## 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]

All fields marked in \* are mandatory

Refer instruction kit for filing the form



Form language

I REGISTRATION	AND	OTHER	DETAILS

i *Corporate Identity Number (CIN)	L15135DL1991PLC0	46758
ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)	01/04/2024	
(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)	31/03/2025	
(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	DEVYANI INTERNATIONAL LIMITED	DEVYANI INTERNATIONAL LIMITED
Registered office address	F-2/70KHLA INDL AREAPHASE-I,NA,NEW DELHI,Delhi,India,110020	F-2/70KHLA INDL AREAPHASE-I,NA,NEW DELHI,Delhi,India,110020
Latitude details	28.532	28.532
Longitude details	77.274	77.274

(a) *Photograph of the register showing external building	red office of the Company and name prominently visible	RO_DIL.pdf
(b) *Permanent Account Numb	er (PAN) of the company	AA*****4A
(c) *e-mail ID of the company		*****nySecretary@dil-rjcorp.com
(d) *Telephone number with S	ΓD code	01******00
(e) Website		www.dil-rjcorp.com

	on (DD/MM					
	אוו (טט/ ועוועו	/YYYY)	iv *Date of Incorporation (DD/MM/YYYY)			
v (a) *Class of Company (as on the financial year end date) (Private company/Public Company/One Person Company)				Publ	ic company	
(b) *Category of the Company (as on the financial year end date)  (Company limited by shares/Company limited by guarantee/Unlimited company)				Com	pany limited by shares	
(c) *Sub-category of the Company (as on the financial year end date)  (Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)				I	n Non-Government company	
vi *Whether company i	is having sh	are capital (as on the financial yea	ar end date)	Yes	S O No	
vii (a) Whether shares	listed on re	ecognized Stock Exchange(s)		Yes	. ONo	
(b) Details of stock	exchanges	where shares are listed				
S. No.	Stock Ex	change Name		Code		
1		National Stock Exchange (	(NSE)	A1024	- National Stock Exchange (NSE)	
2		Bombay Stock Exchange (	(BSE)	A1 - Bo	A1 - Bombay Stock Exchange (BSE)	
viii Number of Registrar	r and Trans	fer Agent		1		
viii Number of Registrar CIN of the Registrar a Transfer Agent		fer Agent  Name of the Registrar and  Transfer Agent	Registered office ad the Registrar and Tra Agents	dress of	SEBI registration number of Registrar and Transfer Agent	
CIN of the Registrar a	and	Name of the Registrar and	the Registrar and Tra	dress of ansfer Brd Floor, stri Road, rla mbai,Mah	of Registrar and Transfer	
CIN of the Registrar a Transfer Agent	and C444072	Name of the Registrar and Transfer Agent  KFIN TECHNOLOGIES LIMITED	the Registrar and Tra Agents  301, The Centrium, 3 57,, Lal Bahadur Shas Nav Pada, Kur (West),Mumbai,Mur	dress of ansfer Brd Floor, stri Road, rla mbai,Mah	of Registrar and Transfer Agent  INR000000221	
CIN of the Registrar a Transfer Agent	and C444072 al General N	Name of the Registrar and Transfer Agent  KFIN TECHNOLOGIES LIMITED  Meeting (AGM) held	the Registrar and Tra Agents  301, The Centrium, 3 57,, Lal Bahadur Shas Nav Pada, Kur (West),Mumbai,Mur	dress of ansfer Brd Floor, stri Road, rla mbai,Mah 00070	of Registrar and Transfer Agent  INR000000221	
CIN of the Registrar a Transfer Agent  L72400MH2017PL0  ix * (a) Whether Annua	and C444072 ol General N	Name of the Registrar and Transfer Agent  KFIN TECHNOLOGIES LIMITED  Meeting (AGM) held  M/YYYY)	the Registrar and Tra Agents  301, The Centrium, 3 57,, Lal Bahadur Shas Nav Pada, Kur (West),Mumbai,Mur	dress of ansfer  Brd Floor, stri Road, rla mbai,Mah 20070  • Yes	of Registrar and Transfer Agent  INR000000221	
CIN of the Registrar a Transfer Agent  L72400MH2017PL0  (x * (a) Whether Annua  (b) If yes, date of A0	and C444072  Il General N GM (DD/MI	Name of the Registrar and Transfer Agent  KFIN TECHNOLOGIES LIMITED  Meeting (AGM) held  M/YYYY)	the Registrar and Tra Agents  301, The Centrium, 3 57,, Lal Bahadur Shas Nav Pada, Kur (West),Mumbai,Mur	dress of ansfer  Brd Floor, stri Road, rla mbai,Mah 20070  • Yes	INR000000221  One of Registrar and Transfer Agent  INR000000221  One of No of	
CIN of the Registrar a Transfer Agent  L72400MH2017PL0  ix * (a) Whether Annua  (b) If yes, date of AGM  (c) Due date of AGM  (d) Whether any ex	and C444072  Il General M GM (DD/MI)  It (DD/MM)  It tension for the Service R	Name of the Registrar and Transfer Agent  KFIN TECHNOLOGIES LIMITED  Meeting (AGM) held  M/YYYY)	the Registrar and Tra Agents  301, The Centrium, 3 57,, Lal Bahadur Sha Nav Pada, Kui (West), Mumbai, Mur arashtra, India, 40	dress of ansfer  Brd Floor, stri Road, rla mbai, Mah 20070  • Yes 28/0	INR000000221  One of Registrar and Transfer Agent  INR000000221  One of No of	

(g)	Specify the reasons to	r not holding the same			
RING	CIPAL BUSINESS ACTIV	ITIES OF THE COMPANY			
*Nur	mber of business activi	ities		1	
*Nur	mber of business activi	ities		1	
'Nur lo.	mber of business activi  Main Activity  group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company

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

i *No. of Companies fo	r which informati	on is to be given
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S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U35106DL1980PLC010262		RJ CORP LIMITED	Holding	59.26
2	U56101DL2024PTC425890		DEVYANI RK PRIVATE LIMITED	Subsidiary	51
3		200905191M	RV ENTERPRIZES PTE. LTD.	Subsidiary	87.19
4		54313	Devyani International (Nepal) Private Limited	Subsidiary	100
5		RC-797835	Devyani International (Nigeria) Limited	Subsidiary	68.51
6		DMCC196306	Devyani International DMCC	Subsidiary	51
7		0105566112284	White Snow Company Limited	Subsidiary	24.99
8		0105559141487	Blackbriar Co., Ltd.	Subsidiary	37.73

