

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

L74899DL1889PLC000004

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACD1012E

(ii) (a) Name of the company

D C M LIMITED

(b) Registered office address

Unit Nos. 2050 to 2052, 2nd Floor, Plaza
Square, 20, Manohar Lal Khurana Marg, Bara Hindu Rao
Delhi
Delhi
110006



(c) * e-mail ID of the company

INVESTORS@DCM.IN

(d) * Telephone number with STD code

01141539170

(e) Website

www.dcm.in

(iii) Date of Incorporation

1889-03-26T00:00:00+05:30

| (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 | BSE Limited | 1 |
| 2 | National Stock Exchange of India Limited | 1,024 |

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

383 LAKE GARDENS
1ST FLOOR

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (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

(f) Specify the reasons for not holding the same

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 | C | Manufacturing | C7 | Metal and metal products | 100 |
| 2 | L | Real Estate | L1 | Real estate activities with own or leased property | 0 |

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

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

7

Pre-fill All

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|---------------------------------------|-----------------------|---|------------------|
| 1 | DCM FINANCE AND LEASING LIMITED | U74899DL1990PLC041440 | Subsidiary | 100 |
| 2 | DCM LANDMARK ESTATES LIMITED | U70100DL1996PLC076626 | Subsidiary | 100 |
| 3 | DCM ENGINEERING LIMITED | U29223DL1998PLC097618 | Subsidiary | 100 |
| 4 | DCM INFOTECH LIMITED | U72100DL1992PLC047018 | Subsidiary | 100 |
| 5 | DCM INFINITY REALTORS LIMITED | U70100DL2012PLC234007 | Subsidiary | 100 |
| 6 | DCM REALTY AND INFRASTRUCTURE LIMITED | U70109DL2016PLC306870 | Subsidiary | 100 |
| 7 | PUREARTH INFRASTRUCTURE LIMITED | U45202DL1991PLC046111 | Associate | 16.56 |

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 | 63,999,000 | 18,677,749 | 18,677,749 | 18,677,749 |
| Total amount of equity shares (in Rupees) | 639,990,000 | 186,777,490 | 186,777,490 | 186,777,490 |

Number of classes

1

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| EQUITY | | | | |
| Number of equity shares | 63,999,000 | 18,677,749 | 18,677,749 | 18,677,749 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 639,990,000 | 186,777,490 | 186,777,490 | 186,777,490 |

(b) Preference share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares | 5,000,100 | 0 | 0 | 0 |
| Total amount of preference shares (in rupees) | 200,010,000 | 0 | 0 | 0 |

Number of classes

4

| Class of shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| 13.50% Redeemable cumulative preference shares | | | | |
| Number of preference shares | 100 | 0 | 0 | 0 |
| Nominal value per share (in rupees) | 100 | 100 | 100 | 100 |
| Total amount of preference shares (in rupees) | 10,000 | 0 | 0 | 0 |
| Class of shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
| 6th cumulative redeemable preference share | | | | |
| Number of preference shares | 320,000 | 0 | 0 | 0 |
| Nominal value per share (in rupees) | 25 | 25 | 25 | 25 |
| Total amount of preference shares (in rupees) | 8,000,000 | 0 | 0 | 0 |
| Class of shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
| Preference shares of Rs. 25 each | | | | |
| Number of preference shares | 3,680,000 | 0 | 0 | 0 |
| Nominal value per share (in rupees) | 25 | 25 | 25 | 25 |
| Total amount of preference shares (in rupees) | 92,000,000 | 0 | 0 | 0 |
| Class of shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
| Cumulative convertible preference shares of Rs. 100 | | | | |
| Number of preference shares | 1,000,000 | 0 | 0 | 0 |
| Nominal value per share (in rupees) | 100 | 100 | 100 | 100 |
| Total amount of preference shares (in rupees) | 100,000,000 | 0 | 0 | 0 |

(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 | 521,054 | 18,156,695 | 18677749 | 186,777,490 | 186,777,490 | |
| Increase during the year | 0 | 41,129 | 41129 | 0 | 0 | 0 |
| i. Public Issues | 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 | | 41,129 | 41129 | | | |
| Dematerialisation of shares | | | | | | |
| Decrease during the year | 41,129 | 0 | 41129 | 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 | 41,129 | | 41129 | | | |
| Dematerialisation of shares | | | | | | |
| At the end of the year | 479,925 | 18,197,824 | 18677749 | 186,777,490 | 186,777,490 | |
| | | | | | | |
| 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

