

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

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

L26943RJ1993PLC007267

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACU8858M

(ii) (a) Name of the company

UDAIPUR CEMENT WORKS LIM

(b) Registered office address

Shripati Nagar, CFA
PO: Dabok
Udaipur
Rajasthan
313022

(c) *e-mail ID of the company

ucwl.investors@jkmil.com

(d) *Telephone number with STD code

02942655077

(e) Website

www.udaipurcement.com

(iii) Date of Incorporation

15/03/1993

(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
	BSE Limited	1

(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 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

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

(a) If yes, date of AGM

17/08/2020

(b) Due date of AGM

30/09/2020

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C13	Other manufacturing including jewellery, musical instruments, medical instruments,	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	JK LAKSHMI CEMENT LIMITED	L74999RJ1938PLC019511	Holding	72.54

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	335,000,000	311,409,817	311,409,817	311,409,817
Total amount of equity shares (in Rupees)	1,340,000,000	1,245,639,268	1,245,639,268	1,245,639,268

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	335,000,000	311,409,817	311,409,817	311,409,817
Nominal value per share (in rupees)	4	4	4	4
Total amount of equity shares (in rupees)	1,340,000,000	1,245,639,268	1,245,639,268	1,245,639,268

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	5,006,600	506,600	506,600	506,600
Total amount of preference shares (in rupees)	1,160,000,000	710,000,000	710,000,000	710,000,000

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
5% Cumulative Redeemable Preference Shares (CF)				
Number of preference shares	6,600	6,600	6,600	6,600
Nominal value per share (in rupees)	100,000	100,000	100,000	100,000
Total amount of preference shares (in rupees)	660,000,000	660,000,000	660,000,000	660,000,000
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
6% Optionally Convertible Cumulative Redeemable				
Number of preference shares	5,000,000	500,000	500,000	500,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	500,000,000	50,000,000	50,000,000	50,000,000

(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
Equity shares				
At the beginning of the year	311,409,817	1,245,639,268	1,245,639,268	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	311,409,817	1,245,639,268	1,245,639,268	
Preference shares				
At the beginning of the year	506,600	710,000,000	710,000,000	

Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	506,600	710,000,000	710,000,000	

(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

17/08/2019

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) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			5,772,550,817
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			100,000,000
Deposit			0
Total			5,872,550,817

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**

6,857,675,506

(ii) Net worth of the Company

1,835,460,107

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	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)	225,893,537	72.54	506,600	100
10.	Others	0	0	0	0
	Total	225,893,537	72.54	506,600	100

Total number of shareholders (promoters)

6

(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	64,545,896	20.73	0	0
	(ii) Non-resident Indian (NRI)	666,859	0.21	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	35,084	0.01	0	0
4.	Banks	188,494	0.06	0	0
5.	Financial institutions	472,741	0.15	0	0
6.	Foreign institutional investors	300,000	0.1	0	0
7.	Mutual funds	450,183	0.14	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	18,846,023	6.05	0	0
10.	Others NBFC	11,000	0	0	0
	Total	85,516,280	27.45	0	0

Total number of shareholders (other than promoters)

29,062

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

29,068

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

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
PREMIER INVESTMENT	KOTAK MAHINDRA BANK LIMITED		MU	300,000	

**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	6	6
Members (other than promoters)	30,205	29,062
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	1	5	1	6	0	0.71
(i) Non-Independent	1	2	1	2	0	0.71
(ii) Independent	0	3	0	4	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	1	5	1	6	0	0.71

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)
Vinita Singhania	00042983	Director	1,908,100	
Onkar Nath Rai	00033142	Director	1	
Surendra Malhotra	00271508	Director	0	
Shrivats Singhania	02359242	Director	310,000	
Vinit Marwaha	00051403	Director	0	
Naveen Kumar Sharma	08152305	Whole-time director	0	
Bhaswati Mukherjee	07173244	Director	0	
Pranav Chitre	AFOPC9856K	CFO	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
POONAM SINGH	BNTPS5986E	Company Secretar	0	

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

2

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)
Hema Kumari	AUDPK3728N	Company Secretar	24/11/2019	Cessation
POONAM SINGH	BNTPS5986E	Company Secretar	01/02/2020	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	17/08/2019	29,784	61	4.56