9		0105559162999	Yellow Palm Co., Ltd.	Subsidiary	44.23
10		0105558094825	Restaurants Development Co., Ltd.	Subsidiary	47.55
11	U56102DL2024PTC434675		DEVYANI PVR INOX PRIVATE LIMITED	Subsidiary	51

## 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	5645000000.00	1206266378.00	1206266378.00	1206266378.00
Total amount of equity shares (in rupees)	5645000000.00	1206266378.00	1206266378.00	1206266378.00

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	5645000000	1206266378	1206266378	1206266378
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees )	5645000000.00	1206266378.00	1206266378	1206266378

# (b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	3000000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	3000000.00	0.00	0.00	0.00

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
(.10 %) Redeemable, Non Cumulative, Non- Convertible Preference Shares				
Number of preference shares	3000000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees )	3000000.00	0.00	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 share	es	Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	5	1205858873	1205858878.0 0	1205858878	1205858878	
Increase during the year	0.00	407500.00	407500.00	407500.00	407500.00	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	407500	407500.00	407500	407500	
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	

Particulars		Number of share	es	Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	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			0			
At the end of the year	5.00	1206266373.0 0	1206266378.0 0	1206266378.0 0	1206266378.0 0	
(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	INE872J01023					
Details of stock split/consolidation during t	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					
Details of shares/Debentures Transfers sin ince the incorporation of the company)	nce closure date of last fir	nancial y	ear (or in th	e case of the f	first ret	curn at any time
/ Nil						
lumber of transfers						
tachments:						
Details of shares/Debentures Tra	insfers					
Debentures (Outstanding as at the end or a) Non-convertible debentures	f financial year)					
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	Incre the y	ase during ear	Decrease during the	year	Outstanding as at the end of the year
Total						

Number of classes			0		
Classes of partly convertible debentures	Number of units	Nominal v per unit	alue		value tanding at the f the year)
Total					
Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during th		Outstanding as at the end of the year
Fully convertible debentures  Number of classes			0		
Fully convertible debentures	Number of units	Nominal v per unit			value tanding at the f the year)
Fully convertible debentures  Number of classes	Number of units			(Outs	tanding at the
Fully convertible debentures  Number of classes  Classes of fully convertible debentures	Outstanding as at the beginning of the year	1		(Outs end o	tanding at the

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	debenture	es)
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0
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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, 201	13
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i *Turnover	

33493334268

ii \* Net worth of the Company

10381023315

#### **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	41741220	3.46	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)	714825470	59.26	0	0.00
10	Others				
	Partnership Firms	500	0.00	0	0.00
	Total	756567190.00	62.72	0.00	0

Total number of shareholders (promoters)

6

# **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	65155172	5.40	0	0.00	
	(ii) Non-resident Indian (NRI)	2184537 0.18		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	42347753	3.51	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	126196516	10.46	0	0.00
7	Mutual funds	161080945	13.35	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	52661286	4.37	0	0.00
10	Others  AIF, NBFC, TRUST, CI	72979	0.01	0	0.00
	Total	449699188.00	37.28	0.00	0

Total number of shareholders (other than promoters)

260217

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

260223.00

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

Sl.No	Category	
1	Individual - Female	56314
2	Individual - Male	137924
3	Individual - Transgender	0
4	Other than individuals	65985
	Total	260223.00

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Name of the	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
FIDELITY FUNDS - INDIA FOCUS FUND	2a Rue Albert Borschette Luxembourg	01/01/1900	Luxembourg	8552556	0.71
ISHANA CAPITAL MASTER FUND	MAPLES CORPORATE SERVICES LIMITED UGLAND HOUSE PO BOX 309 SOUTH CHURCH STREET GEORGE TOWN GRAND CAYMAN	01/01/1900	Cayman Islands	7337412	0.61
VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	01/01/1900	United States	6038880	0.5
VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERI ES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	100 VANGUARD BOULEVARD MALVERN PA	01/01/1900	United States	5588342	0.46
KUWAIT INVESTMENT AUTHORITY FUND 226	Ministries Complex Building No 3 Floor No 2 PO Box no 64 safat	01/01/1900	Kuwait	5062126	0.42
GRANDEUR PEAK GLOBAL TRUST - GRANDEUR PEAK INTERNA TIONAL STALWARTS FUND	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	01/01/1900	India	3593257	0.3
PRUDENTIAL WORLD FUND, INC PGIM JENNISON EMERGI NG MARKETS EQUITY OPPORTUNITIES FUND	655 BROAD STREET 17TH FLOOR NEWARK NJ	01/01/1900	United States	3553491	0.29
SMALLCAP WORLD FUND, INC	6455 IRVINE CENTER DRIVE IRVINE CALIFORNIA	01/01/1900	United States	3413777	0.28
GOVERNMENT PENSION FUND GLOBAL	Bankplassen 2 P O Box 1179 Sentrum Oslo 0107	01/01/1900	Norway	2272334	0.19

ABU DHABI INVESTMENT AUTHORITY - MONSOON	211 CORNICHE STREET PO BOX 3600 ABU DHABI	01/01/1900	United Arab Emirates	1986790	0.16
ALLIANZ GLOBAL INVESTORS FUND - ALLIANZ INDIA EQUI TY	6A ROUTE DE TREVES SENNINGERBERG	01/01/1900	Luxembourg	1820832	0.15
EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	400 HOWARD STREET SAN FRANCISCO CA 94105	01/01/1900	United States	1652710	0.14
VANGUARD FTSE ALL-WORLD EX-US SMALL-CAP INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	01/01/1900	United States	1424563	0.12
ISHARES CORE MSCI EM IMI UCITS ETF	JP MORGAN HOUSE IFSC DUBLIN 1	01/01/1900	Ireland	1270450	0.11
RBC EMERGING MARKETS EX- CHINA EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	01/01/1900	India	1243786	0.1
THRIFT SAVINGS PLAN	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	01/01/1900	India	1113616	0.09
STATE STREET GLOBAL SMALL CAP EQUITY EX- U.S. INDEX NON- LENDING SERIES FUND	ONE LINCOLN STREET BOSTON MA	01/01/1900	United States	1064165	0.09
JANUS HENDERSON ASIA PACIFIC CAPITAL GROWTH FUND	201 BISHOPSGATE LONDON	01/01/1900	United Kingdom	800400	0.07
EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	400 HOWARD STREET SAN FRANCISCO CA 94105	01/01/1900	United States	775756	0.06
M&G FUNDS (1) FRANKLIN TEMPLETON INDIA EQUITY FUND	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	01/01/1900	India	715359	0.06

