

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2022

**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company
(Management & Administration) Rules, 2014.**

I. REGISTRATION & OTHER DETAILS:

	CIN	L26941GJ1956PLC000840
1.	Registration Date	11 th June, 1956
2.	Name of the Company	SAURASHTRA CEMENT LIMITED
3.	Category/Sub-category of the Company	Company limited by shares / Indian Non-Government Company
4.	Address of the Registered office & contact details	Near Railway Station, Ranavav – 360560 (Gujarat) Tel. No. 02801-234200 Corporate Office Phone: 022-66365444 E-mail : sclinvestorquery@mehtagroup.com Website: www.saurashtracementlimited.com
5.	Whether listed company	Yes
6.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Pvt. Ltd., C101, 247 Park, L. B. S. Marg, Vikhroli (W), Mumbai – 400 083 Tel No. 022 49186000 Fax : 022-49186060

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Clinker & Cement	3241	100 %

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sr. No	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1	Agrima Consultants International Limited	U74210MH1988PLC047543	Subsidiary	100	2 (87)

2. Non-Institutions									
a) Bodies Corp.									
i) Indian	4247687	17076	4264763	6.10	3466274	17076	3483350	4.95	-1.15
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	4372236	285536	4657772	6.67	5685805	279605	5965410	8.48	1.81
ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	5248857	-	5248857	7.52	4989668	-	4989668	7.10	-0.42
c) Others (specify)									
HUF	680105	50	680155	0.97	1009643	50	1009693	1.44	0.47
Non Resident Indians	153222	29750	182972	0.27	167408	29750	197158	0.28	0.01
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Companies	2470000	-	2470000	3.54	2470000	-	2470000	3.51	-0.03
Clearing Members	200247	-	200247	0.29	87082	-	87082	0.12	-0.17
Office Bearers	412804	-	412804	0.59	703529	-	703529	1.00	0.41
Foreign Investor	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	17785158	332412	18117570	25.95	18579409	326481	18905890	26.89	0.94
Total Public Shareholding (B)=(B)(1)+ (B)(2)	18399122	336732	18735854	26.83	18900466	330801	19231267	27.35	0.52
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	69481443	336932	69818375	100.00	69982787	331001	70313788	100.00	

B) Shareholding of Promoter-

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Jagmi Investments Limited (Name changed Mehta Investment Mauritius Limited)	5175000	7.41	100.00	0	0	0	-7.41
2.	Samja Mauritius Limited (Name changed Mehta Investment Mauritius Limited)	8000000	11.46	-	20190393	28.67	-	17.21
3.	Sampson Limited (Name changed Mehta Investment Mauritius Limited)	4000000	5.73	100.00	0	0	0	-5.73
4	The Mehta International Limited	3750	0.01	100.00	3750	0.01	100.00	-
5	The Arj Investment Limited (Name changed The Mehta International Mauritius Limited)	1773599	2.54	-	1773599	2.52	-	-0.02
6	Pallor Trading Co. Pvt. Ltd.	25136	0.04	100.00	25136	0.04	0	-
7	Sameta Export Pvt. Ltd.	123531	0.18	100.00	123531	0.17	0	-0.01
8	Villa Trading Co. Pvt. Ltd (Name changed Gujarat Sidhee Cement Limited)	13658267	19.56	73.22	13658267	19.42	73.00	-0.14
9	Omna Enterprises LLP.	-	-	-	10522431	14.96	-	14.96
10	Parsec Enterprises Private Limited	13538370	19.39	-	0	0	-	-19.39
11	Mahendrabhai N Mehta	28480	0.04	-	28480	0.04	-	-
12	Dhirendra N Mehta	44050	0.06	-	44050	0.06	-	-
13	Hemang D Mehta	51534	0.07	-	51534	0.07	-	-
14	Jay M Mehta	14630	0.02	-	14630	0.02	-	-
15	Sunayanaben M Mehta	6000	0.01	-	6000	0.01	-	-
16	Medhavini D Mehta	90634	0.13	-	90634	0.13	-	-
17	Umade D Mehta	26000	0.04	-	26000	0.04	-	-
18	Kamalakshi D Mehta	18400	0.03	-	18400	0.02	-	-0.01
19	Juhi Chawla Mehta	24650	0.04	-	24650	0.04	-	-
20	Radha Mahendra Mehta	5100	0.01	-	5100	0.01	-	-
21	Anisha Hemang Mehta	100	0.00	-	100	0.00	-	-
22	Devika Hemang Mehta	100	0.00	-	100	0.00	-	-
23	Nirmala Ranvir Khatau	12935	0.02	-	12935	0.02	-	-
24	Anandita Sudhir Shah	84415	0.12	-	84415	0.12	-	-
25	Trishala Vikas Tandon	84415	0.12	-	84415	0.12	-	-
26	Jahnavi Jay Mehta	1656713	2.37	-	1656713	2.37	-	-
27	Arjun Jay Mehta	1656712	2.37	-	1656712	2.37	-	-
28	Promilla Khanna	650000	0.93	-	650000	0.93	-	-
29	Subash Chandra Khanna	130000	0.19	-	130000	0.19	-	-
30	Arja Shridhar	200000	0.29	-	200000	0.29	-	-
	TOTAL	51082521	73.17	-	51082521	73.62	-	-0.52

