



DEVOTED CONSTRUCTION LIMITED

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REPORT ON CORPORATE GOVERNANCE

1. Corporate Governance from Devoted Construction Limited (DCL)

Corporate Governance is about commitment to values and ethical business conduct and improves public understanding of the structure, activities and policies of the organization.

Your Company believes that the implementation of good corporate practices bring positive strength among all the stakeholders of the Company, which is key to success for any corporate.

2. Board of Directors

2.1 Board Diversity and Structure

The Board composition is in compliance with the Regulation 17 of the Listing Regulations 2015 as well as the Companies Act, 2013. As on 31st March, 2022, the Company had Five Directors on the Board. Presently more than fifty percent of the Board comprises of Non-Executive Directors. Out of the 5 (Five) Directors, 1 (One) is Executive Director, 2 (Two) are Non-Executive Director – Non Independent Director and 2 (two) are Non-Executive -Independent Director.

The members on the Board possesses adequate experience, expertise and skills necessary for managing the affairs of the Company in the most effective and efficient manner.

2.2 Independent Directors

Mrs. Seema Sarna and Mr. Narsimha Kavadi are the Independent Directors of the Company. The Independent Director has submitted the declaration that they meet the criteria of Independence as per the provisions of Companies Act, 2013 and the Listing Agreement entered into with the Stock Exchanges. None of the Independent Directors is holding directorship in more than 7 listed Companies. The Company has also issued the formal letter of appointments to all the Independent Directors in the manner provided under the Companies Act, 2013 and under the LODR Regulations.

2.3 Familiarisation Programme

In terms of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered with the stock exchanges, mandates the Company to familiarize the Independent Directors with the Company, their roles, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. through various programmes.

The Company conducts programmes/ presentations periodically to familiarize the Independent Directors with the strategy, business and operations of the Company.

The above programme also includes the familiarization on statutory compliances as Board member including their roles, rights and responsibilities. The Company also circulates news and articles related to the industry from time to time and provide specific regulatory updates.

The details of such Familiarization programme for Independent Directors in terms of Regulation 25(7) of the Listing Regulations, 2015 are posted on the website of the Company and can be accessed through the following link:- <http://www.devotedconstruction.com/investors.html>

2.4 Board Meetings:

During the financial year ended 31st March, 2022, the Board met 4 (four) times i.e. on 28.06.2021, 13.11.2021, 06.12.2021, 15.03.2022. The last Annual General Meeting was held on 30th December, 2021.



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The attendance of Directors at the Board Meetings held during the financial year ended 31st March, 2022 under review as well as in the last Annual General Meeting and the number of the other Directorships/Committee positions presently held by them are as under:-

Name of Directors	Date of Appointment	Category	No. of Board Meetings	No. of Board meeting attended	Attendance at the last AGM	No. of Directorship in other Public Companies	Shareholding in the Company
Mr. Suresh Bohra	10.05.2016	NENID	4	4	Present	3	20.25%
Mr. Narsimha Kavadi	29.05.2019	NEID	4	4	Present	1	Nil
Mr. Pushpendra Surana	10.05.2016	NENID	4	4	Present	1	2.90%
Mr. Gaurav Bohra	18.04.2019	ED	4	4	Present	0	Nil
Mrs. Seema Sarna	04.09.2020	NEID	4	4	Present	1	Nil

* NEID- Non-Executive Independent Director, NENID- Non -Executive Non-Independent Director MD-Managing Director ED- Executive Director

Present Directorships in other Companies/Committee Positions (including Devoted Construction Limited)

S. No.	Name of Director	Directorships (Name of Companies) *	Committee(s) Position		
			Name of the Company	Committee	Position
1.	Mr. Gaurav Bohra	1. Dandy Developers Private Limited 2. Dill Developers Private Limited 3. Devoted Construction Limited	NA		
2.	Mr. Suresh Bohra	1. Microwave Communications Limited	Media Matrix Worldwide Limited	Audit	Member
		2. Blueblood Ventures Limited			
		3. Blackfox Advisors Private Limited	Media Matrix Worldwide Limited	Stakeholders Relationship	Chairman
		4. Bohra Industrial Resources Private Limited	Media Matrix Worldwide	Nomination & Remuneration	Member
		5. Crest Comtrade Private Limited	Blueblood Ventures	Audit	Member