FIDELITY INDIA FUND	LEVEL 11 167 MACQUARIE STREET SYDNEY	01/01/1900	Australia	689256	0.06
DIVERSIFIED GLOBAL SHARE TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	01/01/1900	India	636650	0.05
FIDELITY INVESTMENT TRUST FIDELITY EMERGING ASIA F UND	245 Summer Street Boston Massachusetts	01/01/1900	United States	619838	0.05
GREATER INDIA PORTFOLIO	2 INTERNATIONAL PLACE BOSTON MA	01/01/1900	United States	580643	0.05
CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM	400 Q STREET LPE ROOM 4800 SACRAMENTO CA	01/01/1900	United States	542484	0.04

# 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	6	6
Members (other than promoters)	339601	260217
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	0	2	0	2	0	3.46
B Non-Promoter	3	7	2	6	0.78	0.25
i Non-Independent	3	1	2	1	0.78	0.25

ii Independent	0	6	0	5	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	9	2	8	0.78	3.71

<sup>\*</sup>Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

11

## 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)
PANKAJ VIRMANI	ADEPV4939N	Company Secretary	0	
RAVI KANT JAIPURIA	00003668	Director	2114103	
VARUN JAIPURIA	02465412	Director	39625617	
RAJ PAL GANDHI	00003649	Director	3000000	
VIRAG JOSHI	01821240	Whole-time director	8491438	
MANISH DAWAR	00319476	Whole-time director	905003	
RASHMI DHARIWAL	00337814	Director	0	
RAVI GUPTA	00023487	Director	0	
GIRISH KUMAR AHUJA	00446339	Director	0	
PRADEEP KHUSHALCHAND SARDANA	00682961	Director	4635	
PRASHANT PURKER .	00082481	Director	0	

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

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)
RAHUL SURESH SHINDE	07166035	Whole-time director	02/04/2024	Cessation
NARESH TREHAN	00012148	Director	20/04/2024	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	05/07/2024	306041	283	63.91

## **B BOARD MEETINGS**

*Number of	meetings	hel	lc
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S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Atte	endance
			Number of directors attended	% of attendance
1	14/05/2024	10	10	100
2	05/08/2024	10	10	100
3	11/11/2024	10	10	100
4	11/02/2025	10	10	100

#### **C COMMITTEE MEETINGS**

Number of meetings held

13

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, Risk Management & Ethics Committee	14/05/2024	3	3	100
2	Audit, Risk Management & Ethics Committee	05/08/2024	3	3	100
3	Audit, Risk Management & Ethics Committee	11/11/2024	3	3	100
4	Audit, Risk Management & Ethics Committee	11/02/2025	3	3	100
5	Nomination and Remuneration committee	14/05/2024	3	3	100
6	Nomination and Remuneration committee	11/11/2024	3	2	66.67
7	Nomination and Remuneration committee	11/02/2025	3	3	100
8	Stakeholders' Relationship Committee	14/05/2024	4	4	100
9	Stakeholders' Relationship Committee	11/11/2024	4	4	100
10	Corporate Social Responsibility Committee	14/05/2024	3	3	100
11	CSR and ESG Committee	11/11/2024	3	2	66.67
12	Investment and Borrowing Committee	26/09/2024	4	4	100
13	Investment and Borrowing Committee	11/02/2025	4	4	100

#### **D ATTENDANCE OF DIRECTORS**

S. N o	Name of the Director	Воа	ard Meetings	5	Commi	ttee Meeting	zs.	Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attenda nce	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attend ance	28/07/2025 (Y/N/NA)

1	RAVI KANT JAIPURIA	4	4	100	3	2	66	Yes
2	VARUN JAIPURIA	4	4	100	2	1	50	Yes
3	RAJ PAL GANDHI	4	4	100	4	4	100	Yes
4	VIRAG JOSHI	4	4	100	4	4	100	Yes
5	MANISH DAWAR	4	4	100	4	4	100	Yes
6	RASHMI DHARIWAL	4	4	100	11	11	100	Yes
7	RAVI GUPTA	4	4	100	11	11	100	Yes
8	GIRISH KUMAR AHUJA	4	4	100	4	4	100	Yes
9	PRADEEP KHUSHALCHAND SARDANA	4	4	100	0	0	0	Yes
10	PRASHANT PURKER .	4	4	100	0	0	0	Yes

				<del>.</del>	
Y	REMUNERATION	OF DIRECTORS	VNID KE	V MANAGERIAI	DEBCONNEL

	Ni

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	Virag Joshi	Whole-time director	46444296	0	0	2052864	48497160.00
2	Manish Dawar	Whole-time director	45551388	0	0	2011811	47563199.00
3	Rahul Suresh Shinde	Whole-time director	1452786	0	0	60	1452846.00
	Total		93448470.00	0.00	0.00	4064735. 00	97513205.00

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

1
---

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Pankaj Virmani	Company Secretary	7218168	0	0	21600	7239768.00
	Total		7218168.00	0.00	0.00	21600.00	7239768.00

S. No.	Name	Designation	Gross salary	Commission	Stock Option Sweat equi		Total amount
1	RAVI GUPTA	Director	0	0	0	1500000	1500000.00
2	RASHMI DHARIWAL	Director	0	0	0	1500000	1500000.00
3	GIRISH KUMAR AHUJA	Director	0	0	0	800000	800000.00
1	PRADEEP KHUSHALCHAND SARDANA	Director	0	0	0	400000	400000.00
5	PRASHANT PURKER	Director	0	0	0	400000	400000.00
	Total		0.00	0.00	0.00	4600000. 00	4600000.00
Wheth provis	her the company has m sions of the Companies ive reasons/observation	ade compliar Act, 2013 du	ces and disclosure			● Yes	○ No
Wheth provise No, gi	her the company has m sions of the Companies ive reasons/observation	ade compliar Act, 2013 du ns – <b>DETAILS TI</b>	ces and disclosure ring the year	s in respect of a	oplicable		○ No
PENAL	her the company has m sions of the Companies ive reasons/observation	ade compliar Act, 2013 du ns – <b>DETAILS TI</b>	ces and disclosure ring the year	s in respect of a			○ No
PENAL DIRECT	her the company has m sions of the Companies ive reasons/observation  LTY AND PUNISHMENT  LS OF PENALTIES / PUNITORS/OFFICERS  of the any/ court/ court/ cors/ Authorit	ade compliar Act, 2013 du ns  - DETAILS TI ISHMENT IME f the I oncerned (	ces and disclosure ring the year	s in respect of a	Nil  Act and De which per	Tails of nalty/nishment	Details of appeal (if any) including present status
PENAL DETAIL DIRECT Name compa director	her the company has m sions of the Companies ive reasons/observation  LTY AND PUNISHMENT  LS OF PENALTIES / PUNITORS/OFFICERS  of the any/ court/ court/ cors/ Authorit	ade compliar Act, 2013 du ns  - DETAILS TI ISHMENT IME f the I oncerned (	ces and disclosure ring the year  HEREOF POSED ON COMPA	NY/  Name of the A section under	Nil  Act and De which per	tails of	Details of appeal (if any) including

