

# 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

L15135DL1991PLC046758

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCD5534A

(ii) (a) Name of the company

DEVYANI INTERNATIONAL LIM

(b) Registered office address

F-2/7OKHLA INDL AREAPHASE-I NA  
NEW DELHI  
Delhi  
110020  
India

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

CO\*\*\*\*\*RP.C

(d) \*Telephone number with STD code

01\*\*\*\*\*00

(e) Website

www.dil-rjcorp.com

(iii) Date of Incorporation

13/12/1991

(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	National Stock Exchange Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N  
anakramguda, Serili ngampally 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 05/07/2024

(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	I	Accommodation and Food Service	I2	Food and beverage services provided by hotels, restaurants, caterers, etc.	99.24

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

\*No. of Companies for which information is to be given 10

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	RJ CORP LIMITED	U55101DL1980PLC010262	Holding	59.28
2	DEVYANI RK PRIVATE LIMITED	U56101DL2024PTC425890	Subsidiary	51

3	RV ENTERPRIZES PTE. LTD.		Subsidiary	87
4	Devyani International (Nepal) I		Subsidiary	100
5	Devyani International (Nigeria)		Subsidiary	68.51
6	Devyani International DMCC		Subsidiary	51
7	White Snow Company Limited		Subsidiary	24.99
8	Blackbriar Co., Ltd.		Subsidiary	37.73
9	Yellow Palm Co., Ltd.		Subsidiary	44.23
10	Restaurants Development Co.,		Subsidiary	47.55

#### 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	5,645,000,000	1,205,858,878	1,205,858,878	1,205,858,878
Total amount of equity shares (in Rupees)	5,645,000,000	1,205,858,878	1,205,858,878	1,205,858,878

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share				
Number of equity shares	5,645,000,000	1,205,858,878	1,205,858,878	1,205,858,878
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	5,645,000,000	1,205,858,878	1,205,858,878	1,205,858,878

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

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	3,000,000	0	0	0
Total amount of preference shares (in rupees)	30,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.10% Redeemable, Non-Cumulative, Non-Convertible				
Number of preference shares	3,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	30,000,000	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
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	5	1,204,961,312	1,204,961,317	1,204,961,317	1,204,961,317	
<b>Increase during the year</b>	0	897,500	897,500	897,500	897,500	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	897,500	897,500	897,500	897,500	
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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	5	1,205,858,8	1205858878	1,205,858,8	1,205,858,	
<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

INE872J01023

(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 style="width: 95%;" type="text"/>
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Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
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Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor	<input style="width: 95%;" type="text"/>
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Transferor's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input style="width: 95%;" type="text"/>
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Transferee's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
--	--

Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" 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**

31,162,222,920

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

10,222,272,303

**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	41,741,220	3.46	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)	714,825,470	59.28	0	
10.	Others Partnership Firms	500	0	0	
	<b>Total</b>	756,567,190	62.74	0	0

**Total number of shareholders (promoters)**

6

**(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	86,038,908	7.14	0	
	(ii) Non-resident Indian (NRI)	2,666,837	0.22	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	25,874,179	2.15	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	149,965,886	12.44	0	
7.	Mutual funds	121,152,882	10.05	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	63,586,486	5.27	0	
10.	Others AIF, NBFC, Trust, Clearing m	6,510	0	0	
	<b>Total</b>	449,291,688	37.27	0	0

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

339,601

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

339,607

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
SMALLCAP WORLD FUND	6455 IRVINE CENTER DRIVE IRVINE			15,000,000	1.24
GOVERNMENT OF SINGAPORE	168 Robinson Road 37-01 Capital			14,050,742	1.17
FRANKLIN TEMPLETON INVESTMENT SERVICES	8A RUE ALBERT BORSCHETTE LUXEMBOURG			11,241,254	0.93
STEADVIEW CAPITAL	4th Floor Tower A Cybercity			10,100,000	0.84

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
STICHTING DEPOSITAI	OUDE LINDESTRAAT 70			7,769,907	0.64
GOLDMAN SACHS FUI	49 AVENUE JF KENNEDY LUXEMBO			7,234,490	0.6
FIDELITY FUNDS - IND	2a Rue Albert Borschette Luxemb			7,099,113	0.59
VANGUARD TOTAL IN	100 VANGUARD BOULEVARD MAL			5,946,244	0.49
VANGUARD EMERGIN	100 VANGUARD BOULEVARD MAL			5,588,342	0.46
PRUDENTIAL WORLD I	655 BROAD STREET 17TH FLOOR N			5,569,519	0.46
EMPLOYEES PROVIDE	EPF BUILDING JALAN RAJA LAUT			3,800,000	0.32
ISHARES CORE MSCI E	400 HOWARD STREET SAN FRANCI			3,740,616	0.31
KUWAIT INVESTMENT	Ministries Complex Building No 3 I			3,636,328	0.3
SECTOR INVESTMENT	HSBC SECURITIES SERVICES 11TH F			3,175,026	0.26
VANGUARD FIDUCIAR	100 VANGUARD BOULEVARD MAL			2,894,077	0.24
KUWAIT INVESTMENT	Ministries Complex Building No 3 I			2,561,617	0.21
RBC EMERGING MARK	155 WELLINGTON STREET WEST SU			2,394,393	0.2
MONETARY AUTHORIT	10 SHENTON WAY MAS BUILDING			2,210,823	0.18
KUWAIT INVESTMENT	MINISTRIES COMPLEX BLK 3 PO BC			1,967,062	0.16
MARSHALL WACE INV	32 Molesworth Street Dublin 2 Ire			1,792,817	0.15
WASATCH EMERGING	505 WAKARA WAY 3RD FLOOR SA			1,666,393	0.14
VANGUARD FTSE ALL-	100 VANGUARD BOULEVARD MAL			1,588,773	0.13
ABU DHABI INVESTME	211 CORNICHE STREET PO BOX 36			1,570,430	0.13
AL MEHWAR COMMEF	AL BAHR TOWERS SHEIKHZAYED B			1,452,522	0.12
SOCIETE GENERALE - C	29 BOULEVARD HAUSSMANN PAR			1,418,784	0.12

