FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return

(other than OPCs and Small Companies)

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company Pre-fill U01403MH2009PTC291309 Global Location Number (GLN) of the company * Permanent Account Number (PAN) of the company AAHCA6963E (ii) (a) Name of the company ADM AGRO INDUSTRIES INDIA (b) Registered office address Plot No J-97, MIDC, Tarapur Industrial Area Doripuja Road, Near Mahavir Chambers, Boisar Palghar Thane Maharashtra 401500 (c) *e-mail ID of the company Indialegal@adm.com (d) *Telephone number with STD code 01244937800 (e) Website www.adm.com Date of Incorporation (iii) 30/04/2009 (iv) Type of the Company Category of the Company Sub-category of the Company **Private Company** Company limited by shares Subsidiary of Foreign Company

(v) Whether company is having share capital
Yes
No
(vi) *Whether shares listed on recognized Stock Exchange(s)
Yes
No

| (vii) *Financial year From date | 01/04/2021 | (DD/MM/YYYY) To date | 31/03/2022 | (DD/MM/YYYY) |
|---|-------------------------|------------------------------|------------------|--------------|
| (viii) *Whether Annual general r | meeting (AGM) held | Yes | No | 1 |
| (a) If yes, date of AGM | 26/12/2022 | | | |
| (b) Due date of AGM | 30/09/2022 | | | |
| (c) Whether any extension | for AGM granted | Yes | O No | |
| (d) If yes, provide the Serv extension | ice Request Number (S | SRN) of the application form | filed for F24538 | 480 Pre-fill |
| (e) Extended due date of A | GM after grant of exter | nsion | 31/12/2022 | |
| II. PRINCIPAL BUSINESS | SACTIVITIES OF T | | | |

| *Number of business activities 2 | |
|----------------------------------|--|
|----------------------------------|--|

| S.No | Main Activity group code | | Business Activity Code | Description of Business Activity | % of turnover of the company |
|------|--------------------------------|---------------|------------------------------|--------------------------------------|------------------------------------|
| 1 | с | Manufacturing | C1 | Food, beverages and tobacco products | 86.38 |
| 2 | G | Trade | G1 | Wholesale Trading | 13.62 |

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

*No. of Companies for which information is to be given 3

Pre-fill All

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|-------------------------------|-----------------------|---|------------------|
| 1 | Archer Daniels Midland Singar | | Holding | 100 |
| 2 | ADM AGRO INDUSTRIES KOTA | U15493HR1991PTC086016 | Subsidiary | 100 |
| 3 | ADM AGRO INDUSTRIES LATUF | U15143MH1991PTC378170 | Associate | 20.81 |

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|--|--------------------|-------------------|--------------------|-----------------|
| Total number of equity shares | 255,000,000 | 249,107,297 | 249,107,297 | 249,107,297 |
| Total amount of equity shares (in Rupees) | 2,550,000,000 | 2,491,072,970 | 2,491,072,970 | 2,491,072,970 |

Number of classes

| Class of Shares Equity Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital | | | |
|---|--------------------|-------------------|--------------------|-----------------|--|--|--|
| Number of equity shares | 255,000,000 | 249,107,297 | 249,107,297 | 249,107,297 | | | |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 | | | |
| Total amount of equity shares (in rupees) | 2,550,000,000 | 2,491,072,970 | 2,491,072,970 | 2,491,072,970 | | | |

1

(b) Preference share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|-------------------|--------------------|-----------------|
| Total number of preference shares | 0 | 0 | 0 | 0 |
| Total amount of preference shares (in rupees) | 0 | 0 | 0 | 0 |

Number of classes

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

0

(c) Unclassified share capital

| Particulars | Authorised Capital |
|-------------------------------------|--------------------|
| Total amount of unclassified shares | 0 |

