

# 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

L27100MH1984PLC034003

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AACCS3376C

(ii) (a) Name of the company

SUNFLAG IRON AND STEEL CO

(b) Registered office address

33/1, Mount Road Sadar Sadar Bazar (Nagpur)  
Nagpur  
Maharashtra  
440001

(c) \*e-mail ID of the company

investor@sunflagsteel.com

(d) \*Telephone number with STD code

07122524661

(e) Website

www.sunflagsteel.com

(iii) Date of Incorporation

12/09/1984

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Pinnacle Business Park, Office no S6-2 ,6th floor, Mahakali  
Caves Road , Next to Ahura Centre, Andheri East Mumbai

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

Yes  No

(f) Specify the reasons for not holding the same

Thirty-Eighth [38] Annual General Meeting of the Members [Shareholders] of the Company will be held on or before the due date i. e. On or before 30 September 2024

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C7	Metal and metal products	87.71

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SUNFLAG POWER LIMITED	U31200UR2003PLC027802	Subsidiary	100
2	KHAPPA COAL COMPANY PRIV +	U10100MH2009PTC191907	Subsidiary	63.27
3	SUNFLAG FOUNDATION	U74999MH2017NPL289961	Subsidiary	100
4	C T MINING PRIVATE LIMITED	U10100JH2008PTC013329	Joint Venture	31.8
5	MADANPUR (NORTH) COAL BL +	U10101CT2007PTC020161	Joint Venture	11.73
6	DAIDO D.M.S. INDIA PRIVATE L +	U28113HR2015FTC054839	Joint Venture	17.56
7	RAMESH SUNWIRE PRIVATE LIM +	U28999MH2016PTC287281	Joint Venture	49
8	RENEW GREEN (MPR THREE) PF +	U40106DL2022PTC400111	Joint Venture	31.2

#### 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	205,000,000	180,219,448	180,219,448	180,219,448
Total amount of equity shares (in Rupees)	2,050,000,000	1,802,194,480	1,802,194,480	1,802,194,480

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Face Value of Rs.10/-, Fully Paid +				
Number of equity shares	205,000,000	180,219,448	180,219,448	180,219,448
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,050,000,000	1,802,194,480	1,802,194,480	1,802,194,480

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	68,781,701	111,437,747	180219448	1,802,194,4	1,802,194,4	
<b>Increase during the year</b>	0	186,106	186106	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	0	186,106	186106			
Dematerialisation of Physical Shareholding [Dem						
<b>Decrease during the year</b>	186,106	0	186106	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	186,106	0	186106			
Dematerialisation of Physical Shareholding [Demat						
<b>At the end of the year</b>	68,595,595	111,623,853	180219448	1,802,194,4	1,802,194,4	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE947A01014

(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 type="text" value="21/09/2023"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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
<b>Total</b>	<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**

34,152,822,353

**(ii) Net worth of the Company**

47,922,562,410

**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	1,612,140	0.89	0	
	(ii) Non-resident Indian (NRI)	16,807,679	9.33	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	8,521,425	4.73	0	
10.	Others Foreign Body Corporate	65,253,582	36.21	0	
	<b>Total</b>	92,194,826	51.16	0	0

**Total number of shareholders (promoters)**

5

**(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	62,015,575	34.41	0	
	(ii) Non-resident Indian (NRI)	363,010	0.2	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	3,078,122	1.71	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	1,260	0	0	
5.	Financial institutions	40,800	0.02	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	135,896	0.08	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	20,863,580	11.58	0	
10.	Others Foreign Portfolio Investors, +	1,526,379	0.85	0	
	<b>Total</b>	88,024,622	48.85	0	0

**Total number of shareholders (other than promoters)**

67,510

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

67,515

**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	5	5
Members (other than promoters)	62,169	67,510
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
<b>A. Promoter</b>	1	2	1	2	0.89	7.33
<b>B. Non-Promoter</b>	3	6	1	6	0	0.01
(i) Non-Independent	3	0	1	0	0	0
(ii) Independent	0	6	0	6	0	0.01
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	<b>4</b>	<b>8</b>	<b>2</b>	<b>8</b>	<b>0.89</b>	<b>7.34</b>

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

12

### (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)
RAMCHANDRA VASA	00012065	Whole-time director	0	
ANAND SADASHIV K	00019530	Director	26	
RAVI BHUSHAN SATY	00054700	Director	0	
PRANAV RAVI BHAR	00054805	Managing Director	1,612,140	
MATTEGUNTA ANJAN	00101447	Director	0	
SAJIV DHAWAN	00160085	Director	14,000	
SUHRIT RAVI BHUSH	02318190	Director	13,217,398	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
VINITA BAHRI	03109454	Director	0	
NEELAM NARESH KO	06709241	Director	0	
TIRTHNATH JHA INDF	07593002	Director	0	
S MAHADEVAN IYER	AACPI7334M	CFO	800	
CS ASHUTOSH MISHI	AFDPM4265M	Company Secretar	0	