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)
I Details of Shareh	nolder / Debenture ho	lder			
Number of shareho	older/ debenture holde	er		260223	
/ Attachments					
a) List of share hol	ders, debenture holde	rs			areholder(1).xlsm areholder (2).xlsm
b) Optional Attach	ment(s), if any			Clarification Signed MGT	

#### 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 exami	ned the registers, records ar	nd books and papers of	DEVYANI INTERNATIONAL LIMITED	as required to be
maintained under	the Companies Act, 2013 (t	he Act) and the rules made	thereunder for the financial	year ended on
(DD/MM/YYYY)	31/03/2025			

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 subsections (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	NEERAJ Distably signed by ARORA Date: 2005.09.25 18:34:08 + 109:39
Name	Neeraj Arora
Date (DD/MM/YYYY)	25/09/2025
Place	New Delhi
Whether associate or fellow:	
○ Associate	
Certificate of practice number	1*1*6

(DD/MM/YYYY)  17/05/2023  to sign this form and declare the and the rules made thereunder in respect of the subject matter of this form and rwith. I further declare that:  Whatever is stated in this form and in the attachments thereto is true, correct a subject matter of this form has been suppressed or concealed and is as per the or 2 All the required attachments have been completely and legibly attached to this  To be digitally signed by	at all the requirements of Companies Act, 2013 natters incidental thereto have been complied nd complete and no information material to th iginal records maintained by the company.
and the rules made thereunder in respect of the subject matter of this form and rewith. I further declare that:  1 Whatever is stated in this form and in the attachments thereto is true, correct a subject matter of this form has been suppressed or concealed and is as per the or 2 All the required attachments have been completely and legibly attached to this  To be digitally signed by	at all the requirements of Companies Act, 2013 matters incidental thereto have been complied md complete and no information material to the riginal records maintained by the company. form.
(DD/MM/YYYY)  17/05/2023  to sign this form and declare the and the rules made thereunder in respect of the subject matter of this form and rwith. I further declare that:  Whatever is stated in this form and in the attachments thereto is true, correct a subject matter of this form has been suppressed or concealed and is as per the or 2 All the required attachments have been completely and legibly attached to this  To be digitally signed by	at all the requirements of Companies Act, 2013 matters incidental thereto have been complied md complete and no information material to the riginal records maintained by the company. form.
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and the rules made thereunder in respect of the subject matter of this form and r with. I further declare that:  1 Whatever is stated in this form and in the attachments thereto is true, correct a subject matter of this form has been suppressed or concealed and is as per the or 2 All the required attachments have been completely and legibly attached to this  To be digitally signed by  Designation	nd complete and no information material to th iginal records maintained by the company. form.
	Virag Joshi and Antonio and An
*Designation	These containing of the section
	Division
Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))	Director
FDIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator	0*8*1*4*
To be digitally signed by	Pankaj i de
*Whether associate or fellow:	
<ul><li>Associate</li><li>Fellow</li></ul>	
Membership number	1*8*3
Certificate of practice number	

eForm Service request number (SRN)	AB6874265	
eForm filing date (DD/MM/YYYY)	25/09/2025	
This eForm has been taken on file maintained by the Registrar of Companies through electr statement of correctness given by the company	onic mode and on the basis of	



# Devyani International Limited



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

September 25, 2025

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

Sub.: Clarifications w.r.t. MGT-7 of Devyani International Limited for the F.Y. 2024-25

Dear Sir/Madam,

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

- 1. Fleld II Principal Business Activities of the Company Kindly note that the Company has one business activity i.e. 'Food and beverage service activities' constituting '98.53%' of total turnover of the Company. Other than the income generated through the afore-stated business activity, the Company generates income through interest/ dividend income, gain of sale of current investments/ foreign currency transactions/ termination/ modification of lease liabilities, commission income which are incidental in nature and cannot be termed as principal business activities of the Company.
  - However, the V3 version of form MGT-7 requires the turnover percentage to aggregate to 100% hence we have shown 100% turnover through 'Food and beverage service activities' to proceed the form.
- Field VI(A) Share Holding Pattern Promoters Total number of shareholders (promoters) has been submitted as '6'. It includes '3' entities which are not the Promoter but are part of the Promoter Group of the Company.
- 3. 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 147 FPIs in aggregate and details of 25 FPIs are given in Form MGT-7 in field VI(C). Further, details of all FPIs are attached as Annexure A.
  - Further, the Registrar and Transfer Agent (RTA) has confirmed that the Date of incorporation of Foreign institutional investors (FIIs) is not maintained by the Depositories. Accordingly, the Company has mentioned a fictitious date i.e. 01/01/1900 under the column titled 'Date of incorporation'.
- 4. Field (VI)(B) Breakup of total number of shareholders Kindly note that for gender-wise breakup for individual shareholders, the RTA has confirmed that the Depositories have not furnished a complete gender-wise classification of shareholders. Accordingly, the Company has classified those shareholders for whom gender-wise details were not provided under the category 'Other than Individuals'.
- Field (XII) Penalty and punishment This information is with reference to the compliances as per Companies Act, 2013 and its rules thereof.
- 6. Field (XVI) Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014 Kindly note that pursuant to Rule 9(6) of the Companies (Management and Administration) Rules, 2014, the Company Secretary shall be deemed to be the designated person FRANATI



















# Devyani International Limited



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

- 7. the purpose of furnishing and extending co-operation for providing information to the Registrar with respect to the beneficial interest in shares of the Company. Accordingly, the details of Mr. Pankaj Virmani, Company Secretary of the Company have been duly mentioned in the form, who shall deemed to be a designated person, in compliance with the applicable provisions of the Companies Act, 2013 and the relevant rules framed thereunder.
- 8. **Declaration and signing -** For date of authorization to sign this form, kindly note that Mr. Virag Joshi, Whole-time Director & CEO is authorized vide Resolution no. 10 dated February 7, 2020 and Mr. Pankaj Virmani is authorized vide Resolution no. 11(d) dated May 17, 2023.

