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: U26943RJ2005PLC021205 [Pre-fill]

Global Location Number (GLN) of the company:

* Permanent Account Number (PAN) of the company: AAACW6009L

(ii) (a) Name of the company: WONDER CEMENT LIMITED

(b) Registered office address

MAKRANA ROAD
MADANGANJ-KISHANGARH
KISHANGARH
Rajasthan
305801
India

(c) *e-mail ID of the company: CO*****************NT.COM

(d) *Telephone number with STD code: 01*******51

(e) Website: www.wondercement.com

(iii) Date of Incorporation: 26/08/2005

(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

(b) CIN of the Registrar and Transfer Agent: U74140MP1985PTC003074 [Pre-fill]

Name of the Registrar and Transfer Agent

ANKIT CONSULTANCY PVT LTD

Registered office address of the Registrar and Transfer Agents

60,PARDESHIPURA
ELECTRONIC COMPLEX

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM 19/09/2024

(b) Due date of AGM 30/09/2024

(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	C13	Other manufacturing including jewellery, musical instruments, medical instruments,	99.66

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	WONDER WALLCARE PRIVATE	U24200RJ2019PTC067368	Subsidiary	75

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	900,000,000	536,800,702	536,800,702	536,800,702
Total amount of equity shares (in Rupees)	9,000,000,000	5,368,007,020	5,368,007,020	5,368,007,020

Number of classes 1

Class of Shares EQUITY SHARES	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	900,000,000	536,800,702	536,800,702	536,800,702
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	9,000,000,000	5,368,007,020	5,368,007,020	5,368,007,020

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	100,000,000	0	0	0
Total amount of preference shares (in rupees)	1,000,000,000	0	0	0

Number of classes: 1

Class of shares PREFERENCE SHARES	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	100,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	1,000,000,000	0	0	0

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	536,800,702	536800702	5,368,007,0	5,368,007,	
Increase during the year	0	0	0	0	0	0
i. Pubic 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						
Decrease during the year	0	0	0	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						
At the end of the year	0	536,800,702	536800702	5,368,007,0	5,368,007,	
Preference shares						
At the beginning of the year	0	0	0	0	0	
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	
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	0	0	0	0	

ISIN of the equity shares of the company

(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			
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			

Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			

Transferor's Name			
	Surname	middle name	first name

Ledger Folio of Transferee	

Transferee's Name			
	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
Total			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
Non-convertible debentures	0	0	0	0
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					

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

(i) Turnover 70,767,839,199.17

(ii) Net worth of the Company 26,276,263,797.33

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	15,671,473	2.92	0	
	(ii) Non-resident Indian (NRI)	0	0	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)	93,256,035	17.37	0	
10.	Others	0	0	0	
	Total	108,927,508	20.29	0	0

Total number of shareholders (promoters) 4

(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	68,444,547	12.75	0	
	(ii) Non-resident Indian (NRI)	0	0	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)	70,773,415	13.18	0	
10.	Others TRUSTS	288,655,232	53.77	0	

	Total	427,873,194	79.7	0	0

Total number of shareholders (other than promoters) 45

Total number of shareholders (Promoters+Public/ Other than promoters) 49

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	7	7
Members (other than promoters)	45	45
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**	3	0	3	0	0	0
B. Non-Promoter	4	6	4	6	0	0
(i) Non-Independent	4	4	4	4	0	0
(ii) Independent	0	2	0	2	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	7	6	7	6	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 15

(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)
Ashok Patni	00008166	Whole-time directo	0	
Suresh Patni	00008230	Managing Director	0	
Vimal Patni	00136437	Whole-time directo	0	
Kiran Dattatrayrao Pati	03401589	Managing Director	0	
Ibrahim Ali	00009584	Whole-time directo	0	08/04/2024
Parmanand Patidar	00199370	Whole-time directo	0	
Deepak Mehra	08438909	Whole-time directo	0	
Dilip Kumar Talesara	01643145	Director	0	
Vivek Patni	05170081	Director	0	
Rishabh Patni	08002136	Director	0	
Kusum Kataria	01850902	Director	0	
Dwarka Prasad Soman	01550844	Director	0	
Ghanshyam Agrawal	00110978	Director	0	
Jigar Shah	AZGPS4996N	CFO	0	
Tanush Joshi	AIYPJ9913D	Company Secretar	0	

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

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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)
Ibrahim Ali	00009584	Whole-time director	01/05/2023	Re-Appointed as Whole Time
Kiran Dattatrayrao P	03401589	Managing Director	15/03/2024	Re-Appointed as Managing Di

