

# 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]



# 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

L42900TZ1977PLC000780

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCR0624D

(ii) (a) Name of the company

SEMAC CONSULTANTS LIMITEI

(b) Registered office address

POLLACHI ROAD , MALUMICHAMPATTI P O., NA  
COIMBATORE  
Tamil Nadu  
641021  
India

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

CO\*\*\*\*\*@\*\*\*\*\*

(d) \*Telephone number with STD code

04\*\*\*\*\*00

(e) Website

www.semacconsultants.com

(iii) Date of Incorporation

30/05/1977

(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

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh  
roli (West), NA

(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 27/09/2024

(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 2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	M	Professional, Scientific and Technical	M4	Architecture, engineering activities, technical testing and analysis activities	2.92
2	F	Construction	F3	Demolition & site preparation, Electrical, plumbing & other Specialized construction	97.08

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

\*No. of Companies for which information is to be given 2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SEMAC AND PARTNERS LLC		Subsidiary	65

2	SEMAC CONSTRUCTION TECHNI		Associate	83.33
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#### 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	10,500,000	3,066,943	3,066,943	3,066,943
Total amount of equity shares (in Rupees)	105,000,000	30,669,430	30,669,430	30,669,430

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs. 10/- each				
Number of equity shares	10,500,000	3,066,943	3,066,943	3,066,943
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	105,000,000	30,669,430	30,669,430	30,669,430

###### (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>	39,249	3,027,694	3066943	30,669,430	30,669,430	
<b>Increase during the year</b>	0	4,019	4019	40,190	40,190	0
i. Public Issues	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		4,019	4019	40,190	40,190	
Dematerialization of Shares						
<b>Decrease during the year</b>	4,019	0	4019	40,190	40,190	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	4,019		4019	40,190	40,190	
Dematerialization of Shares						
<b>At the end of the year</b>	35,230	3,031,713	3066943	30,669,430	30,669,430	
<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

INE617A01013

**(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

27/09/2023

Date of registration of transfer (Date Month Year) <input type="text"/>			
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"/>
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

Date of registration of transfer (Date Month Year) <input type="text"/>			
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"/>
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
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
<b>Total</b>					

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

1,055,958,000

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

342,180,000

**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	583	0.02	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)	2,225,953	72.58	0	
10.	Others Trust	475	0.02	0	
	<b>Total</b>	2,227,011	72.62	0	0

**Total number of shareholders (promoters)**

3

**(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	748,791	24.41	0	
	(ii) Non-resident Indian (NRI)	32,021	1.04	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	100	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	1,363	0.04	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	49,073	1.6	0	
10.	Others IEPF and Trusts	8,584	0.28	0	
	<b>Total</b>	839,932	27.37	0	0

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

4,508

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

4,511

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Acadian Emerging Ma	DEUTSCHE BANK AG, P.O.BOX NO.			1,363	0.04

**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	4	3
Members (other than promoters)	5,140	4,508
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	1	2	1	0.02	0
<b>B. Non-Promoter</b>	0	4	0	3	0	0

(i) Non-Independent	0	1	0	0	0	0
(ii) Independent	0	3	0	3	0	0
<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
Total	1	5	2	4	0.02	0

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

8

**(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)
ABHISHEK DALMIA	00011958	Managing Director	0	
HARIVANSH DALMIA	08750555	Whole-time director	583	
DEEPALI DALMIA	00017415	Director	0	
VENKATACHALAM VE	05232247	Director	5	
NARINDER KUMAR	06949708	Director	0	
JAINENDER JAIN	10234910	Director	0	
AAKRITI GUPTA	CHVPG3017M	Company Secretar	1	
DEEPAK JAIN	AAIPJ8224B	CFO	0	

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

13

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)
NISHANT RAMAKR	BUIPR6385N	Company Secretary	19/07/2023	Cessation due to resignation
AAKRITI GUPTA	CHVPG3017M	Company Secretary	19/07/2023	Appointment
SUDHIR RAJU	AGNPR5638J	CFO	19/07/2023	Cessation due to resignation
THEETHIPALAYAM	00013687	Director	29/07/2023	Cessation due to resignation
NARINDER KUMAR	06949708	Additional director	29/07/2023	Appointed as Additional Direct
JAINENDER JAIN	10234910	Additional director	29/07/2023	Appointed as Additional Direct
HARIVANSH DALMI	08750555	Additional director	29/08/2023	Appointed as Additional Direct
VENKATA RAMANA	00934602	Director	29/08/2023	Cessation due to resignation
SELLAPPA GOUND	08829760	Director	29/08/2023	Cessation due to resignation
NARINDER KUMAR	06949708	Director	27/09/2023	Appointed as Director at the A
JAINENDER JAIN	10234910	Director	27/09/2023	Appointed as Director at the A
HARIVANSH DALMI	08750555	Whole-time director	27/09/2023	Appointed as Whole-time Dire
DEEPAK JAIN	AAIPJ8224B	CFO	17/11/2023	Appointment