This is for your information and record.

Thanking you,

Yours faithfully,

For Devyani International Limited

imited ERNATION AND ADDRESS OF AD

Pankaj Virmani Chief Sustainability Officer & Company Secretary Membership No. A-18823

Address: Plot No. 18, Sector 35, Gurugram-122004, Haryana















## **DEVYANI INTERNATIONAL LIMITED**

# List of Shareholders as on 31/03/2025 (FPC)

## Annexure-A

SL No.	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	HOLDING	% TO EQT
1	FRANKLIN TEMPLETON INVESTMENT FUNDS - FRANKLIN IND IA FUND	8A RUE ALBERT BORSCHETTE LUXEMBOURG	·	16688920	1.38
2	FIDELITY FUNDS - INDIA FOCUS FUND	2a Rue Albert Borschette Luxembourg	LUXEMBOURG	8552556	0.71
3	GOLDMAN SACHS FUNDS - GOLDMAN SACHS INDIA EQUITY P ORTFOLIO	49 AVENUE JF KENNEDY LUXEMBOURG		7793733	0.65
4	ISHANA CAPITAL MASTER FUND	MAPLES CORPORATE SERVICES LIMITED UGLAND HOUSE PO BOX 309 SOUTH CHURCH STREET GEORGE TOWN GRAND CAYMAN	CAYMAN ISLANDS	7337412	0.61
5	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA		6038880	0.50
6	VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERI ES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	100 VANGUARD BOULEVARD MALVERN PA		5588342	0.46
7	KUWAIT INVESTMENT AUTHORITY FUND 226	Ministries Complex Building No 3 Floor No 2 PO Box no 64 safat	KUWAIT	5062126	0.42
8	ISHARES CORE MSCI EMERGING MARKETS ETF	400 HOWARD STREET SAN FRANCISCO CA 94105		4852678	0.40
9	BLACKROCK GLOBAL FUNDS - INDIA FUND	2-4 RUE EUGENE RUPPERT LUXEMBOURG		4013329	0.33
10	GRANDEUR PEAK GLOBAL TRUST - GRANDEUR PEAK INTERNA TIONAL STALWARTS FUND	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	INDIA	3593257	0.30
11	PRUDENTIAL WORLD FUND, INC PGIM JENNISON EMERGI NG MARKETS EQUITY OPPORTUNITIES FUND	655 BROAD STREET 17TH FLOOR NEWARK NJ	UNITED STATES OF AMERICA	3553491	0.29
12	KUWAIT INVESTMENT AUTHORITY FUND F238	MINISTRIES COMPLEX BLK 3 PO BOX 64		3442991	0.29
13	SMALLCAP WORLD FUND, INC	6455 IRVINE CENTER DRIVE IRVINE CALIFORNIA	UNITED STATES OF AMERICA	3413777	0.28 ERNATIO

14	IC PARTNERS LONG ONLY FUND	MAPLES CORPORATE SERVICES LIMITED UGLAND HOUSE PO BOX 309 SOUTH CHURCH STREET GEORGE TOWN GRAND CAYMAN		3215585	0.27
15	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOT AL INTERNATIONAL STOCK MARKET INDEX TRUST II	100 VANGUARD BOULEVARD MALVERN PENNSYLVANIA		3123104	0.26
16	GOVERNMENT PENSION FUND GLOBAL	Bankplassen 2 P O Box 1179 Sentrum Oslo 0107	NORWAY	2272334	0.19
17	SOCIETE GENERALE - ODI	29 BOULEVARD HAUSSMANN PARIS		1999903	0.17
18	ABU DHABI INVESTMENT AUTHORITY - MONSOON	211 CORNICHE STREET PO BOX 3600 ABU DHABI	UNITED ARAB EMIRATES	1986790	0.16
19	RAMS INVESTMENT UNIT TRUST - INDIA EQUITIES PORTFO LIO FUND II	41609 ORMONDE HOUSE LOWER LEESON STREET 2 DUBLIN DUBLIN		1971932	0.16
20	ALLIANZ GLOBAL INVESTORS FUND - ALLIANZ INDIA EQUITY		LUXEMBOURG	1820832	0.15
21	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	1652710	0.14
22	VANGUARD FTSE ALL-WORLD EX-US SMALL-CAP INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	UNITED STATES OF AMERICA	1424563	0.12
23	ISHARES CORE MSCI EM IMI UCITS ETF	JP MORGAN HOUSE IFSC DUBLIN 1	IRELAND	1270450	0.11
24	RBC EMERGING MARKETS EX- CHINA EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	INDIA	1243786	0.10
25	THRIFT SAVINGS PLAN	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	INDIA	1113616	0.09
26	STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX NON-LENDING SERIES FUND	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	1064165	0.09





27	ISHARES MSCI INDIA SMALL- CAP ETF	400 HOWARD STREET SAN FRANCISCO CA 94105		963605	0.08
28	JANUS HENDERSON ASIA PACIFIC CAPITAL GROWTH FUND	201 BISHOPSGATE LONDON	UNITED KINGDOM	800400	0.07
29	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	775756	0.06
30	M&G FUNDS (1) FRANKLIN TEMPLETON INDIA EQUITY FUND	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	INDIA	715359	0.06
31	FIDELITY INDIA FUND	LEVEL 11 167 MACQUARIE STREET SYDNEY	AUSTRALIA	689256	0.06
32	DIVERSIFIED GLOBAL SHARE TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C- 54 AND C-55, BKC BANDRA - EAST, MUMBAI	INDIA	636650	0.05
33	FIDELITY INVESTMENT TRUST FIDELITY EMERGING ASIA F UND	245 Summer Street Boston Massachusetts	UNITED STATES OF AMERICA	619838	0.05
34	TEACHERS' RETIREMENT SYSTEM OF THE STATE OF ILLINO IS - GRANDEUR PEAK GLOBAL ADVIOSRS	2815 WEST WASHINGTON STREET SPRINGFIELD ILLINOIS		601978	0.05
35	GREATER INDIA PORTFOLIO	2 INTERNATIONAL PLACE BOSTON MA	UNITED STATES OF AMERICA	580643	0.05
36	BOFA SECURITIES EUROPE SA	51 rue La Boetie Paris		575000	0.05
37	CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM	400 Q STREET LPE ROOM 4800 SACRAMENTO CA	UNITED STATES OF AMERICA	542484	0.04
38	MEDIOLANUM BEST BRANDS - MEDIOLANUM INDIA OPPORTUN ITIES	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 M.G. ROAD FORT, MUMBAI	INDIA	537650	0.04
39	RBC FUNDS (LUX) - EMERGING MARKETS EX-CHINA EQUITY FUND	14 Porte de France Esch s/Alzette Grand Duchy of Luxembourg		500946	0.04
40	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKET'S EQUITY ETF	4500 MAIN STREET KANSAS CITY MISSOURI		500752	0.04