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		6. Black Fox Financial Private limited 7. Media Matrix Worldwide Limited 8. Black fox Financial IFSC Private Limited 9. Devoted Construction Limited 10. Dandy Developers Private Limited 11. Dill Developers Private Limited	Blueblood Ventures Limited Microwave Communication Limited Microwave Communication Limited Devoted Construction Limited Devoted Construction Limited	Stakeholders Relationship Audit Nomination & Remuneration Audit Stakeholders Relationship	Member Member Member Member Member
3.	Mr. Pushpendra Surana	1. Blueblood Ventures Limited 2. Blackfox Advisors Private Limited 3. Devoted Construction Limited 4. Blackfox Financial IFSC Pvt. Ltd 5. G A M S & Associates LLP 6. KVG Insolvency Advisors Private Limited	Blueblood Ventures Limited Devoted Construction Limited Devoted Construction Limited	Nomination & Remuneration Nomination & Remuneration Stakeholders Relationship	Member Member Chairperson
4.	Mrs. Seema Sarna	1. Blueblood Ventures Limited 2. Bohra Industrial Resources Private Limited 3. Devoted Construction Limited	Blueblood Ventures Limited Devoted Construction Limited Devoted Construction Limited Devoted Construction Limited	Stakeholders Relationship Stakeholders Relationship Audit Committee Nomination & Remuneration	Member Member Member Member
5.	Mr. Narsimha Kavadi	1. Blueblood Ventures Limited 2. Devoted Construction Limited	Blueblood Ventures Limited Blueblood Ventures Limited Devoted Construction Limited	Nomination & Remuneration Audit Committee Nomination & Remuneration	Chairman Chairman Chairman



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			Devoted Construction Limited	Audit Committee	Chairman
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* The directorship held by directors as mentioned above does not include directorship of foreign companies, Section 8 Companies, if any.

None of the Directors on the Board hold directorships in more than ten public companies and memberships in more than ten Committees and they do not act as Chairman of more than five Committees across all companies in which they are directors.

2.5 Meeting of Independent Directors

The Independent Directors of the Company meet at least once in every financial year without the presence of Executive Directors or representatives of management. All the Independent Directors strive to be present at such meetings. During the Financial Year ended 31st March, 2022, no meeting was held..

2.6 Evaluation of Board/Independent Directors Effectiveness

In terms of provision of Companies Act, 2013 read with Rules issued there under and as per SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the Board of Directors, on recommendation of Nomination and Remuneration Committee, have evaluated the effectiveness of the Board. Accordingly performance evaluation of the Board, each Director and Committees was carried out for the financial year ended 31st March, 2022. The evaluation of the Directors was based on various aspects which, inter alia, included the level of participation in the Board Meeting, understanding their roles and responsibilities, business of the Company and also effectiveness of their contribution.

2.7 Information Placed before the Board -

In addition to the matters which statutorily require Board's approval, the following matters as required under code on Corporate Governance are also regularly placed before the Board :-

- Annual operating plans and budgets and any updates.
- Capital budgets and any updates.
- Quarterly results for the listed entity and its operating divisions or business segments.
- Minutes of meetings of audit committee and other committees of the board of directors.
- The information on recruitment and remuneration of senior officers just below the level of board of directors, including appointment or removal of Chief Financial Officer and the Company Secretary.
- Show cause, demand, prosecution notices and penalty notices, which are materially important.
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
- Any material default in financial obligations to and by the listed entity, or substantial non-payment for goods sold by the listed entity.
- Any issue, which involves possible public or product liability claims of substantial nature, including any judgment or order which, may have passed strictures on the conduct of the listed entity or taken an adverse view regarding another enterprise that may have negative implications on the listed entity.
- Details of any joint venture or collaboration agreement.
- Transactions that involve substantial payment towards goodwill, brand equity, or intellectual property.
- Significant labour problems and their proposed solutions. Any significant development in Human Resources/ Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.



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- Sale of investments, subsidiaries, assets which are material in nature and not in normal course of business.
- Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.
- Non-compliance of any regulatory, statutory or listing requirements and shareholders service such as non-payment of dividend, delay in share transfer etc.

3. Committees of the Board

In terms of the SEBI code on the Corporate Governance, the Board of the Company has constituted the following Committees:

- Audit Committee
- Nomination & Remuneration Committee
- Stakeholders Relationship Committee

3.1 Audit Committee

The Composition of the Audit Committee is in line with the provision of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The members of the Audit Committee are financially literate and have requisite experience in accounting and financial management.

