Form No. MGT-7

Annual Return (other than OPCs and Small Companies)
[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

सत्यमेव जयते

Form language
(●) English ( ) Hindi

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN): L15421WB1975PLC030118

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY): 01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY): 31/03/2026

(c) *Type of Annual filing: (●) Original ( ) Revised

(d) SRN of MGT-7 filed earlier for the same financial years:

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	BALRAMPUR CHINI MILLS LTD	BALRAMPUR CHINI MILLS LTD
Registered office address	234/3A A J C BOSE ROAD FMC FORTUNA 2ND FLOOR,NA,KOLKATA,West Bengal,India,700020	234/3A A J C BOSE ROAD FMC FORTUNA 2ND FLOOR,NA,KOLKATA,West Bengal,India,700020
Latitude details	22.540925	22.540925
Longitude details	88.352072	88.352072

(a) *Photograph of the registered office of the Company showing external building and name prominently visible: Photo_Regd Office.pdf

(b) *Permanent Account Number (PAN) of the company: AA******3Q

(c) *e-mail ID of the company: *****TARIAL@BCML.IN

(d) *Telephone number with STD code: 03*******49

(e) Website: www.chini.com

iv *Date of Incorporation (DD/MM/YYYY) 14/07/1975

v (a) *Class of Company (as on the financial year end date) Public company
(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) Company limited by shares
(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) Indian Non-Government company
(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)

vi *Whether company is having share capital (as on the financial year end date) ◉ Yes ◯ No

vii (a) Whether shares listed on recognized Stock Exchange(s) ◉ Yes ◯ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent 1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West),Mumbai,Mumbai,Maharashtra,India,400070	INR000000221

ix * (a) Whether Annual General Meeting (AGM) held ◉ Yes ◯ No

(b) If yes, date of AGM (DD/MM/YYYY) 16/09/2026

(c) Due date of AGM (DD/MM/YYYY) 30/09/2026

(d) Whether any extension for AGM granted ◯ Yes ◉ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities: 4

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	10	Manufacture of Food products	65.37
2	C	Manufacturing	19	Manufacture of coke and refined petroleum products	26.29
3	D	Electricity, gas, steam and air condition supply	35	Electric power generation, transmission and distribution	2.93
4	C	Manufacturing	32	Other manufacturing	5.41

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

i *No. of Companies for which information is to be given: 1

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1	U65990MH2016PTC286516		AUXILO FINSERVE PRIVATE LIMITED	Associate	30.47

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	400000000.00	201950436.00	201950436.00	201950436.00
Total amount of equity shares (in rupees)	400000000.00	201950436.00	201950436.00	201950436.00

Number of classes: 1

Class of shares: Equity	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	400000000	201950436	201950436	201950436
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	400000000	201950436	201950436	201950436

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	2500000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	250000000.00	0.00	0.00	0.00

Number of classes: 1

Class of shares: Preference	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	2500000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	250000000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	385142	201517229	201902371.00	201902371	201902371	
Increase during the year	0.00	67825.00	67825.00	67825.00	67825.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	48065	48065.00	48065	48065	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Demateralisation of shares		19760		19760	19760	
Decrease during the year	19760.00	0.00	19760.00	19760.00	19760.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Demateralisation of shares	19760	0	19760.00	19760	19760	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the end of the year	365382.00	201585054.00	201950436.00	201950436.00	201950436.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company: INE119A01028

ii Details of stock split/consolidation during the year (for each class of shares): 0

Class of shares		
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

Number of transfers: 8

Attachments:

1. Details of shares/Debentures Transfers: Transfer Details.xlsm

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes: 0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes: 0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes | 0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

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: 62711464846.7

ii * Net worth of the Company: 38392959199.62

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	14087725	6.98	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	15725110	7.79	0	0.00
10	Others Trust	56732918	28.09	0	0.00
	Total	86545753.00	42.86	0.00	0

