



**ADM Agro Industries India Private Limited**  
**CIN : U01403MH2009PTC291309**  
 Vatika Professional Point, 3rd Floor, Golf Course  
 Extension Road, Sector-66, Gurgaon – 122 018,  
 Haryana, India  
 Ph. +91 124 4937800, Fax +91 124 4937889  
 Website – www.adm.com

### **Boards' Report**

To,  
 The Members,

Your Directors hereby present the 16<sup>th</sup> Annual Report on the business and operations of the Company and the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2025.

### **1. FINANCIAL SUMMARY OR PERFORMANCE OF THE COMPANY**

Pertaining to the period under review, your Directors are providing financial summary for both standalone as well as consolidated financial statements of the Company:

**(AMOUNT IN LACS)**

Particulars	FY 2024-25		FY 2023-24	
	Standalone	Consolidated	Standalone	Consolidated
Total Income				
a. Revenue from Operations	446,530.99	618,877.88	328,135.47	4,53,587.86
b. Other Income	5,577.41	7,057.06	4,315.80	5,805.00
Less: Total Expenditure (excluding Depreciation / Amortization / Extra Ordinary items)	446,125.62	628,366.43	3,31,619.05	4,66,543.87
Profit / (Loss) before Tax / Depreciation / Amortization / Extra ordinary items	5,982.78	2431.49	832.22	(7,151.01)
Less: Depreciation / Amortization	925.88	926.40	896.12	896.69
Profit/(Loss) before Tax/Extraordinary Items	5,056.89	(3,357.89)	(63.90)	(8,047.70)
Extraordinary Items	-	-	927.55	927.55
Profit/(Loss) before Tax	5,056.89	(3,357.89)	(991.45)	(8,975.28)
Less: Taxes	-	-	(426.78)	(426.77)
Share in net asset of associate for the year (for Consolidated)	-	-	-	-
Net Profit/(Loss) after tax	5,056.89	(3,357.89)	(564.67)	(8,548.51)
Add: Balance	(34542.51)	(52,105.27)	(33,977.84)	(43,556.79)

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Brought forward from Previous Year				
Less: Adjustment in Statement of Profit and Loss as per Amalgamation Scheme	-	-	-	-
Balance Profit / (Loss) carried forward to Balance Sheet	(29,485.61)	(55,463.16)	(34,542.51)	(52,105.30)

## 2. PERFORMANCE (STATE OF COMPANY'S AFFAIRS)

Total standalone income for the period under review was INR 4,46,530.99/- Lacs as against INR 3,28,135.47/- Lacs for the previous financial year. Profit after tax was INR 5,056.90/- Lacs as against the Loss after tax of INR (564.67)/- Lacs for the previous financial year. Basic and diluted earnings/(loss) per equity share was INR 0.83/- and INR 0.77/- per equity shares respectively against previous year basic and diluted earnings per share of INR (0.09)/- per equity share. However, total consolidated revenue from operation for the period under review was INR 618,877.88 Lacs as against INR 4,53,587.86/- Lacs for the previous financial year. After consolidation, the company has net loss after tax of INR (3,357.89) Lacs as against Loss of INR (8548.51) Lacs for the previous financial year. Basic and diluted earnings/(loss) per equity share was INR (0.55)/- per equity shares against previous year basic and diluted earnings per share of INR (1.40)/- per equity share.

## 3. CONSOLIDATED FINANCIAL STATEMENTS

Your Board of Directors have attached the consolidated financial statements prepared in accordance with the provisions of the Companies Act, 2013 and applicable Accounting Standards, read with the relevant rules made thereunder as part of the Annual Report. The annual accounts of the Subsidiary Company and the Associate Company and related details/ information shall be made available to the shareholders of the Company upon request. It shall also be kept open for inspection by the shareholders at the registered office of the Company at any working day during the normal business hours.

## 4. DETAILS OF HOLDING/ SUBSIDIARY / JOINT VENTURES / ASSOCIATE COMPANIES

The Company continue to be the subsidiary of Archer Daniels Midland Singapore, Pte. Ltd and continue to be the subsidiary as at 31st March, 2025.

The Company is having one Wholly Owned Subsidiary namely, ADM Agro Industries Kota & Akola Private Limited ("Wholly Owned Subsidiary") as at 31st March, 2025.

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There has been no change in the nature of business of Subsidiary Company. The financial statements of the Company being consolidated with its Subsidiary Company have been prepared in the manner as provided under Section 129 of the Companies Act, 2013 read with rules made there under.

Further, in accordance with Section 129(3) of the Companies Act, 2013 and rules made thereunder, a statement in Form AOC- 1, containing the salient features of the financial statements of the subsidiary company is annexed with financial statements.

