



TROPICAL AGRO
किसान का रक्षक Farmer's Protector

TROPICAL AGROSYSTEM (INDIA) PRIVATE LIMITED
Rajah Annamalai Building
Jhaver Centre, IV Floor,
72, Marshalls Road, Chennai - 600 008.
Ph : 2858 7841 / 2858 7874 / 2858 7880
Fax : 91-44-2854 8938
Website : www.tropicalagro.in
CIN : U74110TN1969PTC005774

ANNUAL RETURN

OTHER THAN OPCS AND SMALL COMPANIES

FORM NO. MGT-7

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

- (i) *Corporate Identification Number (CIN) of the Company : U74110TN1969PTC005774
Global Location Number (GLN) of the Company : Not applicable
*Permanent Account Number (PAN) of the Company : AAAC4250E
- (ii) (a) Name of the Company : Tropical Agro System (India) Private Limited
(b) Registered office address : No. 72, Marshalls Road, Egmore, Chennai - 600008
(c) *E-mail of the Company : headoffice@tropicalagro.com
(d) *Telephone number with STD code : 044-28587841
(e) Website : www.tropicalagro.in
- (iii) Date of Incorporation : December 01, 1969

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
- (vi) Whether shares listed on recognized Stock Exchange(s) : No
- (vii) *Financial year : From 01.04.2020 to 31.03.2021
- (viii) *Whether Annual General Meeting (AGM) held : Yes
- (a) If yes, date of AGM : Scheduled on 30.11.2021
- (b) Due date of AGM : 30.09.2021
- (c) Whether any extension for AGM granted : Yes
- (d) Extended due date of AGM after grant of Extension : 30.11.2021

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	C	¹ Manufacturing	C6	Chemical and Chemical Products, Pharmaceuticals, Medicinal Chemical and	81.50%
2	C	² Manufacturing	C6	Botanical Products	18.39%

¹ Manufacture of insecticides, weedicides, fungicides, herbicides & PGR

² Manufacture of Organic, Others Organic Fertilizers & PGR

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

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

0

S. No	Name of the Company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
-	-	-	-	-

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorized Capital	Issued Capital	Subscribed Capital	Paid Up Capital
Total number of equity shares	200,000	148,450	148,450	148,450
Total amount of equity shares (in rupees)	20,000,000	14,845,000	14,845,000	14,845,000

Number of Classes:

1

Class of shares	Authorized Capital	Issued Capital	Subscribed Capital	Paid Up Capital
EQUITY SHARES				
Number of equity shares	200,000	148,450	148,450	148,450
Nominal value per share (in rupees)	100	100	1000	100
Total amount of equity shares (in rupees)	20,000,000	14,845,000	14,845,000	14,845,000

(b) Preference share capital

Particulars	Authorized Capital	Issued Capital	Subscribed Capital	Paid Up Capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of Classes: 0

Class of shares	Authorized Capital	Issued Capital	Subscribed Capital	Paid Up Capital
Number of preference shares	0	0	0	0
Nominal value per share (in rupees)	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

(c) Unclassified share capital

Particulars	Authorized 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			
Equity shares						
At the beginning of the year	148,450	0	0	14,845,000	14,845,000	0
Increase during the year	0	0	0	0	0	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	0	0	0	0	0
NIL						
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	0	0	0	0	0	0
NIL						
At the end of the year	148,450	0	0	14,845,000	14,845,000	0
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	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	0	0	0	0	0	0
NIL						
Decrease during the year	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	0	0	0	0	0	0
NIL						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the Company

-
0

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

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares	0	0	0
	Face value per share	0	0	0
After split / Consolidation	Number of shares	0	0	0
	Face value per share	0	0	0

(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 previous annual general meeting	
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Date of Registration of Transfer	
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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"/>
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		<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) *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
Total	0	0	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

0

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

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					

V. *Turnover and Net Worth of the Company (as defined in the Companies Act, 2013)

(i) Turnover : 975,81,93,473.06

(ii) Net worth of the Company : 254,50,21,346.41

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	72,338	48.73	-	-
	(ii) Non-resident Indian (NRI)	-	-	-	-
	(iii) Foreign national (other than NRI)	-	-	-	-
2.	Government				
	(i) Central Government	-	-	-	-
	(ii) State Government	-	-	-	-
	(iii) Government companies	-	-	-	-
3.	Insurance companies	-	-	-	-
4.	Banks	-	-	-	-
5.	Financial institutions	-	-	-	-
6.	Foreign institutional investors	-	-	-	-
7.	Mutual funds	-	-	-	-
8.	Venture capital	-	-	-	-
9.	Body corporate (Not mentioned above)	-	-	-	-
10.	Others NIL	-	-	-	-
	Total	72,338	48.73	-	-

