

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

☒ English ☐ Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L65999WB2001GOI093759

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	BALMER LAWRIE INVESTMENTS LIMITED	BALMER LAWRIE INVESTMENTS LIMITED
Registered office address	21 NETAJI SUBHAS ROAD,NA,KOLKATA,West Bengal,India,700001	21 NETAJI SUBHAS ROAD,NA,KOLKATA,West Bengal,India,700001
Latitude details	22.581239	22.581239
Longitude details	88.350920	88.350920

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Building Photo.jpg

(b) *Permanent Account Number (PAN) of the company

AA*****3H

(c) *e-mail ID of the company

*****i.a@balmerlawrie.com

(d) *Telephone number with STD code

03*****27

(e) Website

www.blinv.com

iv *Date of Incorporation (DD/MM/YYYY)

20/09/2001

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

Public company

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

Company 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)

Union Government Company

vi *Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

vii (a) Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U74140MH1994PTC429689	CB MANAGEMENT SERVICES PRIVATE LIMITED	C-101, 1ST FLOOR, 247 PARK, L.B.S. MARG, VIKHROLI(WEST), Mumbai, Mumbai, Maharashtra, India, 400083	INR00000440

ix * (a) Whether Annual General Meeting (AGM) held

☒ Yes

☐ No

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

23/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

☐ Yes

☒ No

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

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

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

0

S. No.	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 for which information is to be given

2

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	L15492WB1924GOI004835		BALMER LAWRIE AND COMPANY LIMITED	Subsidiary	61.8
2	U63090WB2014GOI202678		VISAKHAPATNAM PORT LOGISTICS PARK LIMITED	Subsidiary	60

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	1000000000.00	221972690.00	221972690.00	221972690.00
Total amount of equity shares (in rupees)	1000000000.00	221972690.00	221972690.00	221972690.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	1000000000	221972690	221972690	221972690
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	1000000000.00	221972690.00	221972690	221972690

(b) Preference share capital

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

Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
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Total amount of unclassified shares

0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	133701	22063568	22197269.00	221972690	221972690	
Increase during the year	0.00	221972690.00	221972690.00	221972690.00	221972690.00	0.00
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	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Split cum Dematerialization of Shares	0	221972690	221972690.00	221972690	221972690	0
Decrease during the year	133701.00	22063568.00	22197269.00	221972690.00	221972690.00	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 Split cum Dematerialization of Shares	133701	22063568	22197269.00	221972690	221972690	
At the end of the year	0.00	221972690.00	221972690.00	221972690.00	221972690.00	
(ii) Preference shares						

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
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 <div>0</div>	0	0	0.00	0	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 <div>0</div>	0	0	0.00	0	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

INE525F01025

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

1

Class of shares		Equity
Before split / Consolidation	Number of shares	22197269
	Face value per share	10
After split / consolidation	Number of shares	221972690
	Face value per share	1

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☒ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

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

(a) Non-convertible debentures

*Number of classes

0

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

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

0

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

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

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

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

i *Turnover

0

ii * Net worth of the Company

1813607602

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	0	0.00	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	132460980	59.67	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)	0	0.00	0	0.00

10	Others <div></div>	0	0.00	0	0.00
	Total	132460980.00	59.67	0.00	0

Total number of shareholders (promoters)

1

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	59260930	26.70	0	0.00
	(ii) Non-resident Indian (NRI)	1883841	0.85	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	46550	0.02	0	0.00
5	Financial institutions	107414	0.05	0	0.00
6	Foreign institutional investors	2483390	1.12	0	0.00
7	Mutual funds	6000	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	22089250	9.95	0	0.00

10	Others				
	IEPF, Trust, LLP, ot	3634335	1.64	0	0.00
	Total	89511710.00	40.33	0.00	0

Total number of shareholders (other than promoters)

53997

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

53998.00

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

Sl.No	Category	
1	Individual - Female	15299
2	Individual - Male	37433
3	Individual - Transgender	0
4	Other than individuals	1266
	Total	53998.00

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

40

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
UNITED NATIONS FOR AND ON BEHALF OF THE UNITED NATIONS JOINT STAFF PENSION FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	07/12/1948	United States	176070	0.08
IBM DIVERSIFIED GLOBAL EQUITY FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	16/08/2005	Ireland	44270	0.02
PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF COLORADO	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	19/11/2012	United States	14920	0.01

