

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]



सत्यमेव जयते

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

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 NA
Udaipur
Rajasthan
313022
India

(c) *e-mail ID of the company

ucwl.investors@jkm.com

(d) *Telephone number with STD code

02942655077

(e) Website

www.udaipurcement.com

(iii) Date of Incorporation

15/03/1993

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 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM 17/08/2023

(b) Due date of AGM 30/09/2023

(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	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	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	710,000,000	311,409,817	311,409,817	311,409,817
Total amount of equity shares (in Rupees)	2,840,000,000	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
Number of equity shares	710,000,000	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)	2,840,000,000	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				
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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	1,850,431	309,559,386	311409817	1,245,639,2	1,245,639,.	
Increase during the year	0	47,514	47514	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		47,514	47514			
Dematerialisation						
Decrease during the year	47,514	0	47514	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	47,514		47514			
Dematerialisation						
At the end of the year	1,802,917	309,606,900	311409817	1,245,639,2	1,245,639,.	
Preference shares						

At the beginning of the year	0	506,600	506600	710,000,000	710,000,000	
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	506,600	506600	710,000,000	710,000,000	

ISIN of the equity shares of the company

INE225C01029

(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 style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>	
Transferor's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>	
Transferee's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" type="text"/>

Ledger Folio of Transferor				<input type="text"/>		
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	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	3,500	1000000	3,500,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			3,500,000,000

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	3,500,000,000	0	0	3,500,000,000
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	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

(i) Turnover

10,309,766,358

(ii) Net worth of the Company

3,457,668,096

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	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	71,049,173	22.82	0	0
	(ii) Non-resident Indian (NRI)	899,228	0.29	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	0	0	0	0
5.	Financial institutions	86,541	0.03	0	0
6.	Foreign institutional investors	363,142	0.12	0	0
7.	Mutual funds	189,451	0.06	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	12,241,592	3.93	0	0
10.	Others SHAURYA DUGAR BENEFIT	652,069	0.21	0	0
	Total	85,516,280	27.47	0	0

Total number of shareholders (other than promoters) 74,760

Total number of shareholders (Promoters+Public/
Other than promoters) 74,766

(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
PREMIER INVESTMENT	C/O KOTAK MAHINDRA BANK LIM		MU	275,000	0.09
QUADRATURE CAPITA	JPMORGAN CHASE BANK N.A., INC		CY	88,142	0.03

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)	78,797	74,760
Debenture holders	1	3

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	5	2	5	0.01	0.61
(i) Non-Independent	2	1	2	1	0.01	0.61
(ii) Independent	0	4	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	2	5	2	5	0.01	0.61

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	

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

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

1

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)
Shrivats Singhania	02359242	Director	31/01/2023	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
AGM	12/08/2022	78,385	84	77.63

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17/05/2022	7	6	85.71
2	26/07/2022	7	7	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	29/10/2022	7	7	100
4	31/01/2023	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	17/05/2022	4	3	75
2	Audit Committee	26/07/2022	4	4	100
3	Audit Committee	29/10/2022	4	4	100
4	Audit Committee	31/01/2023	4	4	100
5	Nomination and Remuneration	17/05/2022	4	3	75
6	Nomination and Remuneration	26/07/2022	4	4	100
7	Nomination and Remuneration	31/01/2023	4	4	100
8	Stakeholders Forum	26/07/2022	3	3	100
9	Stakeholders Forum	31/01/2023	3	3	100
10	Risk Management	16/07/2022	6	6	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	17/08/2023
								(Y/N/NA)
1	Vinita Singhar	4	4	100	7	7	100	Yes
2	Onkar Nath Ra	4	4	100	9	9	100	Yes
3	Surendra Malh	4	3	75	9	7	77.78	No
4	Shrivats Singh	4	4	100	4	4	100	Yes

5	Vinit Marwaha	4	4	100	13	13	100	Yes
6	Naveen Kuma	4	4	100	8	8	100	Yes
7	Bhaswati Muk	4	4	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shrivats Singhania	Director & CEO	18,000,000	0	0	12,365,893	30,365,893
2	Naveen Kumar Sha	Whole- time Dire	5,850,000	0	0	10,662,522	16,512,522
	Total		23,850,000	0	0	23,028,415	46,878,415

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Pranav Chitre	CFO	1,347,000	0	0	3,725,974	5,072,974
2	POONAM SINGH	Company Secre	1,131,714			678,140	1,809,854
	Total		2,478,714	0	0	4,404,114	6,882,828

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	Onkar Nath Rai	Director	0	0	0	290,000	290,000
2	Surendra Malhotra	Director	0	0	0	225,000	225,000
3	Vinit Marwaha	Director	0	0	0	390,000	390,000
4	Bhaswati Mukherjee	Director	0	0	0	135,000	135,000
5	Vinita Singhania	Director	0	0	0	380,000	380,000
	Total		0	0	0	1,420,000	1,420,000

