

**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**

as on the financial year ended on 31<sup>st</sup> March, 2023

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014].

**I. REGISTRATION AND OTHER DETAILS**

i) CIN	L26942AP1936PLC002379
ii) Registration Date	9 <sup>th</sup> December, 1936
iii) Name of the Company	Andhra Cements Limited
iv) Category/Sub-Category of the Company	Public Company
v) Address of the Registered Office and Contact Details	Durga Cement Works, Sri Durgapuram, Dachepalli-522414, Guntur Dist, (AP)
vi) Whether Listed Company	Yes
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	CIL Securities Ltd, 214, Raghava Ratna Towers, Chirag Ali Lane, Abids, Hyderabad - 500001 Phone No.:+91-40-69011157

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the company As per Attachment - I

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

As per Attachment - II

**IV. SHARE HOLDING PATTERN**

**(Equity Share Capital Breakup as Percentage of Total Equity)**

i) Category-wise Share Holding	As per Attachment - III
ii) Shareholding of Promoters	As per Attachment - IV
iii) Change in Promoters' Shareholding	As per Attachment - V
iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)	As per Attachment - VI
v) Shareholding of Directors and Key Managerial Personnel	As per Attachment - VII

**V. INDEBTEDNESS**

Indebtedness of the Company including interest outstanding/accrued but not due for payment As per Attachment - VIII

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

i) Remuneration to Managing Director, Whole-time Directors and/or Manager	As per Attachment - IX
ii) Remuneration to other directors	As per Attachment - X
iii) Remuneration to Key Managerial Personnel other than MD/ Manager/WTD	As per Attachment - XI

**VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES**

Nil

## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

## ATTACHMENT- I

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

SL No	Name & Description of main products/services	NIC Code of the Product/service	% to total turnover of the company
1	Cement Manufacturing	NA	100%

## III Particulars of Holding, Subsidiary &amp; Associate Companies

## ATTACHMENT- II

SI No	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/Associate	% Of Shares Held	Applicable Section
1	Mahabhadra Constructions Limited, Sector-128, Noida – 201304 (UP)	U74140UP2007PLC052885	Holding	68.73	2(46)

## IV SHAREHOLDING PATTERN (Equity Share Capital Break up as % to total Equity)

## (i) Category -wise Share Holding

## ATTACHMENT- III

Category of Shareholders	No. of Shares held at the beginning of the year 01.04.2022				No. of Shares held at the end of the year 31.03.2023				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/HUF	0	0	0	0	0	0	0	0	0
b) Central Govt.or State Govt.	0	0	0	0	0	0	0	0	0
c) Bodies Corporates	20,19,26,406	0	20,19,26,406	68.79	20,17,41,371	0	20,17,41,371	68.73	-0.06
d) Bank/FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
<b>SUB TOTAL:(A) (1)</b>	<b>20,19,26,406</b>	<b>0</b>	<b>20,19,26,406</b>	<b>68.79</b>	<b>20,17,41,371</b>	<b>0</b>	<b>20,17,41,371</b>	<b>68.73</b>	<b>-0.06</b>
(2) Foreign									
a) NRI-Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
<b>SUB TOTAL (A) (2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total Shareholding of Promoter</b>									
<b>(A)= (A)(1)+(A)(2)</b>	<b>20,19,26,406</b>	<b>0</b>	<b>20,19,26,406</b>	<b>68.79</b>	<b>20,19,26,406</b>	<b>0</b>	<b>20,17,41,371</b>	<b>68.73</b>	<b>-0.06</b>
<b>B. PUBLIC SHAREHOLDING</b>									
(1) Institutions									
a) Mutual Funds	886	11867	12753	0.00	886	11867	12753	0	0
b) Banks/FI	165748	31532	197280	0.07	165748	31532	197280	0.07	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0
e) Venture Capital Fund	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIS	0	7390000	7390000	2.52	0	7390000	7390000	2.52	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
<b>SUB TOTAL (B)(1):</b>	<b>166634</b>	<b>7433399</b>	<b>7600033</b>	<b>2.59</b>	<b>166634</b>	<b>7433399</b>	<b>7600033</b>	<b>2.59</b>	<b>0</b>