Total number of shareholders (promoters):

4

(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	-	-	-	-
	(ii) Non-resident Indian (NRI)	-	-	-	-
	(iii) Foreign national (other than NRI)	-	-	-	-
2.	Government				
	(i) Central Government	-	-	-	-
	(ii) State Government	-	-	-	-
	(iii) Government companies	-	-	-	-
3.	Insurance companies	-	-	-	-
4.	Banks	-	-	-	-
5.	Financial institutions	-	-	-	-
6.	Foreign institutional investors	-	-	-	-
7.	Mutual funds	-	-	-	-
8.	Venture capital	-	-	-	-
9.	Body corporate (not mentioned above)	76,112	51.27	-	-
10.	Others NIL	-	-	-	-
	Total	76,112	51.27	0	0

Total number of shareholders (other than promoters) :

6

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

10

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	4	4
Members (other than promoters)	6	6
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
A. Promoter	-	-	-	-	-	-
B. Non-Promoter	3	-	3	-	-	-
(i) Non-Independent	3	-	3	-	-	-
(ii) Independent	-	-	-	-	-	-
C. Nominee Directors representing	-	-	-	-	-	-
(i) Banks & FIs	-	-	-	-	-	-
(ii) Investing institutions	-	-	-	-	-	-
(iii) Government	-	-	-	-	-	-
(iv) Small share holders	-	-	-	-	-	-
(v) Others	-	-	-	-	-	-
Total	3	-	3	-	-	-

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)
Kalyan Sundaram Vasantha Kumari	06414529	Director	-	-
Yogesh Dwivedi	08342368	Director	-	-
Dinesh Kumar	08861981	Director	-	-

(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)
Dinesh Kumar	08861981	Additional Director	04.09.2020	Appointment
Prasad Oommen	01505426	Director	01.09.2020	Resignation
Dinesh Kumar	08861981	Director	30.11.2020	Regularization as Director (Change in Designation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS:**A. MEMBERS/CLASS /REQUISITIONED/CLB/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	30.11.2020	10	5	56.95

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30.05.2020	3	2	66.67
2	27.07.2020	3	2	66.67
3	04.09.2020	2	2	100
4	04.11.2020	3	2	66.67
5	09.11.2020	3	2	66.67
6	28.12.2020	3	2	66.67
7	07.01.2021	3	2	66.67
8	26.03.2021	3	2	66.67

C. COMMITTEE MEETINGS:

Number of meetings held

4

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	Corporate Social Responsibility Committee	01.09.2020	2	2	100
2	Corporate Social Responsibility Committee	04.09.2020	2	2	100
3	Corporate Social Responsibility Committee	04.11.2020	2	2	100
4	Corporate Social Responsibility Committee	26.03.2021	2	2	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 30.11.2021 (Y/N/NA)
		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.	Kalyan Sundaram Vasantha Kumari	8	8	100	4	4	100	Yes, will attend
2.	Yogesh Dwivedi	8	1	12.5	1	1	100	No
3.	Dinesh Kumar	5	5	100	2	2	100	No

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

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1.	Kalyan Sundaram Vasantha Kumari	Director	6,60,000	0	0	0	6,60,000
2	Yogesh Dwivedi	Director	5,19,364	0	0	0	5,19,364
3	Dinesh Kumar	Director	19,36,488	0	0	0	19,36,488
Total			31,15,852	0	0	0	31,15,852

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

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
-	-	-	-	-	-	-	-
	Total						

0

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
-	-	-	-	-	-	-	-
	Total						

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 the 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.

The Form MGT-8 will be obtained by the Company from Practicing Company Secretary for FY 2020-21.

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 applicable 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 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 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.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF
TROPICAL AGRO SYSTEM (INDIA) PRIVATE LIMITED

DATE: NOVEMBER 28, 2021

PLACE: CHENNAI

Vasanthakumari

KALYAN SUNDARAM VASANTHA KUMARI

(DIN: 06414529) | DIRECTOR

Dinesh

DINESH KUMAR

(DIN: 08861981)

DIRECTOR