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	10/05/2019	6	5	83.33
2	24/07/2019	6	6	100
3	24/10/2019	6	5	83.33
4	24/01/2020	7	7	100
5	13/03/2020	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

13

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	10/05/2019	4	3	75
2	Audit Committee	24/07/2019	4	4	100
3	Audit Committee	24/10/2019	4	3	75
4	Audit Committee	24/01/2020	4	4	100
5	Stakeholders Forum	10/05/2019	3	2	66.67
6	Stakeholders Forum	24/07/2019	3	3	100
7	Stakeholders Forum	24/10/2019	3	2	66.67
8	Stakeholders Forum	24/01/2020	3	3	100
9	Nomination and Remuneration Committee	10/05/2019	4	3	75
10	Nomination and Remuneration Committee	24/07/2019	4	4	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	17/08/2020
								(Y/N/NA)
1	Vinita Singhania	5	5	100	5	5	100	Yes
2	Onkar Nath Rana	5	3	60	13	7	53.85	Yes
3	Surendra Malhotra	5	5	100	13	13	100	Yes
4	Shrivats Singhania	5	5	100	0	0	0	Yes
5	Vinit Marwaha	5	5	100	13	13	100	Yes
6	Naveen Kumar	5	5	100	4	4	100	Yes
7	Bhaswati Mukherjee	2	2	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	Naveen Kumar Sha	Whole- time Dire	9,491,800			1,739,524	11,231,324
	Total		9,491,800	0		1,739,524	11,231,324

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Pranav Chitre	Chief Financial C	3,113,005			647,773	3,760,778
2	Hema Kumari	Company Secre	650,980			166,920	817,900
3	Poonam Singh	Company Secre	184,688			24,010	208,698
	Total		3,948,673	0		838,703	4,787,376

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Onkar Nath Rai	Director	0	0	0	147,000	147,000
2	Surendra Malhotra	Director	0	0	0	258,000	258,000
3	Vinit Marwaha	Director	0	0	0	295,000	295,000
4	Bhaswati Mukherjee	Director	0	0	0	40,000	40,000
5	Vinita Singhania	Director	0	0	0	180,000	180,000
6	Shrivats Singhania	Director	0	0	0	130,000	130,000
	Total		0	0	0	1,050,000	1,050,000

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

Namo Narain Agarwal

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

3331

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. ...

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dated

24/01/2020

(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

NAVEEN
KUMAR
SHARMA
Digitally signed by
NAVEEN KUMAR
SHARMA
Date: 2020.10.14
17:41:44 +05'30'

DIN of the director

08152305

To be digitally signed by

POONA
M SINGH
Digitally signed by
POONAM SINGH
Date: 2020.10.14
18:14:04 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number 25653

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

MGT-8.pdf

List of Preference Shareholders.pdf

Share Transfers.pdf

Clarifications.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

UDAIPUR CEMENT WORKS LIMITED

Preference Shareholders as on 31st March 2020

CRPS Series I & II, CRPS Series B and OCCRPS

DP ID/ Client ID	NAME	ADDRESS	NO. OF SHARES	CLASS OF SHARES
IN303680/10000447	JK LAKSHMI CEMENT LIMITED	JAYKAYPURAM-307019,DIST. SIROHI, RAJASTHAN	4,700	5% Cumulative Redeemable Preference Shares (CRPS Series-I)
IN303680/10000447	JK LAKSHMI CEMENT LIMITED	JAYKAYPURAM-307019,DIST. SIROHI, RAJASTHAN	1,300	5% Cumulative Redeemable Preference Shares (CRPS Series-II)
IN303680/10000447	JK LAKSHMI CEMENT LIMITED	JAYKAYPURAM-307019,DIST. SIROHI, RAJASTHAN	600	5% Cumulative Redeemable Preference Shares (CRPS Series B)
IN303680/10000447	JK LAKSHMI CEMENT LIMITED	JAYKAYPURAM-307019,DIST. SIROHI, RAJASTHAN	5,00,000	6% Optionally Convertible Cumulative Redeemable Preference Shares (OCCRPS)
TOTAL			5,06,600	