Total number of shareholders (promoters) 9

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	30280971	14.99	0	0.00
	(ii) Non-resident Indian (NRI)	1602995	0.79	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	2568173	1.27	0	0.00
4	Banks	5565	0.00	0	0.00

5	Financial institutions	9713	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	51333019	25.42	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	4646848	2.30	0	0.00
10	Others AIF,FPI,FII,Clearin	24957399	12.36	0	0.00
	Total	115404683.00	57.13	0.00	0

Total number of shareholders (other than promoters) 186601

Total number of shareholders (Promoters + Public/Other than promoters) 186610.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	**Category**	
1	Individual - Female	31690
2	Individual - Male	75008
3	Individual - Transgender	0
4	Other than individuals	79912
	Total	186610.00

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

Name of the FII	**Address**	**Date of Incorporation**	**Country of Incorporation**	**Number of shares held**	**% of shares held**

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	7	9
Members (other than promoters)	199655	186601
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	2	0	2	0	4.24	0
B Non-Promoter	1	4	1	4	0.00	0.00
i Non-Independent	1	0	1	0	0	0
ii Independent	0	4	0	4	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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	3	4	3	4	4.24	0.00

*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 shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
VIVEK SARAOGI	00221419	Managing Director	5376618	
AVANTIKA SARAOGI	03149784	Whole-time director	3187007	
PRAVEEN GUPTA	09651564	Whole-time director	5431	
INDU BHUSHAN	09302960	Director	0	
MAMTA BINANI	00462925	Director	0	
VEENA HINGARH	00885567	Director	0	
CHANDRA KISHORE MISHRA	02553126	Director	0	
PRAMOD KUMAR PATWARI	AFNPP5361D	CFO	24356	
MANOJ AGARWAL	ACYPA8893M	Company Secretary	4656	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)

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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/08/2025	188927	55	42.88

B BOARD MEETINGS

*Number of meetings held

8

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/04/2025	7	7	100
2	15/05/2025	7	7	100
3	28/06/2025	7	6	85.71
4	12/08/2025	7	7	100
5	10/10/2025	7	6	85.71
6	11/11/2025	7	7	100
7	10/02/2026	7	7	100
8	20/03/2026	7	7	100

C COMMITTEE MEETINGS

Number of meetings held

41

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	15/05/2025	4	4	100
2	Audit Committee	28/06/2025	4	4	100
3	Audit Committee	12/08/2025	4	4	100
4	Audit Committee	11/11/2025	4	3	75
5	Audit Committee	10/02/2026	4	4	100
6	Audit Committee	20/03/2026	4	4	100
7	Nomination and Remuneration Committee	15/05/2025	3	3	100

8	Nomination and Remuneration Committee	28/06/2025	3	3	100
9	Nomination and Remuneration Committee	11/08/2025	3	3	100
10	Nomination and Remuneration Committee	10/10/2025	3	3	100
11	Nomination and Remuneration Committee	10/02/2026	3	3	100
12	Stakeholder Relationship Committee	11/08/2025	4	4	100
13	Stakeholder Relationship Committee	10/02/2026	4	4	100
14	Corporate Social Responsibility Committee	15/05/2025	5	5	100
15	Corporate Social Responsibility Committee	11/11/2025	5	5	100
16	Corporate Social Responsibility Committee	10/02/2026	5	5	100
17	Environmental Social & Governance Committee	15/05/2025	6	6	100
18	Environmental Social & Governance Committee	11/11/2025	6	6	100
19	Risk Management Committee	15/05/2025	7	7	100
20	Risk Management Committee	11/11/2025	7	6	85.71
21	Executive Committee	09/04/2025	3	3	100
22	Executive Committee	28/04/2025	3	3	100
23	Executive Committee	30/04/2025	3	3	100
24	Executive Committee	07/05/2025	3	3	100
25	Executive Committee	19/05/2025	3	2	66.67
26	Executive Committee	04/06/2025	3	2	66.67
27	Executive Committee	11/06/2025	3	2	66.67
28	Executive Committee	13/06/2025	3	3	100
29	Executive Committee	02/07/2025	3	3	100
30	Executive Committee	16/07/2025	3	3	100