The Company Secretary acts as Secretary to the Committee. Statutory Auditors is the permanent Invitee. The followings are the members and their attendance at the Committee Meetings during the financial year ended 31st March, 2022:-

Name of Directors	Designation	No. Of Meetings	
		Held	Attended
Mr. Narsimha Kavadi	Chairman	2	2
Mr. Suresh Bohra	Member	2	2
Ms. Seema Sarna	Member	2	2

The terms of reference of the Audit Committee are as follows:

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- Recommending the appointment / re-appointment of external and internal auditors, tax auditors, cost auditors, fixation of statutory audit fees, internal audit fees and tax audit fees and also approval for payment of any other services.
- Review with management, the annual financial statements before submission to the Board.
- Review half yearly un-audited/audited financial results/ review reports.
- Review the financial statements in particular of the investments made by the unlisted subsidiary companies.



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- Review with management, performance of external and internal auditors, and adequacy of internal control system.
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussions with statutory auditors before the audit commence about nature and scope of audit as well as have post audit discussions to ascertain any area of concern.
- Approve the appointment of Chief Financial Officer.
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders and creditors, if any.
- Review of the use/application of money raised through Public/Rights/Preferential Issue, if any.
- Approval or any subsequent modification(s) of transactions of the Company with related parties, if any.
- Review and monitor auditors independence and performance and effectiveness of audit process.
- Scrutiny of inter corporate loans and investments.
- Review the Company's financial and Risk Management Policy
- Discussions with internal auditors of any significant findings and follow up thereon.
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
- Valuation of Undertakings or assets of the Company where it is necessary.
- To review the functioning of the Whistle Blower / Vigil mechanism.
- Evaluation of Internal Financial control and risk management system.

The Audit Committee during the year has approved the overall framework for RPTs, the Policy on dealing with the RPTs, the policy on materiality of RPTs and the criteria for granting ominous approval in line with the policy of dealing with RPTs in accordance with provisions of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

3.2 Nomination & Remuneration Committee

The Board of Directors of the Company has constituted a Nomination & Remuneration Committee which is responsible for determining the Company's policy on specific remuneration package for Executive Directors including any compensation payment.

The present composition of Nomination and Remuneration Committee is as under:

Name of Directors	Designation	No. Of Meetings	
		Held	Attended
Mr. Narsimha Kavadi	Chairman	1	1
Ms. Seema Sarna	Member	1	1
Mr. Pushpendra Surana	Member	1	1



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The terms of reference of Nomination and Remuneration Committee are given below:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- Devising a policy on diversity of board of directors;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
- Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

In compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI ((Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors at their meeting held on 25th November, 2017 formulated the Nomination and Remuneration Policy and the policy on Board Diversity of the Company on the recommendation of Nomination & Remuneration Committee.

Nomination & Remuneration Policy of the Company

The Nomination & Remuneration Policy of Devoted Construction Limited (the “Company”) is designed to attract, motivate, improve productivity and retain manpower, by creating a congenial work environment, encouraging initiatives, personal growth and team work, and inculcating a sense of belonging and involvement, besides offering appropriate remuneration packages and superannuation benefits. The Policy emphasize on promoting talent and to ensure long term sustainability of talented managerial persons and create competitive advantage. The policy reflects the Company’s objectives for good corporate governance as well as sustained long term value creation for shareholders. The guiding principle is that the remuneration and the other terms of employment should effectively help in attracting and retaining committed and competent personnel. While designing remuneration packages, industry practices and cost of living are also taken into consideration.

The details of remuneration and perquisites paid to Executive and Non- Executive Directors during the Financial year 2021-2022 are given below:-

Name of Director	Salary	Allowances	Perquisites	Contribution to PF	Sitting Fee	Total
	(in Lakhs)					
	Category A – Executive Directors					
Mr. Gaurav Bohra	1.60	-	-	-	-	1.60
Category B – Non-Executive Independent Directors/ Non-Executive Directors						
Mr. Pushpendra Surana	Nil	-	-	-	-	-
Mr. Suresh Bohra	Nil	-	-	-	-	-



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Mr. Manjeet Pugalia	-	-	-	-	-	-
Mrs. Seema Sarna	-	-	-	-	-	-

The Company do not make the payment of sitting fees to Non -Executive Directors for every Board/Committee Meeting attended by them.