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

| Class of shares | Number of shares | | | Total nominal amount | Total Paid-up amount | Total premium |
|------------------------------|------------------|-------|-----------|----------------------------|----------------------------|------------------|
| Equity shares | Physical | DEMAT | Total | | | |
| At the beginning of the year | 249,107,297 | 0 | 249107297 | 2,491,072,9 | 2,491,072, | |

| | | | 1 | - | | 1 |
|---|-------------|---|-----------|-------------|------------|---|
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Pubic Issues | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Rights issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Bonus issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Private Placement/ Preferential allotment | 0 | 0 | 0 | 0 | 0 | 0 |
| v. ESOPs | 0 | 0 | 0 | 0 | 0 | 0 |
| vi. Sweat equity shares allotted | 0 | 0 | 0 | 0 | 0 | 0 |
| vii. Conversion of Preference share | 0 | 0 | 0 | 0 | 0 | 0 |
| viii. Conversion of Debentures | 0 | 0 | 0 | 0 | 0 | 0 |
| ix. GDRs/ADRs | 0 | 0 | 0 | 0 | 0 | 0 |
| x. Others, specify | 1 | | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Buy-back of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify | | | | | | |
| At the end of the year | 249,107,297 | 0 | 249107297 | 2,491,072,9 | 2,491,072, | |
| Preference shares | | | | | | |
| At the beginning of the year | | | | | | |
| הל נוכ אכבווווווב טו נוכ אכמו | 0 | 0 | 0 | 0 | 0 | |
| | 0 | 0 | 0 | 0 | 0 | 0 |
| Increase during the year i. Issues of shares | | | | | | 0 |
| Increase during the year i. Issues of shares | 0 | 0 | 0 | 0 | 0 | |
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| Increase during the year i. Issues of shares ii. Re-issue of forfeited shares | 0 | 0 | 0 | 0 | 0 | 0 |

| ii. Shares forfeited | | 0 | 0 | 0 | 0 | 0 | 0 |
|------------------------------------|-----------------------------|----------------|---------------|--------|---|------|---|
| iii. Reduction of share capital | | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify | | | | | | | |
| At the end of the year | | 0 | 0 | 0 | 0 | 0 | |
| SIN of the equity shares | of the company | | | | | | |
| (ii) Details of stock spl | lit/consolidation during th | e year (for ea | ch class of s | hares) | 0 | | |
| Class o | of shares | (i) (ii) | | (iii) | | iii) | |
| Before split / | Number of shares | | | | | | |
| Consolidation Face value per share | | | | | | | |
| After split / | Number of shares | | | | | | |
| Consolidation | Face value per share | | | | | | |

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

| \boxtimes | Nil | | | |
|-------------|--|-----------------|---------------|------------------------------------|
| | [Details being provided in a CD/Digital Media] | ⊖ Yes | 🔿 No | Not Applicable |
| | | C | C | 0 |
| | Separate sheet attached for details of transfers | ⊖ Yes | O No | |
| | Separate sheet attached for details of transfers |) res | | |
| | | | | |
| Note | : In case list of transfer exceeds 10. option for submission as a se | eparate sheet a | attachment or | submission in a CD/Digit |

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

| Date of the previous annual general meeting | | | | | |
|--|---|--|--|--|--|
| Date of registration of transfer (Date Month Year) | | | | | |
| Type of transfer 1 - Equ | ity, 2- Preference Shares,3 - Debentures, 4 - Stock | | | | |
| Number of Shares/ Debentures/ Units Transferred | Amount per Share/ Debenture/Unit (in Rs.) | | | | |

| Ledger Folio of Trans | Ledger Folio of Transferor | | | | | |
|--|-------------------------------|--|-----------------------|--|--|--|
| Transferor's Name | | | | | | |
| | Surname | middle name | first name | | | |
| Ledger Folio of Transferee | | | | | | |
| Transferee's Name | | | | | | |
| | Surname | middle name | first name | | | |
| Date of registration c | of transfer (Date Month Year) | | | | | |
| Type of transfe | r 1 - E | quity, 2- Preference Shares,3 - | Debentures, 4 - Stock | | | |
| Number of Shares/ E Units Transferred | Debentures/ | Amount per Share/ Debenture/Unit (in Rs.) | | | | |
| Ledger Folio of Trans | sferor | | | | | |
| Transferor's Name | | | | | | |
| | Surname | middle name | first name | | | |
| Ledger Folio of Trans | sferee | | | | | |
| Transferee's Name | | | | | | |
| | Surname | middle name | first name | | | |