C) Change in Promoters' Shareholding (please specify, if there is no change)

1	Mehta Investments Mauritius Limited	01.04.2021	At the beginning of the year	8000000	11.46	8000000	11.37	
		Add: The name of Jagmi Investments Limited and Sampson Limited who were holding 5175000 and 4000000 shares was changed to Samja Mauritius Limited post amalgamation. The name of Samja Mauritius Limited is now known as Mehta Investments Mauritius Limited.				9175000	13.05	
		The Hon'ble NCLT Ahmedabad bench vide its order dated 26.04.2021 approved the scheme of amalgamation of Parsec Enterprises Private Limited with Saurashtra cement Limited. Accordingly, 13538370 shares held by Parsec Enterprises Pvt. Ltd in SCL has been cancelled and 3015939 new shares allotted to Mehta Investments Mauritius Ltd – shareholder of Parsec.				3015939	4.29	
		Shares held at the end of the year					20190939	28.71
2	The Mehta International Mauritius Limited	01.04.2021	At the beginning of the year	1773599	2.54	1773599	2.52	
		Shares held at the end of the year					1773599	2.52
3	Sameta Export Pvt. Ltd (Sameta Export Pvt Ltd merged with Galaxy Technologies Pvt. Ltd in October 2021)	01.04.2021	At the beginning of the year	123531	0.18	123531	0.17	
		Shares held at the end of the year					123531	0.17

4	Villa Trading Co. Pvt Ltd (Villa Trading Co. Pvt. Ltd merge with Gujarat Sidhee Cement Limited on 10.07.2021)	01.04.2021	At the beginning of the year	13658167	19.56	13658167	19.56
		Add: Gujarat Sidhee Cement Ltd shares not transfer because, these shares are under another Demat Account.				100	0.00
		Less: Villa Trading Company Pvt. Ltd got amalgamated with Gujarat Sidhee Cement Limited effective from 10.07.2021.				13658267	19.42
		Shares held at the end of the year				0	0.00
5	Gujarat Sidhee Cement Limited	01.04.2021	At the beginning of the year	100	0.00	100	0.00
		Add: Villa Trading Company Pvt. Ltd got amalgamated with Gujarat Sidhee Cement Limited effective from 10.07.2021.				13658167	19.42
		Shares held at the end of the year				13658267	19.42
6	Parsec Enterprises Pvt. Ltd	01.04.2021	At the beginning of the year	13538370	19.39	13538370	19.39
		Less: The Hon'ble NCLT, Ahmedabad Bench vide its order dated April 26, 2021 has approved the Scheme of Amalgamation of Parsec Enterprises Private Limited (PEPL) with Saurashtra Cement Limited (Company/ SCL). The shares held by PEPL in the Company has been cancelled and the same number of shares (New Equity Shares) has been allotted to the shareholders of the PEPL i.e. Mehta Investments Mauritius Limited, no. of shares allotted - 3015939 and Omna Enterprises LLP, no. of shares allotted 10522431.				13538370	19.39
		Shares held at the end of the year				0	0

7	Omna Enterprises LLP	01.04.2021	At the beginning of the year	0	0	0	0
		The Hon'ble NCLT, Ahmedabad Bench vide its order dated April 26, 2021 has approved the Scheme of Amalgamation of Parsec Enterprises Private Limited (PEPL) with Saurashtra Cement Limited (Company/SCL). The shares held by PEPL in the Company has been cancelled and the same number of shares (New Equity Shares) has been allotted to the shareholders of the PEPL i.e. Mehta Investments Mauritius Limited, no. of shares allotted - 3015939 and Omna Enterprises LLP, no. of shares allotted 10522431.				10522431	14.98
		Shares held at the end of the year				10522431	14.98

D) Shareholding Pattern of top ten Shareholders:**(Other than Directors, Promoters and Holders of GDRs and ADRs):**

Sr. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year 01/04/2021		Cumulative Shareholding during the Year 31/03/2022	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Toro Managers Limited	2470000	3.54	2470000	3.51
2.	Finquest Securities Pvt. Ltd- Proprietary Account	1389500	1.99	1369500	1.95
3.	Arun Nahar	758062	1.09	889000	1.26
4.	Vijay Aggarwal	0	0	600000	0.85
5.	Runner Marketing Pvt. Ltd	600000	0.86	600000	0.85
6.	Premji K. Ruparel	564430	0.81	564430	0.80
7.	Finquest Financial Solution Pvt. Ltd	1415234	2.03	488433	0.69
8.	Esma Industries Pvt. Ltd	316288	0.45	316288	0.45
9.	Kishore M. Bang HUF	0	0	260000	0.37
10.	Priti Premji Ruparel	257248	0.37	257248	0.37

The shares of the Company are traded on a regular basis hence date wise increase and decrease of shares is not indicated.

