

GENERAL MILLS INDIA PRIVATE LIMITED
(CIN: U15510MH1995PTC094741)

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2020

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

I. REGISTRATION & OTHER DETAILS:

i	CIN	U15510MH1995PTC094741
ii	Registration Date	23 rd November 1995
iii	Name of the Company	General Mills India Private Limited
iv	Category / Sub-category of the Company	Private Limited Company
v	Address of the Registered office & contact details	902, Ventura, Hiranandani Business Park, Powai, Mumbai (MH) 400076
vi	Whether listed company	Unlisted Company
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Not Applicable.

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):

S. No.	Name and description of main products / services	NIC Code of the Product / service	% to total turnover of the Company
1.	Sale of Consumer Food Products	106-1061	67.75 %
2.	Global Business Services	631-6311	32.25 %

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. no.	Name & address of the Company	CIN	Holding / Subsidiary / Associate	% of shareholding	Applicable Section
1.	General Mills Mauritius Inc.	Not Applicable	Holding Company	99.99%	2(87)

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

i) Category-wise shareholding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2019]				No. of Shares held at the end of the year[As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter s	0	0	0	0	0	0	0	0	0
(1) Indian	0	0	0	0	0	0	0	0	0
a) Individual/ HUF	0	0	0	0	0	0	0	0	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Sub-Total A(1)	0	0	0	0	0	0	0	0	0
(2) Foreign	0	0	0	0	0	0	0	0	0
(a) NRIs Individuals	0	0	0	0	0	0	0	0	0
(b) Other - Individuals	0	0	0	0	0	0	0	0	0
(c) Bodies Corporate	0	95510835	95510835	100	0	95510835	95510835	100	Nil
(d) Banks / FI	0	0	0	0	0	0	0	0	0
(e) Any others	0	0	0	0	0	0	0	0	0
Sub-Total A(2)	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	0	95510835	95510835	100	0	95510835	95510835	100	Nil
B. Public Shareholding	0	0	0	0	0	0	0	0	0
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions	0	0	0	0	0	0	0	0	0
a) Bodies Corp.	0	0	0	0	0	0	0	0	0
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	0	0	0	0	0	0	0	0

ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	0	0	0	0	0	0	0	0	0
Total Public Shareholding (B) = (B) (1) + (B) (2)	0	0	0	0	0	0	0	0	0
c) Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	95510835	95510835	100	0	95510835	95510835	100	Nil

ii) Shareholding of Promoters

S. no.	Shareholder's Name	Shareholding at the beginning of the year 01 st April 2019			Shareholding at the end of the year 31 st March 2020			% change in shareholding during the year
		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	
1	General Mills Mauritius Inc.	95510834	99.99	0	95510834	99.99	0	Nil
2	General Mills International Businessess Inc.	1	0.0001	0	1	0.0001	0	Nil
Total		95510835	100	0	95510835	100	0	Nil

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

S. no.	Particular	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	9,55,10,835	100	9,55,10,835	100
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	Nil	Nil	Nil	Nil
3	At the end of the year	9,55,10,835	100	9,55,10,835	100

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

Sr. no.	For each of the Top 10 Shareholders	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	THERE ARE NO SHAREHOLDERS IN THE COMPANY APART FROM PROMOTERS.			
2	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)				
3	At the end of the year (or on the date of separation, if separated during the year)				

v) Shareholding of Directors and Key Managerial Personnel

Sr. 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
1	At the beginning of the Year	NO DIRECTOR OR KEY MANAGERIAL PERSONNEL HOLD ANY SHARE IN THE COMPANY			
2	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)				
3	At the end of the year				

V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding / accrued but not due for payment are as under-
(Rs. in lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	Nil	9,843	Nil	9,843
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	9,843	Nil	9,843
Change in Indebtedness during the financial year				
Addition	Nil	353	Nil	353
Reduction	Nil	Nil	Nil	Nil
Net Change	Nil	353	Nil	353
Indebtedness at the end of the financial year				
i) Principal Amount	Nil	10,195	Nil	10,195
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	10,195	Nil	10,195

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. no.	Particulars of Remuneration	Name of Directors				Total
		Anindya Kundu	Salih Murthy	Mihir Sanat Mukherjee (Till 25.09.2019)	Srinivasulu Naladala	
1	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,41,52,685	2,48,31,000	88,94,507	1,55,78,203	6,34,56,395
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0	5,48,969	5,48,969
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0	0	0	0	0
2	Stock Option	6,80,113	2,81,998	0	0	9,62,111
3	Sweat Equity	0	0	0	0	0
4	Commission - as % of profit - others, specify	0	0	0	0	0
5	Others, please specify (PF)	6,07,170	9,67,024	2,99,264	6,61,091	25,34,549
Total (A)		1,54,39,968	2,60,80,022	91,93,771	1,67,88,263	6,75,02,024
Ceiling as per the Act (being 10% of the net profits of the Company calculated as per section 198 of the Companies Act, 2013).		NA	NA	NA	NA	NA

B. Remuneration to other Directors

(Rs. in lakhs)

Sr. no.	Particulars of Remuneration	Name of Directors		Total Amount
		NOT APPLICABLE		
1	Independent Directors			
	Fee for attending Board and committee meetings	0	0	0
	Commission	0	0	0
	Others, please specify	0	0	0
	Total (1)	0	0	
2	Other Non-Executive Directors			
	Fee for attending Board and committee meetings	0	0	0
	Commission	0	0	0
	Others, please specify			
3	Total (2)			
4	Total (B) = (1+2)			
5	Total Managerial Remuneration			
Overall Ceiling as per the Act is Rs. _____ lakhs being _____ of the net profits of the Company calculated as per section 198 of the Companies Act, 2013 – NOT APPLICABLE				

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

Sr. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	30,63,821	0	
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0	0

	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission	0	0	0	0
	- as % of profit	0	0	0	0
	others, specify	0	0	0	0
5	Others, please specify	0	1,67,092	0	1.36
	Total	0	32,30,913	0	

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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)
A. COMPANY					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF GENERAL MILLS INDIA PRIVATE LIMITED

Sd/-

SALIL MURTHY
(MANAGING DIRECTOR)
DIN: 07749288

DATE: 21/10/2020

Sd/-

SRINIVASULU NALADALA
(EXECUTIVE DIRECTOR)
DIN: 05157877

PLACE: MUMBAI

ANNEXURE – V

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON CORPORATE SOCIAL RESPONSIBILITY INITIATIVES TAKEN DURING THE YEAR

Particulars	Details
Company's CSR Policy	The Company's CSR policy focus on promoting education & gender equality, promoting preventive health care, eradicating hunger, poverty & malnutrition, making available safe drinking water, environmental sustainability, ecological balance and rural development etc. For CSR activities preference is given to the local area and areas around where the Company operates, for spending the amount earmarked for CSR activities. The CSR activities are being undertaken only in India. The CSR Policy of the Company has been posted on the Company's website at - http://www.generalmills.co.in/Gmi/Level1Page.aspx?PageNumber=85
Composition of the CSR Committee	The CSR Committee consist of the following members: a. Mr. Salil Murthy, Chairman b. Mr. Anindya Kundu, Member c. Mr. Srinivasulu Naladala, Member
Roles & Responsibilities of the Committee	a. Formulation of CSR policy. b. Monitor the implementation of CSR policy c. Identification of the activities to be undertaken by the Company under CSR activities d. Identification of the geographical areas in and around the facilities of the Company for spending the amount earmarked for CSR activities. e. Recommendation to the Board the annual budgeted expenditure f. Recommendation to the Board for modification(s) to the CSR policy as and when required. g. Establish a transparent monitoring mechanism for implementation of the CSR activities.
Average net profit of the Company for last three financial years (F17, F18 & F19)	Rs. 22,21,26,000
Prescribed CSR expenditure for F20	Rs. 44,40,000
Details of CSR spent during the financial year:	
a. Total amount to be spent for the financial year 2019-20	₹ 44,40,000
b. Amount unspent, if any.	NA

Manner in which the amount spent during the financial year is detailed below:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr. no.	CSR Project or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2) specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or program wise	Amount spent on the projects or programs sub-heads: (1) Direct expenditure on projects or programs (2) Over-heads:	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency
1a 1b	Udaan Mini Meal Nutrition Awareness Program	Nutrition	Mumbai	14.0 Lacs	13.84 Lacs	13.84 Lacs	through implementing agency
2a 2b 2c 2d 2e	Udaan Learning Center Udaan School Support Program PFNDAI Scholarship Learning Aid Program (UWM) Differently Abled Children (Adapt)	Education	Mumbai	18.5 Lacs	18.66 Lacs	18.66 Lacs	through implementing agency
3	Health & Hygiene	Women Empowerment	Mumbai	5.8 Lacs	5.51 Lacs	5.51 Lacs	through implementing agency
4a 4b 4c	Plastic recycling Plantation Drive Water Management	Environment	Mumbai	6.1 Lacs	6.5 Lacs	6.5 Lacs	through implementing agency
Total				44.4 Lacs	44.51 Lacs	44.51 Lacs	

We hereby confirm that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the Company.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF
GENERAL MILLS INDIA PRIVATE LIMITED**

Sd/-

**SALIL MURTHY
(MANAGING DIRECTOR)
DIN: 07749288**

Sd/-

**SRINIVASULU NALADALA
(EXECUTIVE DIRECTOR)
DIN: 05157877**

**DATE: 21/10/2020
PLACE: MUMBAI**