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

| Particulars | Number of units | Nominal value per unit | Total value |
|-------------------------------|-----------------|---------------------------|-------------|
| Non-convertible debentures | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |

| Particulars | Nominal value per unit | Total value |
|-------------|---------------------------|-------------|
| Total | | 0 |

Details of debentures

| Class of debentures | Outstanding as at the beginning of the year | - | Decrease during the year | Outstanding as at the end of the year |
|-------------------------------|---|---|-----------------------------|---------------------------------------|
| Non-convertible debentures | 0 | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 | 0 |

(v) Securities (other than shares and debentures)

| F | | | | | |
|--------------|------------|------------------|---------------|------------------|---------------------|
| Type of | Number of | Nominal Value of | Total Nominal | Paid up Value of | Total Paid up Value |
| Securities | Securities | each Unit | Value | each Únit | - |
| Coountioo | Cocantico | | r aldo | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| T () | | | | | |
| Total | | | | | |
| | | | | | |
| | L | | | | |

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

(i) Turnover

12,987,414,138

0

(ii) Net worth of the Company

106,207,970

VI. (a) *SHARE HOLDING PATTERN - Promoters

| S. No. | No. Category E | | ity | Prefer | ence |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 0 | 0 | 0 | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |

| 3. | Insurance companies | 0 | 0 | 0 | |
|-----|---|-------------|-----|---|---|
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 249,107,291 | 100 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 249,107,291 | 100 | 0 | 0 |
| | | | | | |

Total number of shareholders (promoters)

3

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

| S. No. | Category | Equity | | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 4 | 0 | 0 | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |

| 8. | Venture capital | 0 | 0 | 0 | |
|-----|---|---|---|---|---|
| | Body corporate (not mentioned above) | 0 | 0 | 0 | |
| 10. | Others Individual hold shares as No | 2 | 0 | 0 | |
| | Total | 6 | 0 | 0 | 0 |

Total number of shareholders (other than promoters)

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

| 3 | | |
|---|--|--|
| 6 | | |

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

| Details | At the beginning of the year | At the end of the year |
|-----------------------------------|------------------------------|------------------------|
| Promoters | 5 | 3 |
| Members (other than promoters) | 3 | 3 |
| Debenture holders | 0 | 0 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

| Category | | directors at the g of the year | Number of directors at the end of the year | | Percentage of shares held by directors as at the end of year | |
|--------------------------------------|-----------|-----------------------------------|---|---------------|--|---------------|
| | Executive | Non-executive | Executive | Non-executive | Executive | Non-executive |
| A. Promoter | 0 | 0 | 0 | 0 | 0 | 0 |
| B. Non-Promoter | 6 | 1 | 6 | 1 | 0 | 0 |
| (i) Non-Independent | 6 | 1 | 6 | 1 | 0 | 0 |
| (ii) Independent | 0 | 0 | 0 | 0 | 0 | 0 |
| C. Nominee Directors representing | 0 | 0 | 0 | 0 | 0 | 0 |
| (i) Banks & FIs | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Investing institutions | 0 | 0 | 0 | 0 | 0 | 0 |
| (iii) Government | 0 | 0 | 0 | 0 | 0 | 0 |
| (iv) Small share holders | 0 | 0 | 0 | 0 | 0 | 0 |

| (v) Others | 0 | 0 | 0 | 0 | 0 | 0 |
|------------|---|---|---|---|---|---|
| Total | 6 | 1 | 6 | 1 | 0 | 0 |