INE498A01018

(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 | | 28/09/2021 | |
| 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 |
| Partly convertible debentures | 0 | | 0 |
| Fully convertible debentures | 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

11,015,000

(ii) Net worth of the Company

134,180,000

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 | 9,066,634 | 48.54 | 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) | 0 | 0 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 9,066,634 | 48.54 | 0 | 0 |

Total number of shareholders (promoters)

4

(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 | 6,952,885 | 37.23 | 0 | |
| | (ii) Non-resident Indian (NRI) | 435,512 | 2.33 | 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 | 1,122,202 | 6.01 | 0 | |
| 4. | Banks | 4,075 | 0.02 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 1,274 | 0.01 | 0 | |
| 7. | Mutual funds | 64,433 | 0.34 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 695,620 | 3.72 | 0 | |
| 10. | Others IEPF, NBFC & Trust | 335,114 | 1.79 | 0 | |

| | | | | | |
|--|--------------|-----------|-------|---|---|
| | Total | 9,611,115 | 51.45 | 0 | 0 |
|--|--------------|-----------|-------|---|---|

Total number of shareholders (other than promoters) 26,333

**Total number of shareholders (Promoters+Public/
Other than promoters)** 26,337

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company 2

| Name of the FII | Address | Date of Incorporation | Country of Incorporation | Number of shares held | % of shares held |
|--------------------|-------------------------------|-----------------------|--------------------------|-----------------------|------------------|
| QUADRATURE CAPITAL | JPMORGAN CHASE BANK N.A., INC | | | 1,213 | 0 |
| ACADIAN EMERGING | DEUTSCHE BANK AG, DB HOUSE H | | | 61 | |

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 | 3 | 4 |
| Members (other than promoters) | 28,079 | 26,333 |
| 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 | 0 | 0 | 0 | 0 | 0 |
| B. Non-Promoter | 2 | 3 | 2 | 4 | 0 | 0 |
| (i) Non-Independent | 2 | 0 | 2 | 1 | 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 | 3 | 2 | 4 | 0 | 0 |

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

8

(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) |
|--------------------------|------------|---------------------|--------------------------------|--|
| Mr. Bipin Maira | 05127804 | Director | 0 | |
| Mr. Jitendra Tuli | 00272930 | Managing Director | 0 | |
| Dr. Kavita A Sharma | 07080946 | Director | 0 | |
| Prof. Sudhir Kumar Jain | 06419514 | Director | 0 | |
| Mr. Vinay Sharma | 08977564 | Whole-time director | 0 | |
| Mr. Shayam Sunder Sharma | 00272803 | Additional director | 0 | |
| Mr. Ashwani Kumar Singh | ABDPS2581A | CFO | 1 | |
| Mr. Yadvinder Goyal | AHEPG1002H | Company Secretary | 0 | |

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

7

| 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) |
|--------------------------|------------|--|---|--|
| Mr. Shayam Sunder Sharma | 00272803 | Additional director | 28/08/2021 | Appointment |
| Mr. Shayam Sunder Sharma | 00272803 | Additional director | 28/09/2021 | Cessation |
| Mr. Vimal Prasad Gupta | ACCPG8533G | Company Secretary | 10/06/2021 | Cessation |
| Mr. Sanjeev Kumar | BJAPK3389L | Company Secretary | 29/06/2021 | Appointment |
| Mr. Shayam Sunder Sharma | 00272803 | Company Secretary | 30/09/2021 | Appointment |
| Mr. Sanjeev Kumar | BJAPK3389L | Company Secretary | 12/11/2021 | Cessation |
| Mr. Yadvinder Goyal | AHEPG1002H | Company Secretary | 13/11/2021 | Appointment |

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 | 28/09/2021 | 27,497 | 51 | 0.63 |