**5. HIGHLIGHTS OF PERFORMANCE OF SUBSIDIARY AND ASSOCIATE COMPANY AND THEIR CONTRIBUTION TO THE COMPANY**

Particulars	ADM Agro Industries Kota & Akola Private Limited (Wholly Owned Subsidiary)	
	(Amount in LACS)	
	FY 2024- 2025	FY 2023-24
Total Income	1,92,302.12	1,36,003.49
Less: Total Expenditure (excluding Depreciation/Amortization)	2,00,716.39	1,43,986.73
Profit/(loss) before Tax/Depreciation/Amortization	(8,414.26)	(7,984.38)
Less: Depreciation/Amortization	0.52	0.57
Less: Taxes CurrentTax /MAT	-	-
MAT CreditEntitlement	-	-
MAT credit Reversal	-	-
Deferred Tax	-	-
Excess provision of tax relating to earlier years	-	-
Net Profit/(Loss)after tax	(8,414.78)	(7,983.81)
Add: Balance brought forward from previous year	(34,767.33)	(26,783.52)
<b>Balance Profit/(Loss) carried forward to balance sheet</b>	<b>(43,182.11)</b>	<b>(34,767.33)</b>



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**6. DIVIDEND**

The Board of Directors of the Company do not recommend any dividend for the financial year ended 31st March, 2025 to the equity shareholders of the Company.

**7. RESERVES**

Your Directors have not transferred any amount to the credit of Reserves of the Company for the financial year ended as on 31st March, 2025.

**8. CHANGE IN THE NATURE OF BUSINESS, IF ANY**

There was no change in the nature of business of the Company during the financial year ended on 31st March, 2025.

**9. SHARE CAPITAL**

**(a) Authorised Share Capital**

During the Financial Year ended 31st March, 2025, there has been no change in the Authorised Share Capital of the Company. As on 31st March, 2025, the Authorised Share Capital of the Company stood at INR 7,55,00,00,000/- (INR Seven Hundred and Fifty Five Crores only) divided into 75,50,00,000 (Seventy Five Crore and Fifty Lakhs) Equity Shares of INR 10/- (INR Ten only) each.

**(b) Issued and Paid up Share Capital**

During the Financial Year ended 31st March, 2025, there has been no change in the issued and paid up share capital of the Company. As on 31st March, 2025, the issued and paid-up Share Capital of the Company stood at INR 6,12,62,30,130/- (INR Six Hundred Twelve Crore Sixty Two Lakh Thirty Thousand One Hundred and Thirty only) divided into 61,26,23,013 (Sixty One Crore Twenty Six Lakh Twenty Three Thousand and Thirteen) Equity Shares of INR 10/- (INR Ten only) each.

Further, subsequent to the financial year ended 31st March, 2025 till as on the date of report, the Authorised Share Capital of the Company has been increased to INR 9,65,00,00,000 (INR Nine Hundred and Sixty Five Crores only) divided into 96,50,00,000 (Ninety Six Crore and Fifty Lakhs) Equity Shares of INR 10/- (INR Ten only) each.







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**10. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

There were no material changes and commitments affecting the financial position of the Company that have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report, affecting the financial position of the Company.

**11. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

There are no significant or material order have passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

**12. DETAILS OF THE RELATED PARTY TRANSACTIONS**

The contracts or arrangements with related parties referred to in sub-section (1) of Section 188 read with Section 2(76) of the Companies Act, 2013 entered into by the Company during the financial year 2024-25 were in the ordinary course of business and at arm's length basis.

The term "Material Transactions" has not been defined and therefore for the purpose of disclosure of material transactions as mentioned in the form AOC-2, the Company has taken the definition from the "Guidance Note on Related Party Transactions" issued by the Institute of Company Secretaries of India,

As per said guidance note, the threshold limits for 'material transactions' is provided in Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014 for unlisted companies.

Accordingly, in your Company there were no material transactions entered with Related Parties in accordance with the provisions of AS-18.

Further, During the Financial Year ended on 31st March, 2025, the Company has carried out transactions with its Ultimate holding company, Holding company, Fellow subsidiary companies. However, the Company is a Private Limited Company and vide Ministry of Corporate Affairs notification dated 5th June, 2015, a Private Limited Company is exempted to comply with certain provisions of Companies Act, 2013. The said notification excludes a holding company, subsidiary company, associate company and fellow subsidiary companies as described in sub clause (viii) of clause (76) of Section 2 of Companies Act, 2013 from the definition of a related party and hence, compliance of Section 188 of the Companies Act, 2013 w.r.t related party transactions does not apply. In view of the said understanding, no particulars are being

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provided in the Form AOC-2.