For Udaipur Cement Works Limited



(Poonam Singh)

Company Secretary

Membership No.: 25653

Gulab Bhawan (Rear Wing), 3rd Floor, 6A,
Bahadur Shah Zafar Marg, New Delhi-110 002

NAMO NARAIN AGARWAL

M.Com, L.L.B, Company Secretary, FCS 234, CP 3331

372, Narmada Apartments,
Alaknanda, New Delhi-110 019
GSTIN: 07ABVPN0836B2ZM
SAC : 998399 – other professional, technical and business services

Phone : 011-42143477
Mobile : 09899026864
Email : nnagarwal1939@gmail.com
PAN : ABVPN0836B

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

I/We have examined the registers, records and books and papers of **UDAIPUR CEMENT WORKS LIMITED** (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 **31st March, 2020**. In my/~~our~~ opinion and to the best of my information and according to the examinations carried out by me/~~us~~ and explanations furnished to me/~~us~~ by the Company, its officers and agents, I/~~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;
 2. maintenance of registers/records & making entries therein within the time prescribed there for;
 3. filing of forms and returns as stated in the Annual Return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/~~beyond~~ the prescribed time;
 4. calling/convening/holding Meetings of Board of Directors or its Committees, if any, 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 the circular resolutions ~~and resolutions passed by postal ballot, if any~~, have been properly recorded in the Minute Book/Registers maintained for the purpose and the same have been signed;
 5. closure of Register of Members / Security holders, as the case may be;



6. advances/loans to its Directors and/or persons or firms or companies referred in Section 185 of the Act;
7. contracts/arrangements with related parties as specified in Section 188 of the Act;
8. issue or allotment or transfer or transmission ~~or buy-back~~ of securities / ~~redemption of preference shares or debentures / alteration or reduction of share capital~~ / conversion of shares / securities and issue of security certificates in all instances;
9. 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; Not Applicable
10. declaration/payment of dividend; transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act; Not Applicable
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), (4) and (5) thereof;
12. constitution/appointment/re-appointments/retirement/~~filling up casual vacancies~~/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. appointment/reappointment/~~filling up casual vacancies~~ of auditors as per the provisions of Section 139 of the Act;
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. acceptance/renewal/repayment of deposits; Not Applicable
16. borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act ;
18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company; None

Place: New Delhi

Date: 4 October, 2020

UDIN: F000234B000851271




Namo Narain Agarwal
Company Secretary in practice
CP: 3331, FCS: 234

Note: The qualification, reservation or adverse remarks; if any, may be stated at the relevant place(s).
None