**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	6
Members (other than promoters)	311,055	339,601
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>	0	2	0	2	0	3.46
<b>B. Non-Promoter</b>	3	7	3	7	0.78	0.25
(i) Non-Independent	3	1	3	1	0.78	0.25
(ii) Independent	0	6	0	6	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	3	9	3	9	0.78	3.71

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

13

**(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)
RAVI KANT JAIPURIA	00003668	Director	2,114,103	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
VARUN JAIPURIA	02465412	Director	39,625,617	
RAJ PAL GANDHI	00003649	Director	3,000,000	
VIRAG JOSHI	01821240	Whole-time director	8,491,438	
MANISH DAWAR	00319476	Whole-time director	905,003	
RAHUL SURESH SHIN	07166035	Whole-time director	0	02/04/2024
RAVI GUPTA	00023487	Director	0	
RASHMI DHARIWAL	00337814	Director	0	
NARESH TREHAN	00012148	Director	0	20/04/2024
GIRISH KUMAR AHUJ	00446339	Director	0	
PRADEEP KHUSHALC	00682961	Director	4,635	
PRASHANT PURKER	00082481	Director	0	
PANKAJ VIRMANI	ADEPV4939N	Company Secretar	0	

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

2

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)
Varun Kumar Prabha	AQPPP0893B	Company Secretary	17/05/2023	Cessation
Pankaj Virmani	ADEPV4939N	Company Secretary	18/05/2023	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

2

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	03/07/2023	276,067	222	64.08
Extra-ordinary General Mee	11/01/2024	298,697	224	63.87

**B. BOARD MEETINGS**

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17/05/2023	12	12	100
2	04/08/2023	12	10	83.33
3	07/11/2023	12	12	100
4	18/12/2023	12	9	75
5	02/02/2024	12	12	100

**C. COMMITTEE MEETINGS**

Number of meetings held

15

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, Risk Ma	17/05/2023	3	3	100
2	Audit, Risk Ma	04/08/2023	3	3	100
3	Audit, Risk Ma	07/11/2023	3	3	100
4	Audit, Risk Ma	18/12/2023	3	3	100
5	Audit, Risk Ma	02/02/2024	3	3	100
6	Nomination an	17/05/2023	3	3	100
7	Nomination an	04/08/2023	3	3	100
8	Nomination an	07/11/2023	3	2	66.67
9	Nomination an	18/12/2023	3	3	100
10	Nomination an	02/02/2024	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	05/07/2024
								(Y/N/NA)
1	RAVI KANT J	5	5	100	5	4	80	Yes
2	VARUN JAIPU	5	3	60	2	1	50	Yes
3	RAJ PAL GAM	5	4	80	3	3	100	Yes
4	VIRAG JOSHI	5	5	100	4	4	100	Yes
5	MANISH DAW	5	5	100	3	3	100	Yes
6	RAHUL SURE	5	5	100	0	0	0	Not Applicable
7	RAVI GUPTA	5	5	100	11	11	100	Yes
8	RASHMI DHA	5	5	100	13	13	100	Yes
9	NARESH TRE	5	4	80	2	1	50	Not Applicable
10	GIRISH KUMA	5	5	100	5	5	100	Yes
11	PRADEEP KH	5	4	80	0	0	0	Yes
12	PRASHANT P	5	5	100	0	0	0	Yes

**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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Virag Joshi	Whole-time Dire	40,585,716	0	0	1,866,240	42,451,956
2	Manish Dawar	Whole-time Dire	39,773,988	0	0	1,828,918	41,602,906
3	Rahul Suresh Shinc	Whole-time Dire	38,208,072	0	0	21,600	38,229,672
	Total		118,567,776	0	0	3,716,758	122,284,534

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	Varun Kumar Prabh	Company Secre	485,255	0	0	22,314	507,569

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	Pankaj Virmani	Company Secre	5,090,207	0	0	18,813	5,109,020
	Total		5,575,462	0	0	41,127	5,616,589

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAVI GUPTA	Independent Dir	0	0	0	1,600,000	1,600,000
2	RASHMI DHARIWA	Independent Dir	0	0	0	1,800,000	1,800,000
3	GIRISH KUMAR AH	Independent Dir	0	0	0	1,000,000	1,000,000
4	PRADEEP KHUSHI	Independent Dir	0	0	0	400,000	400,000
5	PRASHANT PURKI	Independent Dir	0	0	0	500,000	500,000
	Total		0	0	0	5,300,000	5,300,000

