

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of 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

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

(c) *e-mail ID of the company

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

(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	Bombay Stock Exchange	1
2	National Stock Exchange India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(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	28
2	C	Manufacturing	C1	Food, beverages and tobacco products	72

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	BAGHAULI SUGAR AND DISTIL 	U15424TN2006PLC170941	Subsidiary	100

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	117,226,820	80,939,303	80,939,303	80,939,303
Total amount of equity shares (in Rupees)	234,453,640	161,878,606	161,878,606	161,878,606

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	117,226,820	80,939,303	80,939,303	80,939,303
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	234,453,640	161,878,606	161,878,606	161,878,606

(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	170,546,360

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						

At the beginning of the year	962,331	79,976,972	80939303	161,878,600	161,878,600	
Increase during the year	0	166,922	166922	0	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		166,922	166922			
Conversion from Physical to Demat						
Decrease during the year	166,922	0	166922	0	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	166,922		166922			
Conversion from Physical to Demat						
At the end of the year	795,409	80,143,894	80939303	161,878,600	161,878,600	
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

INE495A01022

(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		<input type="text"/>
Date of registration of transfer (Date Month Year)		<input type="text"/>
Type of transfer	<input type="text"/>	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

Particulars	Number of units	Nominal value per unit	Total value
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
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

28,988,929,317

(ii) Net worth of the Company

29,314,780,430

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	200,445	0.25	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)	59,513,672	73.53	0	
10.	Others TRUSTS	920,005	1.14	0	
	Total	60,634,122	74.92	0	0

Total number of shareholders (promoters)

19

(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	16,623,083	20.54	0	
	(ii) Non-resident Indian (NRI)	264,974	0.33	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	68,955	0.09	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	59,200	0.07	0	
3.	Insurance companies	0	0	0	
4.	Banks	50,980	0.06	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	823,585	1.02	0	
7.	Mutual funds	30,501	0.04	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	388,031	0.48	0	
10.	Others Clearing Members - 652, HL +	1,995,872	2.47	0	
	Total	20,305,181	25.1	0	0

Total number of shareholders (other than promoters)

47,007

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

47,026

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

53

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS C +	6300 Bee Cave Road Building One +			159,205	0.2
BUMA-UNIVERSAL-FO +	THEODOR-HEUSS-ALLEE 70 FRAN +			80,548	0.1
PENSION RESERVES IN +	C/O PRIM BOARD 84 STATE STREE +			80,141	0.1
RUSSELL INVESTMENT +	78 SIR JOHN ROGERSON'S QUAY L +			46,698	0.06
ACADIAN EMERGING I +	260 FRANKLIN STREET BOSTON M +			44,752	0.06
COPTHALL MAURITIUS +	C/O CIM CORPORATE SERVICES LT +			38,652	0.05
DIMENSIONAL EMERG +	6300 Bee Cave Road Building One +			29,477	0.04
CITY OF NEW YORK GP +	ONE CENTRE STREET NEW YORK N +			29,207	0.04
THE EMERGING MARK +	6300 Bee Cave Road Building One +			23,695	0.03
PUBLIC EMPLOYEES RI +	277 EAST TOWN STREET COLUMB +			23,087	0.03
TEXAS MUNICIPAL RE +	1200 NORTH INTERSTATE 35 AUST +			21,531	0.03
TEACHERS' RETIREMEN +	2815 WEST WASHINGTON STREET +			21,080	0.03
AMERICAN CENTURY F +	4500 MAIN STREET KANSAS CITY M +			20,459	0.03
THE UNIVERSITY OF TE +	401 CONGRESS AVENUE SUITE 28 +			14,838	0.02
FLORIDA RETIREMENT +	1801 HERMITAGE BLVD SUITE 100 +			12,867	0.02

