

# 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	L26942OR1985PLC001557	<b>Pre-fill</b>						
Global Location Number (GLN) of the company								
* Permanent Account Number (PAN) of the company	AACCS4497A							
(ii) (a) Name of the company	SHIVA CEMENT LTD							
(b) Registered office address	Shiva Cement Limited, Telighana, PO: Birangatoli, Tehsil-K utra, District-Sundargarh NA Sundargarh Sundargarh Orissa 770010							
(c) *e-mail ID of the company	CS*****NT.COM							
(d) *Telephone number with STD code	06*****00							
(e) Website	www.shivacement.com							
(iii) Date of Incorporation	12/08/1985							
(iv)	<table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Public Company</td><td>Company limited by shares</td><td>Indian Non-Government company</td></tr></tbody></table>		Type of the Company	Category of the Company	Sub-category of the Company	Public Company	Company limited by shares	Indian Non-Government company
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	<input checked="" type="radio"/> Yes	<input type="radio"/> No						
(vi) *Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes	<input type="radio"/> No						

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BOMBAY STOCK EXCHANGE - A	1

(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 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM 19/09/2024

(b) Due date of AGM 30/09/2024

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	G	Trade	G1	Wholesale Trading	0
2	C	Manufacturing	C8	Plastic products, non-metallic mineral products, rubber products, fabricated	100

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

\*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	JSW CEMENT LIMITED	U26957MH2006PLC160839	Holding	59.32

#### 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	400,000,000	195,000,000	195,000,000	195,000,000
Total amount of equity shares (in Rupees)	800,000,000	390,000,000	390,000,000	390,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	400,000,000	195,000,000	195,000,000	195,000,000
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	800,000,000	390,000,000	390,000,000	390,000,000

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	20,000,000	10,000,000	10,000,000	10,000,000
Total amount of preference shares (in rupees)	2,000,000,000	1,000,000,000	1,000,000,000	1,000,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
1% Optionally Convertible Cumulative Redeemable				
Number of preference shares	20,000,000	10,000,000	10,000,000	10,000,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	2,000,000,000	1,000,000,000	1,000,000,000	1,000,000,000

###### (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
	Physical	DEMAT	Total			
Equity shares						

<b>At the beginning of the year</b>	854,125	194,145,875	195000000	390,000,000	390,000,000	
<b>Increase during the year</b>	0	5,549	5549	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	
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	0	5,549	5549			
Physical shares to demat shares						
<b>Decrease during the year</b>	5,549	0	5549	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	5,549	0	5549			
Physical shares to demat shares						
<b>At the end of the year</b>	848,576	194,151,424	195000000	390,000,000	390,000,000	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	10,000,000	10000000	1,000,000,000	1,000,000,000	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	0	10,000,000	10000000	1,000,000,0	1,000,000,0	

ISIN of the equity shares of the company

INE555C01029

**(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
<b>Total</b>			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
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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
<b>Total</b>					

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

**(i) Turnover**

3,468,122,865

**(ii) Net worth of the Company**

-1,467,678,225

**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	525,000	0.27	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0

	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	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)	115,666,750	59.32	10,000,000	100
10.	Others	0	0	0	0
	<b>Total</b>	116,191,750	59.59	10,000,000	100

**Total number of shareholders (promoters)**

2

**(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	70,083,034	35.94	0	0
	(ii) Non-resident Indian (NRI)	2,772,191	1.42	0	0
	(iii) Foreign national (other than NRI)	10,000	0.01	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	200,308	0.1	0	0
5.	Financial institutions	5,775	0	0	0

6.	Foreign institutional investors	200,000	0.1	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	5,533,475	2.84	0	0
10.	Others Clearing Members/Trust	3,467	0	0	0
	<b>Total</b>	78,808,250	40.41	0	0

**Total number of shareholders (other than promoters)**

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

**(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
	As per the Annexure				

**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	2	2
Members (other than promoters)	47,061	50,352
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
<b>A. Promoter</b>	1	0	1	0	0	0
<b>B. Non-Promoter</b>	0	6	0	5	0	0
(i) Non-Independent	0	2	0	2	0	0
(ii) Independent	0	4	0	3	0	0

<b>C. Nominee Directors representing</b>	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	1	6	1	5	0	0

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 share(s) held	Date of cessation (after closure of financial year : If any)
MANOJ KUMAR RUSTI	07742914	Whole-time director	200	
NARINDER SINGH KALIA	03578016	Director	0	
JAGDISH CHANDRA TILAK	01539889	Director	0	
SUDESHNA BANERJEE	01920464	Director	0	
SANJAY SHARMA	02692742	Director	15,000	
SHOUVIK CHAKRABORTY	10406430	Director	0	
GIRISH UNNIKRISHNAN	AGMPM4377L	CFO	35,210	
SNEHA BINDRA	BAXPB9189F	Company Secretary	5	
MANOJ KUMAR RUSTI	07742914	CEO	200	

