

SIL Investments Limited

CIN No.-L17301RJ1934PLC002761

Registered Office : Pachpahar Road, Bhawani Mandi - 326502 (Rajasthan)

Tel.: (07433) 222082; Fax : (07433) 222916; Mob.: 09769484106

E-mail : investor.grievances@silinvestments.in; Website : www.silinvestments.in

26th July, 2023

BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai 400 001. Scrip Code: 521194	National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No. C/1, G-Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051. Scrip Code: SILINV
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Dear Sirs,

Sub: Annual General Meeting and Record Date - Newspaper Publication

Further to our letter dated 25th July, 2023 and pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the newspaper advertisement published in Financial Express (English) and Dainik Bhaskar (Hindi) with regard to the 89th (Eighty Ninth) Annual General Meeting of the Company and Record Date for Dividend.

You are requested to take note of the same.

Thanking you.

Yours faithfully
For **SIL Investments Limited**

Lokesh Gandhi
Company Secretary and Compliance Officer

DCM SHRIRAM LTD.

Regd. Office: 2nd Floor (West Wing), Worldmark 1, Aerocity, New Delhi-110037
 CIN: L74899DL1989PLC034923. E-mail: response@dcmsriram.com. Website: www.dcmsriram.com. Tel: 011-42100200

FORM DPT-1

CIRCULAR OR CIRCULAR IN THE FORM OF ADVERTISEMENT INVITING DEPOSITS

[Pursuant to section 73 (2)(a) and section 76 of the Companies Act, 2013 and rule 4(1) and (4)(2) of the Companies (Acceptance of Deposits) Rules, 2014]

1. GENERAL INFORMATION

a. Name, address, website and other contact details of the Company	c. Business carried on by the Company and its subsidiaries with the details of branches or units, if any:
DCM Shriram Ltd. CIN No.: L74899DL1989PLC034923 2nd Floor (West Wing), Worldmark 1, Aerocity, New Delhi-110037 Tel: 011-42100200 Website: www.dcmsriram.com	DCM Shriram Ltd. is an integrated business entity, with extensive and growing presence across Chloro-Vinyl industry and the entire Agri value chain. The Company is engaged in manufacture/sale of Caustic Soda, Chlorine, Carbide, PVC Resin, Sugar (including distillery and cogen power), Seeds, Fertilisers, Cement, UPVC Windows & Doors including Aluminium Windows and value added segment in Agri Input Merchandising etc.
b. Date of incorporation of the Company: 6th February, 1989	

Units of the Company: The plants are situated at Bharuch (Gujarat), Abohar, Rupnarayan, Hariawan & Loni (U.P.), Kota & Shiwardi (Rajasthan), Hyderabad (Telangana) and Chennai (Tamil Nadu).

The details of the Subsidiaries of the Company are as under:

Sr. No.	Name of the Subsidiaries	Business/ Objects
1.	DCM Shriram Credit and Investments Ltd.	NBFC Company - Non deposit taking category
2.	DCM Shriram Aqua Foods Ltd.	Dealing in Sea Foods
3.	Bioseed India Ltd.	Trading of seeds
4.	DCM Shriram Infrastructure Ltd.	Power projects
5.	Fenesta India Ltd.	Manufacture, sale and installation of UPVC windows and doors
6.	Shriram Bioseed Ventures Ltd.	Trading of goods and Loans and investments in subsidiaries engaged in seeds business.
7.	DCM Shriram Foundation	Non Profit Organization
8.	Shridhar Shriram Foundation	Non Profit Organization
9.	Hariyal Rural Ventures Limited	Establishment of retail & wholesale outlets for agriconsumer and household goods/fuel
10.	Shriram Agramart Limited (earlier known as DCM Shriram Agramart Limited)	Manufacture and deal in all kinds of agricultural chemicals, fertilizers, manures, their mixtures, by-products and formulations, petrochemicals, industrial, and all chemicals etc.
11.	DCM Shriram Bio Enchem Limited	Carry on the business of bio energy production and use, including develop, use and sell biomass conversion technologies, all range of biofuels
12.	DCM Shriram Prochem Limited	Manufacture, import, export, buy, sell, trade and deal in all kind of industrial and non-industrial chemicals and chemical products and deal in all classes and kinds of fertilizers.
13.	DCM Shriram Ventures Limited	Manufacturing innovative products, developing new technologies, provide consultancy and technological support and dealing in all kinds of technologies, Agri products and Chemical products.
14.	Bioseed Holdings Pte. Ltd., Singapore	Seed research and investments in subsidiaries engaged in seeds business.
15.	Bioseed Research Philippines Inc., Philippines	Research, production, distribution, and trading of commercial hybrid seeds and other crops
16.	Shriram Polytex Limited (earlier known as Shriram Axiell Private Limited), Subsidiary w.e.f October 19, 2021	Manufacture of products involving PVC, CPVC and other elastomeric /polymer materials etc.
17.	Bioseed Research USA Inc., USA	Seed and Biotechnology Research