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CC&L Q EMERGING M	1111 WEST GEORGIA ST SUITE 220			11,517	0.01
NATIONAL RAILROAD	2001 K Street NW Suite 1100 Wash			11,457	0.01
EMERGING MARKETS	25/28 NORTH WALL QUAY DUBLIN			11,219	0.01
ALASKA PERMANENT	801 WEST 10TH STREET JUNEAU			10,019	0.01
SEI TRUST COMPANY,	One Freedom Valley Drive Oaks P			9,745	0.01
EMERGING MARKETS	6300 Bee Cave Road Building One			9,275	0.01
DIMENSIONAL WORL	251 Little Falls Drive New Castle C			8,935	0.01
ACADIAN EMERGING I	MAPLES CORPORATE SERVICES UC			8,607	0.01
ACADIAN SUSTAINAB	260 FRANKLIN STREET BOSTON M			7,941	0.01
EMERGING MARKETS	20 Triton Street Regents Place Lor			7,342	0.01

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	18	19
Members (other than promoters)	43,350	47,007
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	1	0	1	0	0.19	0
B. Non-Promoter	1	4	1	4	0	0.02
(i) Non-Independent	1	1	1	1	0	0.01
(ii) Independent	0	3	0	3	0	0.01
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	2	4	0.19	0.02

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

(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)
GAUTAM DALMIA	00009758	Managing Director	151,990	
AMITA MISRA	07942122	Director	0	
T. VENKATESAN	00124050	Director	11,590	
BHARAT BHUSHAN M	00006890	Whole-time director	0	
RAJEEV BAKSHI	00044621	Director	0	
P. KANNAN	03555871	Director	2,730	10/07/2024
ANIL KATARIA	AALPK4889N	CFO	0	
AASHHIMA V KHANN	ARYPK0747R	Company Secretar	0	

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

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

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	11/08/2023	41,422	89	

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/04/2023	6	6	100
2	19/05/2023	6	5	83.33
3	28/06/2023	6	6	100
4	01/08/2023	6	6	100
5	06/11/2023	6	6	100
6	28/12/2023	6	6	100
7	02/02/2024	6	6	100
8	15/03/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

16

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 COMM	05/04/2023	3	3	100
2	AUDIT COMM	19/05/2023	3	3	100
3	AUDIT COMM	28/06/2023	3	3	100
4	AUDIT COMM	01/08/2023	3	3	100
5	AUDIT COMM	06/11/2023	3	3	100
6	AUDIT COMM	02/02/2024	3	3	100
7	Nomination an	18/05/2023	3	2	66.67
8	Nomination an	31/07/2023	3	3	100

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
9	Stakeholders'	18/05/2023	3	3	100
10	Stakeholders'	31/07/2023	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	10/07/2024
								(Y/N/NA)
1	GAUTAM DAL	8	7	87.5		5	83.33	Yes
2	AMITA MISRA	8	8	100		12	100	Yes
3	T. VENKATES	8	8	100		10	100	No
4	BHARAT BHU	8	8	100		14	100	Yes
5	RAJEEV BAK	8	8	100		3	75	Yes
6	P. KANNAN	8	8	100		10	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	GAUTAM DALMIA	Managing Director	154,977,319	0	0	0	154,977,319
2	BHARAT BHUSHAN	Whole-time Director	43,080,167	0	0	0	43,080,167
	Total		198,057,486	0	0	0	198,057,486

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	ANIL KATARIA	CFO	12,959,914	0	0	0	12,959,914
2	AASHHIMA V KHAN	Company Secretary	1,499,600	0	0	0	1,499,600

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		14,459,514	0	0	0	14,459,514

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	RAJEEV BAKSHI	Director	0	1,500,000	0	500,000	2,000,000
2	AMITA MISRA	Director	0	1,000,000	0	900,000	1,900,000
3	P KANNAN	Director	0	1,000,000	0	800,000	1,800,000
4	T VENKATESAN	Director	0	0	0	400,000	400,000
	Total		0	3,500,000	0	2,600,000	6,100,000

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

(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

VIKAS GERA

Whether associate or fellow

Associate Fellow

Certificate of practice number

4500

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. ...