Further, the summary of contracts/arrangements/ transactions entered with Related Parties are disclosed under Note 34 of the Financial Statement of the Company.

### **13. DEPOSITS**

During the period under review, your Company has not accepted any deposits pursuant to the provisions of Chapter V (Acceptance of Deposits by Companies) of the Companies Act, 2013 and rules made thereunder (including any amendment therein or any re-enactment thereof, if any).

### **14. DISCLOSURE OF MAINTENANCE OF COST RECORDS AS SPECIFIED BY THE CENTRAL GOVERNMENT UNDER SUB-SECTION (1) OF SECTION 148 OF THE COMPANIES ACT, 2013**

Pursuant to provisions of the Section 141 read with Section 148 of the Companies Act, 2013 and rules made thereunder (including any amendment therein or re-enactment thereof, if any), M/s. K. G. Goyal & Associates, Cost Accountants (Registration. No. 000024) were appointed as Cost Auditors of the Company for the financial year ended on 31st March, 2025 and has conducted the cost audit of the cost records prepared by the Company for the period under review.

The cost accounts and records of the Company are duly prepared and maintained by the company as required under Section 148 of the Companies Act, 2013 and rules made thereunder pertaining to cost audit.

Further, the Cost Audit Report for the financial year ended March 31, 2025 as provided by M/s K.G. Goyal & Associates, Cost Auditor does not have any qualification or adverse remarks which require any clarification/ explanation.

### **15. CORPORATE SOCIAL RESPONSIBILITY (CSR)**

The CSR Committee comprises of three (3) Directors namely Mr. Amrendra Swaroop Mishra as Chairman of the Committee, Mr. Animesh Ballabh and Mr. Kshirodh Aggarwal as the members of the Committee. During the year, no meeting of the CSR Committee was held.

Further, as per Section 135 of the Companies Act, 2013, the Company was required to spent at least 2% of the average net profit of last three years as calculated in terms of Section 198 of the Companies Act, 2013. However, the average net profit in terms of Section 198 of the Companies Act, 2013 of the Company is negative. Hence, the Company has not made any CSR expenditure during the Financial Year 2024-25. However, the Annual Report on CSR for financial year ended 31st March, 2025 is given as **Annexure-A**.

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#### **16. SECRETARIAL AUDITORS**

In terms of Section 204 of the Companies Act, 2013 and Rules framed thereunder, the Board of Directors of the Company has appointed M/s M.D. & Associates (CP No. 10819/Firm Registration No. 12012DE914100) as the Secretarial Auditors of the Company for the Financial Year 2024-25 in its meeting held on February 19, 2025. The Company provided all the assistance and the facilities to the Secretarial Auditors for conducting the Secretarial Audit. Secretarial Audit Report as provided by M/s M.D. & Associates, Company Secretaries is also annexed to this Report, in the prescribed Form MR-3, as **Annexure-B**.

The Secretarial Audit Report does not contain any material qualification, reservation, adverse remark or disclaimer.

#### **17. STATUTORY AUDITORS**

The existing Statutory Auditors, M/s. Haribhakti & Co. LLP (Firm Registration No. 103523W/W100048) were appointed as Statutory Auditors of the Company at 13th Annual General Meeting till conclusion of 18th Annual General Meeting of the Company to be held in the financial year 2026-27.

#### **18. AUDITORS' REPORT & QUALIFICATION THEREIN**

There were no qualifications or adverse remarks or reservations or disclaimers made by M/s. Haribhakti & Co. LLP, Statutory Auditors in their Report on the financial statement of the Company as on March 31, 2025.

#### **19. DETAILS IN RESPECT OF FRAUDS REPORTED BY STATUTORY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143**

The Statutory Auditors have not come across any instance of fraud by the Company or on the Company by its officers or employees during the financial year under review.

#### **20. ANNUAL RETURN**

In terms of Section 92(3) of the Companies Act, 2013 read with Rules made thereunder, amended and made effective by Ministry of Corporate Affairs vide Notification No. 2589, dated August 28, 2020 and vide Notification No. 432, dated August 28, 2020 respectively, a copy of the Annual Return of your Company for the Financial Year ended March 31, 2025, in Form MGT- 7 along with relevant annexures, will be available at <https://www.adm.com/en-us/about-adm/locations/asia-pacific/>.

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## **21. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in **Annexure-C** and forms part of this Report.

## **22. ADEQUACY OF INTERNAL FINANCIAL CONTROL SYSTEMS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The Company has a proper and adequate system of internal controls. This ensures that all assets are safeguarded and protected against loss from unauthorized use or disposition and those transactions are authorized, recorded and reported correctly.