31	Executive Committee	29/07/2025	3	3	100
32	Executive Committee	18/08/2025	3	3	100
33	Executive Committee	20/08/2025	3	3	100
34	Executive Committee	19/09/2025	3	3	100
35	Executive Committee	24/10/2025	3	3	100
36	Executive Committee	18/11/2025	3	3	100
37	Executive Committee	27/11/2025	3	3	100
38	Executive Committee	05/12/2025	3	3	100
39	Executive Committee	19/12/2025	3	3	100
40	Executive Committee	16/01/2026	3	3	100
41	Executive Committee	23/02/2026	3	3	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	11/08/2026 (Y/N/NA)
1	VIVEK SARAOGI	8	7	87	30	28	93	Yes
2	AVANTIKA SARAOGI	8	7	87	22	22	100	Yes
3	PRAVEEN GUPTA	8	8	100	15	15	100	Yes
4	INDU BHUSHAN	8	8	100	18	18	100	Yes
5	MAMTA BINANI	8	8	100	36	33	91	Yes
6	VEENA HINGARH	8	8	100	20	20	100	Yes
7	CHANDRA KISHORE MISHRA	8	8	100	10	10	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	VIVEK SARAOGI	Managing Director	47916000			45664566	93580566.00
2	AVANTIKA SARAOGI	Whole-time director	5459520			1845065	7304585.00
3	PRAVEEN GUPTA	Whole-time director	9176285		3369313	3762661	16308259.00
	Total		62551805.00	0.00	3369313.00	51272292.00	117193410.00

B *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	PRAMOD KUMAR PATWARI	CFO	18600000		0	0	18600000.00
2	MANOJ AGARWAL	Company Secretary	7550000		0	0	7550000.00
	Total		26150000.00	0.00	0.00	0.00	26150000.00

C *Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	INDU BHUSHAN	Director	0	2500000		1525000	4025000.00
2	MAMTA BINANI	Director	0	2500000		1750000	4250000.00
3	VEENA HINGARH	Director	0	2500000	0	1575000	4075000.00
4	CHANDRA KISHORE MISHRA	Director	0	2500000		1200000	3700000.00
	Total		0.00	10000000.00	0.00	6050000.00	16050000.00

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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder: 186610

XIV Attachments

(a) List of share holders, debenture holders: Details of Shareholder or Debenture holder BCML-FILE-1.xlsm

(b) Optional Attachment(s), if any

XV 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.

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 applicable provisions of the Act during the financial year.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of | BALRAMPUR CHINI MILS LIMITED | as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) | 31/03/2026 |

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 therefor;
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
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;
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;
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;

To be digitally signed by

Name

Date (DD/MM/YYYY)

Place: KOLKATA

Whether associate or fellow:

○ Associate ● Fellow

Certificate of practice number

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person: 18009

*(b) Name of the Designated Person: MANOJ AGARWAL

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 14(iv) dated* (DD/MM/YYYY) 11/11/2024 to sign this form and declare that all the requirements of 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.

***To be digitally signed by**

*Designation: Director

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator: 0*6*1*6*

***To be digitally signed by**

◉ Company Secretary ○ Company secretary in practice

*Whether associate or fellow:

◉ Associate ○ Fellow

Membership number	1*0*9
Certificate of practice number	

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)	
eForm filing date (DD/MM/YYYY)	

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


FRENCH


BALRAMPUR
CHINI MILLS
LIMITED
BALRAMPUR CHINI MILLS LIMITED
CIN - L15421WB1975PLC030118
GST NO: 19AAACB9373Q4ZS / 19AAACB9373Q3ZT
REGISTERED OFFICE.: " FMC FORTUNA" 2nd FLOOR,
234/3A, A.J.C. BOSE ROAD, KOLKATA - 700 020
বলরামপুর চিনি মিল্‌স্‌ লিমিটেড
রেজিস্টার্ড অফিসঃ এফ এম সি ফরচুনা, সেকেন্ড ফ্লোর,
২৩৪/৩এ, এ.জে.সি. বোস রোড, কোলকাতা - ৭০০০২০
ENTRY
EXIT