OPSEU PENSION PLAN TRUST FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/1995	Canada	16160	0.01
THE STATE TEACHERS RETIREMENT SYSTEM OF OHIO	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/1920	United States	10330	0.01
COLONIAL FIRST STATE GLOBAL SHARE FUND 28	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/10/2015	Australia	52200	0.02
EMPLOYEES RETIREMENT FUND OF THE CITY OF DALLAS	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/1944	United States	173300	0.08
FIDELITY COMMON CONTRACTUAL FUND II/FIDELITY ASIA PACIFIC EX- JAPAN EQUITY FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	28/03/2018	United Kingdom	73680	0.03
FIDELITY COMMON CONTRACTUAL FUND II/FIDELITY GLOBAL EMERGING MARKETS EQUITY FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	28/03/2018	United Kingdom	77450	0.03
THE BOEING COMPANY EMPLOYEE SAVINGS PLANS MASTER TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	25/11/2012	United States	60280	0.03
INTEGRATED CORE STRATEGIES (ASIA) PTE. LTD.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	30/04/2007	United States	7792	0.01

ACADIAN EMERGING MARKETS PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	17/06/1993	United States	28911	0.01
PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	01/01/1935	United States	58620	0.03
SPDR S&P EMERGING MARKETS SMALL CAP ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	12/05/2008	United States	79967	0.04
CITY OF NEW YORK GROUP TRUST	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	19/11/1996	United States	122710	0.06
OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM MANAGED THROUGH ACADIAN ASSET MANAGEMENT	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	01/01/1946	United States	48680	0.02
EMPLOYEES RETIREMENT SYSTEM OF TEXAS - SELF MANAGED PORTFOLIO	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	01/01/1947	United States	43800	0.02
RUSSELL INVESTMENT COMPANY PLC - ACADIAN EMERGING MARKETS EQUITY UCITS II	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	22/11/2018	Ireland	60470	0.03
RUSSELL INVESTMENT COMPANY PLC- ACADIAN SUSTAINABLE EMERGING MARKETS EQUITY EX-FOSSIL FUEL UCITS	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	22/11/2018	United States	39910	0.02

RTX MASTER RETIREMENT TRUST- ACADIAN ASSET MANAGEMENT LLC	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	05/12/2012	United States	42760	0.02
AWARE SUPER	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	01/04/2006	Australia	52529	0.02
TEACHERS' RETIREMENT SYSTEM OF THE STATE OF ILLINOIS - ACADIAN ASSET MANAGEMENT LLC - EM SMALL CAP	2815 WEST WASHINGTON STREET SPRINGFIELD, IL 62702 UNITED STATES 999999	01/01/1939	United States	65210	0.03
UBS AG - ODI	STANDARD CHARTERED BANK, Securities Services, 3rd Floor, 23-25 MAHATMA GANDHI ROAD, FORT, MUMBAI, 400001	29/06/1998	Switzerland	20243	0.01
VIRGINIA RETIREMENT SYSTEM MANAGED BY ACADIAN ASSET MANAGEMENT	STANDARD CHARTERED BANK, Securities Services, 3rd Floor, 23-25 MAHATMA GANDHI ROAD, FORT, MUMBAI, 400001	07/11/2007	United States	7570	0.01
ACADIAN SUSTAINABLE EMERGING MARKETS EQUITY EX-FOSSIL FUEL FUND, LLC	STANDARD CHARTERED BANK, Securities Services, 3rd Floor, 23-25 MAHATMA GANDHI ROAD, FORT, MUMBAI, 400001	12/02/2016	United States	25359	0.01

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	1	1
Members (other than promoters)	22801	53997
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	0	0	0	0	0
B Non-Promoter	0	1	0	1	0.00	0.00
i Non-Independent	0	1	0	1	0	0
ii Independent	0	0	0	0	0	0
C Nominee Directors representing	0	2	0	2	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	2	0	2	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	0	3	0	3	0.00	0.00

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

4

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)
SAURAV DUTTA	10042140	Director	0	
ARVIND NATH JHA	10384829	Nominee Director	0	
SAMIR KUMAR MOHANTY	10404198	Nominee Director	0	
ABHISHEK LAHOTI	ABSPL5844Q	Company Secretary	0	