## **23. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

The Board of Directors of your Company comprised of the following Directors as on March 31, 2025:

Name	Designation
Mr. Amrendra Swaroop Mishra (DIN: 08125868)	Managing Director
Mr. Sanjay Prakash Laud (DIN: 06920090)	Whole Time Director
Mr. Prabhat Kumar Gupta (DIN: 07432747)	Whole Time Director
Mr. Animesh Ballabh (DIN: 07491421)	Whole Time Director
Mr. Kshirodh Aggarwal (DIN: 07290927)	Whole Time Director

Following changes took place in the office of Directors and Key Managerial Personnel during the Financial Year 2024-25 and upto the date of the report:

1. Resignation of Mrs. Arpita Duarah (DIN: 07609276) from the post of Whole Time Director of the Company with effect from closure of business hours of August 30, 2024.
2. Resignation of Ms. Kritika Singh from the post of Company Secretary of the Company with effect from closure of working hours of February 28, 2025.
3. Appointment of Ms. Preeti Mantri as Company Secretary of the Company with effect from March 01, 2025.

## **24. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS**

During the period under review five (05) Board meetings were held during the financial year 2024-25 on the following dates:

1. 22<sup>nd</sup> May, 2024
2. 06<sup>th</sup> June, 2024
3. 31<sup>st</sup> August 2024
4. 12<sup>th</sup> December, 2024

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5. 19<sup>th</sup> February, 2025

**ATTENDANCE:**

**Board Meeting Attendance:**

S. No.	Director's Name	Number of Meetings convened during Director's tenure in FY 2024-25 and Director's Attendance				
		22.05.2024	06.06.2024	31.08.2024	12.12.2024	19.02.2025
1.	Mr. Amrendra Swaroop Mishra	Attended	Absent	Attended	Attended	Attended
2.	Mr. SanjayPrakash Laud	Absent	Absent	Attended	Absent	Absent
3.	Mr. Prabhat Kumar Gupta	Attended	Absent	Attended	Attended	Attended
4.	Mr. Animesh Ballabh	Absent	Absent	Absent	Attended	Attended
5.	Ms. Arpita Duarah	Attended	Attended	Absent	NA	NA
6.	Mr. Kshirodh Aggarwal	Attended	Attended	Attended	Absent	Attended

**25. VIGIL MECHANISM POLICY FOR DIRECTORS AND EMPLOYEES.**

As intimated in the previous year's Board Report of the Company that due to the regulatory mandate under Section 177(9) of the Companies Act, 2013 and rules made thereunder (including any amendments therein or any re-enactment thereof, if any) that places greater stress on establishment of vigil mechanism in the Company for its Directors and employees, so that they may report their genuine concerns and grievances, Company had established a Vigil Mechanism Policy. The Vigil Mechanism Policy is enclosed and marked as **Annexure-D**, and the same is placed by the Company on its website having URL [https://www.adm.com/globalassets/about-adm/locations/asia-pacific/adm-india\\_vigil-mechanism-policy-compressed.pdf](https://www.adm.com/globalassets/about-adm/locations/asia-pacific/adm-india_vigil-mechanism-policy-compressed.pdf).

During the year the Company had received (10) Complaints out which (3) Complaints are pending to be resolved as on 31st March, 2025.



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**STATEMENT OF NO. OF COMPLAINTS RECEIVED UNDER VIGIL MECHANISM/  
WHISTLE BLOWER POLICY FOR THE YEAR FY 24-25**

Particulars	No. of complaints
No. of complaints received during the period	10
No. of complaints disposed of during the period	7
No. of complaints remaining unresolved as on 31 <sup>st</sup> March 2025	3

**26. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

During the period under review, there were no loans granted / investment made / guarantee given by the Company under Section 186 of the Companies Act, 2013 and rules made thereunder.

**27. RISK MANAGEMENT POLICY**

Your Company understands that controlling risks through a formal program is necessary for the well-being of the Company. To this end, the Board has Risk Management Policy to identify the risks impacting the business and formulate strategies / policies aimed at risk mitigation as a part of the risk management.

The Company has updated its Risk Management Policy for Derivatives and Foreign Exchange Transactions and it outlines the parameters of identification, assessment, monitoring and mitigation of various risks which are required to achieve business objectives.

**28. DOWNSTREAM INVESTMENT**

During the period, the Company has not made any downstream investment in terms of FEMA Non-Debt Rules, 2019.

**29. REPORT UNDER THE PREVENTION OF SEXUAL HARASSMENT ACT**

The Company towards ensuring harassment free workplace, has in place an Anti-Sexual Harassment Policy in line with the requirements of “The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013” (**Annexure F**).