10

dated

01/08/2014

(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

00006890

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

34517

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

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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

(iii) Details of shares/Debentures Transfers since closure date of last financial year

DALMIA BHARAT SUGAR AND INDUSTRIES LTD

Regd.Office:Tiruchirapalli Dalmiapuram Tamil Nadu 621651

CIN NO:L26942TN1951PLC000640

Date of closure of previous financial year :30/03/2023

Sno	Registration of Transfer of	Type of Security	No of Shares	value (each in	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name
1	05/06/2023	1	500	2	DCB031738	TARA SUNDAR	DCB042073	VINAY SURANA
2	10/07/2023	1	810	2	DCB021473	FRAMROZ SORABJEE GHASWALA	DCB042074	FRAMROZ SOLI GHASWALA
3	11/09/2023	1	40	2	DCB026060	H.RADHAKRISHNA KAMATH	DCB042075	H VISHNUMURTHY KAMATH
4	10/10/2023	1	9930	2	DCB002133	MANOHARLAL WADERA	DCB042076	JANAK KAMPANI
5	11/10/2023	1	1400	2	DCB018137	NARENDRA KUMAR MITTAL	DCB042077	LEELA MITTAL
6	25/10/2023	1	4520	2	DCB041124	ANTHONY ROLAND PAES	DCB042078	CHERYL ANN PAES
7	08/11/2023	1	100	2	DCB041599	RAM DEV GULATI	DCB042079	DEVINDER GULATI
8	10/11/2023	1	200	2	DCB024496	LACHHMAN BHOJAMAL ADNANI	DCB042080	HIRAMANI BHOJAMAL ADNANI
9	30/12/2023	1	500	2	DCB040800	SABITA SAHA	DCB042081	ARGHA SAHA
10	30/12/2023	1	500	2	DCB040801	ARGHA SAHA	DCB042082	ARGHA SAHA
11	30/01/2024	1	422	2	DCB017980	M.V.RAMASWAMI	DCB042083	M R VENKATARAMAN
12	30/01/2024	1	421	2	DCB017980	M.V.RAMASWAMI	DCB042084	M R GEETHA
13	30/01/2024	1	422	2	DCB017980	M.V.RAMASWAMI	DCB042085	M R SEETHARAMAN
14	30/01/2024	1	90	2	DCB024075	LALIT KUMAR GAUBA	DCB042086	USHA GAUBA
15	30/01/2024	1	265	2	DCB027280	MIRA SATNAMSINGH KHALSA	DCB042087	MOHINDERSINGH S KHALSA
16	20/02/2024	1	465	2	DCB036055	ASPY JEHangIR GODIWALA	DCB042090	HORMAZD ARDESHIR JEHangIR
17	05/03/2024	1	1505	2	DCB003718	BISHAMBER NATH SHARMA	DCB042091	HARISH MOHAN SHARMA
18	14/03/2024	1	500	2	DCB026912	BASU DEO LALL	DCB042092	PRABHAKAR GUPTA
19	26/03/2024	1	465	2	DCB012811	JANAKI MAHADEVAN	DCB042093	VIJAYALAKSHMI M
20	30/03/2024	1	2720	2	DCB019669	NEETA GUPTA	DCB042095	PRADEEP KUMAR GUPTA

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

C. COMMITTEE MEETINGS

(Continued from the Form)

S. No.	Type of Meeting	Date of Meeting	Total Number of Members as on date of the Meeting	Attendance	
				Number of Members attended	% of Total Shareholding
11.	Risk Management Committee	05/04/2023	3	3	100
12.	Risk Management Committee	29/09/2023	3	3	100
13	Corporate Social Responsibility Committee	18/05/2023	3	3	100
14	Corporate Social Responsibility Committee	31/07/2023	3	3	100
15	Corporate Social Responsibility Committee	04/11/2023	3	3	100
16	Corporate Social Responsibility Committee	01/02/2024	3	2	66.67

For Dalmia Bharat Sugar and Industries Limited

Aashima V. Khanna

Company Secretary

ACS 34517

Address: Khanna House, 2, Malka Ganj

New Delhi 110007

Dalmia Bharat Sugar and Industries Limited

4th Floor, Hansalaya Building, 15 Barakhamba Road, New Delhi – 110001, Delhi, India

T + 91 11 23465100 W www.dalmiasugar.com CIN: L15100TN1951PLC000640

Registered Office: Dalmiapuram, District Tiruchirapalli – 621651, Tamil Nadu, India