41	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOT AL INTERNATIONAL STOCK MARKET INDEX TRUST	100 VANGUARD BOULEVARD MALVERN PENNSYLVANIA		461966	0.04
42	MORGAN STANLEY ASIA (SINGAPORE) PTE ODI	23 Church Street 16-01 Capital Square Singapore		448385	0.04
43	PGIM FUNDS PLC- PGIM JENNISON EMERGING MARKETS EQU ITY FUND	70 SIR JOHN ROGERSONS QUAY DUBLIN		416457	0.03
44	AUSTRALIAN RETIREMENT TRUST MANAGED BY STATE STREE T 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	INDIA	394127	0.03
45	COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUNT	C/O CIM CORPORATE SERVICES LTD LES CASCADES BUILDING EDITH CAVELL STREET PORT LOUIS	MAURITIUS	362778	0.03
46	AHAM SELECT ASIA (EX JAPAN) QUANTUM FUND	13TH FLOOR BANGUNAN HSBC SOUTH TOWER NO 2 LEBOH AMPANG NO 2 KUALA LUMPUR KUALA LUMPUR		360000	0.03
47	RAMS INVESTMENT UNIT TRUST - NIPPON INDIA SMALL AN D MID-CAP EQUITIES PORTFOLIO FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	INDIA	340667	0.03
48	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	INDIA	338487	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	324973	0.03
50	THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE OF NISSAY INDIA EQUITY SELECTION MOTHER FUND	2-11-3 HAMAMATSUCHO MINATO-KU TOKYO JAPAN	JAPAN	322390	0.03
51	GRANDEUR PEAK INTERNATIONAL STALWARTS, L.P.	2711 CENTERVILLE ROAD SUITE 400 WILMINGTON DELAWARE	UNITED STATES OF AMERICA	306061	0.03
52	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFO LIO) OF DFA	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	293874	0.02

\*

	GROUP INC. (DFAI DG)				
53	QUADRATURE CAPITAL VECTOR SP LIMITED	Suite #7 Grand Pavilion Commercial Centre 802 West Bay Road P.O. Box 10250 Grand Caym		293722	0.02
54	COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	730 THIRD AVENUE NEW YORK NEW YORK	UNITED STATES OF AMERICA	292520	0.02
55	GS INDIA EQUITY	Yorckstrasse 21 Germany		273534	0.02
56	NIKKO ASSET MANAGEMENT (MAURITIUS) LTD	IFS Court Bank Street Twenty Eight Cybercity Ebene	MAURITIUS	271000	0.02
57	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	INDIA	270016	0.02
58	TSP CUSTOM EMERGING MARKETS SECURITIES LENDING FUN D	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	INDIA	266944	0.02
59	BOFA SECURITIES EUROPE SA - ODI	51 rue La Boetie Paris		266920	0.02
60	JANUS HENDERSON EMERGING MARKETS OPPORTUNITIES FUN D	201 Bishopsgate London	UNITED KINGDOM	256846	0.02
61	FIDELITY ADVISOR SERIES VIII - FIDELITY ADVISOR EM ERGING ASIA FUND	245 SUMMER STREET BOSTON ASSACHUSETTS	UNITED STATES OF AMERICA	256595	0.02
62	VANGUARD TOTAL WORLD STOCK INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	UNITED STATES OF AMERICA	254261	0.02
63	SUNDARAM INDIA MIDCAP FUND	21 COLLYER QUAY 13-02 HSBC BUILDING SINGAPORE	SINGAPORE	240590	0.02
64	DENDANA INVESTMENTS (MAURITIUS) LIMITED	3rd FLOOR STANDARD CHARTERED TOWER 19 CYBERCITY EBENE	MAURITIUS	226965	0.02
65	SOCIAL PROTECTION FUND	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E.	INDIA	224471	0.02

		HIGHWAY GOREGAON (EAST), MUMBAI			
66	GRANDEUR PEAK GLOBAL TRUST - GRANDEUR PEAK GLOBAL STALWARTS FUND	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	INDIA	212421	0.02
67	CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM - NORT HERN TRUST INVESTMENTS, INC.	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	INDIA	206424	0.02
68	FIDELITY SALEM STREET TRUST FIDELITY TOTAL INTERNA TIONAL INDEX FUND	245 Summer Street Boston Massachusetts	UNITED STATES OF AMERICA	198190	0.02
69	ALBERTA INVESTMENT MANAGEMENT CORPORATION AS A TRU STEE OF THE GOVERNMENT OF THE PROVINCE OF ALBERTA MANAGED BY GRANDEUR PEAK		INDIA	193833	0.02
70	NIKKO AM GLOBAL UMBRELLA FUND - NIKKO AM ASIA EX-J APAN FUND	2-8 AVENUE CHARLES DE GAULLE L1653	LUXEMBOURG	191456	0.02
71	ISHARES IV PUBLIC LIMITED COMPANY- ISHARES MSCI EM IMI ESG SCREENED UCITS ETF	JP MORGAN 200 CAPITAL DOCK 79 SIR JOHN ROGERSONS QUAY DUBLIN		173453	0.01
72	JANUS HENDERSON EMERGING MARKETS EQUITY FUND	BNP PARIBAS HOUSE 1 NORTH AVENUE, MAKER MAXITY BANDRA KURLA COMPLEX, BANDRA EAST	INDIA	173313	0.01
73	JANUS HENDERSON FUND - EMERGING MARKETS FUND	2 RUE DE BITBOURG LUXEMBOURG	LUXEMBOURG	171662	0.01
74	TEACHER RETIREMENT SYSTEM OF TEXAS - SELF MANAGED 34	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	INDIA	168614	0.01
75	UNITED NATIONS FOR AND ON BEHALF OF THE UNITED NAT IONS JOINT STAFF PENSION FUND	885 Second Avenue 30th Floor New York NY	UNITED STATES OF AMERICA	149010	0.01