#### 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

#### 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

(In case of 'No', submit the details separately through the method specified in instruction kit)

**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

Whether associate or fellow  Associate  Fellow

Certificate of practice number

**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**

Clarification Letter.pdf MGT-8.pdf
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<b>Remove attachment</b>
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Modify
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Check Form
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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**

Corporate Office: Plot No.18, Sector-35, Gurugram - 122004, Haryana (India) • Tel.: +91-124-4566300, 4786000  
E-mail: devyani@dil-rjcorp.com • Website: www.dil-rjcorp.com  
CIN: L15135DL1991PLC046758

August 30, 2024

To,  
The Registrar of Companies,  
NCT of Delhi & Haryana,  
4<sup>th</sup> Floor, IFCI Tower, 61,  
Nehru Place, New Delhi - 110019

Dear Sir,

**Sub.: Clarifications w.r.t. MGT-7 of Devyani International Limited for the F.Y. 2023-24**

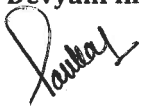
With respect to the captioned subject please find below some clarifications:

1. Regarding field VI. (a) SHARE HOLDING PATTERN- Promoters- Total number of shareholders (promoters) is given as "6", it includes 3 entity which are not the Promoter, but are part of the Promoter Group.
2. Regarding field VI (b) (6)- Shareholding Pattern - Public/Other than promoters- Category of "Foreign Institutional Investors" represents shares held by "Foreign Portfolio Investors (FPI)". Further there are 118 FPIs in aggregate, and details of 25 FPIs are given in Form MGT 7 in field VI (c). Further, details of all FPIs are annexed as **Annexure 1**.
3. Regarding field IX C.- Meetings of members/class of members/board/committees of the board of directors- The field allows 10 entries only, therefore details of all meetings are given as **Annexure 2**.
4. Under Declaration - Date of authorisation to sign this form- Mr. Virag Joshi, Whole-time Director & CEO is authorised vide Resolution no. 10 dated February 7, 2020 and Mr. Pankaj Virmani is authorised vide Resolution no. 11(b) dated May 17, 2023.

This is for your information and record.

Thanking you,

Yours faithfully,  
For **Devyani International Limited**



**Pankaj Virmani**  
Company Secretary & Compliance Officer  
Membership No. A-18823  
Address: Plot No. 18, Sector 35,  
Gurugram-122004, Haryana



DEVYANI INTERNATIONAL LIMITED

List of Shareholders as on 31/03/2024 (FPC)

Annexure- 1

SLNO	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	HOLDING	% TO EQT
1	SMALLCAP WORLD FUND, INC	6455 IRVINE CENTER DRIVE IRVINE CALIFORNIA	UNITED STATES OF AMERICA	15000000	1.24
2	GOVERNMENT OF SINGAPORE	168 Robinson Road 37-01 Capital Tower	SINGAPORE	14050742	1.17
3	FRANKLIN TEMPLETON INVESTMENT FUNDS - FRANKLIN INDIA FUND	8A RUE ALBERT BORSCHETTE LUXEMBOURG	LUXEMBOURG	11241254	0.93
4	STEADVIEW CAPITAL MAURITIUS LIMITED	4th Floor Tower A Cybercity	MAURITIUS	10100000	0.84
5	STICHTING DEPOSITARY APG EMERGING MARKETS EQUITY POOL	OUDE LINDESTRAAAT 70	NETHERLANDS	7769907	0.64
6	GOLDMAN SACHS FUNDS - GOLDMAN SACHS INDIA EQUITY PORTFOLIO	49 AVENUE JF KENNEDY LUXEMBOURG	LUXEMBOURG	7234490	0.60
7	FIDELITY FUNDS - INDIA FOCUS FUND	2a Rue Albert Borschette Luxembourg	LUXEMBOURG	7099113	0.59
8	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	UNITED STATES OF AMERICA	5946244	0.49
9	VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	100 VANGUARD BOULEVARD MALVERN PA	UNITED STATES OF AMERICA	5588342	0.46
10	PRUDENTIAL WORLD FUND, INC. - PGIM JENNISON EMERGING MARKETS EQUITY OPPORTUNITIES FUND	655 BROAD STREET 17TH FLOOR NEWARK NJ	UNITED STATES OF AMERICA	5569519	0.46
11	EMPLOYEES PROVIDENT FUND BOARD MANAGED BY NOMURA ASSET MANAGEMENT MALAYSIA SDN BHD	EPF BUILDING JALAN RAJA LAUT	MALAYSIA	3800000	0.32