B. BOARD MEETINGS

*Number of meetings held

10

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 16/04/2021 | 5 | 5 | 100 |
| 2 | 29/06/2021 | 5 | 5 | 100 |
| 3 | 13/08/2021 | 5 | 5 | 100 |
| 4 | 28/08/2021 | 5 | 5 | 100 |
| 5 | 24/09/2021 | 6 | 6 | 100 |
| 6 | 30/09/2021 | 5 | 4 | 80 |
| 7 | 12/11/2021 | 6 | 6 | 100 |
| 8 | 03/12/2021 | 6 | 6 | 100 |
| 9 | 11/02/2022 | 6 | 6 | 100 |
| 10 | 29/03/2022 | 6 | 6 | 100 |

C. COMMITTEE MEETINGS

Number of meetings held

24

| 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 | 16/04/2021 | 3 | 3 | 100 |
| 2 | Audit Committee | 29/06/2021 | 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 |
| 3 | Audit Committee | 13/08/2021 | 3 | 3 | 100 |
| 4 | Audit Committee | 24/09/2021 | 3 | 3 | 100 |
| 5 | Audit Committee | 30/09/2021 | 3 | 3 | 100 |
| 6 | Audit Committee | 12/11/2021 | 3 | 3 | 100 |
| 7 | Audit Committee | 03/12/2021 | 3 | 3 | 100 |
| 8 | Audit Committee | 11/02/2022 | 3 | 3 | 100 |
| 9 | Audit Committee | 29/03/2022 | 3 | 3 | 100 |
| 10 | Nomination & Remuneration Committee | 10/06/2021 | 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 | |
| | | | | | | | | (Y/N/NA) |
| 1 | Mr. Bipin Mair | 10 | 10 | 100 | 24 | 24 | 100 | |
| 2 | Mr. Jitendra T | 10 | 10 | 100 | 8 | 7 | 87.5 | |
| 3 | Dr. Kavita A S | 10 | 10 | 100 | 16 | 16 | 100 | |
| 4 | Prof. Sudhir K | 10 | 10 | 100 | 24 | 24 | 100 | |
| 5 | Mr. Vinay Sha | 10 | 9 | 90 | 0 | 0 | 0 | |
| 6 | Mr. Shayam S | 5 | 5 | 100 | 0 | 0 | 0 | |

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 | Mr. Jitendra Tuli | Managing Director | 0 | 0 | 0 | 135,000 | 135,000 |
| 2 | Mr. Vinay Sharma | Executive Director | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 135,000 | 135,000 |

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

4

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|---------------------|-------------------------|--------------|------------|-------------------------------|---------|-----------------|
| 1 | Mr. Ashwani Kumar | Chief Financial Officer | 830,796 | 0 | 0 | 0 | 830,796 |
| 2 | Mr. Vimal Prasad G | Company Secretary | 76,633 | 0 | 0 | 71,442 | 148,075 |
| 3 | Mr. Sanjeev Kumar | Company Secretary | 100,329 | 0 | 0 | 66,292 | 166,621 |
| 4 | Mr. Yadvinder Goyal | Company Secretary | 228,958 | 0 | 0 | 0 | 228,958 |
| | Total | | 1,236,716 | 0 | 0 | 137,734 | 1,374,450 |

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 | Mr. Bipin Maira | Independent Director | | | | 220,000 | 220,000 |
| 2 | Dr. Kavita A Sharma | Independent Director | | | | 180,000 | 180,000 |
| 3 | Prof. Sudhir Kumar | Independent Director | | | | 220,000 | 220,000 |
| 4 | Mr. Shayam Sunder | Additional Director | | | | 50,000 | 50,000 |
| | Total | | 0 | | 0 | 670,000 | 670,000 |

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. ...

05

dated

12/11/2021

(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

00272930

To be digitally signed by

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

14533

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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

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

**ADDITIONAL INFORMATION RELATED TO E-FORM MGT-7 OF DCM
LIMITED FOR THE FINANCIAL YEAR 2021-22.**

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

The Company has six (6) subsidiaries. However out of which one Subsidiary Company namely DCM Finance and Leasing Limited has applied for strike off its name from records of the Registrar of Companies

VI. (a) SHARE HOLDING PATTERN - Promoters

In the Shareholding Pattern at point no. VI (a) number of shareholders in promoters category are shown as 4. However, there are total 7 members in the Promoter and promoter group. There are 3 members who are the part of promoter and promoter group but does not hold any shares.