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 8

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

| Name | Name DIN/PAN Designation | | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|-----------------------|--------------------------|--------------------|-----------------------------------|--|
| Martin Kropp | 02158482 | Director | 0 | |
| Amrendra Swaroop Misl | 08125868 | Managing Director | 5 | |
| Sanjay Prakash Laud | 06920090 | Whole-time directo | 0 | |
| Prabhat Kumar Gupta | 07432747 | Whole-time directo | 0 | |
| Animesh Ballabh | 07491421 | Whole-time directo | 0 | |
| Kshirodh Aggarwal | 07290927 | Whole-time directo | 0 | |
| Keshav Kumar Sharma | 07635977 | Whole-time directo | 0 | |
| Mr. Ankit Jain | ANEPJ0601K | Company Secretar | 0 | |

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

| Name | Name DIN/PAN | | beginning / during | Ichange in designation/ | Nature of change (Appointment/ Change in designation/ Cessation) |
|------|--------------|--|--------------------|-------------------------|---|
| | | | | | |

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

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

| Number of meetings held | 1 | | | |
|-------------------------|-----------------|--|--------|----------------------------|
| Type of meeting | Date of meeting | Total Number of Members entitled to | Attend | ance |
| | | attend meeting | | % of total shareholding |
| ANNUAL GENERAL MEETI | 25/10/2021 | 6 | 5 | 100 |

B. BOARD MEETINGS

*Number of meetings held

5

0

| S. No. | Date of meeting | Total Number of directors associated as on the date | | | |
|--------|-----------------|---|------------------------------|-----------------|--|
| | | of meeting | Number of directors attended | % of attendance | |
| 1 | 29/04/2021 | 7 | 7 | 100 | |
| 2 | 28/06/2021 | 7 | 5 | 71.43 | |
| 3 | 20/09/2021 | 7 | 6 | 85.71 | |
| 4 | 16/02/2022 | 7 | 6 | 85.71 | |
| 5 | 17/03/2022 | 7 | 4 | 57.14 | |

C. COMMITTEE MEETINGS

| Νι | Imber of meeting | gs held | | | |
|----|------------------|--------------------|-----------------|-------------------------------|-------------------------------|
| | S. No. | Type of meeting | Date of meeting | Number of members attended | Attendance % of attendance |
| | 1 | | | | |

D. *ATTENDANCE OF DIRECTORS

| | | Board Meetings | | | Committee Meetings | | | Whether attended AGM |
|-----------|-----------------|---|-----------------------|------|-----------------------|-----------------------|--------------------|----------------------|
| S. No. | of the director | Number of Meetings which director was | Number of Meetings | % of | | Number of Meetings | % of attendance | held on |
| | | entitled to attend | attended | | entitled to attend | attended | allendance | 26/12/2022 |
| | | | | | | | | (Y/N/NA) |
| 1 | Martin Kropp | 5 | 4 | 80 | 0 | 0 | 0 | No |
| 2 | Amrendra Swa | 5 | 5 | 100 | 0 | 0 | 0 | No |
| 3 | Sanjay Prakas | 5 | 2 | 40 | 0 | 0 | 0 | No |
| 4 | Prabhat Kuma | 5 | 4 | 80 | 0 | 0 | 0 | Yes |
| 5 | Animesh Balla | 5 | 4 | 80 | 0 | 0 | 0 | No |
| 6 | Kshirodh Agga | 5 | 5 | 100 | 0 | 0 | 0 | Yes |
| 7 | Keshav Kuma | 5 | 4 | 80 | 0 | 0 | 0 | No |

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

🗌 Nil

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|--------------------|-----------------|--------------|------------|-------------------------------|-----------|-----------------|
| 1 | Amrendra Swaroop | Managing Direct | 12,007,333 | 0 | 0 | 597,195 | 12,604,528 |
| 2 | Sanjay Prakash Lau | Whole Time Dire | 6,832,255 | 0 | 0 | 320,436 | 7,152,691 |
| 3 | Prabhat Kumar Gup | Whole Time Dire | 7,126,731 | 0 | 0 | 434,689 | 7,561,420 |
| 4 | Animesh Ballabh | Whole Time Dire | 0 | 0 | 0 | 0 | 0 |
| 5 | Kshirodh Aggarwal | Whole Time Dire | 8,452,556 | 0 | 0 | 562,707 | 9,015,263 |
| 6 | Keshav Kumar Sha | Whole Time Dire | 5,184,999 | 0 | 0 | 327,107 | 5,512,106 |
| | Total | | 39,603,874 | 0 | 0 | 2,242,134 | 41,846,008 |