SLNO	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	HOLDING	% TO EQT
12	ISHARES CORE MSCI EMERGING MARKETS ETF	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	3740616	0.31
13	KUWAIT INVESTMENT AUTHORITY FUND 226	Ministries Complex Building No 3 Floor No 2 PO Box no 64 safat	KUWAIT	3636328	0.30
14	SECTOR INVESTMENT FUNDS PLC - SECTOR GLOBAL EMERGING MARKETS FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	IRELAND	3175026	0.26
15	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST II	100 VANGUARD BOULEVARD MALVERN PENNSYLVANIA	UNITED STATES OF AMERICA	2894077	0.24
16	KUWAIT INVESTMENT AUTHORITY FUND 223	Ministries Complex Building No 3 Floor No 2 PO Box no 64 safat	KUWAIT	2561617	0.21
17	RBC EMERGING MARKETS SMALL-CAP EQUITY FUND	155 WELLINGTON STREET WEST SUITE 2200 TORONTO	CANADA	2394393	0.20
18	MONETARY AUTHORITY OF SINGAPORE	10 SHENTON WAY MAS BUILDING	SINGAPORE	2210823	0.18
19	KUWAIT INVESTMENT AUTHORITY FUND F238	MINISTRIES COMPLEX BLK 3 PO BOX 64	KUWAIT	1967062	0.16
20	MARSHALL WACE INVESTMENT STRATEGIES - EUREKA FUND	32 Molesworth Street Dublin 2 Ireland	IRELAND	1792817	0.15
21	WASATCH EMERGING INDIA FUND	505 WAKARA WAY 3RD FLOOR SALT LAKE CITY UTAH	UNITED STATES OF AMERICA	1666393	0.14
22	VANGUARD FTSE ALL-WORLD EX-US SMALL-CAP INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	UNITED STATES OF AMERICA	1588773	0.13



SLNO	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	HOLDING	% TO EQT
23	ABU DHABI INVESTMENT AUTHORITY - MONSOON	211 CORNICHE STREET PO BOX 3600 ABU DHABI	UNITED ARAB EMIRATES	1570430	0.13
24	AL MEHWAR COMMERCIAL INVESTMENTS L.L.C. - (WANDA)	AL BAHR TOWERS SHEIKHZAYED BINSULTAN STREET(INTERSECTION WITH SHAKHBOUT BIN SULTAN STREET - 19TH STREET)ABU DHABI	UNITED ARAB EMIRATES	1452522	0.12
25	SOCIETE GENERALE - ODI	29 BOULEVARD HAUSSMANN PARIS	FRANCE	1418784	0.12
26	GOVERNMENT PENSION FUND GLOBAL	Bankplassen 2 P O Box 1179 Sentrum Oslo 0107	NORWAY	1307335	0.11
27	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	1264837	0.10
28	THE WELLINGTON TRUST COMPANY NATIONAL ASSOCIATION MULTIPLE COMMON TRUST FUNDS TRUST EMERGING MARKETS LOCAL EQUITY PORTFOLIO	280 CONGRESS STREET BOSTON	UNITED STATES OF AMERICA	1252482	0.10
29	ISHARES CORE MSCI EM IMI UCITS ETF	JP MORGAN HOUSE IFSC DUBLIN 1	IRELAND	1113751	0.09
30	FIDELITY INVESTMENT TRUST FIDELITY EMERGING ASIA F UND	245 Summer Street Boston Massachusetts	UNITED STATES OF AMERICA	1107246	0.09
31	DENDANA INVESTMENTS (MAURITIUS) LIMITED	3rd FLOOR STANDARD CHARTERED TOWER 19 CYBERCITY EBENE	MAURITIUS	1075022	0.09
32	ISHARES MSCI INDIA SMALL-CAP ETF	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	875343	0.07



SLNO	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	HOLDING	% TO EQT
33	STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX NON-LENDING SERIES FUND	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	866257	0.07
34	RAMS INVESTMENT UNIT TRUST - INDIA EQUITIES PORTFOLIO FUND II	41609 ORMONDE HOUSE LOWER LEESON STREET 2 DUBLIN DUBLIN	IRELAND	832553	0.07
35	CITIGROUP GLOBAL MARKETS MAURITIUS PRIVATE LIMITED	5th Floor Ebene Esplanade 24 Bank Street Cybercity Ebene	MAURITIUS	800000	0.07
36	ABSL UMBRELLA UCITS FUND PLC - INDIA FRONTLINE EQUITY FUND	RIVERSIDE ONE SIR JOHN ROGERSONS QUAY DUBLIN	IRELAND	762079	0.06
37	CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM	400 Q STREET LPE ROOM 4800 SACRAMENTO CA	UNITED STATES OF AMERICA	746934	0.06
38	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	713303	0.06
39	FORMOSA OPPORTUNITY LIMITED - UG GREAT WALL ABSOLUTE RETURN FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	CAYMAN ISLANDS	650802	0.05
40	SUN LIFE ADITYA BIRLA INDIA FUND	1 York Street Suite 3300 York Street Toronto Ontario	CANADA	621486	0.05
41	PGIM FUNDS PLC- PGIM JENNISON EMERGING MARKETS EQUITY FUND	70 SIR JOHN ROGERSONS QUAY DUBLIN	IRELAND	580080	0.05
42	GREATER INDIA PORTFOLIO	2 INTERNATIONAL PLACE BOSTON MA	UNITED STATES OF AMERICA	574894	0.05