d. Brief particulars of the management of the Company: The Company is managed by the Managing Directors, subject to the direction, control and superintendence of the Board of Directors.

e. Names, addresses, DIN and occupations of the Directors:

Name	Address	DIN	Occupation
Mr. Ajay S. Shriram	Shivam, A-37, Vasant Marg, Vasant Vihar New Delhi-110057	00027137	Chairman & Senior Managing Director
Mr. Vikram S. Shriram	5/16, Shanti Niketan, New Delhi-110021	00027187	Vice Chairman & Managing Director
Mr. Ajit S. Shriram	5/20, Shanti Niketan, New Delhi-110021	00027918	Joint Managing Director
Mr. Aditya A. Shriram	A-37, Vasant Marg, Vasant Vihar New Delhi-110057	10157483	Deputy Managing Director
Mr. K.K. Sharma	Flat No 806, Tower-3, Purvanchal Royal Park, Sector - 137, Noida - 201301, U.P.	07951296	Whole Time Director (EHS)
Mr. Pradeep Dindodia	A-9A, Maharani Bagh, New Delhi-110055	00027995	Chartered Accountant
Mr. Vimal Bhandari	Flat No 164, 16th Floor, Tower 'A', Kalkatara Horizon, S.K. Ahire Marg, Worli Mumbai - 400018	00001318	Service
Mr. Sunil Kant Munjal	29-A, Friends Colony (West), New Delhi-110065	00003902	Industrialist
Mrs. Ramni Nirula	A-14, Anand Niketan, New Delhi - 110 021	00015330	Ex-Banker
Justice (Retd.) Vikramajit Sen	E-13, Third Floor, Kalindi Colony, New Delhi - 110055	00866743	Retired Judge
Mr. Praveesh Sharma	Flat C-2/303, Asian Games Village Complex, New Delhi- 110049	02252345	Retired IAS
Ms. Sarita Garg (LIC Nominee)	B-3/5, Jeevan Shanti LIC Colony, SV Road OPP Santacruz Bus Depot, Santacruz (West), Mumbai, Maharashtra - 400054	08926869	Service

f. Management's perception of risk factors:
 • Agri related businesses are exposed to the vagaries of the nature and instances of extreme weather conditions are increasing. The Company undertakes good agronomy practices in its sugar catchment areas or amendments to existing framework is being monitored continuously and done by geographical diversification & working on varieties that can sustain stressed weather conditions. We are also adopting technology to mitigate some risks in this area.
 • With dynamically evolving regulations, our agri-businesses - sugar, fertiliser and Bioseed, are exposed to stringent compliances. We periodically monitor and review changes in regulatory frameworks to ensure compliance. Furthermore, as part of industry associations, we are working with the Government to ensure sustainable policies.
 • Constant amendments to corporate regulatory / legal landscape - Compliances becoming more onerous, stringent and complex due to frequent amendments to regulations. Any new statute / legal requirement or amendments to existing framework is being monitored continuously and necessary / adequate training (need based) is given to the requisite teams / departments for updating their knowledge. Engagement of external experts / consultants on need basis. Continuous monitoring on trading of shares by any insider / designated employees and regular trainings and education on the insider trading regulations and amendments are imparted.
 • Risk of data loss, and information security and privacy breach can lead to accidental exposure of confidential information, result in regulatory non-compliance and attract legal liabilities. DCM Shriram Ltd. has implemented a strong security framework, this includes a Security Operations Center (SOC) for continuous monitoring and prompt incident response, along with comprehensive InfoSec awareness programs to educate employees. Technical measures such as regular patch updates, a firewall system with antivirus and intrusion prevention, and regular third-party assessments including vulnerability assessment and penetration testing (VAPT) to strengthen their security posture. By combining these proactive measures, DCM ensures the confidentiality, integrity, and availability of sensitive information while mitigating legal liabilities.