E) Shareholding of Directors and Key Managerial Personnel:

Sr. No	Name of the Shareholder	Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mahendra N Mehta (Chairman)	1-Apr-2021	At the beginning of the year	28480	0.04	28480	0.04
		31-Mar-2022	At the end of the year			28480	0.04
2	Jay M Mehta (Executive Vice Chairman)	1-Apr-2021	At the beginning of the year	14630	0.02	14630	0.02
		31-Mar-2022	At the end of the year			14630	0.02
3	Hemang D Mehta (Director)	1-Apr-2021	At the beginning of the year	51534	0.07	51534	0.07
		31-Mar-2022	At the end of the year			51534	0.07
Key Managerial Personnel							
1	Mr. M. S. Gilotra (Managing Director)	1-Apr-2021	At the beginning of the year	87	0.00	87	0.00
			Shares Allotted during the year as per ESOP Scheme ("Saurashtra Employee Stock Option Scheme 2017")			194165	0.28
		31-Mar-2022	At the end of the year			194252	0.28
2	Mr. Rakesh Mehta (Chief Financial Officer)	1-Apr-2021	At the beginning of the year	83690	0.12	83690	0.12
			Shares Allotted during the year as per ESOP Scheme ("Saurashtra Employee Stock Option Scheme 2017")			54765	0.08
			Share sold during the year			63131	0.09
		31-Mar-2022	At the end of the year			75324	0.11
3	Mrs. Sonali Sanas (Sr. Vice President (Legal) & Co. Secretary)	1-Apr-2021	At the beginning of the year	6782	0.00	6782	0.00
			Shares Allotted during the year as per ESOP Scheme ("Saurashtra Employee Stock Option Scheme 2017")			33247	0.05
			Share sold during the year			17500	0.02
		31-Mar-2022	At the end of the year			22529	0.03

V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Rs. In Lacs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	2,038.95			2,038.95
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	2,038.95			2,038.95
Change in Indebtedness during the financial year				
* Addition	4,375.09			4,375.09
* Reduction	(319.48)			(319.48)
Net Change	4,055.61			4,055.61
Indebtedness at the end of the financial year				
i) Principal Amount	6,091.29			6,091.29
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	6,094.56			6,094.56

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr. No	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount in lacs
		Mr. Jay M. Mehta (Executive Vice Chairman) 1.4.2021 to 31-3-2022 (Rs. In lacs)	Mr. M. S. Gilotra (Managing Director) 1-4-2021 to 31-3-2022 (Rs. In lacs)	
1	Gross salary			
	Salary as per Provisions contained in section 17(1) of the Income -tax Act, 1961	311.07	282.83	593.90
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	15.12	8.67	23.79
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil	Nil
2	Stock Option*	Nil	89.29	89.29
3	Sweat Equity	Nil	Nil	Nil
4	Commission - as % of profit - others, specify	11.66	8.74	20.40
5	Others, please specify	Nil	Nil	Nil
	Total (A)	337.85	389.53	727.38
	Ceiling as per the Act**			

* This represents perquisite value of ESOP exercised during the year

** As per Part II of Schedule V of the Companies Act, 2013

B. Remuneration to other directors

Sr. No	Particulars of Remuneration	Name of Directors								Total Amount Rs. Lakhs (including TDS)
1	Independent Directors	Mr. M.N. Rao	Mr. K. N. Bhandari	Mr. B. P. Deshmukh	Mr. Jayant Godbole	Mr. Bimal Thakkar	Mrs. Bhagyam Ramani	Mr. Ashwani Kumar		
	Fee for attending board committee meetings	9.45	9.75	6.00	4.05	9.75	10.05	6.75		55.80
	Commission	0	0	0	0	0	0	0		0
	Others, please specify	0	0	0	0	0	0	0		0
	Total (1)	9.45	9.75	6.00	4.05	9.75	10.05	6.75		55.80
2	Other Non-Executive Directors	Mr. M. N. Mehta	Mr. H.D. Mehta	Mr. Hemnabh Khatau						
	Fee for attending board committee meetings	3.75	3.75	3.75						11.25
	Commission	0	0	0						0
	Others, please specify	0	0	0						0
	Total (2)	3.75	3.75	3.75						11.25
	Total (B)=(1+2)									67.05
	Total Managerial Remuneration									67.05
	Overall Ceiling as per the Act**									

**Rs. 1 lakh per Director per meeting attended.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sr. No	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	Chief Finance Officer	Plant Head
		Mrs. Sonali Sanas (For 01/04/2021 to 31/03/2022) (Rs. In lacs)	Mr. Rakesh Mehta (For 01/04/2021 to 31/03/2022) (Rs. In lacs)	Mr. Narendra Singh (For 01/04/2021 to 31/03/2022) (Rs. In lacs)
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	94.88	106.27	127.52
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.32	0.40	1.43
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil
2	Stock Option*	30.84	55.20	67.03
3	Sweat Equity	Nil	Nil	Nil
4	Commission			
	- as % of profit	Nil	Nil	Nil
	others, specify	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	Total	126.04	161.87	195.98

* This represents perquisite value of ESOP exercised during the year

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. DIRECTORS					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil