

## ANNEXURE 'E' TO DIRECTORS REPORT

Form No. MGT-9

### EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31<sup>st</sup> March, 2020

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

#### I. REGISTRATION AND OTHER DETAILS:

- i) CIN : L15133UR1990PLC023970
- ii) Registration Date : 5<sup>th</sup> February, 1990
- iii) Name of the Company : Flex Foods Limited
- iv) Category / Sub-Category of the Company : Company Limited By Shares / Indian Non-Government Company
- v) Address of the Registered office and contact details : Lal Tappar Industrial Area, PO - Resham Majri, Haridwar Road, Dehradun, Uttarakhand  
Tel : 0135-2499262, 0135-2499234
- vi) Whether listed company Yes / No : YES
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any : M/s Beetal Financial & Computer Services Pvt Ltd  
(UNIT : FLEX FOODS LIMITED)  
Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre  
Near Dada Harsukh Dass Mandir  
New Delhi – 110 062  
Tel : 011-29961281-283

#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Processed Foods	10799	88
2	Fresh Mushrooms	01136	12

#### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

[illegible]



	No. of Shares held at the beginning of the Year				No. of Shares held at the end of the Year				% Change during the Year
Category of Shareholder	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
i) Individual Shareholders holding Nominal Share Capital upto Rs.1 lakh	2639549	519351	3158900	25.37	2530903	456861	2987761	23.99	-1.38
ii) Individual Shareholders holding nominal Share Capital in excess of Rs.1 lakh	11566457	--	1156647 7	9.10	1353417	--	1353417	10.87	1.77
c) Any Other (specify) - NRIs	161165	--	161165	1.29	163884	--	163884	1.32	0.03
- Clearing Members (in Transit Position)	7630	--	7630	0.06	2935	--	2935	0.07	0.01
<b>Sub - Total (B)(2)</b>	4499914	520251	5020165	10.32	4562404	457761	5020165	10.32	--
<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	4500014	520251	5020265	40.32	4562504	457761 1	5020265	40.32	--
<b>C. Shares held by Custodians for GDRs &amp; ADRs</b>	--	--	--	--	--	--	--	--	--
<b>GRAND TOTAL (A)+(B)+(C)</b>	11929749	520251	1245000 0	100	1199223 9	609551	1245000 0	100	--

**(ii) Shareholding of Promoters**

		Shareholding at the beginning of the year			Shareholding at the end of the year			
Sl. No.	Shareholder's Name	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	% change in share holding during the year
1	UFLEX Limited	5870000	47.15	--	5870000	47.15	--	--
2	Anshika Investments Pvt.Ltd.	1252630	10.06	--	1252630	10.06	--	--
3	Anshika Consultants Pvt Ltd	150000	1.20	--	150000	1.20	--	--
4	Rashmi Chaturvedi	45010	0.36	--	45010	0.36	--	--
5	Flex International Pvt.Limited	11300	0.09	--	11300	0.09	--	--
6	A R Leasing Pvt Ltd.	4000	0.03	--	4000	0.03	--	--
7	Ashok Kumar Chaturvedi	7610	0.06	--	7610	0.06	--	--
8	A.L. Consultants Private Limited	78685	0.63	--	78685	0.63	--	--
9	Magic Consultants Private Limited	10500	0.08	--	10500	0.08	--	--
	<b>Total</b>	<b>7429735</b>	<b>59.68</b>	<b>--</b>	<b>7429735</b>	<b>59.68</b>	<b>--</b>	<b>--</b>

**(iii) Change in Promoters' Shareholding ( please specify, if there is no change)**

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	At the beginning of the year	7429735	59.68	7429735	59.68
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	<b>At the End of the year</b>			<b>7429735</b>	<b>59.68</b>

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

Sl. No.	For Each of the Top 10 Shareholder	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	INVESTOR EDUCATION AND PROTECTION FUND AUTHORITY	396415	3.18	439556	3.53
2	SANTOSH SITARAM GOENKA	250327	2.01	285258	2.29
3	SANGEETHA S			225240	1.81
4	SUNITA SANTOSH GOENKA	159712	1.28	168488	1.35
5	SUPRIYA PUNIT AGARWAL	119320	0.96	116132	0.93
6	DHEERAJ KUMAR LOHIA			72164	0.58
7	RAVINDRA SHANKAR WAGH	36000	0.29	36000	0.29
8	PRABINABEN VORA	30356	0.24	35356	0.28
9	AVINASH BAHETL	35000	0.28	25000	0.28
10	BHARAT J. PATEL	28450	0.23	28450	0.23

