

# 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]



सत्यमेव जयते

## Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

U01400MH2000PLC125781

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AACCM1298D

(ii) (a) Name of the company

MAHINDRA AGRI SOLUTIONS L

(b) Registered office address

MAHINDRA TOWERSDR G M BHOSLE MARG  
P K KURNE CHOWK WORLI  
MUMBAI  
Maharashtra  
400018

(c) \*e-mail ID of the company

baria.feroze@mahindra.com

(d) \*Telephone number with STD code

02224901441

(e) Website

www.mahindraagri.com

(iii) Date of Incorporation

11/04/2000

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

☐ Yes ☒ No

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,  
Financial District, Nanakramguda, Serilingampally

(vii) \*Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 23/07/2021

(b) Due date of AGM 30/09/2021

(c) Whether any extension for AGM granted ☐ Yes ☒ No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	G	Trade	G1	Wholesale Trading	100

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

\*No. of Companies for which information is to be given 12

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	MAHINDRA AND MAHINDRA L	L65990MH1945PLC004558	Holding	98.79
2	MAHINDRA GREENYARD PRIVA	U01403MH2014PTC255946	Subsidiary	100
3	MAHINDRA HZPC PRIVATE LIM	U01403MH2013PTC242474	Subsidiary	59.95
4	MAHINDRA SUMMIT AGRISCIE	U01400MH2018PLC315558	Subsidiary	60
5	MERAKISAN PRIVATE LIMITED	U51909MH2016PTC283578	Subsidiary	31.94
6	MAHINDRA FRESH FRUITS DIST		Subsidiary	100
7	OFD HOLDING BV		Subsidiary	0

8	ORIGIN DIRECT ASIA LIMITED		Subsidiary	0
9	ORIGIN FRUIT SERVICES SOUTH		Subsidiary	0
10	ORIGIN FRUIT DIRECT B.V.		Subsidiary	0
11	ORIGIN DIRECT ASIA (SHANGHAI)		Subsidiary	0
12	HDG-ASIA LTD		Associate	0

#### 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	95,600,000	94,173,080	94,173,080	94,173,080
Total amount of equity shares (in Rupees)	956,000,000	941,730,800	941,730,800	941,730,800

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	95,600,000	94,173,080	94,173,080	94,173,080
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	956,000,000	941,730,800	941,730,800	941,730,800

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	10,870,000	10,754,230	10,754,230	10,754,230
Total amount of preference shares (in rupees)	500,020,000	494,694,580	494,694,580	494,694,580

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
6% Optionally Convertible Cumulative Redeemable				
Number of preference shares	10,870,000	10,754,230	10,754,230	10,754,230
Nominal value per share (in rupees)	46	46	46	46
Total amount of preference shares (in rupees)	500,020,000	494,694,580	494,694,580	494,694,580

**(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	0	81,271,025	81271025	812,710,250	812,710,250	
Increase during the year	0	12,902,055	12902055	129,020,550	129,020,550	270,943,155
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	12,902,055	12902055	129,020,550	129,020,550	270,943,155
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 <div></div>						
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 <div></div>						
At the end of the year	0	94,173,080	94173080	941,730,800	941,730,800	
Preference shares						

<b>At the beginning of the year</b>	0	10,754,230	10754230	494,694,580	494,694,580	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption 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						
<b>At the end of the year</b>	0	10,754,230	10754230	494,694,580	494,694,580	

ISIN of the equity shares of the company

INE204U01018

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

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	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) \***

☒ Nil

[Details being provided in a CD/Digital Media]

☐ Yes

☐ No

☐ Not Applicable

Separate sheet attached for details of transfers

☐ Yes

☐ No

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	<input type="text"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor							
Transferor's Name							
	Surname		middle name		first name		
Ledger Folio of Transferee							
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
<b>Total</b>			0

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

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

**(i) Turnover**

2,520,198,453.51

**(ii) Net worth of the Company**

653,606,000

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	93,032,599	98.79	10,696,170	99.46
10.	Others	0	0	0	0
	<b>Total</b>	93,032,599	98.79	10,696,170	99.46

**Total number of shareholders (promoters)**

8

**(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	1,140,481	1.21	58,060	0.54
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	<b>Total</b>	1,140,481	1.21	58,060	0.54