SLNO	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	HOLDING	% TO EQT
43	STICHTING DEPOSITARY APG EME MULTI CLIENT POOL	JPMorgan Chase Bank, N.A. India Sub Custody 9th Floor, Tower A Block 9, NKP Western Express Highway, Goregaon E.	NETHERLANDS	519809	0.04
44	SECTOR CAPITAL FUNDS PUBLIC LIMITED COMPANY - SECT OR EMERGING MARKETS EQUITIES FUND	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	IRELAND	513309	0.04
45	FIDELITY INDIA FUND	LEVEL 11 167 MACQUARIE STREET SYDNEY	AUSTRALIA	475523	0.04
46	FIDELITY ADVISOR SERIES VIII - FIDELITY ADVISOR EM ERGING ASIA FUND	245 SUMMER STREET BOSTON MASSACHUSETTS	UNITED STATES OF AMERICA	456855	0.04
47	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOT AL INTERNATIONAL STOCK MARKET INDEX TRUST	100 VANGUARD BOULEVARD MALVERN PENNSYLVANIA	UNITED STATES OF AMERICA	409760	0.03
48	MEDIOLANUM BEST BRANDS - MEDIOLANUM INDIA OPPORTUN ITIES	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23- 25 M.G. ROAD FORT, MUMBAI	IRELAND	399548	0.03
49	NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL C AP INDEX FUND- NON LENDING	50 S LaSalle Street Chicago Illinois	UNITED STATES OF AMERICA	325052	0.03
50	FIDELITY UCITS ICAV - FIDELITY SUSTAINABLE RESEARC H ENHANCED EMERGING MARKETS EQUITY UCITS ETF	George?s Quay House 43 Townsend Street 2 Dublin	IRELAND	299914	0.02
51	CANADA PENSION PLAN INVESTMENT BOARD	ONE QUEEN STREET EAST SUITE 2500 TORONTO ONTARIO	CANADA	286500	0.02
52	FIDELITY KOREA - INDIA EQUITY INVESTMENT TRUST - M OTHER	HSBC BUILDING 37 CHILPAE-RO JUNG-GU SEOUL KOREA	SOUTH KOREA	283022	0.02



SLNO	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	HOLDING	% TO EQT
53	GS INDIA EQUITY	Yorckstrasse 21 Germany	GERMANY	280554	0.02
54	COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUNT	C/O CIM CORPORATE SERVICES LTD LES CASCADES BUILDING EDITH CAVELL STREET PORT LOUIS	MAURITIUS	265312	0.02
55	NEW YORK STATE TEACHERS RETIREMENT SYSTEM-MANAGED BY GOLDMAN SACHS ASSET MANAGEMENT L.P.	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	UNITED STATES OF AMERICA	257893	0.02
56	COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	730 THIRD AVENUE NEW YORK NEW YORK	UNITED STATES OF AMERICA	248061	0.02
57	ABSL UMBRELLA UCITS FUND PLC - INDIA QUALITY ADVANTAGE FUND	RIVERSIDE ONE SIR JOHN ROGERSONS QUAY DUBLIN	IRELAND	227497	0.02
58	VANGUARD TOTAL WORLD STOCK INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	UNITED STATES OF AMERICA	226632	0.02
59	ADVANCED SERIES TRUST - AST PRUDENTIAL GROWTH ALLOCATION PORTFOLIO	655 BROAD STREET 17TH FLOOR NEWARK NJ	UNITED STATES OF AMERICA	209001	0.02
60	SUNDARAM INDIA MIDCAP FUND	21 COLLYER QUAY 13-02 HSBC BUILDING SINGAPORE	SINGAPORE	206820	0.02
61	RBC FUNDS (LUX) - EMERGING MARKETS EX-CHINA EQUITY FUND	14 Porte de France Esch s/Alzette Grand Duchy of Luxembourg	LUXEMBOURG	188958	0.02
62	RBC EMERGING MARKETS EX-CHINA EQUITY FUND	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	UNITED STATES OF AMERICA	176727	0.01



SLNO	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	HOLDING	% TO EQT
63	FIDELITY SALEM STREET TRUST FIDELITY TOTAL INTERNATIONAL INDEX FUND	245 Summer Street Boston Massachusetts	UNITED STATES OF AMERICA	173771	0.01
64	THE SULTANATE OF OMAN MINISTRY OF DEFENCE PENSION FUND	PO BOX 79 RUWI PC 122	OMAN	161245	0.01
65	CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM - NORTHERN TRUST INVESTMENTS, INC.	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	UNITED STATES OF AMERICA	150460	0.01
66	HANDELSBANKEN ASIEN SMABOLAG	JP Morgan Chase Bank N.A, India Sub Custody 9th Floor, Tower A Block 9, NKP, Western Express Highway, Goregaon E.	SWEDEN	150000	0.01
67	RAMS EQUITIES PORTFOLIO FUND-INDIA EQUITIES PORTFOLIO FUND	2 BOULEVARD DE LA FOIRE	LUXEMBOURG	147153	0.01
68	UNITED NATIONS FOR AND ON BEHALF OF THE UNITED NATIONS JOINT STAFF PENSION FUND	885 Second Avenue 30th Floor New York NY	UNITED STATES OF AMERICA	138143	0.01
69	BOFA SECURITIES EUROPE SA - ODI	51 rue La Boetie Paris	FRANCE	129018	0.01
70	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX SECURITIES LENDING FUND	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	128337	0.01
71	ISHARES MSCI EM SMALL CAP UCITS ETF	JP MORGAN HOUSE IFSC DUBLIN 1	IRELAND	123248	0.01
72	ISHARES IV PUBLIC LIMITED COMPANY- ISHARES MSCI EM IMI ESG SCREENED UCITS ETF	JP MORGAN 200 CAPITAL DOCK 79 SIR JOHN ROGERSONS QUAY DUBLIN	IRELAND	121136	0.01
73	THE REGENTS OF THE UNIVERSITY OF CALIFORNIA - STATE STREET GLOBAL ADVISORS	1111 BROADWAY SUITE 2100 OAKLAND CA	UNITED STATES OF AMERICA	118322	0.01