Further, Internal Complaints Committee (ICC) has been set up to redress the complaints received regarding sexual harassment. The following is the summary of sexual harassment complaints received and disposed off during the financial year under review:

(a) Number of complaints of sexual harassment received in the year.	Nil
(b) Number of complaints disposed off during the year.	Nil
(c) Number of cases pending for more than ninety days	Nil





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### **30. DIRECTORS' RESPONSIBILITY STATEMENT**

As per the Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, the Board confirms that

- a) in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit/loss of the Company for that period;
- c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors had prepared the annual accounts on a going concern basis; and
- e) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **31. THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR**

During the Financial Year 2024-25, there was no application made and proceeding initiated/pending under the Insolvency and Bankruptcy Code, 2016, by any Financial and/or Operational Creditors against your Company. As on the date of this report, there is no application or proceeding pending against your company under the Insolvency and Bankruptcy Code, 2016.

### **32. THE DETAILS OF DIFFERENCE BETWEEN THE AMOUNT OF VALUATION AT THE TIME OF ONE-TIME SETTLEMENT AND THE VALUATION DONE AT THE TIME OF TAKING A LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF**

During the Financial Year 2024-25, the Company has not made any settlement with its Bankers from which it has accepted any term loan.

### **33. COMPLIANCES OF APPLICABLE SECRETARIAL STANDARDS**

The Board confirms that during the financial year ended 31st March, 2025, the Company has complied with applicable clauses of the Secretarial Standards issued by the Institute of Company Secretaries of India.





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**34. MATERNITY BENEFIT ACT 1961**

The Company has complied with all applicable provisions relating to the Maternity Benefit Act 1961 and all benefits and entitlements are duly extended to eligible employees.

**35. ACKNOWLEDGEMENTS**

Your Directors wish to acknowledge the support and valuable contributions made by the employees, at all levels. We continue to motivate and provide requisite training to our workforce to enhance their contribution towards the goals of the Company.

For and on behalf of the Board

**ADM Agro Industries India Private Limited**

  
**Amrendra Swaroop Mishra**

**DIN: 08125868**

Managing Director & Chairman of Committee

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122002 Haryana

  
**Kshirodh Aggarwal**

**DIN: 07290927**

Whole Time Director

Add: A101, IDC Apartment, Sector-11,  
Plot 8C, Dwarka, Delhi- 110075

**Place: Gurugram**

**Date: 30.07.2025**





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## **ANNEXURE – A**

### **Annual Report on Corporate Social Responsibility (CSR) Activities**

#### **[Pursuant to clause (o) of sub-section (3) of section 134 of the Act and Rule 8 of the Companies (Corporate Social Responsibility) Policy Rules, 2014]**

##### **1. A brief outline on CSR policy of the Company:**

The CSR policy of the Company provides guidance on the protocols to be followed for all expenditures to be incurred (including expenditure by way of contribution) in India towards the social, economic and environmental development of the communities where the Company operates its business, as a responsible corporate citizen. This policy describes the standards for granting, managing and tracking expenditures towards Corporate Social Responsibility Program of the Company. The complete CSR policy (**Annexure E**) is placed by the Company on its website having the URL: <https://www.adm.com/adm-worldwide/india/locations-policies>

##### **2. The Composition of the CSR Committee:**

Following is the Composition of CSR Committee:

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Amrendra Swaroop Mishra	Chairman	NIL	NIL
2.	Mr. Kshirodh Aggarwal	Member	NIL	NIL
3.	Mr. Animesh Ballabh	Member	NIL	NIL

3. Provide the web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:  
[https://www.adm.com/globalassets/about-adm/locations/asia-pacific/adm-india\\_csr-policy-and-constituion-compressed.pdf](https://www.adm.com/globalassets/about-adm/locations/asia-pacific/adm-india_csr-policy-and-constituion-compressed.pdf)
4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.: Not applicable
5. (a) Average net profit of the company as per sub-section (5) of section 135: (INR. 11,32,12,697)  
(b) Two percent of average net profit of the company as per sub-section (5) of section 135: NIL  
(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: NIL  
(d) Amount required to be set-off for the financial year, if any: Not applicable  
(e) Total CSR obligation for the financial year [(b)+(c)-(d)]: NIL





ADM Agro Industries India Private Limited  
CIN : U01403MH2009PTC291309  
Vatika Professional Point, 3rd Floor, Golf Course  
Extension Road, Sector-66, Gurgaon – 122 018,  
Haryana, India  
Ph. +91 124 4937800, Fax +91 124 4937889  
Website – www.adm.com