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

6

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)
MURALIDHAR RAM	00982212	Whole-time director	13/08/2023	Ceased to be the Whole-time
RAMCHANDRA VAS	00012065	Whole-time director	14/08/2023	Re-appointed as the Whole-tir
ANAND SADASHIV	00019530	Director	21/09/2023	Re-appointed as an Independe
RAVI BHUSHAN SA	00054700	Director	21/09/2023	Continued as a Chairman [Cat
SURENDRA KUMAR	00054836	Managing Director	30/07/2023	Re-appointed as the Deputy M
SURENDRA KUMAR	00054836	Managing Director	29/02/2024	Ceased to be the Deputy Man

**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
37th Annual General Meetin	21/09/2023	68,047	53	75.1

**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

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/05/2023	12	10	83.33
2	11/08/2023	12	12	100
3	09/11/2023	11	9	81.82
4	09/02/2024	11	11	100

### C. COMMITTEE MEETINGS

Number of meetings held

29

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	29/05/2023	3	2	66.67
2	Audit Committee	11/08/2023	3	3	100
3	Audit Committee	09/11/2023	4	4	100
4	Audit Committee	09/02/2024	4	3	75
5	Nomination and Remuneration	29/05/2023	4	4	100
6	Nomination and Remuneration	11/08/2023	4	4	100
7	Nomination and Remuneration	09/02/2024	4	4	100
8	Corporate Social Responsibility	29/05/2023	6	4	66.67
9	Corporate Social Responsibility	11/08/2023	6	6	100
10	Corporate Social Responsibility	09/11/2023	6	5	83.33

### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		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	
1	RAMCHANDR	4	4	100	12	12	100	
2	ANAND SADA	4	4	100	9	9	100	

3	RAVI BHUSHAN SAHAY	4	4	100	16	15	93.75	
4	PRANAV RAVI BHUSHAN SAHAY	4	3	75	18	13	72.22	
5	MATTEGUNTA SURENDRA KUMAR	4	4	100	2	2	100	
6	SAJIV DHAWAN	4	4	100	11	9	81.82	
7	SUHRIT RAVI BHUSHAN SAHAY	4	2	50	0	0	0	
8	VINITA BAHRA	4	4	100	17	17	100	
9	NEELAM NARAYAN	4	4	100	15	14	93.33	
10	TIRTHNATH JAIN	4	4	100	0	0	0	

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAMCHANDRA VAHANE	Director (Techni)	12,354,448	0	0	0	12,354,448
2	PRANAV RAVI BHUSHAN SAHAY	Managing Director	25,079,015	54,096,599	0	0	79,175,614
3	SURENDRA KUMAR MATTEGUNTA	Deputy Managing Director	15,531,045	0	0	0	15,531,045
4	MURALIDHAR RAMAN	Director (Financial)	8,207,322	0	0	0	8,207,322
	Total		61,171,830	54,096,599	0	0	115,268,429

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	S MAHADEVAN IYER	Chief Financial Officer	7,560,665	0	0	0	7,560,665
2	CS ASHUTOSH MISHRA	Head Company Secretary	5,132,577	0	0	0	5,132,577
	Total		12,693,242	0	0	0	12,693,242

Number of other directors whose remuneration details to be entered

9

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ANAND SADASHIV	Director (Non-executive)	0	300,000	0	110,000	410,000
2	RAVI BHUSHAN SAHAY	Chairman (Non-executive)	0	15,009,791	0	0	15,009,791

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	MATTEGUNTA AN, +	Director (Non-ex +)	0	190,685	0	89,000	279,685
4	SAJIV DHAWAN	Director (Non-ex +)	0	300,000	0	138,000	438,000
5	VINITA BAHRI	Director (Non-ex +)	0	300,000	0	159,000	459,000
6	NEELAM NARESH +	Director (Non-ex +)	0	300,000	0	145,000	445,000
7	TIRTHNATH JHA IN +	Director (Non-ex +)	0	172,603	0	75,000	247,603
8	EDAYATHIMANGA +	Director (Non-ex +)	0	148,768	0	0	148,768
9	KUMAR JITENDRA +	Director (Non-ex +)	0	148,768	0	0	148,768
	Total		0	16,870,615	0	716,000	17,586,615

#### 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

#### 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

CS Mukesh Dulichandji Parakh

Whether associate or fellow

Associate  Fellow

Certificate of practice number

13693

#### 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

DIN of the director

#### To be digitally signed by

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

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

List_of_Shareholders.pdf SISCO_Details of Committee Meetings_31
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<b>Remove attachment</b>
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Modify
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Check Form
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Prescrutiny
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Submit
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**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**