SLNO	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	HOLDING	% TO EQT
74	ISHARES MSCI EMERGING MARKETS SMALL-CAP ETF	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	110988	0.01
75	THE PENSIONS TRUST	VERITY HOUSE 6 CANAL WHARF LEEDS	UNITED KINGDOM	110468	0.01
76	MORGAN STANLEY ASIA (SINGAPORE) PTE. - ODI	23 Church Street 16-01 Capital Square Singapore	SINGAPORE	107332	0.01
77	LEGAL & GENERAL EMERGING MARKETS EX CHINA SMALL CA P COLLECTIVE INVESTMENT TRUST FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	UNITED STATES OF AMERICA	94089	0.01
78	SSGA SPDR ETFS EUROPE I PUBLIC LIMITED COMPANY - S PDR MSCI EMERGING MARKETS SMALL CAP UCITS ETF	78 SIR JOHN ROGERSONS QUAY DUBLIN 2	IRELAND	92486	0.01
79	GOLDMAN SACHS (SINGAPORE) PTE. - ODI	1 RAFFLES LINKS 07 01	SINGAPORE	76949	0.01
80	SILVER STRIDE INDIA GLOBAL FUND	ICICI BANK LTD EMPIRE COMPLEX, 1ST FLOOR, SMS DEPT 414, S. B. MARG, LOWER PAREL (WEST) MUMBAI, MAHARASHTRA	MAURITIUS	75000	0.01
81	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NON-LENDING COMMON TRUST FUND	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	74952	0.01
82	STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX POR TFOLIO	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	73359	0.01
83	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	277 EAST TOWN STREET COLUMBUS OH 43215 USA	UNITED STATES OF AMERICA	71737	0.01



SLNO	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	HOLDING	% TO EQT
84	GOLDMAN SACHS INVESTMENTS (MAURITIUS) I LTD	LEVEL 3 ALEXANDER HOUSE 35 CYBERCITY EBENE	MAURITIUS	71578	0.01
85	VANGUARD ESG INTERNATIONAL STOCK ETF	100 VANGUARD BOULEVARD MALVERN PENNSYLVANIA	UNITED STATES OF AMERICA	67918	0.01
86	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND B	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	54621	0.00
87	VANGUARD INVESTMENT SERIES PLC - VANGUARD ESG EMER GING MARKETS ALL CAP EQUITY INDEX FUND	70 Sir John Rogerson's Qu Dublin 2 Dublin	IRELAND	48935	0.00
88	BVK PERSONALVORSORGE DES KANTONS ZURICH	STAMPFENBACHSTRASSE 63 8006 ZURICH	SWITZERLAND	46574	0.00
89	ISHARES CORE MSCI EMERGING MARKETS IMI INDEX ETF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	CANADA	46346	0.00
90	MERCER QIF FUND PLC-MERCER INVESTMENT FUND 1	70 SIR JOHN ROGERSON'S QUAY DUBLIN 2	IRELAND	31978	0.00
91	HSBC ETFS PLC - HSBC MSCI EMERGING MARKETS SMALL C AP ESG UCITS ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	CANADA	31350	0.00
92	QUADRATURE CAPITAL VECTOR SP LIMITED	Suite #7 Grand Pavilion Commercial Centre 802 West Bay Road P.O. Box 10250 Grand Caym	CAYMAN ISLANDS	23543	0.00
93	FUNDPARTNER SOLUTIONS (SUISSE) SA- TURICUM - AKTIE N - UND IMMOBILIENWERTSCHRIFTEN	ROUTE DES ACACIAS 60 CAROUGE	SWITZERLAND	22929	0.00