**Total number of shareholders (other than promoters)**

23

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

31

**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	8	8
Members (other than promoters)	23	23
Debenture holders	0	0

## VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### (A) \*Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	1	5	1	6	0	0.31
(i) Non-Independent	1	3	1	4	0	0.31
(ii) Independent	0	2	0	2	0	0
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	<b>1</b>	<b>5</b>	<b>1</b>	<b>6</b>	<b>0</b>	<b>0.31</b>

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

9

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
PAWAN KUMAR GOEN	00254502	Director	220,000	
SHRIPRAKASH SHUKL	00007418	Director	0	
ASHOK HIRALAL SHAF	02766679	Managing Director	0	
DURGASHANKAR SUE	00044713	Director	50,000	
RAMESH GANESH IYE	00220759	Director	21,000	
ARUNA RAJENDRA BH	07474950	Director	0	
HARDEEP SINGH	00088096	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
MEGHNAD MITRA	ADMPM0166G	CFO	0	
FEROZE HOSHANG B	AADPB1596R	Company Secretar	0	

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

3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
SHRIPRAKASH SHUKL	00007418	Additional director	11/05/2020	Appointment
HARDEEP SINGH	00088096	Director	29/07/2020	Change in Designation
SHRIPRAKASH SHUKL	00007418	Director	29/07/2020	Change in Designation

**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

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	29/07/2020	28	7	99.08
EXTRA-ORDINARY GENE	10/08/2020	28	7	99.08
EXTRA-ORDINARY GENE	22/01/2021	28	7	99.02
EXTRA-ORDINARY GENE	26/03/2021	28	6	99.02

**B. BOARD MEETINGS**

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	11/05/2020	7	7	100
2	29/07/2020	7	6	85.71
3	27/10/2020	7	6	85.71

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	15/12/2020	7	6	85.71
5	22/01/2021	7	6	85.71

### C. COMMITTEE MEETINGS

Number of meetings held

11

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	11/05/2020	3	3	100
2	NOMINATION	11/05/2020	3	3	100
3	CORPORATE	11/05/2020	3	3	100
4	RISK MANAGI	11/05/2020	3	2	66.67
5	AUDIT COMM	29/07/2020	3	3	100
6	NOMINATION	29/07/2020	3	3	100
7	AUDIT COMM	27/10/2020	3	3	100
8	RISK MANAGI	27/10/2020	3	3	100
9	NOMINATION	15/12/2020	3	3	100
10	AUDIT COMM	22/01/2021	3	2	66.67

### D. \* ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								23/07/2021 (Y/N/NA)
1	PAWAN KUM,	5	5	100	4	4	100	Yes
2	SHRIPRAKAS	5	5	100	0	0	0	Yes
3	ASHOK HIRAI	5	5	100	2	2	100	Yes
4	DURGASHAN	5	3	60	6	5	83.33	Yes

5	RAMESH GAN	5	3	60	0	0	0	No
6	ARUNA RAJE	5	5	100	9	9	100	Yes
7	HARDEEP SII	5	5	100	11	11	100	Yes

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ASHOK HIRALAL S	Managing Direct	19,400,000	0	2,973,123	0	22,373,123
	Total		19,400,000	0	2,973,123	0	22,373,123

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MEGHNAD MITRA	CFO	16,675,000	0	1,336,211	0	18,011,211
2	FEROZE HOSHAN	CS	0	0	0	275,535	275,535
	Total		16,675,000	0	1,336,211	275,535	18,286,746

Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	HARDEEP SINGH	Independent Dir	0	0	0	580,000	580,000
2	ARUNA RAJENDR	Independent Dir	0	0	0	520,000	520,000
	Total		0	0	0	1,100,000	1,100,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

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

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

☒ Yes ☐ No

**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

Mukesh Siroya

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

4157

**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.

**Declaration**

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

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dated

30/01/2020

(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 complied 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.
- 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.**

To be digitally signed by

Director

ASHOK  
HIRALAL  
SHARMA

Digitally signed by  
ASHOK HIRALAL  
SHARMA  
Date: 2021.09.20  
21:46:13 +05'30'

DIN of the director

02766679

To be digitally signed by

Feroze  
Hoshang  
Baria

Digitally signed by  
Feroze Hoshang  
Baria  
Date: 2021.09.20  
20:26:22 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

11357

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

MASL\_List of Shareholders as on 3103202  
MGT-8\_signed\_MASL.pdf  
MASL\_Number of Committee Meetings he

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