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

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|------------|----------------|--------------|------------|-------------------------------|---------|-----------------|
| 1 | Ankit Jain | Company Screta | 2,134,804 | 0 | 0 | 144,234 | 2,279,038 |
| | Total | | 2,134,804 | 0 | 0 | 144,234 | 2,279,038 |

Number of other directors whose remuneration details to be entered

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1 | | | | | | | 0 |
| | Total | | | | | | |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable Yes No provisions of the Companies Act, 2013 during the year

B. If No, give reasons/observations

Due to administrative reason the gap between two Board meetings exceeded the statutory timeliness of 120 days

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

| (A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS | Nil |
|--|-----|
|--|-----|

6

1

0



| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | | | Details of appeal (if any) including present status | | |
|--|--|---------------|--|--|--|--|--|
| | | | | | | | |
| (B) DETAILS OF CO | B) DETAILS OF COMPOUNDING OF OFFENCES NII | | | | | | |
| | Name of the court/ | | | | | | |

| Name of the | Name of the court/ concerned Authority | ISACTION LINDAR WHICH | Amount of compounding (in Rupees) | |
|-------------|--|-----------------------|--------------------------------------|--|
| | | | | |

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

| Yes | Ο | No |
|-----|-----|-------|
| | Yes | Yes 🔘 |

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

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

| Name | SHASHIKANT TIWARI |
|--------------------------------|-------------------|
| Whether associate or fellow | Associate Fellow |
| Certificate of practice number | 13050 |

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ..

24/06/2019

dated

RBC45

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

| Director | AMRENDRA Digitally signed by AMRENDRA SWAROOP Mishra MISHRA 15:11:22 + 05'30' | | |
|---------------------------------|--|--------------------------|--|
| DIN of the director | 08125868 | | |
| To be digitally signed by | Ankit Digitally signed by Ankit Jain Date: 2023.02.21 15:12:07 +05:30* | | |
| Company Secretary | | | |
| ○ Company secretary in practice | | | |
| Membership number 29499 | Certifi | icate of practice number | |
| | | | |
| Attachments | | | List of attachments |
| 1. List of share holders, de | ebenture holders | Attach | Extension of AGM.pdf |
| 2. Approval letter for exten | ision of AGM; | Attach | Form MGT-8_ADMI_2022v.pdf List of Shareholders_ADMI.pdf |
| 3. Copy of MGT-8; | | Attach | |
| 4. Optional Attachement(s |), if any | Attach | |
| | | | Remove attachment |
| Modify | Check Form | Prescrutiny | Submit |

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



CHANDRASEKARAN ASSOCIATES®

COMPANY SECRETARIES

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, 2022 ("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;
- maintenance of registers/ records & making entries therein within the time prescribed therefore;
- 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, Central Government and 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 gap between two Board Meetings had exceeded the statutory timelines as prescribed under the Companies Act, 2013. Further, the Company has not passed any resolution by postal ballot.

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

During the review period, the Company was not required to close its Register of Members/Security holders, as the case may be.

 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 loans to its directors and/ persons or firms or companies referred in Section 185 of the Act.

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7. contracts/ arrangements with related parties as specified in section 188 of the Act;

11-F, Pocket-IV, Mayur Vihar Phase-I, Delhi-110 091. Phone : 2271 0514, 2271 3708, E-mail : info@cacsindia.com, visit us at : www.cacsindia.com

CHANDRASEKARAN ASSOCIATES

Continuation.....

 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;
- transfer or transmission;
- buy back of securities;
- redemption of preference shares or debentures;
- alteration or reduction of share capital; and
- Conversion of shares/securities and issue of security certificates thereof.
- 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.

 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.

- 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;
- constitution/ appointment/ 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/ re-appointment/retirement/filing up of casual vacancies of the directors and key managerial personnel.

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/ reappointment or filling up of casual vacancies of auditors as per the provisions of section 139 of the Act.