Category of Shareholders	No. of Shares held at the beginning of the year 01.04.2022				No. of Shares held at the end of the year 31.03.2023				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Non Institutions									
a) Bodies corporates	28743980	45961	28789941	9.80	26340245	45936	26386181	9.80	-0.82
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	39367359	1058626	40425985	13.77	42219016	1053113	43272129	14.74	+0.97
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	13998039	34450	14032489	4.78	13489054	34450	13523504	4.61	-0.17
c) Others (NRI's)	708159	37479	745638	0.25	959932	37342	997274	0.34	+0.09
<b>SUB TOTAL (B)(2):</b>	<b>82817537</b>	<b>1176516</b>	<b>83994053</b>	<b>28.62</b>	<b>83008247</b>	<b>1170841</b>	<b>84179088</b>	<b>28.68</b>	<b>+0.04</b>
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>82984171</b>	<b>8609915</b>	<b>91594086</b>	<b>31.21</b>	<b>83174881</b>	<b>8604240</b>	<b>91779121</b>	<b>31.27</b>	<b>0</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Grand Total (A+B+C)</b>	<b>284910577</b>	<b>8609915</b>	<b>293520492</b>	<b>100</b>	<b>284916252</b>	<b>8604240</b>	<b>293520492</b>	<b>100</b>	<b>0</b>

**(ii) Shareholding of Promoters****ATTACHMENT- IV**

SI No.	Shareholders Name	Shareholding at the beginning of the year 01.04.2022			Share Holding at the end of the Year 31.03.2023			% change in share holding during the year
		No of shares	% of total shares of the company	% of shares pledged encumbered to total	No of shares	% of total shares of the company	% of shares pledged encumbered to total	
1	Mahabhadra Constructions Limited,	201926406	68.79	51.60	20,17,41,371	68.73	51.60	-0.06
<b>Total</b>		201926406	68.79	51.60	20,17,41,371	68.73	51.60	-0.06

**(III) Change in Promoters' Shareholding (please specify, if there is no change)****ATTACHMENT- V**

SI No.	Shareholders Name	Shareholding at the beginning of the year 01.04.2022			Date	Increase/(Decrease) in shareholding	Reason	Cumulative holding during the year 01.04.2022 to 31.03.2023	
		No of shares	% of total shares of the company	% of shares pledged encumbered to total				No of shares	% of total Shares of the Company
1	Mahabhadra Constructions Limited,	201926406	68.79	51.60		-0.06	-	20,17,41,371	68.73
<b>Total</b>		201926406	68.79	51.60		-0.06	-	20,17,41,371	68.73

**ATTACHMENT- VI****(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)**

SI No.	Name of the Shareholders	Shareholding at the beginning of the year 01.04.2022		Increase/(Decrease) In shareholding	Reason	Share holding as on 31.03.2023	
		No of shares	% of total shares			No of shares	% of total shares
1	HDFC LIMITED	24854376	8.77	Decrease 0.64	sold	23863550	8.13
2	FIDELITY CAPITAL INVESTMENT INC	7390000	2.52	-	-	7390000	2.52
3.	SUREKHA PRAKASH SARDA	0	0.00	Increase 0.13	Bought	370000	0.17
4.	SCL FLORICULTURE PVT LTD	388170	0.13	Decrease 0.01	sold	343046	0.12
5.	RAMESH DAMANI	0	0.00	Increase 0.09	Bought	275000	0.09
6	THE OMNISCIENT SECURITIES PVT LTD	0	0.00	Increase 0.08	Bought	241465	0.08
7.	CHANDRA PRAKASH SINGH	0	0.00	Increase 0.08	Bought	230000	0.08
8.	NVS BROKERAGE PVT LTD	0	0.00	Increase 0.06	Bought	185982	0.06
9.	SALEEM JASDANWALA	0	0.00	Increase 0.06	Bought	180000	0.06
10.	RANGANATHAN R NAIR	0	0.00	Increase 0.06	Bought	176989	0.06