SLNO	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	HOLDING	% TO EQT
94	BNYM MELLON DB SL ACWI EX-U.S. SMALL CAP FUND	225 LIBERTY STREET New York NY	UNITED STATES OF AMERICA	22703	0.00
95	AUSTRALIAN RETIREMENT TRUST MANAGED BY STATE STREET GLOBAL ADVISORS, AUSTRALIA LIMITED - SUQ8	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	AUSTRALIA	20450	0.00
96	SBM INDIA FUND	4TH FLOOR RAFFLES TOWER 19 CYBER CITY EBENE	MAURITIUS	18545	0.00
97	PUB EQUITIES EMERGING MARKETS 1	UETLIBERGSTRASSE 231 ZURICH	SWITZERLAND	18175	0.00
98	WISDOMTREE INDIA INVESTMENT PORTFOLIO, INC.	C/O CIM GLOBAL BUSINESS 33 EDITH CAVELL STREET PORT LOUIS	MAURITIUS	17276	0.00
99	STICHTING SHELL PENSIOENFONDS	BOGAARDPLEIN 41 RIJSWIJK ZH	NETHERLANDS	17089	0.00
100	RBC FUNDS (LUX) - EMERGING MARKETS' SMALL CAP EQUITY FUND	14 PORTE DE FRANCE ESCH-SUR- ALZETTE GRAND DUCHY OF LUXEMBOURG	LUXEMBOURG	11756	0.00
101	ISHARES EMERGING MARKETS IMI EQUITY INDEX FUND	LEVEL 26 101 COLLINS STREET MELBOURNE VIC	AUSTRALIA	10462	0.00
102	NORTHERN TRUST COLLECTIVE EMERGING MARKETS EX CHINA INVESTABLE MARKET INDEX FUND - NON-LENDING	50 S. LaSalle Street Chicago Illinois	UNITED STATES OF AMERICA	9780	0.00
103	AUSTRALIAN RETIREMENT TRUST MANAGED BY STATE STREET GLOBAL ADVISORS, AUSTRALIA LIMITED - SUQ9	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	AUSTRALIA	8164	0.00
104	FLEXSHARES MORNINGSTAR EMERGING MARKETS FACTOR TILT INDEX FUND	50 S LASALLE STREET CHICAGO IL	UNITED STATES OF AMERICA	8064	0.00



SLNO	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	HOLDING	% TO EQT
105	INTERNATIONAL MONETARY FUND	700 19TH STREET NW WASHINGTON DC	UNITED STATES OF AMERICA	7856	0.00
106	NORTHERN TRUST COMMON ALL COUNTRY WORLD EX-US INVE STABLE MARKET INDEX FUND-NON LENDING	50 South LaSalle Street Chicago Illinois	UNITED STATES OF AMERICA	7772	0.00
107	VANGUARD FUNDS PLC / VANGUARD ESG GLOBAL ALL CAP U CITS ETF	70 Sir John Rogerson's Quay Dublin 2 Dublin	IRELAND	7731	0.00
108	ALLIANZ GLOBAL INVESTORS GMBH ACTING ON BEHALF OF ALLIANZGI-FONDS DSPT	BOCKENHEIMER LANDSTRASSE 42-44 HESSE FRANKFURT/ MAIN	GERMANY	6285	0.00
109	BNP PARIBAS FINANCIAL MARKETS - ODI	1 RUE LAFFITTE PARIS	FRANCE	5831	0.00
110	VANGUARD INVESTMENTS FUNDS ICVC-VANGUARD FTSE GLOB AL ALL CAP INDEX FUND	4TH FLOOR THE WALBROOK BUILDING 25 WALBROOK LONDON	UNITED KINGDOM	5306	0.00
111	INDIA OPPORTUNITIES GROWTH FUND LTD - PINEWOOD STR ATEGY	4TH FLOOR 19 BANK STREET CYBERCITY EBENE	MAURITIUS	4026	0.00
112	GOLDMAN SACHS (SINGAPORE) PTE	1 RAFFLES LINKS 07 01	SINGAPORE	3737	0.00
113	SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS SPA RTAN TOTAL INTERNATIONAL INDEX POOL	100 SUMMER STREET 12th FLOOR BOSTON MA	UNITED STATES OF AMERICA	2754	0.00
114	VANGUARD FUNDS PLC - VANGUARD ESG EMERGING MARKETS ALL CAP UCITS ETF	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	IRELAND	2358	0.00
115	THE INCUBATION FUND, LTD.	89 NEXUS WAY CAMANA BAY GRAND CAYMAN	CAYMAN ISLANDS	2285	0.00



SLNO	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	HOLDING	% TO EQT
116	BRIHAT ARKA BHARAT GLOBAL FUND LP	30966 PERIWINKLE DRIVE UNION CITY CALIFORNIA	UNITED STATES OF AMERICA	1500	0.00
117	STATE STREET GLOBAL ADVISORS, AUSTRALIA SERVICES LIMITED AS THE RESPONSIBLE ENTITY OF SPDR S&P EMERGING MARKETS CARBON CONTROL FUND	LEVEL 15 420 GEORGE STREET SYDNEY NSW	AUSTRALIA	1395	0.00
118	UBS PRINCIPAL CAPITAL ASIA LTD	ONE RAFFLES QUAY 50-01 NORTH TOWER	SINGAPORE	198	0.00
<b>TOTAL:</b>				<b>149965886</b>	<b>12.44</b>

Yours faithfully,  
For **Devyani International Limited**



**Pankaj Virmani**  
**Company Secretary & Compliance Officer**  
**Membership No. A-18823**  
**Address: Plot No. 18, Sector 35,**  
**Gurugram-122004, Haryana**





Corporate Office: Plot No.18, Sector-35, Gurugram - 122004, Haryana (India) • Tel.: +91-124-4566300, 4786000  
 E-mail: devyani@dil-rjcorp.com • Website: www.dil-rjcorp.com  
 CIN: L15135DL1991PLC046758