g. Details of default, including the amount involved, duration of default and present status, in repayment of i) statutory dues; ii) debentures and interest thereon; iii) loan from any bank or financial institution and interest thereon.

None

2. PARTICULARS OF THE DEPOSIT SCHEME

a. Date of passing of board resolution;	24.07.2023	d. Amount which the Company can raise by way of deposits as per the Act and the rules made thereunder, and the aggregate of deposits actually held on the last day of the immediately preceding financial year and on the date of issue of the Circular or advertisement and amount of deposit proposed to be raised;
b. Date of passing of resolution in the general meeting authorizing the invitation of such deposits;	18.08.2015	
c. Type of deposits, i.e., whether secured or unsecured;	Unsecured	

DEPOSITS WHICH THE COMPANY CAN RAISE UNDER THE COMPANIES (ACCEPTANCE OF DEPOSITS) RULES, 2014

	Rupees/Crores
(i) Deposits from Shareholders under Rule 3(4)(a)	626.08
(ii) Other deposits under Rule 3(4)(b)	1,565.20
TOTAL	2,191.28
The aggregate of the deposits actually held under these Rules as on 31st March, 2023.	38.13
The aggregate of the deposits actually held under these Rules as on 24th July, 2023 (date of Board Meeting in which this circular was approved).	38.58

Amount of deposit repayable within the next twelve months; Rs. 31.57 Crore (repayable within the next twelve months from 24th July 2023)

Terms of raising of deposits: Duration, Rate of interest, mode of payment and repayment;

Amount of Deposits (in Rs.)	Rate of Interest (in %)	Other Terms
less than 1 (one) crore	For Public: 6.50% For Shareholders & Employees: 6.75%	Cumulative; Interest on half yearly rest basis
1 (one) crore or more	7%	Cumulative & Non-Cumulative; Interest on quarterly rest basis

Duration - 36 Months
 Mode of Payment & Repayment: Cheque / Demand Draft / Bank Transfer (NEFT / RTGS)

f. Proposed time schedule mentioning the date of opening of the Scheme and the time period for which the circular or advertisement is valid;
 Date of opening of the Scheme: 26th July, 2023. The circular is valid until the date of next AGM or until the expiry of six months from the date of closure of the financial year 2023-24, whichever is earlier.

g. Reasons or objects of raising the deposits; To meet the business requirements of the Company.

h. Credit rating obtained, Name of the Credit Rating Agencies, Rating obtained, Meaning of the rating obtained, Date on which rating was obtained; Name: ICRA Limited Rating: ICRA AA+ (Stable) Meaning: Stable; Date: 10.03.2023

i. Short particulars of the charge created or to be created for securing such deposits, if any; N/A.

j. Any financial or other material interest of the directors, promoters or key managerial personnel (KMP) in such deposits and the effect of such interest in so far as it is different from the interests of other persons. None.