UDAIPIUR CEMENT WORKS LIMITED
E-18, PREM NAGAR
JHOTWARA, JAIPUR
RAJASTHAN
302012

CIN NO: 126943RJ1993PLC007267

FACE VALUE: 4

LAST AGM : 17-AUG-19

CURRENT AGM : 17-AUG-20

Date 01/04/2019 TO 31/03/2020

TCM	TYPE	SHARES	FACE VAL	FOLIO OF TRANSFEROR	TRANSFEROR'S NAME	FOLIO OF TRANSFEREE	TRANSFEREE'S NAME
08/04/19	1	000000200	000004	00000908	ASHOK SHARMA	00012303	ASHOK SHARMA
10/06/19	1	000000300	000004	00001026	HARDIH RAJENDRA SHAH	00012302	HARDIK RAJENDRA SHAH
01/05/19	1	000000400	000004	00001101	SHYAM SUNDER AGRAWAL	00012240	SHYAM SUNDER AGRAWAL
02/07/19	1	000000100	000004	00003715	B MANGILAL	00012298	BIMAL CHAND JAIN N
02/07/19	1	000000100	000004	00003716	V SHANMUGAM	00012298	BIMAL CHAND JAIN N
02/07/19	1	000000100	000004	00003717	A MURUGAN	00012298	BIMAL CHAND JAIN N
02/07/19	1	000000100	000004	00003718	M THANGAM	00012298	BIMAL CHAND JAIN N
02/07/19	1	000000100	000004	00003719	M LAWRENCE	00012298	BIMAL CHAND JAIN N
02/07/19	1	000000100	000004	00003720	R SUDARSON	00012298	BIMAL CHAND JAIN N
02/07/19	1	000000100	000004	00003721	S PAVAYEE	00012298	BIMAL CHAND JAIN N
02/07/19	1	000000100	000004	00003722	E KASEEM	00012298	BIMAL CHAND JAIN N
02/07/19	1	000000100	000004	00003723	M PALANIAPPAN	00012298	BIMAL CHAND JAIN N
02/07/19	1	000000100	000004	00003724	R MURUGANATHAN	00012298	BIMAL CHAND JAIN N
03/09/19	1	000000200	000004	00003980	CHANDRALEKHA MEHTA	00012314	ADAY MEHTA
07/12/19	1	000000200	000004	00004407	LAXMI DAS N CHANDE	00012317	NILESH LAXMIDAS CHANDE
19/07/19	1	000000200	000004	00004499	POORAN CHAND SHARMA	00012311	POORAN CHANDER SHARMA
01/05/19	1	000000200	000004	00004790	SANDIP K DESAI	00012306	BIPINCHANDRA K DESAI
02/07/19	1	000000200	000004	00004862	T K KAUL	00012310	TEJ KRISHEN KAUL
08/04/19	1	000000400	000004	00005015	SATISH M AMIN	00012304	ANKIT SATISHBHAI AMIN
10/06/19	1	000000200	000004	00005020	SURESH S KEERANAGI	00012308	SURESH S KEERANAGI
01/05/19	1	000000100	000004	00005141	PRAKASH KOTHARI	00012271	INDU KOTHARI
19/07/19	1	000000200	000004	00005617	SATISH V PATEL	00012312	SATISHKUMAR VIRJIBHAI GALANI
08/04/19	1	000000200	000004	00006349	KALPANA RAYI	00012297	SHUCHI MAHESHWARI
08/04/19	1	000000200	000004	00007320	RAJ KUMARI DIKSHIT	00012301	RAJ KUMARI DIKSHIT
03/09/19	1	000000100	000004	00007610	PRADYUT GHOSH	00012315	PRADYUT GHOSH
08/04/19	1	000000200	000004	00008345	PREMLILA INAMDAR	00012300	SHIRISH INAMDAR

08/04/19	1	000000200	000004	00008346	SAVITA INAMDAR	00012300	SHIRISH INAMDAR
08/04/19	1	000000200	000004	00008347	SHIRISH INAMDAR	00012300	SHIRISH INAMDAR
01/05/19	1	000000200	000004	00008588	BIPIN K DESAI	00012306	BIPINCHANDRA K DESAI
01/10/19	1	000000100	000004	00008966	KAUSHAL KISHORE GUPTA	00012316	KAUSHAL KISHORE GUPTA
10/06/19	1	000000100	000004	00008971	KAMAL KUMAR GOPALDASS	00012307	KAMAL KUMAR GOPALDASS
02/07/19	1	000000100	000004	00009443	AMBALAL GATTANI	00012309	PUSHPA GATTANI
01/10/19	1	000000200	000004	00009562	KALAWATI GUPTA	00012316	KAUSHAL KISHORE GUPTA
02/07/19	1	000000200	000004	00009657	POONAM DESHPANDE	00012245	SANJAY SITARAM KHAMKAR
08/04/19	1	000000200	000004	00010301	NAAZ YASMIN	00012305	RASHIDA BANU
03/03/20	1	000001000	000004	00010521	VINITA SATISH JAISINGHANI	00012319	VINITA SATISH JAISINGHANI
01/02/20	1	000000200	000004	00010716	SONAL GHEWARGHAND BOKRIA	00012318	SONAL KALPIT JAIN
02/07/19	1	000000046	000004	00010803	T K KAUL	00012310	TEJ KRISHEN KAUL
01/05/19	1	000000023	000004	00010844	PRAKASH KOTHARI	00012271	INDU KOTHARI
03/09/19	1	000000023	000004	00011314	RAKESH KUMAR MISRA	00012313	RAKESH MISHRA
03/09/19	1	000000023	000004	00011485	PRODYUT GHOSH	00012315	PRADYUT GHOSH

TOTAL NO. OF SHARES:

7315

TOTAL FOLIO :

41

UCWL/SECTL/ROC/20
27th September 2020

The Registrar of Companies, Jaipur
Corporate Bhawan
G/6-7, Second Floor, Residency Area
Civil Lines, Jaipur-302 001

Sir,

**Re: Annual Return in MGT-7- Additional information/clarification as on
31st March 2020**

We request you to take into account the following additional information (Point-wise), relating to Annual Return in MGT-7, being filed for the Financial Year 2019-20.