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

0

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

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	26/09/2024	42458	57	59.72

B BOARD MEETINGS

*Number of meetings held

6

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/05/2024	3	2	66.67
2	12/07/2024	3	3	100
3	08/08/2024	3	3	100
4	12/11/2024	3	3	100
5	13/02/2025	3	3	100
6	27/03/2025	3	3	100

C COMMITTEE MEETINGS

Number of meetings held

11

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee Meeting	28/05/2024	3	2	66.67
2	Audit Committee Meeting	12/07/2024	3	3	100
3	Audit Committee Meeting	08/08/2024	3	3	100
4	Audit Committee Meeting	12/11/2024	3	3	100
5	Audit Committee Meeting	13/02/2025	3	3	100
6	Audit Committee Meeting	27/03/2025	3	3	100
7	Nomination and Remuneration Committee	13/02/2025	3	3	100
8	Corporate Social Responsibility Committee Meeting	13/02/2025	3	3	100
9	Stakeholders Relationship Committee Meeting	28/05/2024	3	2	66.67
10	Stakeholders Relationship Committee Meeting	12/11/2024	3	3	100
11	Stakeholders Relationship Committee Meeting	13/02/2025	3	3	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings	Committee Meetings	Whether attended AGM held on
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		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	<div>23/09/2025</div> <div>(Y/N/NA)</div>
1	SAURAV DUTTA	6	6	100	11	11	100	Yes
2	ARVIND NATH JHA	6	5	83	11	9	81	Yes
3	SAMIR KUMAR MOHANTY	6	6	100	11	11	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

0

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	Total		0.00	0.00	0.00	0.00	0.00

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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Abhishek Lahoti	Company Secretary	2292368	0	0	0	2292368.00
	Total		2292368.00	0.00	0.00	0.00	2292368.00

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

0

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	Total		0.00	0.00	0.00	0.00	0.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☐ Yes

☒ No

B If No, give reasons/observations

1. The composition of the Board of Directors was not in compliance with the provision of second proviso to Section 149(1)(a) and Section 149(4) of the Companies Act, 2013, Regulation 17(1)(a), 17(1)(b) and 17(1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Para 3.1.1 and 3.1.4 of the Guidelines during the period under review. Refer to copy of Reason for Non Compliance attached.

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

53998

XIV Attachments

(a) List of share holders, debenture holders

BLIL_Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

BLIL MGT-8 2025.pdf
FIIs breakup.pdf
Reason for Non Compliance.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

BALMER LAWRIE
INVESTMENTS LIMITED

as required to be

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

(DD/MM/YYYY) 31/03/2025

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 sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;

18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

DEBABRATA
TA DUTT
15/12/2025 12:24
10:25:25 +05:30

Name

Debabrata Dutt

Date (DD/MM/YYYY)

15/12/2025

Place

Kolkata

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

3*2*

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

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

25141

*(b) Name of the Designated Person

ABHISHEK LAHOTI

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 9 dated*
(DD/MM/YYYY) 13/08/2025 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

SAURAV
DUTTA
15/12/2025 12:24
10:25:25 +05:30

***Designation**

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

Director

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

1*0*2*4*

***To be digitally signed by**

ABHISHEK
K LAHOTI
Digitally signed by
ABHISHEK
LAHOTI
DN: cn=ABHISHEK
LAHOTI, o=, ou=, email=, c=IN

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

2*1*1

Certificate of practice number

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

For office use only:

eForm Service request number (SRN)

AB9862496

eForm filing date (DD/MM/YYYY)

24/12/2025

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

बामर लॉरी इन्वेस्टमेंट्स लि.
BALMER LAWRIE INVESTMENTS LTD.
पंजीकृत कार्यालय : 21, एन. एस. रोड, कोलकाता - 700 001
REGISTERED OFFICE : 21, N. S. ROAD, KOLKATA - 700 001

विशाखापत्तनम पोर्ट लॉजिस्टिक्स पार्क लि.
निवृत्त कार्यालय : 21, नेताजी सुभाष रोड, कोलकाता - 700001
विशाखपट्टनम पोर्ट लॉजिस्टिक्स पार्क लि.
पंजीकृत कार्यालय : 21, नेताजी सुभाष रोड, कोलकाता - 700001
VISAKHAPATNAM PORT LOGISTICS PARK LTD.
REGD. OFFICE : 21, NETAJI SUBHAS ROAD, KOLKATA - 700001