3. DETAILS OF ANY OUTSTANDING DEPOSITS

a. Amount Outstanding; As on 31st March, 2023: Rs. 38.13 Crores

b. Date of acceptance; Various dates

c. Total amount accepted and renewed; Rs. 4.56 Crores (during Financial Year 2022-23)

d. Rate of interest;

Amount of Deposits (in Rs.)	Rate of Interest (in %)	Other Terms
less than 1 (one) crore	For Public: 6.25% For Shareholders & Employees: 6.50%	Cumulative; Interest on half yearly rest basis
1 (one) crore or more	7%	Cumulative & Non-Cumulative; Interest on quarterly rest basis

Duration - 36 Months
 Mode of Payment & Repayment: Cheque / Demand Draft / Bank Transfer (NEFT / RTGS)

e. Total number of depositors as on March 31, 2023; 104

f. Default, if any, in repayment of deposits and payment of interest thereon, if any, including number of depositors, amount and duration of default involved; None

g. Any waiver by the depositors, of interest accrued on deposits; None

4. FINANCIAL POSITION OF THE COMPANY

a. Profits of the Company, before and after making provision for tax, for the three financial years immediately preceding the date of issue of circular or advertisement;

Year	2020-21	2021-22	2022-23
Profit / (Loss) Before Tax	875.77	1,539.56	1,454.49
Profit / (Loss) After Tax	662.48	1,048.75	961.49

b. Dividends declared by the Company in respect of the said three financial years; interest coverage ratio for last three years (Cash profit after tax plus interest paid or interest paid)

	2020-21	2021-22	2022-23
Total Dividend (including interim dividend)	465%	735%	700%
Interest coverage Ratio*	13.57	41.70	61.00

* Final Dividend is subject to approval of the shareholders

*Interest Coverage Ratio= Earnings** / Net finance charges*** + Interest paid during the period

** Earnings = Profit before tax (+) Depreciation and amortisation (+) Finance cost (-) interest and dividend income (-) net gain/(loss) on sale of current investments

*** Net finance charges = Finance cost (including interest capitalised on qualifying assets during construction period) (-) interest and dividend income (-) net gain/(loss) on sale of current investments

c. A summary of the financial position of the Company as in the three audited balance sheets immediately preceding the date of issue of circular or advertisement;

EQUITY AND LIABILITIES	Rupees/Crores			ASSETS	Rupees/Crores		
	As on 31.3.2021	As on 31.3.2022	As on 31.3.2023		As on 31.3.2021	As on 31.3.2022	As on 31.3.2023
Share Capital	31.35	31.35	31.35	Fixed Assets	3359.69	3781.25	5596.11
Reserves & Surplus	4651.47	5494.74	6237.18	Non-current Investments	74.79	98.59	347.07
Non-current Liabilities	1316.43	1476.07	1947.80	Long Term Loans and Advances	129.75	23.44	22.13
Current Liabilities (including liabilities associated with asset classified as held for sale)	1759.22	2295.92	2491.25	Other Non-current Assets	115.20	258.50	232.27
Total	7768.47	9298.08	10707.58	Current Assets (including assets classified as held for sale)	4089.04	5136.30	4510.00
Previous year's figures regrouped, wherever necessary				Total	7768.47	9298.08	10707.58

d. Audited Cash Flow Statement for the three years immediately preceding the date of issue of circular or advertisement;

	Rupees / Crores		
Cash Flow from	2020-21	2021-22	2022-23
Operating Activities	1868.88	1200.73	1306.38
Investing Activities	(639.08)	(885.91)	(1558.94)
Financing Activities	(913.59)	(280.40)	(228.80)
Total Cash Flows	316.21	34.42	(481.36)

Previous year's figures regrouped, wherever necessary

5. A DECLARATION BY THE DIRECTORS THAT-

a. the Company has not defaulted in the repayment of deposits accepted either before or after the commencement of the Act or payment of interest on such deposits.

b. the board of directors have satisfied themselves fully with respect to the affairs and prospects of the Company and that they are of the opinion that having regard to the estimated future financial position of the Company, the Company will be able to meet its liabilities as and when they become due and that the Company will not become insolvent within a period of one year from the date of issue of the circular or advertisement;

c. the Company has complied with the provisions of the Act and the rules made thereunder;

d. the compliance with the Act and the rules does not imply that repayment of deposits is guaranteed by the Central Government;

e. the deposits accepted by the Company before the commencement of the Act have been repaid;

f. in case of any adverse change in credit rating, depositors will be given a chance to withdraw deposits without any penalty;

g. the deposits shall be used only for the purposes indicated in the Circular or circular in the form of advertisement;

h. the deposits accepted by the Company are unsecured and rank pari passu with other unsecured liabilities of the Company.