## ADDITIONAL INFORMATION FOR POINT NO. IX (i.e. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS)

### C. COMMITTEE MEETINGS

Number of Meeting held

15

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, Risk Management and Ethics Committee Meeting	17-05-2023	3	3	100
2.	Audit, Risk Management and Ethics Committee Meeting	04-08-2023	3	3	100
3.	Audit, Risk Management and Ethics Committee Meeting	07-11-2023	3	3	100
4.	Audit, Risk Management and Ethics Committee Meeting	18-12-2023	3	3	100
5.	Audit, Risk Management and Ethics Committee Meeting	02-02-2024	3	3	100
6.	Nomination and Remuneration Committee Meeting	17-05-2023	3	3	100
7.	Nomination and Remuneration Committee Meeting	04-08-2023	3	3	100
8.	Nomination and Remuneration Committee Meeting	07-11-2023	3	2	66.67
9.	Nomination and Remuneration Committee Meeting	18-12-2023	3	3	100
10.	Nomination and Remuneration Committee Meeting	02-02-2024	3	3	100



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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
11.	Investment and Borrowing Committee Meeting	18-12-2023	4	4	100
12.	Investment and Borrowing Committee Meeting	25-01-2024	4	4	100
13.	Corporate Social Responsibility Committee Meeting	17-05-2023	3	2	66.67
14.	Corporate Social Responsibility Committee Meeting	04-08-2023	3	2	66.67
15.	Stakeholders' Relationship Committee Meeting	07-11-2023	4	4	100

Yours faithfully,  
For Devyani International Limited



**Pankaj Virmani**  
Company Secretary & Compliance Officer  
Membership No. A-18823  
Address: Plot No. 18, Sector 35,  
Gurugram-122004, Haryana



AK



# SANJAY GROVER & ASSOCIATES

## COMPANY SECRETARIES

B-88, 1<sup>ST</sup> Floor, Defence Colony, New Delhi – 110 024  
Tel.: (011) 4679 0000, Fax: (011) 4679 0012  
e-mail: contact@cssanjaygrover.in  
Website: www.cssanjaygrover.in

### FORM NO. MGT-8

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

### CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records, books and papers of **Devyani International Limited** (CIN: L15135DL1991PLC046758) ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on 31<sup>st</sup> March, 2024. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, 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 thereunder 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 with the Registrar of Companies (NCT of Delhi and Haryana) within or beyond the prescribed time with additional fees under the provisions of the Act and Rules made thereunder. Further, no forms or returns were required to be filed with Regional Director, Central Government, the Tribunal, Court or other authorities under the provisions of the Act and Rules made thereunder;
  4. calling/ convening/ holding meetings of Board of Directors and its Committees and the meetings of the members of the Company on dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including circular resolutions have been properly recorded in the Minutes Books/ registers maintained for the purpose and the same have been signed. Further, the Company has not passed any resolution by way of postal ballot during the aforesaid period;
  5. closure of Register of Members;
  6. advances/ loans to its directors and/or persons or firms or companies referred in Section 185 of the Act [Not applicable during the aforesaid financial year];



7. contracts/ arrangements with related parties as specified in Section 188 of the Act. All transactions entered into by the Company with its related parties were in the ordinary course of business and on arm's length basis during the year ended on 31<sup>st</sup> March, 2024;
8. allotment of equity shares arising from the exercise of stock options and transfer/ transmission of shares in demat mode. Further, there were no instances of issue or buy back of securities, redemption of preference shares/ debentures or alteration/reduction of share capital or conversion of shares/securities during the aforesaid financial year;
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 **[Not applicable during the aforesaid financial year]**;
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 **[Not applicable during the aforesaid financial year]**;
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 and Key Managerial Personnel and remuneration paid to them, wherever applicable;
13. appointment/ re-appointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act **[Not applicable during the aforesaid financial year]**;
14. approvals required to be taken from the Hon'ble National Company Law Tribunal (New Delhi Bench) w.r.t. the Scheme of Amalgamation amongst Devyani Airport Services (Mumbai) Private Limited ("Transferor Company 1"), Devyani Food Street Private Limited ("Transferor Company 2"), Devyani International Limited ("Transferee Company") and their respective shareholders and creditors. Further, no approval was required to be taken from the Central Government, Regional Director, Registrar, Court or such other authorities under the provisions of the Act;
15. acceptance/ renewal/ repayment of deposits, as the case may be **[Not applicable during the aforesaid financial year]**;
16. borrowings from public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect. Further, the Company do not have any borrowings from its directors and members;
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, wherever applicable; and



18. alteration of the provisions of the Memorandum of Association of the Company. Further, no alteration of the Articles of Association of the Company was made during the aforesaid financial year.

^On the basis of documents / information provided to us and confirmation by the Management, no penalty/punishment was imposed on the Company/ its Directors & officers under the provision of Companies Act, 2013 including the rules made thereunder during the financial year ended on 31<sup>st</sup> March, 2024.

**For Sanjay Grover & Associates**  
Company Secretaries  
Firm Registration No. P2001DE052900  
Peer Review Certificate No.: 4268/2023



New Delhi  
September 02, 2024

A handwritten signature in blue ink, appearing to be "Neeraj Arora".

**Neeraj Arora**  
Partner  
CP No: 16186, Mem. No: F10781  
UDIN: F010781F001104709