A Dalmia Bharat Group company, www.dalmiabharat.com

**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]*

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **DALMIA BHARAT SUGAR AND INDUSTRIES LIMITED** (CIN: L15100TN1951PLC000640) (hereinafter referred to as "the Company"), having its Registered Office at Dalmiapuram Dist Tiruchirapalli – 621651, Tamil Nadu, as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March, 2024. In my opinion and to the best of my information and according to the examinations carried out by us and explanations furnished to me by the company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the closure of the aforesaid financial year correctly and adequately.
- B. During the financial the Company has complied with provisions of the Act & Rules made there under in respect of:
1. Its status under the Act- the Company is a Public Limited Company having its securities listed on BSE and NSE
 2. The Company is Maintaining following registers/records and all the entries therein were made within the time prescribed therefore;
 - ✓ Minutes Book of the Board and Committee Meeting
 - ✓ Minutes Book of the General Meetings of the Members
 - ✓ Register of Directors and KMP & their shareholding
 - ✓ Register of Loans and Investments u/s 186
 - ✓ Register of Contracts u/s 189
 - ✓ Register of Charges

The Register of Members has been maintained by the Register and Share Transfer Agent M/s. KFIN Technologies Limited.



3. During the period under review, the Company has filed requisite e-forms on time with the office of Registrar of Companies.
4. During the period under review, Board met Eight times and all the meetings of the Board of Directors and Committees were called and convened after giving 7 days' notice.

The Annual General Meeting of the Company for the financial year ending 31st March, 2023 was held on 11th August, 2023, in respect of which proper notice was given and the proceeding and resolutions passed therein, have been properly recorded in the minute books / registers maintained for the purpose and the same has been signed.

5. As per the information provided to us, during the period under review, the Company was not required to close the Register of Members / Security holders;
6. As per information given to us and records shared with us, Company has not given Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. As per information given to us and records shared by the Company, all the contracts/arrangements made during the period with related parties were in the ordinary course of business and were at arm length price.
8. Issuance or allotment or transfer or transmission or buy back of security/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;

During the period under review, transfer and transmission of the securities of the Company are recorded by the RTA.

9. No instance relating to 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. During the period under review, the Company has declared & paid an interim dividend of Rs. 3.75/- (187.50%) per equity share of the face value of Rs. 2/- for the Financial Year 2023-24 and Rs. 1/- (50%) per equity share of the face value of Rs. 2/-, as final dividend for the Financial Year 2022-23.

However, an amount of Rs. 11,86,925/- which was remained unpaid/unclaimed was transferred to the Investor Education and Protection Fund under the provision of Section 125 of the Act;

11. Signing of audited financial statement as per the provisions of section 134(1) of the Companies Act 2013 and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. During the period under review, the Board was properly constituted and all the appointment/cessation/ re-appointments/ retirement and/or filling up casual vacancies were properly made. Company has received proper disclosure in Form MBP-1 and DIR-8 from all the directors of the Company.
13. Statutory Auditors were appointed in the annual general meeting held on 04th August, 2022 for a term of five years under the provision of section 139(2) of the Act;
14. As per information and explanation given to us, the Company was not required to take any approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act- hence this clause is not applicable;

However, the Board of Directors of the Company has approved the Scheme of Arrangement between the Company and Dalmia Bharat Refractories and their respective shareholders with respect to demerger of Dalmia Magnesite Corporation and Govan Travels, the units of the Company, into Dalmia Bharat Refractories Limited at the board meeting held on 02nd February, 2024.

During the period under review, the Resolution Plan ("Plan") for revival of Baghaulti Sugar and Distilleries Limited ('Baghaulti') submitted by the Company under Insolvency and Bankruptcy Code 2016 was approved by the National Company Law Tribunal ("NCLT") and by National Company Law Appellate Tribunal ('NCLAT') vide its Order dated November 24, 2023 and December 22, 2023.