6. DISCLAIMER

It is to be distinctly understood that filing of circular or circular in the Form of advertisement with the Registrar should not in any way be deemed or construed that the same has been cleared or approved by the Registrar or Central Government. The Registrar or Central Government does not take any responsibility either for the financial soundness of any deposit scheme for which the deposit is being accepted or invited or for the correctness of the statements made or opinions expressed in the circular or circular in the Form of advertisement. The depositors should exercise due diligence before investing in the deposits schemes.

This circular or circular in the form of advertisement inviting deposits (advertisement), the text of which has been approved by the Board of Directors in their meeting held on 24.7.2023, is issued on the authority and in the name of the Board of Directors of the Company. A copy of this advertisement duly signed by the majority of Directors of the Company has been filed with Registrar of Companies, NCT of Delhi & Punjab, Haryana, New Delhi, for registration.

By order of the Board
 Sd/-
 (Sameet Gambhir)
 Company Secretary (FCS - 4658)

New Delhi
 25.7.2023

To,
 The Board of Directors
 DCM Shriram Limited
 World Mark 1, 2nd Floor (West Wing)
 Aerocity, New Delhi-110037

INDEPENDENT AUDITORS' CERTIFICATE PURSUANT TO THE SECOND PROVISION OF SUB-RULE (1) OF THE COMPANIES (ACCEPTANCE OF DEPOSITS) AMENDMENT RULES, 2018 AND AS AMENDED AS AT MARCH 31, 2023

1. This certificate is issued in accordance with the terms of our engagement letter dated July 17, 2023.

INTRODUCTION

2. We, Deloitte Haskins & Sells, Chartered Accountants (Firm's Registration No. 015125N) the Statutory Auditors of DCM SHRIRAM LIMITED (the Company), having its Registered Office at 2nd Floor (West Wing), World Mark-1, Aerocity, New Delhi - 110037, for the year ended March 31, 2023, had examined the audited books of account and other relevant records and documents maintained by the Company. This includes the unmodified reports of the predecessor statutory auditor on the financial statements of the Company as at and for the years ended March 31, 2022, March 31, 2021, March 31, 2020, March 31, 2019, and March 31, 2018 and our unmodified report on the financial statement of the Company as at and for the year ended March 31, 2023.

MANAGEMENT'S RESPONSIBILITY

3. The Management is responsible for the adherence with the relevant provisions of the Companies Act, 2013 (the Act), the applicable Rules (including Companies (Acceptance of Deposits) Rules, 2014) and the directives of the Reserve Bank of India (RBI) relating to the acceptance of deposits by the Company and ensuring that there are no defaults in the repayment of deposits and payment of interest on such deposits accepted either before or after the commencement of the Act. This responsibility includes the design, implementation and maintenance of internal control relevant to the compliance.

AUDITORS' RESPONSIBILITY

4. Our procedures have been planned to obtain all information and explanations that we considered necessary to provide limited assurance on the absence of defaults, if any, in the repayment of deposits or in the payment of interest on such deposits accepted either before or after the commencement of the Act and the making good of defaults, if any, identified. Further, it is our responsibility to verify, based on the information and explanations provided to us by the Management, that, in case the Company has committed a default in the repayment of deposits accepted either before or after the commencement of the Act or in the payment of interest on such deposits, the Company had made good the default within a period of five years has lapsed since the date of making good the default as the case may be.