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Not applicable  
(b) Amount spent in Administrative Overheads: Not applicable  
(c) Amount spent on Impact Assessment, if applicable: Not applicable  
(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: Not applicable  
(e) CSR amount spent or unspent for the Financial Year: Not applicable

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
-	-	-	-	-	-

- (f) Excess amount for set-off, if any: Not applicable

S. No.	Particular	Amount (in `)
(i)	Two percent of average net profit of the company as per section 135(5)	-
(ii)	Total amount spent for the Financial Year	-
(iii)	Excess amount spent for the financial year ((ii)-(i))	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years ((iii)-(iv))	-

7. Details of Unspent CSR amount for the preceding three financial years:

S. No	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under section 135 (6) (in `)	Balance amount in unspent CSR amount under section 135(6) (in `)	Amount spent in the Financial Year (in `)	Amount transferred to a fund as specified under Schedule VII as per section 135(5), if any		Amount remaining to be spent in succeeding financial years (in `)	Deficiency, if any
					Amount (in `)	Date of transfer		
1	2021-22	NIL	NIL	NIL	-	-	-	-
2	2022-23	NIL	NIL	NIL	-	-	-	-
3	2023-24	60,22,000	60,22,000	15,46,650	-	-	44,75,350	-
	<b>TOTAL</b>	60,22,000	60,22,000	15,46,650	-	-	44,75,350	-

Regd. Office: Plot No J-97, MIDC, Tarapur Industrial Area, Doripuja Road, Near Mahabharat Chamber, Boisar – 401506, District Palghar, Maharashtra





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**8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No**

Yes/No

If Yes, enter the number of Capital assets created / acquired: Not Applicable

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
1	2	3	4	5	6		
					CSR Registration Number, if applicable	Name	Registered address
-	-	-	-	-	-	-	-

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

**9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). Not applicable**

For ADM Agro Industries India Private Limited

**Amrendra Swaroop Mishra**

**DIN: 08125868**

Managing Director & Chairman of Committee

Add: Apartment No. TDP - SA-F05-08, Tower, SA, 5th Floor, The Palm Drive, Sector-66, Gurugram-122002 Haryana

**Place: Gurugram**

**Date: 30.07.2025**

**Kshirodh Aggarwal**  
**DIN: 07290927**

Whole Time Director

Add: A101, IDC Apartment, Sector-11, Plot 8C, Dwarka, Delhi- 110075



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### **ANNEXURE-C**

#### **PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

##### **A. Conservation of energy:**

- **the steps taken or impact on conservation of energy;**
  - Heat recovery from deodorized oil by installing PHE's – Total steam saving of 2555 tons per year which is equivalent to **630 tCO<sub>2</sub>e reduction** per year.
  - Condensate Recovery System for solvent extraction plant-1 – Total steam saving of 820 tons per year which is equivalent to **202 tCO<sub>2</sub>e** reduction per year.
- **the steps taken by the Company for utilizing alternate sources of energy-**
  - New multifuel boiler of capacity 12 TPH of 2 boiler erection in progress and estimated completion by Dec-25. Fuel for this boiler will be biomass briquettes in place of coal and the consumption will be around 28,080 tons per year which is equivalent to coal of 16,095 MT per year. So, the net CO<sub>2</sub> emission reduction from this project is 33,748 MT per year
- **the capital investment on energy conservation equipment –**
  - New Multifuel Boiler project – 36,95,74,000/- Rs
  - Condensate Recovery System for solvent extraction plant-1 – 42,00,000/- Rs
  - AC energy saver devices for complete plant -- 3,75,000/- Rs
  - Heat recovery from deodorized oil by installing PHE's – 22,21,548/- Rs

##### **B. Technology absorption:**

- i. **the efforts made towards technology absorption-**
  - New multifuel boiler installation
- ii. **the benefits derived like product improvement, cost reduction, product development or import substitution –**
  - Configuration and fine tuning of HT and LT relay of PCC which resulted in false tripping, due to this 154 MT production saved.
  - Installation of 10 no's of energy saver device
  - Highly efficient pump installation in lecithin section resulted in power saving.
  - VD stand by pump installed; motor rating changed from 20 HP to 10 HP.
- iii. **In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) - NA**
- iv. **the expenditure incurred on Research and Development: NA**







**ADM Agro Industries India Private Limited**

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**C. Foreign exchange earnings and outgo (Figures in Lacs)**

Earnings in Foreign currency were **INR 8,186.35/-**

Expenses in foreign currency were **INR 406.55/-**

Value of import calculated on CIF Basis (on accrual basis) is **20,663.87/-**

For and on behalf of the Board

**ADM Agro Industries India Private Limited**

  
**Amrendra Swaroop Mishra**

**DIN: 08125868**

Managing Director

Add: Apartment No. TDP - SA-F05-08, Tower,  
SA, 5th Floor, The Palm Drive, Sector- 66,  
Gurugram- 122002 Haryana