FEDERAL BANK
FEDER BANK

Reasons/observations for non-compliances and non-disclosures in respect of applicable provisions of the Companies Act, 2013 during the year 2024-25

1. The composition of the Board of Directors was not in compliance with the provision of second proviso to Section 149(1)(a) and Section 149(4) of the Companies Act, 2013, Regulation 17(1)(a), 17(1)(b) and 17(1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Para 3.1.1 and 3.1.4 of the Guidelines during the period under review.
2. The requirements pertaining to the quorum of Board Meeting as stipulated under Regulation 17(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 were not met during the period under review.
3. The composition of the Audit Committee of the Company was not in compliance with the provision of Section 177(2) of the Companies Act, 2013 and Regulations 18(1)(b) & Regulation 18(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Para 4.1.1 and 4.1.2 of the Guidelines during the period under review.
4. The quorum requirements pertaining to Audit Committee as stipulated under Regulation 18(2)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Para 4.4 of the Guidelines to the extent of absence of Independent Directors were not met during the period under review.
5. The composition of the Nomination and Remuneration Committee was not in compliance with the provision of Section 178(1) of the Companies Act, 2013 and Regulation 19(1)(c) and Regulation 19(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Para 5.1 of the Guidelines during the period under review.
6. The quorum requirements pertaining to Nomination and Remuneration Committee as stipulated under Regulation 19(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to the extent of absence of Independent Directors were not met during the period under review.
7. The composition of the Stakeholders Relationship Committee was not in compliance with the provision of Regulation 20(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the period under review.
8. The Company had not appointed any Chief Financial Officer as per the provisions of Section 203(1)(iii) of the Companies Act, 2013 during the period under review. The Board of Directors of the Company was not constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The composition of the Board of Directors was dependent on appointment of Directors by the Administrative Ministry. Therefore, the non-compliances were for reasons beyond the Company's control.

Srl.No.	Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
1	UNITED NATIONS FOR AND ON BEHALF OF THE UNITED NATIONS JOINT STAFF PENSION FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	07/12/1948	UNITED STATES	176070	0.08
2	IBM DIVERSIFIED GLOBAL EQUITY FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	16/08/2005	IRELAND	44270	0.02
3	PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF COLORADO	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	19/11/2012	UNITED STATES	14920	0.01
4	OPSEU PENSION PLAN TRUST FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/1995	CANADA	16160	0.01
5	THE STATE TEACHERS RETIREMENT SYSTEM OF OHIO	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/1920	UNITED STATES	10330	0.00
6	COLONIAL FIRST STATE GLOBAL SHARE FUND 28	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/10/2015	AUSTRALIA	52200	0.02
7	EMPLOYEES RETIREMENT FUND OF THE CITY OF DALLAS	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/1944	UNITED STATES	173300	0.08
8	FIDELITY COMMON CONTRACTUAL FUND II/FIDELITY ASIA PACIFIC EX-JAPAN EQUITY FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	28/03/2018	United Kingdom	73680	0.03
9	FIDELITY COMMON CONTRACTUAL FUND II/FIDELITY GLOBAL EMERGING MARKETS EQUITY FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	28/03/2018	United Kingdom	77450	0.03
10	THE BOEING COMPANY EMPLOYEE SAVINGS PLANS MASTER TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	25/11/2012	UNITED STATES	60280	0.03
11	INTEGRATED CORE STRATEGIES (ASIA) PTE. LTD.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	30/04/2007	UNITED STATES	7792	0.00
12	ACADIAN EMERGING MARKETS PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	17/06/1993	UNITED STATES	28911	0.01
13	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI 400063	01/01/1935	UNITED STATES	58620	0.03
14	SPDR S&P EMERGING MARKETS SMALL CAP ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	12/05/2008	UNITED STATES	79967	0.04
15	CITY OF NEW YORK GROUP TRUST	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	19/11/1996	UNITED STATES	122710	0.06
16	OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM MANAGED THROUGH ACADIAN ASSET MANAGEMENT	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	01/01/1946	UNITED STATES	48680	0.02
17	EMPLOYEES RETIREMENT SYSTEM OF TEXAS SELF MANAGED PORTFOLIO	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	01/01/1947	UNITED STATES	43800	0.02
18	RUSSELL INVESTMENT COMPANY PLC - ACADIAN EMERGING MARKETS EQUITY UCITS II	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	22/11/2018	IRELAND	60470	0.03
19	RUSSELL INVESTMENT COMPANY PLC- ACADIAN SUSTAINABLE EMERGING MARKETS EQUITY EX-FOSSIL FUEL UCITS	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	22/11/2018	UNITED STATES	39910	0.02
20	RTX MASTER RETIREMENT TRUST- ACADIAN ASSET MANAGEMENT LLC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	05/12/2012	UNITED STATES	42760	0.02
21	AWARE SUPER	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	01/04/2006	AUSTRALIA	52529	0.02
22	TEACHERS' RETIREMENT SYSTEM OF THE STATE OF ILLINOIS - ACADIAN ASSET MANAGEMENT LLC - EM SMALL CAP	2815 WEST WASHINGTON STREET SPRINGFIELD, IL 62702 UNITED STATES 999999	01/01/1939	UNITED STATES	65210	0.03