In carrying out our procedures, we have considered the following criteria:

a. Assertions made by us in our report on the financial statements of the Company as at and for the year ended March 31, 2023 and by the predecessor auditor in their report on the financial statements of the Company as at and for the years ended March 31, 2022, March 31, 2021, March 31, 2020, March 31, 2019, and March 31, 2018, with regard to the compliance with the directives issued by the RBI and the provisions of sections 73 to 76 and other relevant provisions of the Act and the rules framed thereunder, or, as the case may be, the provisions of sections 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed there under, where applicable, with regard to deposits accepted from the public.

b. Assertions made by the Board of Directors in their reports to members for the years ended March 31, 2023, March 31, 2022, March 31, 2021, March 31, 2020, March 31, 2019, and March 31, 2018, with regard to deposits accepted from the shareholders and from public and no default in repayment of deposits and interest thereon.

c. Form DPT-1 for the year ended March 31, 2023, March 31, 2022, March 31, 2021, March 31, 2020, March 31, 2019, and March 31, 2018, containing the declarations made by the Directors of the Company to the effect that the Company has not defaulted in the repayment of deposits accepted either before or after the commencement of the Act, or payment of interest thereon.

d. Monthly email Declaration made during the period April 01, 2022 to March 31, 2023, by the treasury team on behalf of the management to the credit rating agencies viz. CRISIL and ICRA, that there has been no delay / default in repayment of interest / principal of debt.

5. We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the Institute of Chartered Accountants of India (ICAI) and Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, which include the concepts of test checks and materiality. The Guidance note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI. The procedures performed in a limited assurance engagement vary in nature, and are less in extent than for, a reasonable assurance engagement and consequently the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that have been obtained had a reasonable assurance engagement been performed.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC 1), Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

CONCLUSION

7. Based on our examination as stated above and according to the information and explanations provided to us, nothing has come to our attention that causes us to believe that:

a) The Company has committed any default in the repayment of deposits or in the payment of interest on such deposits accepted either before or after the commencement of the Act that were outstanding during the year.

b) The Company has committed default that had to be made good as at March 31, 2023, March 31, 2022, March 31, 2021, March 31, 2020, March 31, 2019, and March 31, 2018.

RESTRICTION ON USE

8. This certificate is issued to the Board of Directors of the Company for onward submission to the Registrar of Companies along with Form DPT 1 for the year ended March 31, 2023 and should not be used for any other purpose without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing.

For DELOITTE HASKINS & SELLS
 Chartered Accountants
 (Firm's Registration No. 015125N)

Vijay Agarwal
 (Partner)
 (Membership No. 004468)
 (UDIN: 23094468GYP04363)

Place: New Delhi
 Date: July 24, 2023

SIL INVESTMENTS LIMITED

Regd. Office: Pachpahar Road, Bhawanimandi-326502 (Rajasthan) Tel. No.: 07433-222082;
 Email: investor.grievances@silinvestments.in; Website: www.silinvestments.in CIN : L17301RJ1934PLC002761

NOTICE OF THE EIGHTY NINTH ANNUAL GENERAL MEETING TO BE HELD THROUGH VIDEO CONFERENCE (VC) / OTHER AUDIO VISUAL MEANS (OAVM) / RECORD DATE

Notice is hereby given that the Eighty Ninth Annual General Meeting (AGM) of SIL Investments Limited (the Company) will be held on Saturday, 19th August, 2023 at 12.00 noon (IST) through Video Conference (VC) / Other Audio Visual Means (OAVM) to transact the business set out in the Notice of the AGM.

The AGM will be convened in compliance with applicable provisions of the Companies Act, 2013 (the Act) and the Rules made thereunder; provisions of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Listing Regulations) and the provisions of General Circular No. 10/2022 dated 28th December, 2022 issued by the Ministry of Corporate Affairs, Government of India (MCA) and Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/4 dated 5th January, 2023 issued by SEBI and other applicable circulars issued by MCA / SEBI. Members participating through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.

In compliance with above circulars, the Notice of the AGM together with the Annual Report will be sent to the Members electronically to the email IDs registered by them with the Depository Participants / the Company. The Notice of 89th AGM and the Annual Report for the financial year 2022-23 will also be available on the Company's website www.silinvestments.in, website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of National Securities Depository Limited (NSDL) at www.evoting.nsdl.com.