15. As per the information provided and explanation given, the company has not accepted / renewed any deposits and there was no repayment of deposits; during the period under report;



16. During the period under review, borrowings made by the Company from banks are within the borrowing limits and requisite compliances were made under provisions of the Companies Act, 2013. Company has not borrowed any amount from its directors, members or from body corporate;

17. Investments, loan and guarantees given or securities provided to other bodies corporate or persons falling under the provisions of section 186 of the Act is within the prescribed limit;

During the period under review, the Company has made Investment of Rs. 1 Lakh in equity Share capital of Sarvpriya Healthcare Solutions Private Limited and Rs. 50 Crore in Baghaulti Sugar and Distillery Limited and has granted a Loan of Rs. 115 Crore to Baghaulti Sugar and Distillery Limited.

18. No alteration in the Memorandum and Articles of Associations took place during the period under review.

Place: New Delhi

Date: 12.07.2024

UDIN: F005248F000726727

For Vikas Gera & Associates



(Vikas Gera)

Practicing Company Secretary

C.P. No.: 4500

M. No.: 5248

VI (c). Details of Foreign institutional investors' (FIIs) holding shares of the compan

DALMIA BHARAT SUGAR AND INDUSTRIES LTD
List of Shareholders as on 30/03/2024 (FPC)

S/NO	DPID	FOLIO/CL-ID	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	REGN. NO WITH SEBI	HOLDING	% TO EQT
1	IN300054	10013410	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFO LIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAI DG)	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	INUSFP031416	159205	0.20
2	IN303438	10008236	BUMA-UNIVERSAL-FONDS I	THEODOR-HEUSS-ALLEE 70 FRANKFURT AM MAIN HESSEN	GERMANY	INGEFP004717	80548	0.10
3	IN300167	10119669	PENSION RESERVES INVESTMENT TRUST FUND - ACADIAN	C/O PRIM BOARD 84 STATE STREET SUITE 250 BOSTON MASSACHUSETTS	UNITED STATES OF AMERICA	INUSFP154815	80141	0.10
4	IN300167	10122568	RUSSELL INVESTMENT COMPANY PLC - ACADIAN EMERGING MARKETS EQUITY UCITS II	78 SIR JOHN ROGERSON'S QUAY DUBLIN	IRELAND	INIRFP224316	46698	0.06
5	IN300167	10118522	ACADIAN EMERGING MARKETS SMALL CAP EQUITY FUND LLC	260 FRANKLIN STREET BOSTON MASSACHUSETTS	UNITED STATES OF AMERICA	INUSFP171615	44752	0.06
6	IN303438	10000062	COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUN T	C/O CIM CORPORATE SERVICES LTD LES CASCADES BUILDING EDITH CAVELL STREET PORT LOUIS	MAURITIUS	INMUFP001717	38652	0.05
7	IN300054	10040054	DIMENSIONAL EMERGING MARKETS VALUE FUND	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	INUSFP033716	29477	0.04
8	IN300142	20774577	CITY OF NEW YORK GROUP TRUST	ONE CENTRE STREET NEW YORK NY 10007 2341	UNITED STATES OF AMERICA	INUSFP213516	29207	0.04
