

# 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

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

L15140MH1986PLC038536

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACR2892L

(ii) (a) Name of the company

RUCHI SOYA INDUSTRIES LIMIT

(b) Registered office address

RUCHI HOUSE, ROYAL PALMS, SURVEY NO. 16  
AAREY MILK COLONY, NEAR MAYUR NAGAR, GOREGAON (EAST)  
Mumbai  
Maharashtra  
400065

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

info@ruchisoya.com

(d) \*Telephone number with STD code

02261090100

(e) Website

www.ruchisoya.com

(iii) Date of Incorporation

06/01/1986

(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

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

L99999MH1985PLC136835

Pre-fill

Name of the Registrar and Transfer Agent

SARTHAK GLOBAL LIMITED

Registered office address of the Registrar and Transfer Agents

609, FLOOR -6, WEST WING  
TULSIANI CHAMBERS, NARIMAN POINT

(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

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

Pre-fill

(e) Extended due date of AGM after grant of extension

## 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	C	Manufacturing	C1	Food, beverages and tobacco products	80.73

## 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
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1				
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#### 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	2,112,050,000	295,841,007	295,841,007	295,841,007
Total amount of equity shares (in Rupees)	4,224,100,000	591,682,014	591,682,014	591,682,014

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of face value of Rs. 2/- each full paid				
Number of equity shares	2,112,050,000	295,841,007	295,841,007	295,841,007
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	4,224,100,000	591,682,014	591,682,014	591,682,014

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

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	53,064,000	45,000,000	45,000,000	45,000,000
Total amount of preference shares (in rupees)	5,306,400,000	4,500,000,000	4,500,000,000	4,500,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.0001 % Cumulative Non-convertible Redeemable				
Number of preference shares	53,064,000	45,000,000	45,000,000	45,000,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	5,306,400,000	4,500,000,000	4,500,000,000	4,500,000,000

###### (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

<b>Equity shares</b>					
<b>At the beginning of the year</b>		334,100,722	668,201,444	668,201,444	
<b>Increase during the year</b>		292,500,000	585,000,000	585,000,000	0
i. Public Issues		0	0	0	0
ii. Rights issue		0	0	0	
iii. Bonus issue		0	0	0	0
iv. Private Placement/ Preferential allotment		0	0	0	0
v. ESOPs		0	0	0	0
vi. Sweat equity shares allotted		0	0	0	0
vii. Conversion of Preference share		0	0	0	0
viii. Conversion of Debentures		0	0	0	0
ix. GDRs/ADRs		0	0	0	0
x. Others, specify		292,500,000	585,000,000	585,000,000	0
Allotment of equity shares pursuant to implementation of					
<b>Decrease during the year</b>		330,759,715	661,519,430	661,519,430	0
i. Buy-back of shares		0	0	0	0
ii. Shares forfeited		0	0	0	0
iii. Reduction of share capital		330,759,715	661,519,430	661,519,430	0
iv. Others, specify		0	0	0	
NA					
<b>At the end of the year</b>		295,841,007	591,682,014	591,682,014	
<b>Preference shares</b>					
<b>At the beginning of the year</b>		200,000	20,000,000	20,000,000	
<b>Increase during the year</b>		45,000,000	4,500,000,000	4,500,000,000	0
i. Issues of shares		45,000,000	4,500,000,000	4,500,000,000	0
ii. Re-issue of forfeited shares		0	0	0	0
iii. Others, specify		0	0	0	
NA					

<b>Decrease during the year</b>	200,000	20,000,000	20,000,000	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
Cancellation and Extinguishment of cumulative redeemable	200,000	20,000,000	20,000,000	
<b>At the end of the year</b>	45,000,000	4,500,000,000	4,500,000,000	

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

1

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares	334,100,722		
	Face value per share	2		
After split / Consolidation	Number of shares	3,341,007		
	Face value per share	2		

(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"/>		
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

**(iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	4,500	1000000	4,500,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			30,380,180,230.47
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
<b>Total</b>			34,880,180,230.47

**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	4,500,000,000	0	4,500,000,000
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
<b>Total</b>					

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

131,177,881,238.15

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

33,138,321,937.51

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

S. No.	Category	Equity	Preference
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		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)	192,500,000	65.07	45,000,000	100
10.	Others Trusts	100,076,299	33.83	0	0
	<b>Total</b>	292,576,299	98.9	45,000,000	100

**Total number of shareholders (promoters)**

20

**(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	2,521,019	0.85	0	0
	(ii) Non-resident Indian (NRI)	75,369	0.03	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	2,401	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	230	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	572,027	0.19	0	0
10.	Others            Trusts, IEPFA, Clearing Mem	93,662	0.03	0	0
	<b>Total</b>	3,264,708	1.1	0	0

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

83,472

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

83,492

**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	19	20
Members (other than promoters)	86,795	83,472
Debenture holders	0	1

**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	1	2	1	0	0
<b>B. Non-Promoter</b>	1	0	0	3	0	0
(i) Non-Independent	1	0	0	0	0	0
(ii) Independent	0	0	0	3	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>1</b>	<b>2</b>	<b>4</b>	<b>0</b>	<b>0</b>

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

**(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)
Acharya Balkrishna	01778007	Managing Director	0	
Ram Bharat	01651754	Whole-time director	0	
Swami Ramdev	08086068	Additional director	0	
Girish Kumar Ahuja	00446339	Additional director	0	
Rajat Sharma	00005373	Additional director	0	02/07/2020
Bhavna Samir Shah	00246394	Additional director	0	13/07/2020
Anil Singhal	AYJPS7955D	CFO	0	11/11/2020
Ramji Lal Gupta	AENPG4648H	Company Secretar	0	

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

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)
Dinesh Chandra Shaha	00533055	Director	13/12/2019	Cessation
Vijay Kumar Jain	00098298	Whole-time director	18/12/2019	Cessation
Acharya Balkrishna	01778007	Managing Director	18/12/2019	Appointment
Ram Bharat	01651754	Whole-time director	18/12/2019	Appointment
Swami Ram Dev	08086068	Additional director	18/12/2019	Appointment
Girish Kumar Ahuja	00446339	Additional director	18/12/2019	Appointment
Rajat Sharma	00005373	Additional director	18/12/2019	Appointment
Bhavna Samir Shah	00246394	Additional director	18/12/2019	Appointment

## 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	13/12/2019	99,784	46	11.23

### 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	19/12/2019	6	6	100
2	17/01/2020	6	6	100
3	31/01/2020	6	4	66.67
4	14/02/2020	6	4	66.67
5	27/03/2020	6	6	100

**C. COMMITTEE MEETINGS**

Number of meetings held

5

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 Committee	17/01/2020	3	3	100
2	Audit Committee	31/01/2020	3	3	100
3	Audit Committee	14/02/2020	3	3	100
4	Audit Committee	27/03/2020	3	3	100
5	Nomination and	27/03/2020	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	21/12/2020
								(Y/N/NA)
1	Acharya Balkr	5	5	100	0	0	0	Yes
2	Ram Bharat	5	5	100	4	4	100	Yes
3	Swami Ramde	5	3	60	1	1	100	Yes
4	Girish Kumar /	5	5	100	4	4	100	Yes
5	Rajat Sharma	5	3	60	1	0	0	Not Applicable
6	Bhavna Samir	5	5	100	5	5	100	Not Applicable

**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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Acharya Balkrishna	Chairman and M	0	0	0	0	0
2	Ram Bharat	Whole-time Dire	0	0	0	0	0
3	Vijay Kumar Jain	Executive Direct	3,203,975.71	0	0	0	3,203,975.71
	Total		3,203,975.71	0	0	0	3,203,975.71

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	Anil Singhal	Chief Financial C	9,793,691	0	0	0	9,793,691
2	Ramji Lal Gupta	Company Secre	5,954,300	0	0	0	5,954,300
	Total		15,747,991	0	0	0	15,747,991

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Swami Ramdev	Non-Executive D	0	0	0	0	0
2	Rajat Sharma	Independent Dir	0	0	0	50,000	50,000
3	Bhavna Samir Shah	Independent Dir	0	0	0	350,000	350,000
4	Girish Kumar Ahuja	Independent Dir	0	0	0	0	0
5	Dinesh Chandra Sh	Non-Executive D	0	0	0	0	0
	Total		0	0	0	400,000	400,000

#### 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

The Company has generally complied with the provisions of the Companies Act, 2013 and Rules made thereunder, subject to the restriction on powers of Board of Directors of the Company, which were suspended from the initiation of Corporate Insolvency Resolution Process from December 15.

#### 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

(In case of 'No', submit the details separately through the method specified in instruction kit)

**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

CS Prashant Diwan

Whether associate or fellow

Associate  Fellow

Certificate of practice number

1979

**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. ... 22 dated 19/12/2019

(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

RAM  
BHARAT  
Digitally signed by  
RAM BHARAT  
Date: 2021.06.05  
12:33:58 +05'30'

DIN of the director

01651754

To be digitally signed by

Ramji Lal  
Gupta  
Digitally signed by  
Ramji Lal Gupta  
Date: 2021.06.04  
23:34:02 +05'30'

Company Secretary

Company secretary in practice

Membership number

2930

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 Attachment(s), if any

Attach

Attach

Attach

Attach

### List of attachments

Approval letter for extension of AGM.pdf  
MGT-8.pdf  
Clarification Note.pdf  
04062021 Clarification letter.pdf

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**