**(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)
MANOJ KUMAR RUSTI	07742914	CEO	14/09/2023	Appointment
RAJENDRA PRASAD	01325989	Director	21/12/2023	Resignation
SHOUVIK CHAKRA	10406430	Additional director	21/12/2023	Appointment
SHOUVIK CHAKRA	10406430	Director	16/03/2024	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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	25/09/2023	47,319	47	59.6

### 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	16/05/2023	6	6	100
2	27/07/2023	6	6	100
3	14/09/2023	6	6	100
4	14/10/2023	6	6	100
5	31/10/2023	6	6	100
6	21/12/2023	7	7	100
7	24/01/2024	6	6	100
8	27/03/2024	6	6	100

### C. COMMITTEE MEETINGS

Number of meetings held

20

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	16/05/2023	4	4	100
2	Audit Committee	27/07/2023	4	4	100
3	Audit Committee	14/10/2023	4	4	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
4	Audit Committee	31/10/2023	4	4	100
5	Audit Committee	24/01/2024	4	4	100
6	Nomination and Remuneration	16/05/2023	3	3	100
7	Nomination and Remuneration	14/09/2023	3	3	100
8	Nomination and Remuneration	21/12/2023	3	3	100
9	Nomination and Remuneration	24/01/2024	3	3	100
10	Corporate Social Responsibility	16/05/2023	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	19/09/2024
								(Y/N/NA)
1	MANOJ KUMAR RUPAKNATH	8	8	100	13	13	100	Yes
2	NARINDER SINGH	8	8	100	18	18	100	Yes
3	JAGDISH CHANDRA	8	8	100	20	20	100	Yes
4	SUDESHNA BANSAL	8	8	100	14	14	100	Yes
5	SANJAY SHARMA	8	8	100	11	11	100	Yes
6	SHOUVIK CHAKRABORTY	3	3	100	0	0	0	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	MANOJ KUMAR RUPAKNATH	Whole-Time Director	12	0	0	0	12
	Total		12	0	0	0	12

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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	NARINDER SINGH	Non-Executive D	0	0	0	0	0
2	SHOUVIK CHAKRA	Non-Executive D	0	0	0	0	0
3	SANJAY SHARMA	Non-Executive II	0	0	0	310,000	310,000
4	SUDESHNA BANEI	Non-Executive II	0	0	0	410,000	410,000
5	JAGDISH CHANDR	Non-Executive II	0	0	0	455,000	455,000
	Total		0	0	0	1,175,000	1,175,000

#### 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

Whether associate or fellow  Associate  Fellow

Certificate of practice number

**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. ...  dated

(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  Digitally signed by NARINDER SINGH KAHLON Date: 2024.11.15 18:25:13 +05'30'

DIN of the director

**To be digitally signed by**  Digitally signed by SNEHA BINDRA Date: 2024.11.15 18:25:43 +05'30'

- Company Secretary
- Company secretary in practice

Membership number  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**

List of Preference Shareholders.pdf  
MGT 8 - Shiva Cement\_24.pdf  
Annexure-A.pdf  
Remuneration Clarification.pdf

**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**

[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 **Shiva Cement Ltd (CIN: L26942OR1985PLC001557)** (the Company) as required to be maintained under the Companies Act, 2013 ('the Act') and the rules made there under for the financial year ended on 31<sup>st</sup> March, 2024. 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 & Rules made there under in respect of:
1. its status under the Act i.e. Listed Public Limited Company, Limited by shares;
  2. maintenance of registers and records & making entries therein within the time prescribed therefore;
  3. filing of forms and returns are not stated in the Annual Return, however the Company has filed the forms and returns with the Registrar of Companies and other authorities within the prescribed time and with additional fees, wherever required. The company was not required to file any forms and returns with Regional Director, Central Government, the Tribunal or Court or other authorities;
  4. calling, convening and holding meetings of Board of Directors and its committees 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 circular resolutions and resolutions passed by postal ballot have been properly recorded in the Minute Book and registers maintained for the purpose and the same have been signed;
  5. the Company closed its Register of Members and Share Transfer Books for a period of 07 (Seven) days from 19<sup>th</sup> day of September, 2023 to 25<sup>th</sup> day of September, 2023 for the purpose of 37<sup>th</sup> Annual General Meeting;
  6. the Company has not given any advance or loan to its directors and/or persons or firms or companies referred in Section 185 of the Act;
  7. contracts and arrangements with related parties which were in the ordinary course of business and on the arm's length basis as specified in the provisions of Section 188 of the Act;



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Ashok Vihar IV, Delhi – 110052  
Phone : +91 11 43085635  
Mobile : +91 9212735635  
E-mail : info@dsassociate.com  
Website : www.dsassociate.com