9	IN300054	10013268	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA I NVESTMENT TRUST COMPANY	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	INUSFP033916	23695	0.03
10	IN300142	10779541	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	277 EAST TOWN STREET COLUMBUS OH 43215 USA	UNITED STATES OF AMERICA	INUSFP130016	23087	0.03
11	IN300167	10145919	TEXAS MUNICIPAL RETIREMENT SYSTEM	1200 NORTH INTERSTATE 35 AUSTIN TX		INUSFP235617	21531	0.03
12	IN300167	10175947	TEACHERS' RETIREMENT SYSTEM OF THE STATE OF ILLINO IS - ACADIAN ASSET MANAGEMENT LLC - EM SMALL CAP	2815 WEST WASHINGTON STREET SPRINGFIELD ILLINOIS		INUSFP035921	21080	0.03
13	IN300167	10159933	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKET S EQUITY ETF	4500 MAIN STREET KANSAS CITY MISSOURI		INUSFP083219	20459	0.03
14	IN300167	10081274	THE UNIVERSITY OF TEXAS SYSTEM-ACADIAN ASSET MANAG EMENT	401 CONGRESS AVENUE SUITE 2800 AUSTIN TEXAS	UNITED STATES OF AMERICA	INUSFP152016	14838	0.02
15	IN301524	30058492	FLORIDA RETIREMENT SYSTEM.- ACADIAN ASSET MANAGEME NT, INC	1801 HERMITAGE BLVD SUITE 100 TALLAHASSEE FLORIDA	UNITED STATES OF AMERICA	INUSFP146616	12867	0.02
16	IN301524	30049602	CC&L Q EMERGING MARKETS EQUITY FUND	1111 WEST GEORGIA ST SUITE 2200 VANCOUVER B C CANADA	CANADA	INCAFP153415	11517	0.01
17	IN300054	10019445	NATIONAL RAILROAD RETIREMENT INVESTMENT TRUST	2001 K Street NW Suite 1100 Washington DC	UNITED STATES OF AMERICA	INUSFP006016	11457	0.01
18	IN300167	10100587	EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS P LC	25/28 NORTH WALL QUAY DUBLIN 1	IRELAND	INIRFP027616	11219	0.01
19	IN301524	30058556	ALASKA PERMANENT FUND	801 WEST 10TH STREET JUNEAU ALASKA	UNITED STATES OF AMERICA	INUSFP117816	10019	0.01
20	IN300142	10785420	SEI TRUST COMPANY, AS TRUSTEE ON BEHALF OF ACADIAN ALL COUNTRY WORLD EX US SMALL-CAP EQUITY CIT	One Freedom Valley Drive Oaks Pennsylvania		INUSFP036922	9745	0.01
21	IN300054	10017712	EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF D FA INVESTMENT DIMENSIONS GROUP INC.	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	INUSFP031516	9275	0.01
22	IN300054	10115788	DIMENSIONAL WORLD EX U.S. CORE EQUITY 2 ETF OF DIM ENSIONAL ETF TRUST	251 Little Falls Drive New Castle County Wilmington Delaware		INUSFP061421	8935	0.01
23	IN300167	10166920	ACADIAN EMERGING MARKETS MICRO-CAP EQUITY MASTER F UND	MAPLES CORPORATE SERVICES UGLAND HOUSE PO BOX 309 NA GRAND CAYMAN		INCYFP048921	8607	0.01
24	IN300167	10143409	ACADIAN SUSTAINABLE EMERGING MARKETS EQUITY EX-FOS SIL FUEL FUND, LLC	260 FRANKLIN STREET BOSTON MASSACHUSETTS	UNITED STATES OF AMERICA	INUSFP151817	7941	0.01
25	IN300167	10156689	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL F UNDS ICVC	20 Triton Street Regents Place London NW1 3BF U K	UNITED KINGDOM	INUKFP032216	7342	0.01
26	IN300054	10074905	WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTM ENT DIMENSIONS GROUP INC.	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	INUSFP031716	7147	0.01