23	UBS AG - ODI	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	29/06/1998	Switzerland	20243	0.01
24	VIRGINIA RETIREMENT SYSTEM MANAGED BY ACADIAN ASSET MANAGEMENT	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	07/11/2007	UNITED STATES	7570	0.00
25	ACADIAN SUSTAINABLE EMERGING MARKETS EQUITY EX-FOSSIL FUEL FUND, LLC	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	12/02/2016	UNITED STATES	25359	0.01
26	ACADIAN EMERGING MARKETS MICRO-CAP EQUITY MASTER FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	30/12/2020	Cayman Islands	100435	0.05
27	ACADIAN EMERGING MARKETS EX-CHINA EQUITY MASTER FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	16/11/2023	Cayman Islands	5546	0.00
28	ACADIAN EMERGING MARKETS EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	07/04/2009	UNITED STATES	28370	0.01
29	ACADIAN EMERGING MARKETS SMALL CAP EQUITY FUND, LLC	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	28/06/2011	UNITED STATES	273108	0.12
30	ACADIAN EMERGING MARKETS MANAGED VOLATILITY EQUITY FUND, LLC	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	14/01/2013	UNITED STATES	9630	0.00
31	ACADIAN GLOBAL ALL COUNTRY MANAGED VOLATILITY FUND TRUST	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	23/11/2014	UNITED STATES	118222	0.05
32	ACADIAN EMERGING MARKETS ALPHA PLUS FUND TRUST	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	15/04/2015	CANADA	124830	0.06
33	ACADIAN ACWI EX US SMALL-CAP FUND LLC	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	06/09/2013	UNITED STATES	25230	0.01
34	BNP PARIBAS FINANCIAL MARKETS - ODI	BNP PARIBAS HOUSE 1 NORTH AVENUE, MAKER MAXITY BANDRA KURLA COMPLEX, BANDRA EAST MUMBAI 400051	28/04/1994	FRANCE	15287	0.01
35	BUMA-UNIVERSAL-FONDS I	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway, Goregaon E. 400063	15/01/2001	GERMANY	39901	0.02
36	MISSOURI EDUCATION PENSION TRUST MANAGED BY ACADIAN ASSET MANAGEMENT LLC	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway, Goregaon E. 400063	21/04/2013	UNITED STATES	135710	0.06
37	METIS EQUITY TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	12/04/2014	UNITED STATES	111210	0.05
38	SEI TRUST COMPANY, AS TRUSTEE ON BEHALF OF ACADIAN ALL COUNTRY WORLD EX US EQUITY CIT	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI 400063	24/03/2000	UNITED STATES	46830	0.02
39	BOARD OF PENSIONS OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	02/03/1987	UNITED STATES	45390	0.02
40	THE HONGKONG AND SHANGHAI BANKING CORPORATION LTD INDIA ACCOUNT OVERDRAFT AGAINST SHARES	MAHATMA GANDHI ROAD, FORT, MUMBAI INDIA, 400001			500	0.00

2483390

1.12

Ref:

Dated: 15/12/2025

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 Balmer Lawrie Investments Limited (the Company) [CIN: L65999WB2001GOI093759] 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 the provisions of the Act and the 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 with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time have been omitted from the annual return. So, comments are not made on the same;
4. calling / convening / holding meetings of Board of Directors or its committee 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) 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 during the year;
6. the company has not made any 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. the shareholders of the Company by Ordinary/Special Resolutions passed through Postal Ballot (deemed to have been duly passed on the last date specified for the remote e-voting i.e. Wednesday, 10th July, 2024) approved Splitting / Sub-division of one (1) Equity Share from face value of Rs. 10/- each into Ten (10) Equity Shares of face value of Re. 1/- each. Consequent to Splitting / Sub-division 10,00,00,000 Authorized Equity Shares of Rs. 10/- each was splitted / sub-divided into 100,00,00,000 Authorized Equity Shares of Re. 1/- each and 2,21,97,269 paid-up Equity Shares of Rs. 10/- each was Splitted / Sub-divided into 22,19,72,690 paid-up Equity Shares of Re. 1/-. The entire 2,21,97,269 paid-up equity shares of Rs. 10/- each were extinguished under the ISIN - INE525F01017 through corporate action, approved credit of the split/sub-divided equity shares under a new ISIN - INE525F01025 proportionately into the respective beneficiary demat account(s) of the members and approved consequent alteration of Capital Clause in the Memorandum of Association and Articles of Association of the Company.

Since, the share post splitting could be issued in dematerialized form only as per para 13 of SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May, 2024 (read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated 10th June, 2024), the existing share certificates for the equity shares held in physical form were deemed to have been automatically cancelled. Post splitting/sub-division, equity shares in this regard were transferred to a demat escrow account opened for the purpose through corporate action under the new ISIN and the concerned shareholders are entitled to claim the shares in electronic form from the Company by submission of requisite documents.

Save as aforesaid changes, there was no issue or allotment / transfer / buy back of securities / redemption of preference shares or debentures / reduction of share capital / conversion of shares / securities in physical form and no security certificate was issued under any circumstances. In respect of applications for transmission / name deletion / lost / duplicate cases - Letter of Confirmations were issued as per SEBI Regulations;

9. the company has not kept 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 [no other amount] and all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more to the Investor Education and Protection Fund in accordance with section 125 of the Act;

11. signing of audited financial statement for the financial year ended 31st March, 2025 was as per the provisions of section 134 of the Act and report of directors was as per sub-sections (3), (4) and (5) thereof;

12. *The Board of Directors of the company was not duly constituted since the requisite number of Independent Directors and Women Director was not there. The Audit Committee was not duly constituted since requisite number of Independent Directors was not there and Independent Directors did not form the majority composition of the Audit Committee. The Nomination and Remuneration Committee*



was not duly constituted since the Chairperson of the Nomination and Remuneration Committee was not an Independent Director and the requisite number of Independent Directors was not there. The Stakeholders Relationship Committee and Corporate Social Responsibility Committee were also not duly constituted. Save as aforesaid, the Company has complied with the provisions of the Act in respect of the disclosures of the Directors.

The Company has not appointed any Chief Financial Officer and accordingly the provisions of section 203 of the Act (relating to Key Managerial Personnel) were not complied with.

There was no appointment / re-appointment / retirement / casual vacancy of directors;

Further, none of the Directors were entitled to any remuneration from the Company.

13. this being a Central Government Company, Comptroller and Auditor General of India appoints an Auditor under section 139(5) of the Act. There was no reappointment / filling up of casual vacancies of auditors as per the provisions of Section 139 of the Act;

14. no approval was 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. the company has not made any acceptance / renewal / repayment of deposits;

16. the company has not received any borrowings from its directors, members, public financial institutions, banks and others and there was no creation / modification / satisfaction of charges;

17. the company has not given any loans and made investments or given guarantees or provided securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;

18. alteration to the provisions of the Memorandum and / or Articles of Association of the Company

Place: Kolkata

For D. DUTT & CO.

Company Secretaries

UNIQUE CODE NUMBER: I2001WB209400

UNIQUE IDENTIFICATION NUMBER: S2003WB060500

Dated: 15.12.2025



(DEBABRATA DUTT)

Proprietor

FCS-5401

C.P. No.-3824

PR Certificate No. 2277/ 2022

UDIN No.: F005401G002420693