 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 Regional Director, Central Government, Court or such other authorities under the provisions of the Act.

15. acceptance/ renewal/ repayment of deposits;



CHANDRASEKARAN ASSOCIATES

During the review period, the Company has not made any acceptance/ renewal/ repayment of deposits.

 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 institutions, and not required to file necessary forms for creation/ modification/ satisfaction of charges in that respect.

 Ioans 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.

 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 Articles of Association of the Company.

For Chandrasekaran Associates Company Secretaries FRN: P1988DE002500 Peer Réview Certificate No.: 1428/2021

Shashikant Tiwari Partner Membership No. F11919 Certificate of Practice No. 13050 UDIN: F011919D003174531

Date: 20.02.2023 Place: New Delhi

Note:

I. We are issuing this certificate post examining the Secretarial Records including Minutes, Documents, and other records etc., received by way of electronic mode from the Company and could not be verified from the original records. The management of the Company has confirmed that the records submitted to us are the true and correct.



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

LIST OF SHAREHOLDERS AS ON 31ST MARCH, 2022

| S. No. | Name of Shareholders | Address | Folio No. | No. of Equity Shares | Total Nominal Value (in Rs.) |
|-----------|--|---|-----------|-------------------------|---------------------------------|
| I | Archer Daniels Midland Singapore Pte. Ltd | 230 Victoria Street #11- 06 Bugis Junction Towers Singapore 188024 | 9 | 24,91,07,092 | 24,91,070,920 |
| 2 | ADM Asia Pacific Trading Pte. Ltd | 230 Victoria Street #11- 08, Bugis Junction Towers, Singapore 188024 | 12 | 198 | 1980 |
| 3 | Wild Flavors International GmbH | Neugasse 22, 6300 Zug, Switzerland | 13 | 1 | 10 |
| 4 | Mr. Pratik Mohapatra | Block E, 2 nd Floor, Plot No 1 & 2, Mathura Road, New Delhi – 110065 | 14 | 1 | 10 |
| 5 | Mr. Amrendra Swaroop Mishra (As a nominee of Archer Daniels Midland Singapore Pte. Ltd) | Apartment No TPD- SA-F05-08, Tower SA, 5 th Floor, The Palm Drive, Sector-66 Gurugram-122002 | 15 | 2 | 20 |
| 6 | Mr. Amrendra Swaroop Mishra | Apartment No TPD- SA-F05-08, Tower SA, 5 th Floor, The Palm Drive, Sector-66 Gurugram-122002 | 15 | 3 | 30 |
| | тот | AL | | 2,49,107,297 | 24,91,072,970 |

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

Ankit Jain Company Secretary Membership No: A29499 Address: E-006, Shree Vardhman Mantra, Ansal Esencia Sector 67, Gurugram, Haryana-122001

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



GOVERNMENT OF INDIA MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

DATED : 12-09-2022

IN THE MATTER OF M/S ADM AGRO INDUSTRIES INDIA PRIVATE LIMITE CIN U01403MH2009PTC291309 AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31-03-2022 and the Annual general meeting of the company is due to be held on 30-09-2022 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN F24538480 on 12-09-2022 requesting for an extension of time for the purpose of holding AGM on the following grounds

as per gronds stated in the application

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 3 months 0 days is considered.

ORDER

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 3 months 0 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.

| AFFAIRS 23 2 Meeting and the second of the | DS MINISTRY OF CORPORATE AFFAIRS 23 2 | CORPORATE AFFARS 23.2 Resign 1 adies to the accuracy and integrity of this document |
|---|---|---|
|---|---|---|

Yours faithfully, BENUDHAR MISHRA

Registrar of Companies

RoC - Mumbai

Mailing Address as per record available in Registrar of Companies office:

ADM AGRO INDUSTRIES INDIA PRIVATE LIMITE

Plot No J-97, MIDC, Tarapur Industrial Area, Doripuja Road, Near Mahavir Chambers, Boisar, Palghar, Thane, Maharashtra, India, 401506



Note: This letter is to be generated only when the application is approved by RoC office