3.3 Stakeholders Relationship Committee

Pursuant to provisions of Section 178(5) of the Companies Act, 2013, “Stakeholders Relationship Committee” was formed by the Board at their meeting held on 25th November 2017. The scope of the Stakeholders Relationship Committee shall be to consider and resolve the grievances of security holders of company. This Committee looks into transfer and transmission of shares/debentures/bonds etc., issue of duplicate share certificates, issue of shares on rematerialisation, consolidation and sub-division of shares and investors’ grievances. This Committee particularly looks into the investors grievances and oversees the performance of the Share Department /Share Transfer Agent and to ensure prompt and efficient investors’ services.

The present composition of Stakeholders Relationship Committee is as under:

Sr. No.	Name	Designation	Nature of Directorship
1.	Mr. Pushpendra Surana	Chairman	Non -Executive, Non Independent Director
2.	Mr. Suresh Bohra	Member	Non-Executive, Non Independent Director
3.	Mrs. Seema Sarna	Member	Non- Executive and Independent Director

The terms of reference of Share Transfer & Investors Grievance Committee are given below:

- i. Efficient transfer/transmission of shares including review of cases for refusal of transfer /transmission of shares and debentures.
- ii. Overseeing the performance of Share Transfer Agent.
- iii. Recommend methods to upgrade the standard of Services to the investors
- iv. Redressal of investors’ complaints.
- v. Issue of duplicate / split / consolidated share certificates.
- vi. Dematerialise or Rematerialize the Share Certificates

More details on share transfers, investors’ complaints, etc. are given in the shareholder information section of this report. Company Secretary & Compliance Officer, acts as the Secretary of the aforesaid Committee.

3.4 Details of pecuniary relationship/transactions of the Non – Whole Time Directors/their Firms & Companies vis-a-vis the Company during the financial year 2021-2022

Nil

4. General Body Meetings

Location and time where General Meetings held in the last 3 years are given below:



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Year	AGM	Location	Date	Time
2020-21	AGM	Delhi	30.12.2021	02:30 P.M.
2019-20	AGM	Delhi	30.12.2020	02:30 P.M.
2018-19	AGM	Delhi	30.09.2019	01:30 P.M.
2018-19	EGM	Delhi	25.02.2019	11:30 A.M.
2018-19	EGM	Delhi	03.12.2018	11:30 A.M.

The following resolutions were passed as Special Resolutions in previous three years AGMs/ EGMs:

Year	AGM/EGM	Subject Matter of Special Resolution	Date	Time
2018-19	EGM	1. Issue of Unsecured Zero Coupon Optionally Convertible Debentures. 2. Issue of Debentures on Private Placement Basis.	03.12.2018	11:30A.M
2018-19	EGM	1. Change in Terms & Condition of Unsecured Zero Coupon Optionally Convertible Debentures (ZOCDS). 2. Authority to Borrow funds. 3. Authority To The Board Of Directors To Make /Give /Provide Investments / Loans/Guarantees / Securities To Joint Venture /Body Corporate. 4. To keep Register and Index of Members at other place.	25.02.2019	11:30A.M
2018-19	AGM	1. Re-Appointment of Mr. Pushpendra Surana (DIN:01179041), who retires by rotation, 2. Appointment of Auditor to fill casual vacancy. 3. Appointment of Statutory Auditor 4. Regularisation of Mr. Gaurav Bohra as ManagingDirector and CFO of the Company 5. Regularisation of Mr. Syed Liqat Ali as IndependentDirector of the Company 6. Regularisation of Mr. Narsimha Kavadi as Independent Director of the Company,	30.09.2019	01:30P.M
2019-20	AGM	1. Re-Appointment of Mr. Pushpendra Surana (DIN:01179041), who retires by rotation; 2. Regularisation of Mrs. Seema Sarna as Director of the Company.	30.12.2020	02:30 P.M
2020-21	AGM	1. Re-Appointment of Mr. Suresh Bohra (DIN:00093343), who retires by rotation; 2. Appointment of M/s. KRA & Associates, Chartered Accountants (Firm Registration No. 029352N) as Statutory Auditors to fill up the Casual Vacancy land to fix their remuneration.	30.12.2021	02:30 P.M



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1. Disclosures on materially significant related party transactions that may have potential conflict with the interest of the Company at large.

None of the materially significant transactions with any of the related parties were in conflict with the interest of the Company. Attention of the members is drawn to the disclosures of transactions with related parties set out in note no. 20 of the Standalone Financial Statements forming part of the Annual Report.

2. Details of non-compliance by the Company, penalties, structures imposed on the company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

Penalties were imposed during the F.Y. 2021-22.