**(v) Shareholding of Directors and Key Managerial Personnel:**

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
Mr. Ashok Chaturvedi					
1	At the beginning of the year	7610	0.06	7610	0.06
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
3	At the End of the year	7610	0.06	7610	0.06
Mr. P.N. Sharma					
1	At the beginning of the year	--	--	--	--
2	Date wise Increase / Decrease in Promoters	--	--	--	--

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
	Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
<b>3</b>	<b>At the End of the year</b>	--	--	--	--
<b>Mr. R.K. Mishra</b>					
1	At the beginning of the year	--	--	--	--
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
<b>3</b>	<b>At the End of the year</b>	--	--	--	--
<b>Mrs. Indu Liberhan</b>					
1	At the beginning of the year	--	--	--	--
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
<b>3</b>	<b>At the End of the year</b>	--	--	--	--
<b>Mr. A. Raghavendra Rao</b>					
1	At the beginning of the year	--	--	--	--
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
<b>3</b>	<b>At the End of the year</b>	--	--	--	--
<b>Mr. Naval Duseja</b>					
1	At the beginning of the year	--	--	--	--
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g.	--	--	--	--

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
	allotment / transfer / bonus/ sweat equity etc):				
3	At the End of the year	--	--	--	--
<b>Mr.Rajesh Dheer</b>					
1	At the beginning of the year	1	0	1	0
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
3	At the End of the year	1	0	1	0

## V. INDEBTEDNESS

**Indebtedness of the Company including interest outstanding/accrued but not due for payment**  
(Rs. In Lacs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
Principal Amount	2139.43	550.00		2686.41
Interest due but not paid		-		
Interest accrued but not due	5.82			5.82
<b>Total ( I + ii + iii)</b>	2142.25	550.00		2692.25
<b>Change in Indebtedness during the financial year</b>				
Addition	8199.48	200.00		8399.48
Reduction	8931.97	410.00		9341.97
<b>Net Change</b>	(732.49)	(210.00)		(942.49)
<b>Indebtedness at the end of the financial year</b>				
Principal Amount	1509.76	340.00		1849.76
Interest due but not paid	-			
Interest accrued but not due	3.06			3.06



<b>Total (i + ii + iii)</b>	1412.82	340.00		1752.82
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## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Rs.in lacs)

Sl. No.	Particulars of Remuneration	Mr. A. Raghvendra Rao Whole-time Director	Total Amount
1.	Gross salary Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 Value of perquisites u/s 17(2)Income-tax Act, 1961 Profits in lieu of salary under section 17(3) Income-tax Act, 1961	79.11  1.20	79.11  1.20
2.	Stock Option		
3.	Sweat Equity		
4.	Commission - as % of profit - others, specify...		
5.	Others  -Ex-Gratia	0.17	0.17
	<b>Total (A)</b>	81.48	<b>80.48</b>

### B. Remuneration to other directors:

#### 1. Independent Directors

Amount (Rs. In Lacs)

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
		Mr. P.N. Sharma	Mr. R.K. Mishra	Mrs. Indu Liberhan	
1.	Fee for attending board / committee meetings	3.75	3.50	1.50	8.75
	Commission	--			
	Others, please specify	--	--	--	--
			--	--	--

	<b>Total B(1)</b>	3.75	3.50	1.50	8.75
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## 2. Other Non-Executive Director

*Amount (Rs. In Lacs)*

Sl. No.	Particulars of Remuneration	Name of Directors	Total Amount
		Mr. Ashok Chaturvedi	
1.	Fee for attending board / committee meetings	1.75	1.75
	Commission		
	Others, please specify	--	--
		--	--
	<b>Total B(1)</b>	1.75	1.75

## C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

*(Rs.in lacs)*

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Naval Duseja [CFO]	Mr. Rajesh Dheer Company Secretary	Total
1.	Gross salary			
	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	28.57	16.31	44.88
	Value of perquisites u/s 17(2) Income-tax Act, 1961	1.27	0.49	1.76
	Profits in lieu of salary under section 17(3) Income-tax Act, 1961			
2.	Stock Option	--		
3.	Sweat Equity	--		
4.	Commission			
	- as % of profit	--		
	- others, specify...	--		
5.	Others			
	-Ex-Gratia	0.17	0.17	0.34
	<b>Total</b>	30.01	16.97	46.98

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:****NOT APPLICABLE**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					