## ATTACHMENT- VII

## (v) Shareholding of Directors &amp; Key Managerial Personnel

Sl. No	Name	Shareholding at the beginning of the year 01.04.2022		Date	Increase/ Decrease in Shareholding	Reason	Shareholding as on 31.03.2023	
		No of shares	% of total shares of the company				No of shares	% of total shares of the company
1	Shri K V Rajendran , Chairman Independent Director (upto 7.03.2023)	NIL	0.00	-	0.00	Nil Movement during the year	NIL	0.00
2	Shri Pankaj Gaur, Director (upto 7.03.2023)	NIL	0.00	-	0.00	Nil Movement during the year	NIL	0.00
3	Shri Naveen Kumar Singh, Director –CEO (upto 7.03.2023)	NIL	0.00	-	0.00	Nil Movement during the year	NIL	0.00
4	Shri Manju Sharma Director (upto 7.03.2023)	NIL	0.00	-	0.00	Nil Movement during the year	NIL	0.00
5	Shri S C Rathi Independent Director (upto 7.03.2023)	NIL	0.00	-	0.00	Nil Movement during the year	NIL	0.00
6	Shri S D Nailwal Director (upto 7.03.2023)	Nil	0.00	-	0.00	Nil Movement during the year	NIL	0.00
7	Shri K V Vishnu Raju , Chairman Independent Director (w.e.f. 23.03.2023)	NIL	0.00	-	0.00	Nil Movement during the year	NIL	0.00
8	Dr S Anand Reddy Managing Director (w.e.f. 07.03.2023)	NIL	0.00	-	0.00	Nil Movement during the year	NIL	0.00
9	Shri S Sreekanth Reddy Director (w.e.f. 07.03.2023)	NIL	0.00	-	0.00	Nil Movement during the year	NIL	0.00
10	Smt S Rachana Director (w.e.f. 07.03.2023)	NIL	0.00	-	0.00	Nil Movement during the year	NIL	0.00
11	Smt O Rekha Independent Director (w.e.f. 23.03.2023)	NIL	0.00	-	0.00	Nil Movement during the year	NIL	0.00
12	Shri R Rajagopal , Independent Director (w.e.f. 14.04.2023)	NIL	0.00	-	0.00	N.A.	NIL	0.00
13	Shri K. Prasad CFO	NIL	0.00	-	0.00	Nil Movement during the year	NIL	0.00
14	Shri G. Tirupati Rao Company Secretary & GM - Legal	2500	0.00	-	0.00	Nil Movement during the year	2500	0.00

**ATTACHMENT – VIII****Indebtedness****(Indebtedness of the Company (including interest outstanding/accrued but not due for payment for financial year 2022-23))**