- 1. Company fails to furnish statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter on a quarterly basis, within twenty-one days from the end of each quarter for the quarter ended 31st March, 2022 and BSE has levied the penalty of Rs. 60,000 for delay of 60 days in submission of the report.*
- 2. Company fails to furnish statement showing holding of securities and shareholding pattern separately for each class of securities, in the format specified by the Board on quarterly basis, within twenty-one days from the end of each quarter for the quarter ended 31st March, 2022 and BSE has levied the penalty of Rs. 1,20,000 for delay of 60 days in submission of the report.*

3. Vigil Mechanism and Whistle Blower Policy of the Company

The Board of Directors of the Company has adopted Whistle Blower Policy. The management of the Company, through this policy envisages to encourage the employees of the Company to report to the higher authorities any unethical, improper, illegal or questionable acts, deeds and things which the management or any superior may indulge in. This Policy has been circulated to employees of the Company and is also available on Company's Website. No employee of the Company is denied access to the Audit Committee.

4. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause

Company has complied with mandatory requirement of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

5. Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with corresponding Rules framed there under, M/S MZ & Associates, Practicing Company Secretaries has been appointed as the Secretarial Auditor of the Company to carry out the secretarial audit for the year ending 31st March, 2022.

6. Secretarial Certificates

A Secretarial Audit Report given by the Secretarial Auditors in Form No. MR-3 is annexed with this Report as **ANNEXURE – B**. Management has given the proper reply to the reservations or adverse remarks made by Secretarial Auditors in their Report.



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7. Reconciliation and Share Capital Audit

- (i) Pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and [(regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996]. with the Stock Exchanges, certificates, on half-yearly basis, have been issued by a Company Secretary in-Practice for due compliance of share transfer formalities by the Company.
- (ii) A Company Secretary in-Practice carried out a reconciliation of Share Capital Audit to reconcile the total admitted share capital with National Securities Depository Limited and Central Depository Service (India) Limited (“Depositories”) and the total issued and listed capital. The audit confirms that the total issued/paid- up capital is in agreement with the aggregate of the total number of shares in physical form and total number of shares in dematerialised form (held with Depositories).

8. Compliance certification

The Director (Finance) and Chief Financial Officer (CFO) of the Company gives annual certifications on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

9. Means of Communications

The Company’s website www.devotedconstruction.com contains Annual Reports, Financial Results, Shareholding Pattern, etc. Management Discussions and Analysis forms part of the Directors’ Report, which is posted to the shareholders of the Company.

10. Code of conduct for Board Members and Senior Management Personnel

The Company has adopted a Code of Conduct for Directors and Senior Management Personnel and the same has been posted on the Company’s website. The Directors and the Senior Management Personnel affirm the Compliance of the Code annually. A certificate to this effect is attached to this Report duly signed by the as Director (Finance).

11. Shares/Convertible Instruments held by Non-Executive Directors:

- a. Mr. Suresh Bohra – Non-Executive Non-Independent Director – Holds 6,07,000 Shares
- b. Mr. Pushpendra Surana – Non-Executive Non-Independent Director – Holds 87,000 Shares



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GENERAL SHAREHOLDER'S INFORMATION

1. **AGM date, time and venue** : 30th September, 2022 at 02:30 P.M.
M-55, 3rd Floor, M block Market, Greater Kailash-II, New Delhi-110048
2. **Financial Year** : 01st April 2021 to 31st March, 2022
3. **Date of Book Closing** : 24th September, 2022 to 30th September, 2022
(Both days inclusive)
4. **Dividend Payment Date** : NA
5. **Listing on Stock Exchanges** : BSE Limited
Phiroze Jeejeebhoy Towers Dalal Street, Fort
Mumbai 400001
6. **Status of Listing Fees** : Paid for FY 2021-2022
7. **Registered Office** : M-55, Third Floor Greater Kailash – II, New Delhi 110048
8. **Corporate Office** : M-55, 3rd Floor, M Block Market, Greater Kailash -II New Delhi-110048
9. **CIN** : L45500DL2016PLC299428
10. **Website/Email** : www.devotedconstruction.com
11. **Depositories** : **National Securities Depository Ltd.(NSDL)**
4th Floor, 'A' Wing, Trade World, Kamla Mills Compound,
Senapati Bapat Marg, Lower Parel Mumbai - 400 013
Tel: +91-22-24994200, Fax: +91-22-24972993

