

# 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)

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

U51101MH2013PTC246275

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAFCC3542B

(ii) (a) Name of the company

CANDOR FOODS PRIVATE LIM

(b) Registered office address

W-202A, MIDC TTC INDUSTRIAL AREA, KHAIRNE  
NAVI MUMBAI  
Maharashtra  
400710  
India

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

YA\*\*\*\*\*DS.IN

(d) \*Telephone number with STD code

70\*\*\*\*\*12

(e) Website

(iii) Date of Incorporation

27/07/2013

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

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

**Pre-fill All**

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	OGRI Farm Private Limited	U01100GJ2020PTC154009	Holding	51.05
2	Candor Dates Private Limited	U15100MH2022PTC382712	Subsidiary	69

## 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	250,000	183,861	183,861	183,861
Total amount of equity shares (in Rupees)	2,500,000	1,838,610	1,838,610	1,838,610

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				

Number of equity shares	250,000	183,861	183,861	183,861
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,500,000	1,838,610	1,838,610	1,838,610

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	80,000	0	0	0
Total amount of preference shares (in rupees)	8,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference shares				
Number of preference shares	80,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	8,000,000	0	0	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
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	183,861	0	183861	1,838,610	1,556,832	
<b>Increase during the year</b>	0	0	0	0	281,778	0
i. Public 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				0	281,778	
Final call made in respect of the 93861 equity shares						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	183,861	0	183861	1,838,610	1,838,610	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<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	0	0	0	0	

ISIN of the equity shares of the company

(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"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
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"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

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
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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

**(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
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)**

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
Total	0				

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

**(i) Turnover**

2,244,574,449

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

535,341,610

**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	88,162	47.95	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)	93,861	51.05	0	
10.	Others	0	0	0	
	<b>Total</b>	182,023	99	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	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)	1,838	1	0	
10.	Others	0	0	0	



	<b>Total</b>	1,838	1	0	0
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**Total number of shareholders (other than promoters)**

1

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

4

**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	3	3
Members (other than promoters)	1	1
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>	2	3	2	3	47.95	0
(i) Non-Independent	2	3	2	3	47.95	0
(ii) Independent	0	0	0	0	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>	2	3	2	3	47.95	0

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

5

**(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)
LOKESH GARG	06804212	Director	0	
TAMARISH SINHA	09280689	Director	0	
NITIN JAIN	09366256	Director	0	
YASH JAGDISHLAL G	06607554	Director	58,162	
JAGDISHLAL MOHAN	06612762	Director	30,000	

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

0

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)

**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 meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	26/09/2023	4	3	99

**B. BOARD MEETINGS**

\*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	10/04/2023	5	5	100
2	24/04/2023	5	5	100
3	07/07/2023	5	3	60
4	24/08/2023	5	5	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
5	20/09/2023	5	3	60
6	12/01/2024	5	3	60
7	07/02/2024	5	3	60

### C. COMMITTEE MEETINGS

Number of meetings held

0

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					

### 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	
1	LOKESH GAR	7	4	57.14	0	0	0	No
2	TAMARISH SI	7	7	100	0	0	0	Yes
3	NITIN JAIN	7	4	57.14	0	0	0	No
4	YASH JAGDIS	7	7	100	0	0	0	Yes
5	JAGDISHLAL	7	7	100	0	0	0	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	Yash Jagdishlal Ga	Director	4,473,000	0	0	0	4,473,000
	Total		4,473,000	0	0	0	4,473,000

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

0

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

Number of other directors whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	YASH JAGDISHLAL	Director	4,473,000	0	0	0	4,473,000
	Total		4,473,000	0	0	0	4,473,000

#### 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

Hirendra Rajendra Katira

Whether associate or fellow

Associate  Fellow

Certificate of practice number

17668

#### 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. ...

08

dated

18/04/2024

(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:

1. 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.**

#### To be digitally signed by

Director

LOKES Digitally signed by  
LOKESH GARG  
H GARG Date: 2024.11.15  
17:39:59 +05'30'

DIN of the director

0\*8\*4\*1\*

#### To be digitally signed by

ARCHNA Digitally signed by  
ARCHNA SHARMA  
SHARMA Date: 2024.11.15  
17:50:13 +05'30'

Company Secretary

Company secretary in practice

Membership number

2\*9\*2

Certificate of practice number

2\*8\*1

**Attachments**

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

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

MGT-8 Candor Foods 2024.pdf List of Shareholders-CFPL 31 03 2024.pdf CFPL CLARIFICATION.pdf
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<b>Remove attachment</b>
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Modify
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Check Form
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Prescrutiny
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Submit
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**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**

Date: 11<sup>th</sup> November 2024

To,  
Registrar of Companies,  
100, Everest, Marine Drive,  
Mumbai-400002, Maharashtra

**Subject: Clarification on filing of PAS-3 in respect of Final Call of Equity Shares**

**Dear Sir,**

This is in reference to the above captioned subject, we, M/s Candor Foods Private Limited (“the Company”) would like to inform your good office that we had allotted 93861 Partly Paid Equity Shares through Private Placement to M/s Oagri Farm Private Limited (“Investor”) on 07<sup>th</sup> May 2022. The face value of the Equity Shares is Rs. 10/- and Premium is 5328.11/- per equity shares aggregating to Rs. 50,10,40,342.71 (“Total Consideration”).

The aggregate called-up money was received on First Call and Second Call were Rs. 30,06,24,205.63/- and Rs. 5,00,00,000.00/- respectively via private placement basis.

Now the Company at its Board meeting held on 24/04/2023 has approved the Final Call of equity shares aggregating to Rs. 15,04,16,137.084/- i.e. 30.02%. Further, the said amount was received from its registered shareholders M/s Oagri Farm Private Limited on dated 24/04/2023.

Hence, keeping in view of the above, we hereby request your good office to take the above clarification in your records.

**For Candor Foods Private Limited**

  
**Tamarish Sinha**  
**Director**  
**DIN-09280689**  
**Address: B-403, 321/1,**  
**Rajdanga Main Road,**  
**Near Kasba, New Market E.K.T.**  
**Kolkata, West Bengal -700107**



**DETAILS OF SHARE HOLDING OF CANDOR FOODS PRIVATE  
LIMITED AS ON 31.03.2024**

SR. NO.	SHAREHOLDER'S NAME	NO. OF -SHARES (EQUITY SHARES) @face Value 10/- and premium 5328.11 total 5338.11	PERCENTAGE OF TOTAL SHARE
1	M/s. Oagri Farm Private Limited	93861	51.05%
2	Mr. Jagdishlal Mohanlal Gawdi	30000	16.32%
3	Mr. Yash Jagdishlal Gawdi	58162	31.63%
4	Moneybee Securities Private Limited	1838	1.00%
<b>Total Shares</b>		<b>1,83,861</b>	<b>100%</b>

For Candor Foods Private Limited



Lokesh Garg  
(Director)  
DIN: 06804212





**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, **KATIRA & ASSOCIATES** have examined the registers, records and books and papers of **CANDOR FOODS PRIVATE LIMITED** having **Corporate Identification Number (CIN) U51101MH2013PTC246275** as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on March 31, 2024. 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 aforesaid financial year correctly and adequately.

B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of the following:

**1. Its status under the Act;**

The status of the Company under the Act was a Private Limited Company, Limited by shares during the financial year and during the year there was no change in the status of the Company;

**2. maintenance of registers/records & making entries therein within the time prescribed therefor;**

The Company has kept and maintained all required registers/records as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded.

**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;**

i) Filing of forms and returns are not stated in the Annual Return, however the Company has filed the forms and returns with the Registrar of Companies through the portal provided by the Ministry of Corporate Affairs i.e [www.mca.gov.in](http://www.mca.gov.in) within the prescribed time and applicable fees/additional fees if any, in accordance with the Act and rules made thereunder.





- ii) The Company has filed the forms and returns, with the Reserve Bank of India, within the prescribed time, in accordance with all the applicable provisions of Master Directions, Foreign Exchange Management Act, 1999 (“FEMA”) read with Foreign Exchange Management (Non-debt Instruments) Rules, 2019 (“NDI Rules”) for the Downstream Investment made in other Indian entities.
- iii) Further, as per the records of the Company and representations of the Company and its officers, the Company was not required to file any forms with Regional Director, Central Government, 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;**

- i) The Board of Directors duly met 7 (Seven) times respectively on 10/04/2023, 24/04/2023, 07/07/2023, 24/08/2023, 20/09/2023, 12/01/2024 and 07/02/2024 as stated in Annual Return in respect of which meetings proper notices were given and the proceedings have been properly recorded in the minutes book/registers maintained for the purpose and same have been signed.
- ii) The 10th Annual General Meeting of the members of Company was held on 26th September 2023 as stated in the annual return in respect of which meeting, proper notice was given and the proceedings, have been properly recorded in the minutes book/registers maintained for the purpose and same have been signed.
- iii) No extraordinary general meeting of the members of the Company was held during the financial year.

**5. closure of Register of Members / Security holders, as the case may be;**

The Company was not required to close its register of members /security holders during the financial year.

**6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;**

As per the records of the Company and representations of the Company and its officers, the Company has not given any advance or loan to its directors or persons or firms or companies referred in Section 185 of the Act during the financial year;





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

During the year under review, all the contracts and arrangements entered with related parties were executed in the ordinary course of the business and on arm's length basis, however these transactions were exempted from the provisions of section 188 read with the section 2(76) vide MCA Notification No. GSR 464(E), dated 05.06.2015. The transactions executed with related parties in terms of IND-AS – 24, has been disclosed in the Standalone financial statements of the Company;

**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;**

i) The Company had allotted 93861 Partly Paid Equity Shares through Private Placement to M/s Oagri Farm Private Limited ("Investor") on 07th May 2022. The face value of the Equity Shares is Rs. 10/- and Premium is 5328.11/- per equity shares aggregating to Rs. 50,10,40,342.71 ("Total Consideration"). The aggregate called-up money was received on First Call and Second Call were Rs. 30,06,24,205.63/- and Rs. 5,00,00,000.00/- respectively via private placement basis.

Further during the financial year, the Board of Directors at their Board meeting held on 24/04/2023 has approved the Final Call of Rs. 3 per share with premium of Rs. 1599.54 per share on 93861 equity shares aggregating to Rs. 15,04,16,137.084/- i.e. 30.02% and the said amount was received from its registered shareholders M/s Oagri Farm Private Limited thereby making it to fully paid-up shares on private placement.

Further, there was no change in the Authorised Share Capital of the Company during the financial year.

ii) There was no instance of transfer or transmission of shares during the year under review.

iii) There was no occasion for the Company to buy back any shares or securities.

iv) The Company has not altered or reduced share capital/or converted shares/or securities or redeemed any redeemable preference share/debentures during the financial year.

v) The Company has issued security certificates in all instances, wherever applicable.





**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;**

There were no transactions necessitating the company to keep in abeyance the right to dividend, right shares and bonus shares, pending registration of transfer of shares.

**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;**

The Company has not declared any dividend, and was not required to 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;**

The Company's audited financial statement has been signed as per the provisions of section 134 of the Act and report of directors during the financial year has been prepared in accordance with the Section 134 (3) and (5) thereof of the Companies Act, 2013. Further, since the Company is not a one person company, the provisions of Section 134(4) do not apply on the Company.

**12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;**

The Board of the Company was duly constituted and during the financial year, there was no case of appointments/ re-appointments/ retirement or filling up casual vacancies. Furthermore, all the Directors/Key Managerial Personnel have disclosed their nature of interest/ concern in Form MBP-1 and the same have been recorded at the Board meeting and minutes of the meeting and the remuneration was paid accordance to regulations of the company.

**Composition of Board at the end of Financial Year 2023-24**

S. No.	Name of Director & KMP	DIN	Designation	Date of Appointment
1	Mr. Yash Jagdishlal Gawdi	06607554	Director	27/07/2013
2	Mr. Jagdishlal Mohanlal Gawdi	06612762	Director	27/07/2013
3	Mr. Lokesh Garg	06804212	Director	07/05/2022
4	Mr. Tamarish Sinha	09280689	Director	07/05/2022
5	Mr. Nitin Jain	09366256	Director	07/05/2022

Further, there was no change in the composition of the Board during the financial year.





**13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;**

The Company has duly complied with the provisions of Section 139 of the Companies Act, 2013 relating to appointment of Statutory Auditor of the Company. During the year under review, M/s **Lodha & Co LLP\*** Chartered Accountants (FRN: 301051E/E300284), were appointed as Statutory Auditors of the Company, for a consecutive period of 5 years from the conclusion of 10th Annual General Meeting held during the year on 26th September 2023 till the conclusion of 15th Annual General Meeting of the Company. Further, there was no case of filling of casual vacancies of Auditors.

*(Note: Lodha & Co. Chartered Accountant (FRN: 301051E), the Statutory Auditor of the Company, has transitioned their firm into a Limited Liability Partnership (LLP) in accordance with the provisions of the Limited Liability Partnership Act, 2008. Consequently, the name of the Statutory Auditor's firm has been changed to Lodha & Co LLP (FRN: 301051E/E300284), effective from December 27, 2023.)*

**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 financial year, as per the affirmation received from the Company and to the best of our information, the Company was not required to take any approvals from the Central Government, Tribunal, Regional Director, Registrar of Companies, Court or such other authorities.

**15. acceptance/ renewal/ repayment of deposits;**

The Company has not accepted/ renewed/ repaid any deposits falling within the purview of sections 73, 74, 75 and 76 of the Act read with Companies (Acceptance of Deposits) Rules 2014.

**16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;**

The amount borrowed by the Company was within the borrowing limits and were in compliance with the Act and the Company has filed necessary e-forms for creation, modification and satisfaction of charges, wherever applicable in that respect. Further, the Company being a private limited company was not required to comply with provisions of Section 180 of the Act;





**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;**

The Company is in compliance of applicable provisions in respect of 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.

**18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;**

The company has not altered its Memorandum of Association and Articles of Association of the Company during the reporting period.



**FOR KATIRA & ASSOCIATES**  
(Company Secretaries)

  
**Hirendra Rajendra Katira**  
(Proprietor)

FCS: 12657

C. P. No.: 17668

Peer Review Unit No. 3798/2023

UDIN: F012657F002169009

**Date:** 14/11/2024

**Place:** New Delhi

*Note: This Certificate is to be read with our covering letter of even date which is annexed as "Annexure-A" and forms an integral part of this report.*

**COVERING LETTER**

To,

**CANDOR FOODS PRIVATE LIMITED**  
W-202A, MIDC TTC INDUSTRIAL AREA,  
KHAIRNE, NAVI MUMBAI, THANE,  
MAHARASHTRA - 400710, INDIA

Our Certificate of even date is to be read along with this letter as under:

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records.
2. We have followed such practice and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on random basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. The compliance of the provisions of Companies Act, 2013, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
5. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations under the Companies Act and happening of various events etc., at the Company and relied on the same;

**FOR KATIRA & ASSOCIATES**  
(Company Secretaries)



**Hirendra Rajendra Katira**  
(Proprietor)

FCS: 12657

C. P. No.: 17668

Peer Review Unit No. 3798/2023

UDIN: F012657F002169009

**Date:** 14/11/2024

**Place:** New Delhi