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

1. Mr. Shayam Sunder Sharma was appointed as an Additional Director of the Company w.e.f. August 28, 2021 to hold office upto the date of 131st Annual General meeting (AGM) of the Company. However the Company could not include the resolution for regularization/appointment of Mr. Shayam Sunder Sharma in the notice of said AGM of the Company held on September 28, 2021 for the reason that the appointment of Mr. Shayam Sunder Sharma was made subsequent to the date of issue of said notice. Pursuant the above, he ceased to be director of the Company w.e.f. the date of said AGM i.e. September 28, 2021. Thereafter, Mr. Shayam Sunder Sharma was again appointed as an Additional Director of the Company w.e.f. September 30, 2021.

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

C. COMMITTEE MEETINGS

Please note that during the Financial Year 2021-22 total twenty four (24) meetings of the various committees of Board of Directors were held.

Due to space restrictions, details of only 10 meetings of various committees could have been included in the eForm- MGT-7. Details of balance 14 meetings of committees have been shown herein below.

You are requested to kindly read the information as stated at point no. IX(C) of eForm-MGT-7 along with information provided herein below:

| 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 |
| 11 | Nomination & Remuneration Committee | 29/06/2021 | 3 | 3 | 100 |
| 12 | Nomination & Remuneration Committee | 28/08/2021 | 3 | 3 | 100 |
| 13 | Nomination & Remuneration Committee | 30/09/2021 | 3 | 3 | 100 |
| 14 | Nomination & Remuneration Committee | 11/11/2021 | 3 | 3 | 100 |
| 15 | Nomination & Remuneration Committee | 29/03/2022 | 3 | 3 | 100 |
| 16 | Share Transfer Finance Facility & Stakeholders Relationship Committee | 19/04/2021 | 3 | 3 | 100 |
| 17 | Share Transfer Finance Facility & Stakeholders Relationship Committee | 28/06/2021 | 3 | 3 | 100 |
| 18 | Share Transfer Finance Facility & Stakeholders Relationship Committee | 25/10/2021 | 3 | 2 | 66.67 |
| 19 | Share Transfer Finance Facility & Stakeholders | 02/02/2022 | 3 | 3 | 100 |

| | | | | | |
|----|---|------------|---|---|-----|
| | Relationship Committee | | | | |
| 20 | Share Transfer Finance Facility & Stakeholders Relationship Committee | 24/02/2022 | 3 | 3 | 100 |
| 21 | Share Transfer Finance Facility & Stakeholders Relationship Committee | 28/02/2022 | 3 | 3 | 100 |
| 22 | Share Transfer Finance Facility & Stakeholders Relationship Committee | 22/03/2022 | 3 | 3 | 100 |
| 23 | Meeting of Independent Director | 29/03/2022 | 3 | 3 | 100 |
| 24 | Right Issue Committee | 10/06/2021 | 3 | 3 | 100 |

X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

'Number of Managing Director, Whole-Time Directors and/or Manager whose remuneration details to be entered'

1. No remuneration was paid to Mr. Jitendra Tuli, Managing Director of the Company. However, only sitting fee was paid to him, as it was paid to other Non-Executive Directors of the Company. However, in absence of the specific field on 'SITTING FEE' in the 'Point No.-X of eForm MGT-7, the detail of sitting fees paid and/or payable to Mr. Jitendra Tuli, has been included under 'OTHERS' heading.
2. Mr. Vinay Sharma was appointed as Whole-Time director and designated as Executive Director (Engineering Business) of the Company w.e.f. December 15, 2020. However, due to non-receipt of requisite approval of Lending banks, as per Section 197 read with Schedule V of the Companies Act, 2013, as amended from time to time, no remuneration was paid to him during the period under review. Mr. Vinay Sharma, Executive Director (Engineering Business) was not paid any sitting fee for attending the meetings of the Board of Directors and Committees thereof.

'Number of other directors whose remuneration details to be entered' of Point X

1. All Non-Executive Directors of DCM Limited were not paid any remuneration except by way of payment of sitting fees for their attending meetings of the Board of Directors and Committees thereof.
2. However, in absence of the specific field on 'SITTING FEE' in the 'Point No.-X of eForm MGT-7, the details of sitting fees paid and/or payable to all Non-Executive Directors, have been included under 'OTHERS' heading.

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

In respect of details of Penalty & Punishment at point no. XII, we have taken the details of Penalty and Punishment only in respect of Companies Act, 2013 and Rules and Regulations made thereunder.