Central Depository Services (India) Ltd.(CDSL)
Phiroze Jeejeebhoy Towers 28th Floor,
Dalal Street Mumbai - 400 023
Tel: +91-22-22723333, Fax: +91-22-22723199
12. **ISIN** : INE061Z01011
13. **Registrar and Transfer Agents** : Skyline Financial Services Private Limited
14. **Members are requested to correspond with the Company's Registrar & Transfer Agents- Skyline Financial Services Private Limited quoting their folio no./DP ID/Client ID No at the following address:**



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Skyline Financial Services Private Limited:

D-153A, First Floor, Okhla Industrial Area, Phase-1, New Delhi-110020

Telephone Number: 011-64732681-88

Fax Number: -011-26812682, Email: info@skylinerta.com

15. Share Transfer System

Share Transfer in physical form can be lodged with Skyline Financial Services Private Limited at the above mentioned address. Such Transfer is normally completed within 15 days from the date of receipt. The Company Secretary is duly empowered to approve transfer of shares.

The Total Number of shares transferred in physical form during the financial year 2021-2022:

Number of Transfer Deeds	Nil
Number of Shares	Nil

16. Investor's complaints received during the financial year 2021-2022:

There were no investor grievances remaining unattended/pending as at 31st March, 2022.

17. Distribution of Shareholding as on 31st March, 2022:

No. of ordinary Shares	No. of Shareholders	Percentage of total Shareholders	Shares Amount (Rs)	Percentage of total Shareholdings
Up To 5,000	1	1.43	0.00	0.00
5001 To 10,000	0	0.00	0.00	0.00
10001 To 20,000	0	0.00	0.00	0.00
20001 To 30,000	38	54.29	114000.00	3.80
30001 To 40,000	0	0.00	0.00	0.00
40001 To 50,000	0	0.00	0.00	0.00
50001 To 1,00,000	6	8.57	45000.00	1.50
1,00,000 and Above	25	35.71	2842080.00	94.70
Total	70	100.00	3001080.00	100.00

18. Categories of Shareholdings as on 31st March, 2022:

S. No.	Category	Shares	%
A	Promoters Holding		
1	Indian Promoters	1594080	53.12
2	Foreign Promoters	-	-
Sub Total (A)		1594080	53.12
B	Public Shareholding		
1	Institutional Investors	-	-
a)	Mutual Funds & UTI	-	-
b)	Banks, Financial Institutions, Insurance Companies (Central/State Government Institutions/Non-Government Institutions)	-	-



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c)	Foreign Institutional Investors	-	-
Sub Total (B1)		0.00	0.00
2	Non Institutional Investors		
a)	Private Corporate Bodies	1407000	46.88
b)	Indian Public		
c)	NRIs		
d)	Any other		
i)	Foreign Banks	-	-
ii)	Trusts	-	-
iii)	OCBs		
	Sub Total (B2)	1407000	46.88
	Total public Shareholding (B=B1+B2)	1407000	46.88
C	Shares held by Custodian and against which depository receipts have been issued	-	-
GRAND TOTAL (A+B+C)		3001080	100

19. Dematerialization of Shares

Trading in the Equity Shares of the Company is only permitted in the dematerialized form as per the Securities and Exchange Board of India (SEBI) circular dated 29th May, 2000.

The Company has established connectivity with both the Depositories viz. National Security Depository Ltd. (NSDL) as well as Central Depository Services (India) Ltd. (CDSL) to facilitate the demat trading. As on 31st March, 2022, the 100 % of the Company Share's Capital is in dematerialized form.

20. Market Price Information:

Month	BSE Limited	
	Highest (in Rs)	Lowest (in Rs)
Apr-2021	-	-
May-2021	9.20	6.70
Jun-2021	-	-
July-2021	5.60	5.60
Aug-2021	-	-
Sep-2021	4.48	4.48
Oct-2021	-	-
Nov-2021	-	-
Dec-2021	-	-
Jan-2022	-	-
Feb-2022	-	-
Mar-2022	4.26	4.26

21. Stock Codes: BSE: 542002



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DECLARATION REGARDING COMPLIANCE OF CODE OF CONDUCT

I, Suresh Bohra, Director of Devoted Construction Limited, hereby declare that all Board Members and Senior Management Personnel have affirmed compliance of the Code of Conduct as on 31st March, 2022.

Place: New Delhi

Date: 05-09-2022

SD/-
Suresh Bohra