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76	BNP PARIBAS TRUST SERVICES SINGAPORE LIMITED AS TR	20 Collyer Quay 01-01 Singapore 049319	SINGAPORE	143141	0.01
	USTEE OF NIKKO AM SHENTON EMERGING ENTERPRISE DISC OVERY FUND				
77	THE REGENTS OF THE UNIVERSITY OF CALIFORNIA - STAT E STREET GLOBAL ADVISORS	1111 BROADWAY SUITE 2100 OAKLAND CA		132200	0.01
78	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX SECURITIES LENDING FUND	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	128337	0.01
79	ADVANCED SERIES TRUST - AST PRUDENTIAL GROWTH ALLO CATION PORTFOLIO	655 BROAD STREET 17TH FLOOR NEWARK NJ	UNITED STATES OF AMERICA	124561	0.01
80	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	120559	0.01
81	EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	Suite 820 7 St. Paul Street Baltimore Maryland		117760	0.01
82	ISHARES MSCI EM SMALL CAP UCITS ETF	JP MORGAN HOUSE IFSC DUBLIN 1	IRELAND	113180	0.01
83	ISHARES MSCI EMERGING MARKETS SMALL-CAP ETF	400 HOWARD STREET SAN FRANCISCO CA 94105		112530	0.01
84	THE PENSIONS TRUST	VERITY HOUSE 6 CANAL WHARF LEEDS	UNITED KINGDOM	110979	0.01
85	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NON-LENDING COMMON TRUST FUND	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	103197	0.01
86	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	20 Triton Street Regents Place London NW1 3BF U K	UNITED KINGDOM	102799	0.01
87	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	INDIA	102436	0.01



88	CITIGROUP GLOBAL MARKETS MAURITIUS PRIVATE LIMITED - ODI	5th Floor Ebene Esplanade 24 Bank Street Cybercity Ebene		100422	0.01
89	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	277 EAST TOWN STREET COLUMBUS OH 43215 USA	UNITED STATES OF AMERICA	94031	0.01
90	JANUS HENDERSON EMERGING MARKETS FUND	151 DETROIT STREET DENVER CO		93735	0.01
91	ABSL UMBRELLA UCITS FUND PLC - INDIA QUALITY ADVAN TAGE FUND	RIVERSIDE ONE SIR JOHN ROGERSONS QUAY DUBLIN	IRELAND	91580	0.01
92	INDIA ADVANTAGE FUND LIMITED	C/O SANNE Mauritius IFS Court Bank Street TwentyEight Cybercity Ebene		91470	0.01
93	CITADEL SECURITIES SINGAPORE PTE. LIMITED	#22-01 and #22-02 Asia Square Tower 2 12 Marina View Singapore Singapore		84100	0.01
94	VANGUARD ESG INTERNATIONAL STOCK ETF	100 VANGUARD BOULEVARD MALVERN PENNSYLVANIA		80824	0.01
95	SBM INDIA OPPORTUNITIES FUND	4TH FLOOR RAFFLES TOWER 19 CYBER CITY EBENE	MAURITIUS	78100	0.01
96	STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX POR TFOLIO	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	73359	0.01
97	INDIA INFRA EQUITY FUND	HSBC BUILDING 25 1-KA BONGRAE-DONG CHUNG-KU SEOUL KOREA	SOUTH KOREA	71900	0.01
98	JANUS HENDERSON HORIZON FUND - ASIAN GROWTH FUND	2 RUE DE BITBOURG LUXEMBOURG	LUXEMBOURG	69522	0.01
99	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	INDIA	63734	0.01
100	DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	25/28 NORTH WALL QUAY DUBLIN 1	IRELAND	58348	0.00
101	MERCER QIF FUND PLC- MERCER INVESTMENT FUND 1	70 SIR JOHN ROGERSON'S QUAY DUBLIN 2	IRELAND	54389	0.00
102	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND B	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	52020	0.00





103	AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK ETS EQUITY FUND	4500 MAIN STREET KANSAS CITY MISSOURI		51787	0.00
104	NIKKO AM ASIAN SMALL MID EQUITY FUND	1 QUEENS ROAD CENTRAL HONG KONG	HONG KONG	50442	0.00
105	INDIA OPPORTUNITIES GROWTH FUND LTD - PINEWOOD STR ATEGY	4TH FLOOR 19 BANK STREET CYBERCITY EBENE	MAURITIUS	50000	0.00
106	VANGUARD INVESTMENT SERIES PLC - VANGUARD ESG EMER GING MARKETS ALL CAP EQUITY INDEX FUND	70 Sir John Rogerson's Qu Dublin 2 Dublin		48935	0.00
107	BVK PERSONALVORSORGE DES KANTONS ZURICH	STAMPFENBACHSTRASSE 63 8006 ZURICH	SWITZERLAND	46574	0.00
108	IFAST-NAM ASIA PREMIER TRUST	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	INDIA	45268	0.00
109	DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	251 Little Falls Drive New Castle County Wilmington Delaware		42671	0.00
110	FUNDPARTNER SOLUTIONS (SUISSE) SA- TURICUM - AKTIE N - UND IMMOBILIENWERTSCHRIFTEN	ROUTE DES ACACIAS 60 CAROUGE	SWITZERLAND	42157	0.00
111	DFA INTERNATIONAL CORE EQUITY FUND	SUITE 1520 - 1500 WEST GEORGIA STREET VANCOUVER BRITISH COLUMBIA	CANADA	37969	0.00
112	JOHN HANCOCK TRUST COMPANY COLLECTIVE INVESTMENT T RUST - JOHN HANCOCK EMERGING MARKETS EQUITY TRUST	197 Stephen Brown Building Clarendon Street Boston Massachusetts		36693	0.00
113	ALASKA PERMANENT FUND	801 WEST 10TH STREET JUNEAU ALASKA	UNITED STATES OF AMERICA	31602	0.00
114	BNP PARIBAS FINANCIAL MARKETS - ODI	1 RUE LAFFITTE PARIS		29917	0.00
115	WORLD ALLOCATION 60/40 FUND OF DIMENSIONAL FUNDS P LC	25/28 NORTH WALL QUAY DUBLIN		29093	0.00
116	SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS SPA RTAN TOTAL INTERNATIONAL INDEX POOL	100 SUMMER STREET 12th FLOOR BOSTON MA		26067	0.00