  
**Kshirodh Aggarwal**

**DIN: 07290927**

Whole Time Director

Add: A101, IDC Apartment,  
Sector-11, Plot 8C, Dwarka,  
Delhi-110075

**Place: - Gurugram**

**Date: - 30.07.2025**

**FORM AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

**1. Details of contracts or arrangements or transactions not at arm's length basis – Not Applicable**

a. Name(s) of the related party and nature of relationship	
b. Nature of contracts/arrangements/transactions	
c. Duration of the contracts / arrangements/transactions:	
d. Salient terms of the contracts or arrangements or transactions including the value, if any	
e. Justification for entering into such contracts or arrangements or transactions	
f. Date(s) of approval by the Board	
g. Amount paid as advances, if any	
h. Date on which the special resolution was passed in general meeting as required under first proviso to Section 188	

**2. Details of material contracts or arrangement or transactions at arm's length basis**

a. Name(s) of the related party and nature of relationship	There were No material contracts or arrangement or transactions for Reporting.
b. Nature of contracts/arrangements/transactions	
c. Duration of the contracts / arrangements/transactions	
d. Salient terms of the contracts or arrangements or transactions including the value, if any	
e. Date(s) of approval by the Board, if any	
f. Amount paid as advances, if any	

For and on behalf of the Board of Directors  
ADM Agro Industries India Private Limited

  
**Amrendra Mishra**  
(Managing Director)

DIN No. 08125868

Add: Apartment No. TDP - SA-F05-08,  
Tower, SA, 5th Floor, The Palm Drive, Sector-  
66, Gurugram- 122002 Haryana

  
**Kshirodh Aggarwal**  
(Whole Time Director)

DIN No. 07290927

Add: A101, IDC Apartment, Sector-11, Plot  
8C, Dwarka, Delhi- 110075

Place:

Date:

**Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

*Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures*

**Part "A": Subsidiaries**

(All amount are in Indian Rupees Lakhs)

S. No.	Particulars	Details
1	Name of the subsidiary	ADM Agro Industries Kota & Akola Private Limited
2	The date since when subsidiary was acquired	12 <sup>th</sup> September, 2011
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	FY 2024-25
4	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Indian Rupee
5	Share capital	7,940.01
6	Reserves & Surplus	(33,917.56)
7	Total assets ( Other than Investment)	56,055.77
8	Total Liabilities	82,033.32
9	Investments	-
10	Turnover	192,302.12
11	Profit / (loss) before taxation	(8,414.78)
12	Provision for taxation	-
13	Profit / (loss) after taxation	-
14	Proposed Dividend	-
15	Extent of shareholding (in percentage)	100%

**Notes:** The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations - **Not Applicable**
- Names of subsidiaries which have been liquidated or sold during the year - **Not Applicable**

**For and on behalf of the Board of Directors**  
**ADM Agro Industries India Private Limited.**

  
**Amrendra Mishra**  
(Managing Director)  
DIN No. 08125868

  
**Kshirodh Aggarwal**  
(Whole Time Director)  
DIN No. 07290927

**Preeti Mantri**  
(Company Secretary)  
Membership No.: A31927

Place:

Date:

**Part “B”: Associates and Joint  
Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to  
Associate Companies and Joint Ventures- NOT APPLICABLE**

(All amount are in Indian Rupees Lakhs)

S. No.	Name of the Associates or Joint Ventures	Not Applicable
1.	Latest audited Balance Sheet Date	
2.	Date on which the Associate or Joint Venture was associated or acquired	
3.	Shares of Associate/Joint Ventures held by the company on the year end	
	No.	
	Amount of Investment in Associates/Joint Venture	
	Extend of Holding (in percentage)	
4.	Description of how there is significant influence	
5.	Reason why the associate/joint venture is not consolidated	
6.	Net worth attributable to shareholding as per latest audited Balance Sheet	
7.	Profit/Loss for the year	
(i)	Considered in Consolidation	
(ii)	Not Considered in Consolidation	

1. Names of associates or joint ventures which are yet to commence Operations: **Not Applicable**
2. Names of associates or joint ventures which have been liquidated or sold during the year: **Not Applicable**

**For and on behalf of the Board of Directors  
ADM Agro Industries India Private Limited.**

  
**Amrendra Mishra**  
(Managing Director)  
DIN No. 08125868

  
**Kshirodh Aggarwal**  
(Whole Time Director)  
DIN No. 07290927

**Preeti Mantri**  
(Company Secretary)  
Membership No.: A31927

Place:

Date:



**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 and books and papers of M/s ADM Agro Industries India Private Limited ("**Company**") as required to be maintained under the Companies Act, 2013 ("**the Act**") and the rules made there under for the financial year ended on March 31, 2025 ("**Review Period**"). 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 financial year correctly and adequately.
- B. during the review period, 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 therefore;
  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;

*During the review period, the Company was not required to file any forms and returns to the Regional Director, Tribunal, Court or other authorities.*

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;

*During the review period, The Company has not passed any resolution by postal ballot. Further, no committee meetings were held during the review period..*

5. Closure of Register of Members/Security holders, as the case may be.

*During the review period, the Company has not required to close its 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;

*During the review period, 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;

*During the review period, the Company has entered into transactions with related parties in the ordinary course of business and at arm's length basis, therefore provisions of Section 188 are not attracted.*

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;

*During the review period, the Company has not made any:*

- *issue or allotment of securities*
- *transfer or transmission of securities;*
- *buy back of securities;*
- *redemption of preference shares or debentures;*
- *alteration or reduction of share capital;*
- *conversion of shares/securities; and*
- *issue of share certificates.*

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.

*During the review period, the Company was not required to keep in abeyance the rights to dividend, right 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;

*During the review period, the Company has not declared/paid dividend. Further Company was not required to make any 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;

*During the review period, there was no appointment/ retirement or filing up of casual vacancies of the Directors.*

*During the review period, there was no re-appointment/ retirement/ filing up casual vacancies of the Key Managerial Personnel of the Company.*

13. Appointment/ reappointment/ filling up casual vacancies of Auditors as per the provisions of section 139 of the Act;

*During the review period, the Company has not made any appointment/ re-appointment or filling up of 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;

*During the review period, the Company was not required to take any approvals from the Central Government, Tribunal, Regional Director, Court or such other authorities under the provisions of the Act.*

15. Acceptance/ renewal/ repayment of deposits;

*During the review period, the Company has not made any 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;

*During the review period, the Company has not borrowed from its, Directors, members, Public Financial Institution, Banks and not required to file necessary forms for creation/ modification/ satisfaction of charges in that respect.*

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 ;

*During the review period, the Company has not made any investments or given any loan, guarantee or provide 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;

*The Company has not made any alteration of the Memorandum and/ or Articles of Association of the Company.*

**For Chandrasekaran Associates**

**Company Secretaries**

**FRN: P1988DE002500**

**Peer Review Certificate No.: 6689/2025**



**Shashikant Tiwari**

**Partner**

**Membership No. F11919**

**Certificate of Practice No. 13050**

**UDIN: F011919G001573897**



**Date: 15.10.2025**

**Place: Delhi**





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Website – www.adm.com

**LIST OF SHAREHOLDERS AS ON 31<sup>ST</sup> MARCH 2025**  
**ADM AGRO INDUSTRIES INDIA PRIVATE LIMITED**

S. No.	Name of Shareholder	Address	No. of Shares	Nominal Value of Shares (in Rs.)	Percentage of Shareholding
1.	Archer Daniels Midland Singapore Pte. Ltd.	230 Victoria Street, #11-08, Bugis Junction Towers, Singapore 188024	55,55,02,808	100	90.68
2.	ADM Asia Pacific Trading Pte. Ltd.	230 Victoria Street, #11-08, Bugis Junction Towers, Singapore 188024	198	1,980/-	0.00
3.	Mr. Amrendra Swaroop Mishra (As a nominee of ADM Singapore Pte. Ltd.)	Apartment No TPD-SA-F05-08, Tower SA, 5th Floor, The Palm Drive, Sector-66 Gurugram- 122002	2	20/-	0.00
4.	Wild Flavours International GmbH	Neugasse 22, 6300 Zug, Switzerland	1	10/-	0.00
5.	Mr. Amrendra Swaroop Mishra	Apartment No TPD-SA-F05-08, Tower SA, 5th Floor, The Palm Drive, Sector-66 Gurugram- 122002	3	30/-	0.00
6.	Mr. Pratik Mohapatra	Block E, 2nd Floor, Plot No 1 & 2, Mathura Road, New Delhi – 110065	1	10/-	0.00
7.	Neovia SAS	Talhouet, 56250 Saint-Nolff, France	5,71,20,000	57,12,00,000	9.32
<b>TOTAL</b>			<b>61,26,23,013</b>	<b>612,62,30,130</b>	<b>100</b>

**By order of the Board of Directors**  
**FOR ADM AGRO INDUSTRIES INDIA PRIVATE LIMITED**

  
**Preeti Mantri**  
Company Secretary  
Membership No. 31927