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: 3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	18/09/2023	49	5	0.12
Extra Ordinary General Mee	23/08/2023	49	5	0.09
Extra Ordinary General Mee	23/01/2024	49	5	0.02

B. BOARD MEETINGS

*Number of meetings held: 6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2023	13	8	61.54
2	17/06/2023	13	5	38.46
3	01/08/2023	13	6	46.15
4	03/10/2023	13	6	46.15
5	01/01/2024	13	6	46.15
6	14/03/2024	13	5	38.46

C. COMMITTEE MEETINGS

Number of meetings held: 9

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 COMM	17/06/2023	3	3	100
2	AUDIT COMM	24/07/2023	3	3	100
3	AUDIT COMM	22/09/2023	3	3	100
4	AUDIT COMM	01/01/2024	3	3	100
5	NOMINATION	17/06/2023	3	3	100
6	NOMINATION	01/01/2024	3	3	100
7	NOMINATION	06/03/2024	3	3	100
8	CORPORATE	16/06/2023	3	3	100

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
9	CORPORATE	24/07/2023	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	19/09/2024 (Y/N/NA)
1	Ashok Patni	6	1	16.67	0	0	0	No
2	Suresh Patni	6	1	16.67	0	0	0	No
3	Vimal Patni	6	3	50	0	0	0	Yes
4	Kiran Dattatray	6	3	50	6	6	100	Yes
5	Ibrahim Ali	6	2	33.33	0	0	0	Not Applicable
6	Parmanand Pa	6	4	66.67	2	2	100	Yes
7	Deepak Mehra	6	3	50	0	0	0	No
8	Dilip Kumar Ta	6	5	83.33	7	7	100	No
9	Vivek Patni	6	1	16.67	0	0	0	No
10	Rishabh Patni	6	2	33.33	0	0	0	No
11	Kusum Kataria	6	4	66.67	3	3	100	Yes
12	Dwarka Prasa	6	3	50	0	0	0	No
13	Ghanshyam A	6	4	66.67	9	9	100	No

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: 7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ashok Patni	Whole Time Dire	36,557,803	0	0	4,227,437	40,785,240
2	Suresh Patni	Managing Direct	36,005,059	0	0	3,137,892	39,142,951
3	Vimal Patni	Whole Time Dire	43,912,506	0	0	4,227,437	48,139,943
4	Kiran Dattatrayrao F	Managing Direct	63,976,611	0	0	3,645,394	67,622,005
5	Ibrahim Ali	Whole Time Dire	2,400,000	0	0	100,000	2,500,000
6	Parmanand Patidar	Whole Time Dire	33,971,932	0	0	2,751,824	36,723,756
7	Deepak Mehra	Whole Time Dire	50,320,007	0	0	3,117,036	53,437,043
	Total		267,143,918	0	0	21,207,020	288,350,938

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	Tanush Joshi	Company Secre	1,891,875	0	0	138,259	2,030,134
2	Jigar Shah	Chief Financial (	19,067,173	0	0	1,141,368	20,208,541
	Total		20,959,048	0	0	1,279,627	22,238,675

Number of other directors whose remuneration details to be entered 6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ghanshyam Agrawa	Independent Dir	0	0	0	0	0
2	Dilip Kumar Talesar	Independent Dir	0	0	0	0	0
3	Kusum Kataria	Director	0	0	0	0	0
4	Vivek Patni	Director	18,892,831	0	0	2,626,131	21,518,962
5	Rishabh Patni	Director	18,892,831	0	0	2,265,150	21,157,981
6	Dwarka Prasad Son	Director	1,821,432	0	0	218,568	2,040,000
	Total		39,607,094	0	0	5,109,849	44,716,943

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: Anita Batarka

Whether associate or fellow ◉ Associate ○ Fellow

Certificate of practice number: 7732

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. .. 16 dated 17/05/2014 (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 compiled 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: Kiran D Patil — Digitally signed by Kiran D Patil Date: 2024.11.11 17:18:02 +05'30'

DIN of the director: 0*4*1*8*

To be digitally signed by: TANUSH JOSHI — Digitally signed by TANUSH JOSHI Date: 2024.11.11 17:18:39 +05'30'

- (●) Company Secretary
- ( ) Company secretary in practice

Membership number: 9*9*

Certificate of practice number:

Attachments

1. List of share holders, debenture holders — Attach
2. Approval letter for extension of AGM; — Attach
3. Copy of MGT-8; — Attach
4. Optional Attachement(s), if any — Attach

List of attachments

Details of Designated Person.pdf
List of Shareholders.pdf
MGT 8_.pdf

Remove attachment

Modify | Check Form | Prescrutiny | Submit

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