117	PEOPLE'S BANK OF CHINA	NO 32 CHENGFANG STREET XICHENG DISTRICT BEIJING	CHINA	24330	0.00
118	CUSTODY BANK OF JAPAN, LTD. SMTB EMERGING MARKETS EQUITY ACTIVE MOTHER FUND	44903 HARUMI 1- CHOME CHUO-KU TOKYO TOKYO		24296	0.00
119	DFA INTERNATIONAL VECTOR EQUITY FUND	SUITE 1520 - 1500 WEST GEORGIA STREET VANCOUVER BRITISH COLUMBIA	CANADA	24049	0.00
120	GOLDMAN SACHS INVESTMENTS (MAURITIUS)   LTD	LEVEL 3 ALEXANDER HOUSE 35 CYBERCITY EBENE	MAURITIUS	19923	0.00
121	EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO			18798	0.00
122	PUB EQUITIES EMERGING MARKETS 1	UETLIBERGSTRASSE 231 ZURICH	SWITZERLAND	18175	0.00
123	TEXAS MUNICIPAL RETIREMENT SYSTEM	1200 NORTH INTERSTATE 35 AUSTIN TX		16747	0.00
124	EMERGING MARKETS SUSTAINABILITY CORE EQUITY FUND O F DIMENSIONAL FUNDS PLC	25/28 NORTH WALL QUAY DUBLIN		16554	0.00
125	AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EME RGING MARKETS EQUITY ETF	4500 MAIN STREET KANSAS CITY MISSOURI		13765	0.00
126	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	INDIA	13014	0.00
127	RED BAY LTD	C/O CODAN (MAURITIUS) LIMITED LEVEL 3 TOWER I NEXTERACOM TOWERS CYBERCITY EBENE	MAURITIUS	11459	0.00
128	DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DI MENSIONAL EMERGING MARKETS SUSTAINABILITY TRUST	Level 43 1 Macquarie Place Sydney New South Wales		11096	0.00
129	ISHARES EMERGING MARKETS IMI EQUITY INDEX FUND	LEVEL 26 101 COLLINS STREET MELBOURNE VIC	AUSTRALIA	10462	0.00
130	BNYM MELLON DB SL ACWI EX-U.S. SMALL CAP FUND	225 LIBERTY STREET New York NY	UNITED STATES OF AMERICA	9284	0.00



131	DIMENSIONAL EMERGING MARKETS SUSTAINABILITY CORE 1 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C- 54 AND C-55, BKC BANDRA - EAST, MUMBAI	INDIA	9110	0.00
132	STATE OF ALASKA RETIREMENT AND BENEFITS PLANS MANA GED BY DIMENSIONAL FUND ADVISORS LP	Department of Revenue Treasury Division PO Box 110 Juneau AK		8142	0.00
133	INTERNATIONAL MONETARY FUND	700 19TH STREET NW WASHINGTON DC	UNITED STATES OF AMERICA	7856	0.00
134	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
135	VANGUARD FUNDS PLC / VANGUARD ESG GLOBAL ALL CAP U CITS ETF	70 Sir John Rogerson's Quay Dublin 2 Dublin		7731	0.00
136	BNP PARIBAS TRUST SERVICES SINGAPORE LIMITED AS TR USTEE OF NIKKO AM GLOBAL MULTI ASSET INCOME FUND	BNP PARIBAS HOUSE 1 NORTH AVENUE, MAKER MAXITY BANDRA KURLA COMPLEX, BANDRA EAST MUMBAI	INDIA	6450	0.00
137	NUVAMA INDIA OPPORTUNITIES FUND - CLASS C	C/O IQ EQ FUND SERVICES (MAURITIUS) LTD 33 EDITH CAVELL STREET PORT LOUIS		6078	0.00
138	ULLICO DIVERSIFIED INTERNATIONAL EQUITY FUND, L.P.	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INDIA	5945	0.00
139	AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK ETS EX-CHINA EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	INDIA	5522	0.00
140	VANGUARD INVESTMENTS FUNDS ICVC-VANGUARD FTSE GLOB AL ALL CAP INDEX FUND	4TH FLOOR THE WALBROOK BUILDING 25 WALBROOK LONDON		5306	0.00
141	BLACKROCK STRATEGIC FUNDS - BLACKROCK SYSTEMATIC A SIA PACIFIC EQUITY ABSOLUTE RETURN FUND	49 AVENUE J-F KENNEDY		5088	0.00
142	AMERICAN CENTURY ICAV - AVANTIS EMERGING MARKETS E QUITY UCITS ETF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C- 54 AND C-55, BKC	INDIA	3873	0.00



		BANDRA - EAST, MUMBAI			
143	GOLDMAN SACHS (SINGAPORE) PTE	1 RAFFLES LINKS 07 01	SINGAPORE	3737	0.00
144	TRANS EXT GLOBAL EMRG MKTS	1000 RED RIVER STREET AUSTIN TEXAS	UNITED STATES OF AMERICA	3674	0.00
145	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	INDIA	2211	0.00
146	DIMENSIONAL EMERGING MARKETS EX CHINA CORE EQUITY ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C- 54 AND C-55, BKC BANDRA - EAST, MUMBAI	INDIA	1664	0.00
147	TEACHER RETIREMENT SYSTEM OF TEXAS- SELF MANAGED 4 0	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	INDIA	1513	0.00
	TOTAL:	, "		126196516	10.46



# 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 31st March, 2025. 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;
  - filing of forms and returns with the Registrar of Companies (NCT of Delhi and Haryana)
    within the prescribed time 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 meeting 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;

#### **SANJAY GROVER & ASSOCIATES**

- 5. closure of Register of Members;
- 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];
- contracts/ arrangements with related parties as specified in Section 188 of the Act. All transactions entered into by the Company with its related parties in terms of Section 188 of the Act, were in the ordinary course of business and on arm's length basis during the year ended on 31st March, 2025;
- 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;
- 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/ re-appointments/ retirement/ disclosures of the Directors and Key Managerial Personnel and the remuneration paid to them, wherever applicable. Further, there were no instances of appointment or filling up casual vacancies of the Directors & Key Managerial Personnel during the aforesaid financial year;
- 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 Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under various provisions of the Act [Not applicable during the aforesaid financial year];
- 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;

#### **SANJAY GROVER & ASSOCIATES**

- 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 and/ or Articles of Association of the Company [Not applicable 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 31st March, 2025.

For Sanjay Grover & Associates

Company Secretaries Firm Registration No. P2001DE052900 Peer Review Certificate No.: 6311/2024

NER & AND COMPANY OF THE PROPERTY OF THE PROPE

Neeraj Arora

CP No: 16186, Mem. No: F10781 UDIN: F010781G001333850

New Delhi September 25, 2025