27	IN301524	30058450	VIRGINIA RETIREMENT SYSTEM MANAGED BY ACADIAN ASSET MANAGEMENT	1200 EAST MAIN STREET RICHMOND VIRGINIA	UNITED STATES OF AMERICA	INUSFP120417	6906	0.01
28	IN300054	10106594	MONETARY AUTHORITY OF SINGAPORE ACCOUNT 1	10 SHENTON WAY MAS BUILDING SINGAPORE	SINGAPORE	INSGFP097117	6877	0.01
29	IN300167	10105997	ACADIAN EMERGING MARKETS PORTFOLIO	ONE FREEDOM VALLEY DRIVE OAKS PENNSYLVANIA	UNITED STATES OF AMERICA	INUSFP134516	6395	0.01
30	IN300167	10064916	ACADIAN EMERGING MARKETS EQUITY FUND	200 CLARENDON ST 52ND FLOOR BOSTON MASSACHUSETTS	UNITED STATES OF AMERICA	INUSFP171715	5882	0.01
31	IN300142	10782974	CC&L Q EMERGING MARKETS EQUITY UCITS FUND, A SUB-FUND OF CONNOR, CLARK & LUNN UCITS ICAV	2nd Floor Block E Iveagh Court Harcourt Road Dublin 2 Leinster		INIRFP085421	5363	0.01
32	IN300054	10074841	WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	INUSFP021616	5261	0.01
33	IN300142	10774118	TIZIANA GMBH	C/O DPV CAPITAL HILDEGARDSTR 6 MUNICH		INGEFP047420	4130	0.01
34	IN300167	10100511	EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED COMPANY	25/28 NORTH WALL QUAY DUBLIN I	IRELAND	INIRFP027716	4122	0.01
35	IN300054	10097678	EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	6300 BEE CAVE ROAD BUILDING ONE		INUSFP024018	3997	0.00
36	IN300167	10134830	ACADIAN EMERGING MARKETS ALPHA PLUS FUND TRUST	320 BAY STREET TORONTO ONTARIO	CANADA	INCAFP062716	3806	0.00
37	IN301524	30049717	DFA INTERNATIONAL CORE EQUITY FUND	SUITE 1520 - 1500 WEST GEORGIA STREET VANCOUVER BRITISH COLUMBIA	CANADA	INCAFP268915	3576	0.00
38	IN300167	10171825	ACADIAN EMERGING MARKETS EX-CHINA EQUITY MASTER FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INDIA	INCYFP087322	2753	0.00
39	IN300054	10116787	EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	Suite 820 7 St. Paul Street Baltimore Maryland		INUSFP080421	2751	0.00
40	IN300054	10009298	LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	202 West First Street Suite 500 Los Angeles California	UNITED STATES OF AMERICA	INUSFP175717	2156	0.00
41	IN300142	10783250	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKET S VALUE ETF	4500 MAIN STREET KANSAS CITY MISSOURI		INUSFP100121	1821	0.00
42	IN300167	10128022	DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	25/28 NORTH WALL QUAY DUBLIN 1	IRELAND	INIRFP127115	1674	0.00
43	IN300167	10160958	AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARKETS EQUITY FUND	4500 MAIN STREET KANSAS CITY MISSOURI		INUSFP004020	1638	0.00
44	IN300054	10100216	EMERGING MARKETS TARGETED VALUE PORTFOLIO	6300 BEE CAVE ROAD BUILDING ONE		INUSFP073518	1619	0.00
45	IN301524	30035748	UBS FUND MANAGEMENT (SWITZERLAND) AG ON BEHALF OF SIHL INSTITUTIONAL FUND - AKTIEN EMERGING MARKETS	AESCHENPLATZ 6		INCHFP052214	1213	0.00
46	IN300167	10141503	CC&L Q GLOBAL EQUITY FUND	1111 WEST GEORGIA STREET SUITE 2300 VANCOUVER BRITISH COLUMBIA	CANADA	INCAFP073217	1199	0.00
47	IN300167	10143046	CC & L Q GROUP GLOBAL EQUITY FUND	1111 WEST GEORGIA STREET SUITE 2300 VANCOUVER BRITISH COLUMBIA	CANADA	INCAFP133117	605	0.00
48	IN300167	10169081	AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EMERGING MARKETS EQUITY ETF	4500 MAIN STREET KANSAS CITY MISSOURI		INUSFP019322	176	0.00
49	IN300054	10118830	DIMENSIONAL EMERGING MARKETS VALUE ETF OF DIMENSIONAL ETF TRUST	251 Little Falls Drive New Castle County Wilmington Delaware		INUSFP017322	92	0.00
50	IN300054	10118856	DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	251 Little Falls Drive New Castle County Wilmington Delaware		INUSFP017622	52	0.00
51	IN301524	30054171	CC&L Q GLOBAL SMALL CAP EQUITY FUND	2300 1111 WEST GEORGIA STREET VANCOUVER BRITISH COLUMBIA		INCAFP097921	40	0.00
52	IN300054	10123673	DIMENSIONAL EMERGING MARKETS SUSTAINABILITY CORE 1 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	INDIA	INUSFP103222	32	0.00
53	IN300054	10102206	WISDOMTREE INDIA INVESTMENT PORTFOLIO, INC.	C/O CIM GLOBAL BUSINESS 33 EDITH CAVELL STREET PORT LOUIS	MAURITIUS	INMUFP080015	8	0.00
			TOTAL:				823585	1.02