the year	555,942	147,313,336	147,869,278	1,478,692,780	1,478,692,780	-
Preference shares						
At the beginning of the year	-	-	-	-	-	-
Increase during the year	-	-	-	-	-	-
i. Issues of shares	-	-	-	-	-	-

ii. Re-issue of forfeited shares	-	-	-	-	-	-
iii. Others, specify						
Decrease during the year						
i. Redemption of shares	-	-	-	-	-	-
ii. Shares forfeited	-	-	-	-	-	-
iii. Reduction of share capital	-	-	-	-	-	-
iv. Others, specify	-	-	-	-	-	-
At the end of the year						

ISIN of the equity shares of the company

INE232A01011

(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

29/08/2025

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
Total			

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
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

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**

7,49,09,91,000

(ii) Net worth of the Company

2,77,04,97,000

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	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government	0	0	0	
	(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)	0	0	0	
10.	Others	9,42,33,213	63.73	0	
	Total	9,42,33,213	63.73		

Total number of shareholders (promoters)

3

(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	4,64,44,609	31.42	0	0
	(ii) Non-resident Indian (NRI)	27,81,932	1.88	0	0
	(iii) Foreign national (other than NRI)	1600	0	0	0
2.	Government	0	0	0	0
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	450	0	0	0
4.	Banks	4292	0	0	0
5.	Financial institutions	400	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	1673297	1.13	0	0
10.	Others	27,29,485	1.84	0	0
	Total	5,36,36,065	36.27	0	0

Total number of shareholders (other than promoters)

83323

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

83326

0

(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, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	1	3
Members (other than promoters)	100298	83323
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	0	1	0	1	0	0
B. Non-Promoter	2	3	1	3	0	0
(i) Non-Independent	2	0	1	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	2	4	1	4	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

7

(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)
Anil Chandanmal Singhvi	00239589	Director	0	
Mahesh Shrikrishna Gupta	00046810	Director	0	
Shitij Ramesh Kale	08593079	Director	0	
Satish Prabhakar Kulkarni	08741350	Director	0	
Mitu Samarnath Jha	07244627	Director	0	
Suresh Kumar Meher	AIPM6866E	Company Secretary	2	
Vikas Kumar	BBZPK1654B	CFO	141000	

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

4

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)
Pramod Kabra	02252403	Director	18/12/2025	Cessation
Shitij Ramesh Kale	08593079	Additional Director	18/12/2025	Appointment
Shitij Ramesh Kale	08593079	Director	14/03/2026	Change in Designation
Ramanujan Krishnakumar	10412896	Managing Director	06/02/2026	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
Annual General Meeting	29/08/2025	94905	67	56.29

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/04/2025	6	6	100

2	30/07/2025	6	6	100
3	04/09/2025	6	4	66.67
4	17/10/2025	6	6	100
5	18/12/2025	6	6	100
6	06/02/2026	6	6	100
7	05/03/2026	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

9

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	28/04/2025	3	3	100
2	Audit Committee	30/07/2025	3	3	100
3	Audit Committee	04/09/2025	3	3	100
4	Audit Committee	17/10/2025	3	3	100
5	Audit Committee	06/02/2026	3	3	100
6	Nomination and Remuneration Committee	28/04/2025	3	3	100
7	Nomination and Remuneration Committee	18/12/2025	3	3	100
8	Risk Management Committee	28/04/2025	3	3	100
9	Risk Management Committee	17/10/2025	3	3	100
10	Stakeholders' Relationship Committee	28/04/2025	3	3	100
11	Stakeholders' Relationship Committee	06/02/2026	3	3	100
12	Corporate Social Responsibility Committee	28/04/2025	4	4	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	29/08/2025
								(Y/N/NA)
1	Anil Chandanmal Singhvi	7	7	100	3	3	100	Yes
2	Mahesh Shrikrishna	7	7	100	9	9	100	Yes
3	Shitij Kale	2	2	100	3	3	100	NA
4	Satish Prabhakar	7	7	100	10	10	100	Yes
5	Mitu Samarnath Jha	7	6	85.71	2	2	100	Yes
6	Ramanujan Krishnakumar	6	5	83.33	1	1	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ramanujan Krishnakumar	Managing Director	1,81,11,231	-	-	10,64,023	1,91,75,254
	Total		1,81,11,231	-	-	10,64,023	1,91,75,254

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Suresh Kumar Meher	Company secretary	98,21,179	0	0	0	98,21,179
2	Vikas Kumar	CFO	93,53,271	0	0	0	93,53,271
	Total		1,91,74,450	0	0	0	1,91,74,450

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	Anil Chandanmal Singhvi	Executive Chairman	3,76,96,980	-	-		3,76,96,980

2	Mahesh Shrikrishna Gupta	Independent Director	-	6,50,000	-	16,50,000	23,00,000
3	Satish Kulkarni	Independent Director	-	6,50,000	-	17,00,000	23,50,000
4	Mitu Samarnath	Independent Director	-	6,50,000	-	9,50,000	16,00,000
	Total		3,76,96,980	19,50,000	-	43,00,000	4,39,46,980

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 ☐

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
Shree Digvijay Cement Company Limited and KK Rajeev Nambiar and Vikas Kumar and Suresh Meher and R Krishnakumar	Registrar of Companies & Adjudicating Officer, Ministry of Corporate Affairs, Gujarat Dadra & Nagar Haveli ("ROC")	1 st December, 2025	Section 90 of the Companies Act, 2013	4,50,000 (Combined on Company and Directors)	The ROC passed an order alleging non-compliance with SBO provisions under Section 90 of the Companies Act, 2013. The Company preferred an appeal before the Regional Director, North-Western Region, MCA, Ahmedabad, who issued the final order. A monetary penalty of Rs. 4.50 lakhs was imposed on the Company and ` 12 lakhs on its erstwhile holding company, Votorantim Cimentos EAA Inversiones S.L. Both penalties were duly paid during the year.

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Manoj Rajaram Hurkat

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

2574

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

11

Dated

19/01/2024

I am Authorised by the Board of Directors of the company vide resolution no.

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

To be digitally signed by

- ☒ Company Secretary
☐ Company secretary in practice

Membership number

16938

Certificate of practice number

List of attachments

Attachments

1. List of shareholders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

MGT-8_Signed
SHT.pdf
Forms filed during the year 2025-26.pdf
List of shareholders

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.