1. Point No. IV.(iii): Complete particulars of shares transfer exceeds 10 in number and are therefore submitted as a separate sheet attachment, as required, and which forms part of MGT-7.
2. Point No. V.(ii): Net worth has been calculated as per Indian Accounting Standard (IND – AS).
3. Point No. VI. (a): The total equity shareholding of Promoters, also includes 756 Equity Shares (0.00%) held by 1 constituent of the Promoter Group as per the SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2009, as shown hereunder. The same does not form part of the Promoter as defined in the Companies Act, 2013.

Sl. No.	Equity Shareholders	No. of Holders	No. of Equity Shares	%
1	Promoter	1	22,58,92,781	72.54
2	Promoter Group	1	756	0.00
	Total	2	23,34,04,537	72.54

Total No. of Shareholders (Promoters) - 6 Number of Promoters shareholders is mentioned: 2 Promoter Shareholder for Equity Shares and based on separate Series, 4 Promoters Shareholders are shown for Preference Shares, though entire Preference Shares are held by one Entity only.



4. Point No. VIII A: Shri Onkar Nath Rai, Non-executive Independent Director, holds 1 (0.000000 %) equity share as on 31st March 2020 as shown under Point No. VIII (B)(i).

However, percentage of said shareholding being very negligible, the same is shown as 0 % under Point No. VIII A.

5. Point No. VIII B(i) : Amb.Bhaswati Mukherjee - The Board of Directors of the Company based on recommendation of Nomination and Remuneration Committee of Directors of the Company has, appointed Ambassador Bhaswati Mukherjee (DIN: 07173244) as an Additional Director of the Company, in the category of Independent Director, to hold office for a term of three (3) consecutive years w.e.f. 24th January, 2020 subject to requisite approval of the Shareholders. The requisite Form DIR-12 was filed on 19th February 2020 vide SRN: R33503897.

The Shareholders at the Annual General Meeting (AGM) held on 17th August 2020 approved the appointment of Amb. Mukherjee as an Independent Woman Director of the Company for a term of 3 (three) consecutive years w.e.f. 24th January, 2020. The Resolution for appointment was filed with ROC in Form MGT-14 on 2nd September 2020 vide SRN:R5276550.

6. Point No. IX.C: Pursuant to Sections 177 & 178 of the Companies Act, 2013 and as per the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee of Directors of the Company have only been considered, while giving information relating to Committee Meetings held and attended by the Directors. Five Meetings of the Committee of Directors (COD) were held to authorize matters delegated by the Board *inter alia* for day to day management e.g. operation of Banking Accounts etc. have not been considered.

Thirteen meetings of Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee of Directors of the Company were held during the Financial Year as provided in Form. Since, details of only ten meetings can be filled in Form, details of eleventh to thirteenth Meeting held are given hereunder:



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 and Remuneration Committee	24/10/2019	4	3	75
12	Nomination and Remuneration Committee	24/1/2020	4	4	100
13	Nomination and Remuneration Committee	13/3/2020	4	4	100

7. Point No. X: Total remuneration paid to Non-executive Directors including Independent Directors aggregating to Rs.10,50,000 shown under 'other category' is sitting fees paid to them.

8. Point No. XIII: Due to high attachment size, complete particulars of Equity Shareholders of the Company, are being separately filed in Digital Media.

We would be glad to clarify any point.

Thanking you and assuring you of our best cooperation at all times.

Yours faithfully,

For Udaipur Cement Works Limited



(Signature)

(Poonam Singh)

Company Secretary & Compliance Officer

Membership No. - A25653

Address- Gulab Bhawan, 3rd Floor, 6A Bahadur Shah Zafar Marg

New Delhi-110002