## 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
Annual General Meeting	27/09/2023	5,332	43	1.66

### 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

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/05/2023	6	6	100
2	19/07/2023	6	3	50
3	29/07/2023	6	5	83.33
4	29/08/2023	7	5	71.43
5	25/10/2023	6	6	100
6	13/02/2024	6	6	100

### C. COMMITTEE MEETINGS

Number of meetings held

16

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	24/05/2023	3	3	100
2	Audit Committee	29/07/2023	3	2	66.67
3	Audit Committee	29/08/2023	3	2	66.67
4	Audit Committee	25/10/2023	3	3	100
5	Audit Committee	13/02/2024	3	3	100
6	Nomination and Remuneration	29/07/2023	3	2	66.67
7	Nomination and Remuneration	29/08/2023	3	2	66.67
8	Nomination and Remuneration	25/10/2023	3	3	100
9	Nomination and Remuneration	13/02/2024	3	3	100
10	Corporate Social Responsibility	25/10/2023	4	4	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	
								27/09/2024
								(Y/N/NA)

1	ABHISHEK DA	6	5	83.33	4	4	100	Yes
2	HARIVANSH I	2	2	100	0	0	0	No
3	DEEPALI DAL	6	5	83.33	3	3	100	No
4	VENKATACHA	6	6	100	16	15	93.75	Yes
5	NARINDER KI	3	3	100	8	8	100	No
6	JAINENDER J	3	2	66.67	11	9	81.82	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ABHISHEK DALMIA	Managing Director	11,331,000	5,000,000	0	400,000	16,731,000
2	HARIVANSH DALMIA	Whole-time director	2,625,000	0	0	200,000	2,825,000
	Total		13,956,000	5,000,000	0	600,000	19,556,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ANUJ KUMAR	CFO	3,606,000	0	0	0	3,606,000
2	AAKRITI GUPTA	Company Secretary	753,000	0	0	0	753,000
3	DEEPAK JAIN	CFO	1,063,000	0	0	0	1,063,000
	Total		5,422,000	0	0	0	5,422,000

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	DEEPALI DALMIA	Director	0	0	0	400,000	400,000
2	VENKATACHALAM	Director	0	0	0	600,000	600,000
3	VENKATA RAMAN	Director	0	0	0	150,000	150,000
4	THEETHIPALAYAM	Director	0	0	0	150,000	150,000
5	SELLAPPA GOUNDER	Director	0	0	0	150,000	150,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
6	NARINDER KUMAR	Director	0	0	0	550,000	550,000
7	JAINENDER JAIN	Director	0	0	0	300,000	300,000
	Total		0	0	0	2,300,000	2,300,000

#### 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

Please refer Form MGT-8 attached

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

2

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
SEMAC CONSULTANTS	BSE LIMITED	14/06/2023	Regulation 29(1)&29	11800	NA
SEMAC CONSULTANTS	NATIONAL STOCK EXCHANGE	14/06/2023	Regulation 29(1)&29	11800	NA

(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

M.D.SELVARAJ

Whether associate or fellow

Associate  Fellow

Certificate of practice number

411

**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

ABHISHEK DALMIA  
Digitally signed by  
ABHISHEK DALMIA  
Date: 2024.11.26  
21:00:49 +05'30'

DIN of the director

0\*0\*1\*5\*

**To be digitally signed by**

AAKRITI GUPTA  
Digitally signed by  
AAKRITI GUPTA  
Date: 2024.11.26  
21:09:32 +05'30'

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 Attachement(s), if any

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

**List of attachments**

List of Shareholders 2024.pdf
Details of Designated Person.pdf
List of Share Transfers.pdf
<b>Committee Meeting Details.pdf</b>
Semac_Form MGT-8.pdf
Particulars of Changes in CFO.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**