					(Amount in Rs.)
S.No.	Particulars	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the Financial Year</b>					
<b>A</b>	<b>(01.04.2023)</b>				
i)	Principal Amount:				
	a) Rupee Term Loan	8,79,24,76,750.00	38,93,97,977.00	-	9,18,18,74,727.00
	b) ECB/FCCBs	-	-	-	-
	c) Working Capital	52,12,76,382.03	-	-	52,12,76,382.03
ii)	Interest due but not paid	3,64,96,78,242.70	97,34,950.00	-	3,65,94,13,192.70
iii)	Interest accrued but not due	8,45,819.00	-	-	8,45,819.00
	<b>Total (i to iii)</b>	<b>12,96,42,77,193.73</b>	<b>39,91,32,927.00</b>	<b>-</b>	<b>13,36,34,10,120.73</b>
<b>Changes in Indebtedness during Financial Year 2022-23</b>					
<b>B</b>	<b>Addition</b>				
i)	Principal Amount:				
	a) Rupee Term Loan	5,04,90,48,181.77	20,00,00,000.00	-	5,24,90,48,181.77
	b) ECB/FCCBs	-	-	-	-
	c) Working Capital	-	-	-	-
ii)	Interest due but not paid	9,90,00,249.00	27,73,794.00	-	10,17,74,043.00
iii)	Interest accrued but not due	3,50,628.00	14,79,452.00	-	18,30,080.00
	<b>Total – B</b>	<b>5,14,83,99,058.77</b>	<b>20,42,53,246.00</b>	<b>-</b>	<b>5,35,26,52,304.77</b>
<b>B1</b>	<b>Reduction</b>				
i)	Principal Amount:				
	a) Rupee Term Loan	8,79,24,76,750.00	38,93,97,977.00	-	9,18,18,74,727.00
	b) ECB/FCCBs	-	-	-	-
	c) Working Capital	52,12,76,382.03	-	-	52,12,76,382.03
ii)	Interest due but not paid	3,74,86,78,491.70	1,25,08,744.00	-	3,76,11,87,235.70
iii)	Interest accrued but not due	8,45,819.00	-	-	8,45,819.00
	<b>Total – B1</b>	<b>13,06,32,77,442.73</b>	<b>40,19,06,721.00</b>	<b>-</b>	<b>13,46,51,84,163.73</b>
<b>C</b>	<b>Indebtedness at the end of the Financial Year (31.03.2023)</b>				
i)	Principal Amount:				
	a) Rupee Term Loan	5,04,90,48,181.77	20,00,00,000.00	-	5,24,90,48,181.77
	b) ECB/FCCBs	-	-	-	-
	c) Working Capital	-	-	-	-
ii)	Interest due but not paid	-	-	-	-
iii)	Interest accrued but not due	3,50,628.00	14,79,452.00	-	18,30,080.00
	<b>Total (i to iii)</b>	<b>5,04,93,98,809.77</b>	<b>20,14,79,452.00</b>	<b>-</b>	<b>5,25,08,78,261.77</b>

**ATTACHMENT- IX****REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****i) Remuneration to Managing Director, Whole-time Director and/or Manager: (In Rs.)**

Managing Director does not have any Remuneration and perquisites etc., 0

**ii) Remuneration to other Directors:****ATTACHMENT- X****Independent Directors**

(In Rs.)

Sl. No.	Name of the Director	Fee for attending Board/Committee meetings	Commission	Others, please specify	Tot &al
1	Shri K.V Vishnu Raju	40000			40000
2	Smt O Rekha	40000	-	-	40000
<b>Total (1)</b>		<b>80000</b>			<b>80000</b>

**Other Non-Executive Directors**

Sl. No.	Name of the Director	Fee for attending board/committee meetings	Commission	Others, please specify	Total
1	Dr S Anand Reddy	60000	-	-	60000
2	Shri S Sreekanth Reddy	60000	-	-	60000
3	Smt. S Rachana	60000	-	-	60000
<b>Total (2)</b>		<b>180000</b>	-	-	<b>180000</b>
<b>Total (1)+(2)</b>		<b>260000</b>	-	-	<b>260000</b>

**ATTACHMENT- XI****iii) Remuneration to Key Managerial Personnel Other than MD/Manager/WTD**

(In Rs.)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		CFO	CS	Total
1	<b>Gross Salary</b>			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	32,09,816	23,67,989	55,77,805
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	1,67,424	-	1,67,424
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission as % of profit	-	-	-
	others, specify	-	-	-
5	Others, please specify-P.F- Employer's Contribution etc.	1,09,440	68,400	1,77,840
<b>Total</b>		<b>34,86,680</b>	<b>24,36,389</b>	<b>59,23,069</b>