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. .. 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

NAVEEN
KUMAR
SHARMA

DIN of the director

To be digitally signed by

POONA
M SINGH

- 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

-
-
-
-

List of attachments

- MGT-8.pdf
- List of Debentureholders.pdf
- Share Transfer.pdf
- CLARIFICATION.pdf
- List of Preference Share Holders.pdf

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



NAMO NARAIN AGARWAL

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

372, Narmada Apartments,
Alaknanda, New Delhi-110 019
Email nnagarwal1939@gmail.com

Phone 011-42143477
Mobile 09899026864
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** (CIN: L26943RJ1993PLC007267) (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, 2023**. 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, except in demat mode;
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; None




and
18. alteration of the provisions adoption of the new Memorandum and/or Articles of
Association of the Company; None

Place: New Delhi

Date: 12.9.2023

UDIN: **F000234E000989453**




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



UDAIPUR CEMENT WORKS LIMITED
Preference Shareholders as on 31st March 2023
CRPS Series I & II, CRPS Series B and OCCRPS

DP ID/ Client ID	NAME	ADDRESS	NO. OF SHARES	CLASS OF SHARES
1204980000279710	JK LAKSHMI CEMENT LIMITED	JAYKAYPURAM-307019,DIST. SIROHI, RAJASTHAN	4,700	5% Cumulative Redeemable Preference Shares (CRPS Series-I)
1204980000279710	JK LAKSHMI CEMENT LIMITED	JAYKAYPURAM-307019,DIST. SIROHI, RAJASTHAN	1,300	5% Cumulative Redeemable Preference Shares (CRPS Series-II)
1204980000279710	JK LAKSHMI CEMENT LIMITED	JAYKAYPURAM-307019,DIST. SIROHI, RAJASTHAN	600	5% Cumulative Redeemable Preference Shares (CRPS Series B)
1204980000279710	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 - 110002






UDAIPUR CEMENT WORKS LIMITED

List of Debenture Holders as on 31st March 2023

S.NO	NAME	DP ID/CLIENT ID	ADDRESS	NUMBER OF DEBENTURES	FACE VALUE
1.	STANDARD CHARTERED BANK	IN301524/30036347	SECURITIES SERVICES, 3RD FLOOR 23-25, MAHATMA GANDHI ROAD FORT, MUMBAI 400001	3450	10,00,000
2.	IDBI CREDIT RISK FUND	IN303786/10005170	SBI SG GLOBAL SECURITIES SERVICES PL	25	10,00,000
3.	IDBI ULTRA SHORT TERM FUND	IN303786/10005303	JEEVAN SEVA EXTENSION BUILDING GR FLOOR, S V ROAD SANTACRUZ WEST, MUMBAI 400054	25	10,00,000

Yours faithfully
For Udaipur Cement Works Limited




(Poonam Singh)
Company Secretary

Admin. Office: Nehru House, 4, Bahadur Shah Zafar Marg, New Delhi - 110002 | Phone: +91-11-66001142 / 66001112 |
Fax: +91-11-66001142 | Email: ucwl.customercare@ucwl.jkmail.com | Works & Regd. Office: Shripati Nagar, CFA, P.O. Dabok,
Udaipur - 313022, Rajasthan | Phone: +91-294-2655076 | Fax: +91-294-2655077 | Email: ucwl@ucwl.jkmail.com

CIN: L26943RJ1993PLC007267



www.udaipurcement.com







UCWL/SECTL/ROC/23
19th September 2023

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 2023

Our 27th Annual General Meeting for Financial Year 2022-23 ended 31st March 2023 was held on 17th August 2023. Accordingly, we are filing our Annual Return in Form MGT-7.

In addition to the information provided in the said Form, we request you to also take on record the following additional information (point-wise):-

1. **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, 2018, 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	22,58,93,537	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.

2. **Point No. VIII A:** Shri Onkar Nath Rai, Non-executive Independent Director, holds 1 (0.000000 %) equity share as on 31st March 2023 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.



Admin. Office: Nehru House, 4, Bahadur Shah Zafar Marg, New Delhi - 110002 | Phone: +91-11-66001142 / 66001112 |
Fax: +91-11-66001142 | Email: ucwl.customercare@ucwl.jkmail.com | Works & Regd. Office: Shripati Nagar, CFA, P.O. Dabok,
Udaipur - 313022, Rajasthan | Phone: +91-294-2655076 | Fax: +91-294-2655077 | Email: ucwl@ucwl.jkmail.com

CIN: L26943RJ1993PLC007267



www.udaipurcement.com





3. **Point No. IX.C:** Pursuant to the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Audit Committee, Nomination & Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee of Directors of the Company have only been considered, while giving information relating to Committee Meetings held and attended by the Directors.

Total Thirteen meetings of Audit Committee, Nomination & Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee of Directors of the Company were held during the Financial Year 2022-23 as provided in Form. Since, details of only ten meetings can be filled in Form, details of other three meetings held are given hereunder:

S.No.	Type of Meeting	Date of Meeting	Total number of Members as on the date of the meeting	Attendance	
				No. of members attended	% of attendance
11.	Risk Management Committee	11.01.2023	6	6	100
12.	Corporate Social Responsibility Committee	17.05.2022	4	4	100
13.	Corporate Social Responsibility Committee	11.01.2023	4	4	100

Further, Nine Meetings of the Committee of Directors (COD) were held during the FY 2022-23 to deal with matters delegated by the Board for day to day management.

4. **Point No IV:** During the year, the Company issued 3500 Secured Rated Listed Guaranteed Redeemable Non-Convertible Debentures (NCDs) of face value of ₹ 10, 00, 000 each aggregating to ₹ 350 Crore, allotted on 28th October 2022 on Private placement basis and redeemed the existing unlisted NCDs of ₹ 350 Crore (issued in March 2022) out of the proceeds of said listed NCDs.

5. **Point No.VIII (B)(ii):** Shri Shrivats Singhania, was redesignated from Executive Director to Director & CEO w.e.f 31st January 2023. Accordingly, we have mentioned the change in point no. VIII (B) (ii).

6. **Point No. XIII:** Due to high attachment size, complete particulars of Equity Shareholders of the Company, are being separately filed in Digital Media. However, the list of Debenture holders and Preference shareholders have been attached to Form MGT-7.



Admin. Office: Nehru House, 4, Bahadur Shah Zafar Marg, New Delhi - 110002 | Phone: +91-11-66001142 / 66001112 | Fax: +91-11-66001142 | Email: ucwl.customercare@ucwl.jkmail.com | Works & Regd. Office: Shripati Nagar, CFA, P.O. Dabok, Udaipur - 313022, Rajasthan | Phone: +91-294-2655076 | Fax: +91-294-2655077 | Email: ucwl@ucwl.jkmail.com

CIN: L26943RJ1993PLC007267



UCWL UDAIPUR CEMENT
WORKS LIMITED

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




(Poonam Singh)
Company Secretary

Admin. Office: Nehru House, 4, Bahadur Shah Zafar Marg, New Delhi - 110002 | Phone: +91-11-66001142 / 66001112 |
Fax: +91-11-66001142 | **Email:** ucwl.customercare@ucwl.jkmail.com | **Works & Regd. Office:** Shripati Nagar, CFA, P.O. Dabok,
Udaipur - 313022, Rajasthan | Phone: +91-294-2655076 | Fax: +91-294-2655077 | Email: ucwl@ucwl.jkmail.com

CIN: L26943RJ1993PLC007267

PLATINUM
HEAVY DUTY
CEMENT

www.udaipurcement.com

PLATINUM
SUPREMO
CEMENT



UDAI PUR CEMENT WORKS LIMITED
SRI PARI NAGAR C.P.A., P.O.
DABOK UDAI PUR - 313022
RAJASTHAN

Page 1

CIN NO: L26943RJ1993PLC007267

FACE VALUE: 4

LAST AGM : 12-AUG-22

CURRENT AGM : 17-AUG-23

Date 01/04/2022 TO 31/03/2023

TCM	TYPE	SHARES	FACE VAL	FOLIO OF TRANSFEROR	TRANSFEROR'S NAME	FOLIO OF TRANSFEREE	TRANSFEREE'S NAME
10/06/22	1	000001000	000004	00000018	VIVEK KUMAR GUPTA	00012335	VIVEK KUMAR GUPTA
25/05/22	1	000002700	000004	00003642	LADU RAM JALAN	00012333	SHANKAR JALAN
07/01/23	1	000000400	000004	00004400	ASA SINGH	00012340	PARMINDER SINGH
13/04/22	1	000000100	000004	00005611	KANUBHAI MEHTA	00012330	RAMESHCHAND KANNAIYALAL MEHTA
13/04/22	1	000000200	000004	00005612	MEGHNA MEHTA	00012331	MEGHANABEN RAMESHCHANDRA MEHTA
05/05/22	1	000000200	000004	00006476	KRISHNA JAIN	00012332	SATISH KUMAR
26/07/22	1	000000700	000004	00006980	ANSHUL GUPTA	00012337	ANSHUL GUPTA
12/10/22	1	000000300	000004	00010414	CHHABIRAJ RAM	00012338	SHANKARDEI DEVI
26/07/22	1	000000023	000004	00010856	SHYAM SUNDAR AGARWAL	00012336	MEERA AGARWAL
13/04/22	1	000000023	000004	00010958	KANUBHAI MEHTA	00012330	RAMESHCHAND KANNAIYALAL MEHTA
26/07/22	1	000000069	000004	00011320	ANSHUL GUPTA	00012337	ANSHUL GUPTA

TOTAL NO. OF SHARES: 5715

TOTAL FOLIO : 11