<u>Form No. MGT-8 (Draft)</u>

[Pursuant to Section 92(2) of the Companies Act, 2013 (as amended) and Rule 11(2) of the Companies (Management and Administration) Rules, 2014 (as amended)]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records, books and papers of **BALRAMPUR CHINI MILLS LIMITED** (the "Company") having CIN: L15421WB1975PLC030118, as required to be maintained under the Companies Act, 2013 (as amended) (the "Act") and the rules made thereunder for the financial year ended on **31st March, 2026**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I 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 the provisions of the Act and the rules made thereunder in respect of:-

1. its status under the Act, i.e., Listed Public Company, limited by shares;

2. maintenance of registers / records & making entries therein within the time prescribed thereof;

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 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, if any, have been properly recorded in the Minutes Book / registers maintained for the purpose and the same have been signed. No resolutions were passed through postal ballot during the year under review;

5. closure of Register of Members / Security holders during the year under review, as the case may be;

6. the Company has not advanced / given loans to its directors and / or persons or firms or companies referred in Section 185 of the Act;

7. contracts / arrangements with related parties were in the ordinary course of business and at arm's length basis as specified in the provisions of Section 188 of the Act;

8. (a) allotment or transmission and issue of security certificates in all instances:

   - During the year under review, the Company has allotted 41,587 equity shares of Re. 1/- each and 6,478 equity shares of Re. 1/- each to its employees under "BCML Employees Stock Appreciation Rights Plan 2023" on 12th August, 2025 and 11th November, 2025 respectively.

   (b) no such other events relating to issue or physical transfer or buyback of securities, redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares / securities took place during the year under review;

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;

10. (a) declaration / payment of dividend in accordance with the relevant section of the Act;

    (b) the Company has transferred unpaid / unclaimed dividend / other amounts to the Investor Education and Protection Fund in accordance with Section 125 of the Act;

11. signing of the Audited Financial Statements as per the provisions of Section 134 of the Act and the Report of Board of Directors is as per sub-sections (3), (4) and (5) thereof;

12. (a) constitution / appointment / re-appointments / retirement / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them:

    - Mr. Praveen Gupta (DIN: 09651564) was re-appointed as the Whole-time Director of the Company for a further term of two years with effect from 1st July, 2025 to 30th June, 2027 and was subsequently approved by the members of the Company at the 49th Annual General Meeting held on 30th August, 2025.

    - Ms. Mamta Binani (DIN: 00462925) was re-appointed as a Non-Executive Independent Director of the Company for her second term of five consecutive years with effect from 5th November, 2025 to 4th November, 2030 and was subsequently approved by the members of the Company at the 49th Annual General Meeting held on 30th August, 2025.

    (b) there has not been any casual vacancy in the office of the Board of Directors / Key Managerial Personnel;

13. there has not been any appointment / re-appointment / casual vacancy of auditors in the office of the Auditors;

14. approvals to the extent required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act; as applicable;

15. the Company has not accepted, renewed and repaid any deposits;

16. (a) borrowings from banks and others and creation / modification / satisfaction of charges in that respect, wherever applicable;

    (b) during the year under review no borrowings were made from its directors, members and public financial institutions;

17. (a) investments provided to other bodies corporate or persons falling under the provisions of Section 186 of the Act as applicable;

    (b) no such loan provided, guarantees given or securities provided to other bodies corporate or persons falling under the provisions of Section 186 of the Act during the year under review;

18. no alterations were made to the provisions of the Memorandum and / or Articles of Association of the Company during the year under review.