8. during the year under review:
- a. Issue of shares: The Board of Directors of the company in its meeting held on 14<sup>th</sup> September, 2023 has approved Issuance of 10,00,00,000 fully-paid up Rights Equity Shares of face value of Rs. 2 each on rights basis at the price of Rs. 40 per Rights Equity Share (including a premium of Rs.38 per Rights Equity Share) aggregating up to Rs.400 crores. The Company has filed Draft Letter of Offer with SEBI dated 16<sup>th</sup> October, 2023 and further the company has filed the Letter of Offer with the SEBI dated 28<sup>th</sup> March, 2024 for the purpose of raising funds through rights issue of equity shares and the allotment was done after the end of the financial year,
  - b. The company has received a request for transmission of shares and issue of share certificates in all instances wherever applicable including issue of duplicate certificates have been done in compliance of the provisions of the Act,
  - c. There were no instances of transfer, allotment or buy back of securities and there were no debentures in the Company and there was no alteration or reduction of share capital or conversion of shares/securities;
9. there were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares, and bonus shares pending registration of transfer of shares;
10. the Company has not declared and paid any dividend and also the Company was not required to 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) and (5) thereof;
12. constitution of Board, appointment, re-appointments, retirement, disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them was in compliance of the provisions of the Act, however the Company was not required to fill any casual vacancies of Director;
13. there was no appointment or casual vacancy of Auditors;
14. the Company was not required to take any approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or other authorities under the various provisions of the Act;
15. the Company has not accepted, renewed and repaid any deposits;
16. borrowings from public financial institutions, banks and Body corporate member and creation and modification charges in that respect, wherever applicable. There was no satisfaction of charges. Further, the Company has not borrowed from its directors during the year under review;



17. the company has not made any loans and investments, given guarantees or provided of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
18. the company has not altered the Memorandum of Association and Articles of Association of the Company.

For D.S. Associates  
Company Secretaries

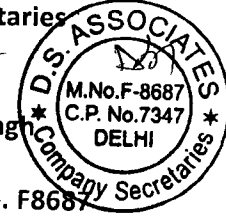
*Dhawal*

Dhawal Kant Singh  
Partner

Membership No. F8687  
CP No. 7347

Peer Review No. 1724/2022

UDIN: F008687F002185169



Date: 15<sup>th</sup> November, 2024  
Place: Delhi

First Name	Middle Name	Last Name	Folio Number	DP ID-Client Id Account Number	Number of Shares held	Class of Shares
JSW	Cement	Limited		IN301330-20713798	1,00,00,000	Preference share

## ANNEXURE – A

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

#### C. COMMITTEE MEETINGS

<b>Sr. No.</b>	<b>Type of Meeting</b>	<b>Date of Meeting</b>	<b>Total no. of members on the date of meeting</b>	<b>Number of members attended</b>	<b>% of attendance</b>
11.	Risk Management Committee	16/05/2023	4	4	100
12.	Risk Management Committee	31/10/2023	4	4	100
13.	Stakeholders Relationship Committee	31/10/2023	3	3	100
14.	Stakeholders Relationship Committee	24/01/2024	3	3	100
15.	Finance Committee	01/11/2023	2	2	100
16.	Project Review Committee	16/05/2023	5	5	100
17.	Project Review Committee	27/07/2023	5	5	100
18.	Project Review Committee	31/10/2023	5	5	100
19.	Project Review Committee	24/01/2024	4	4	100
20.	Right Issue Committee	16/10/2023	3	3	100
21.	Right Issue Committee	13/03/2024	3	3	100
22.	Right Issue Committee	28/03/2024	3	3	100

SHIVA CEMENT LIMITED

List of FPC Shareholders as on 30/03/2024 (FPC)

SLNO	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	REGN. NO WITH SEBI	HOLDING	% OF SHARES HELD
1	INDIA OPPORTUNITIES GROWTH FUND LTD - PINWOOD STRATEGY	4TH FLOOR 19 BANK STREET CYBER CITY EBENE	MAURITIUS	INMUFP226415	200000	0.10
<b>TOTAL:</b>					<b>200000</b>	<b>0.10</b>

**REMUNERATION CLARIFICATION****X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Manoj Kumar Rustagi* (Whole-time Director & CEO)	Girish Menon (Chief Financial Officer)**	Sneha Bindra (Company Secretary)**
1.	Gross Salary	12	-	-
2.	Commission	-	-	-
3.	Stock Option/ Sweat Equity	-	-	-
4.	Others	-	-	-
	<b>Total</b>	<b>12</b>	<b>-</b>	<b>-</b>

\*Mr. Manoj Kumar Rustagi, Whole-time Director & CEO, gets a remuneration of Re.1 per month from the Company. Mr. Manoj Kumar Rustagi is in receipt of remuneration from JSW Cement Limited and he is deputed by JSW Cement Limited, Holding Company.

\*\*Mr. Girish Menon, & Ms. Sneha Bindra does not get any remuneration from the Company as they are deputed by JSW Cement Limited, Holding Company.

\*\*\*Mr. Manoj Kumar Rustagi, Mr. Girish Menon, and Ms. Sneha Bindra are receiving remuneration from JSW Cement Limited, Parent Company.

**For Shiva Cement Limited****Sneha Bindra  
Company Secretary****SHIVA CEMENT LIMITED**

CIN L26942OR1985PLC001557

Registered Office address- Village Telighana, PO: Birangatoli, Tehsil-Kutra, District-Sundargarh, Odisha- 770018.

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