For AMBER AHMAD & ASSOCIATES
Company Secretaries

CS AMBER AHMAD
Proprietor
Membership No.: FCS 9312
C.P. No.: 8581
PR No.: 8076/2026

Place: Kolkata
Date: , 2026
UDIN:

NOTE

This is to inform you that while filling in the details under **Point No. VI (b)** of the Annual Return, we were unable to enter data under the category **“Foreign Institutional Investors,”** as they hold only 10 shares, resulting in a shareholding percentage of 0%. Accordingly, their shareholding has been included under the **“Others”** category.

Further, due to the aforesaid omission of Foreign Institutional Investors from **Point No. VI (b)**, we were also unable to provide the corresponding details in **Point No. VI (c)**. However, the relevant information is furnished below for your reference.

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

Name of FII	**Address**	**Date of Incorporation**	**Country of Incorporation**	**Number of Shares**	**% of shares held**
ST.HELEN'S NOMINEES INDIA PVT LTD.	STANDARD CHARTERED BANK D.N.ROAD BRANCH,, P.O.BOX 219 FORT, BOMBAY, MUMBAI 400001	22/06/1960	INDIA	10	0.00

List of Promoter & Promoter Group as on 31.03.2026

Sl. No.	Name	No. of shares	%
1.	Vivek Saraogi	5376618	2.66
2.	Vivek Saraogi (HUF)	147482	0.07
3.	Sumedha Saraogi	5376618	2.66
4.	Avantika Saraogi	3187007	1.58
5.	Stuti Dhanuka*	-	-
6.	Udaipur Cotton Mills Co Ltd	5689433	2.82
7.	Novel Suppliers Pvt Ltd	3551444	1.76
8.	Meenakshi Mercantiles Ltd	6484233	3.21
9.	Saraogi Family Trust (Vivek Saraogi-Trustee)	52448387	25.97
10.	Saraogi Trust (Stuti Dhanuka-Trustee)	4284531	2.12
	Total (A)	**86545753**	**42.85**

* Ms. Stuti Dhanuka is forming part of Promoter & Promoter Group but does not have any shareholding in the Company as on 31st March, 2026. Therefore, total no. of shareholders (promoters) at point no. **VI (a)** to be read as 10 instead of 9.

BALRAMPUR CHINI MILLS LIMITED

Regd.Office:FMC FORTUNA, 234/3A, A.J.C. BOSE ROAD, KOLKATA 700020

CIN NO:L15421WB1975PLC030118

Date of closure of financial year: 31/03/2026

Date of registration of transfer (Date Month Year)	Type of transfer	Class of shares transferred	Number of Shares/Debentures/ Units Transferred	Amount per Share/Debenture/ Unit (in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name (Surname, middle name, first name)
23/06/2025	TRM	Equity share	160	1.00	O00008	OM PRAKASH GUPTA	BCM0100337	VIJAY GUPTA
26/06/2025	TRM	Equity share	140	1.00	R00367	RAMMOHAN LAL GUPTA	BCM0100338	RAVINDRA SAHAY GUPTA
27/09/2025	DNN	Equity share	20	1.00	B01105	BIRENDRA LALL DUTT	BCM0100356	MONISH DUTT
20/11/2025	TRM	Equity share	420	1.00	L00034	LALITA KHANNA	BCM0100359	ILIKA KHANNA MANN
02/12/2025	DNN	Equity share	1000	1.00	U00005	UDAI BHAN SINGH	BCM0100362	UDAI BHAN SINGH
30/12/2025	TRM	Equity share	140	1.00	V00006	V LAKSHMI CH	BCM0100363	venkata bhaskara subrahmanyam chirravuri
30/12/2025	TRM	Equity share	1	1.00	C00180	CH V LAKSHMI	BCM0100363	venkata bhaskara subrahmanyam chirravuri
03/02/2026	DNN	Equity share	1130	1.00	R00420	RATNA PAUL	BCM0100364	RATNA SEN