

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

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

L01122WB1953PLC021090

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCV0433G

(ii) (a) Name of the company

VEGETABLE PRODUCTS LTD

(b) Registered office address

SUBOL DUTT BUILDING
13,BRABOURNE ROAD,6TH FLOOR,
KOLKATA
Kolkata
West Bengal
700001

(c) *e-mail ID of the company

vpl1953@yahoo.com

(d) *Telephone number with STD code

03322315686

(e) Website

www.vegetableindia.com

(iii) Date of Incorporation

13/06/1953

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	BOMBAY	1

(b) CIN of the Registrar and Transfer Agent

U74140WB1991PTC053081

Pre-fill

Name of the Registrar and Transfer Agent

ABS CONSULTANT PVT.LTD.

Registered office address of the Registrar and Transfer Agents

4 B B D BAG (EAST), STEPHEN HOUSE,
R.NO.99, 6TH FLOOR,

(vii) *Financial year From date 01/04/2017 (DD/MM/YYYY) To date 31/03/2018 (DD/MM/YYYY)

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

(a) If yes, date of AGM 15/09/2018

(b) Due date of AGM 30/09/2018

(c) Whether any extension for AGM granted Yes No

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	L	Real Estate	L1	Real estate activities with own or leased property	0

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

*No. of Companies for which information is to be given 0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	110,000,000	109,200,000	109,200,000	109,200,000
Total amount of equity shares (in Rupees)	110,000,000	109,200,000	109,200,000	109,200,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	110,000,000	109,200,000	109,200,000	109,200,000
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	110,000,000	109,200,000	109,200,000	109,200,000

(b) Preference share capital

Particulars	Authorised 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	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(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
Equity shares				
At the beginning of the year	109,200,000	109,200,000	109,200,000	

Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	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				
Decrease during the year	0	0	0	0
i. Buy-back 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	0	0	0	
At the end of the year	109,200,000	109,200,000	109,200,000	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	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				
At the end of the year	0	0	0	

(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	19/09/2017		
Date of registration of transfer (Date Month Year)	12/04/2017		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	140	Amount per Share/ Debenture/Unit (in Rs.)	1
Ledger Folio of Transferor	B000000089		

Transferor's Name	MOHITA	KUMAR	BASANT
	Surname	middle name	first name
Ledger Folio of Transferee	V000001002		
Transferee's Name	MOHTA	ANAND	VIKAS
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	08/05/2017
--	------------

Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	---------------	--

Number of Shares/ Debentures/ Units Transferred	1,400	Amount per Share/ Debenture/Unit (in Rs.)	1
---	-------	---	---

Ledger Folio of Transferor	S000000522
----------------------------	------------

Transferor's Name	GUPTA	SUNDAR	SHYAM
	Surname	middle name	first name

Ledger Folio of Transferee	V000001003
----------------------------	------------

Transferee's Name	JAIN		VISHAL
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	08/05/2017
--	------------

Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	---------------	--

Number of Shares/ Debentures/ Units Transferred	1,400	Amount per Share/ Debenture/Unit (in Rs.)	1
---	-------	---	---

Ledger Folio of Transferor	M000000199
----------------------------	------------

Transferor's Name	<input type="text" value="GUPTA"/>	<input type="text"/>	<input type="text" value="MITHLESH"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="V000001003"/>
----------------------------	---

Transferee's Name	<input type="text" value="JAIN"/>	<input type="text"/>	<input type="text" value="VISHAL"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="08/05/2017"/>
--	---

Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input type="text" value="1,400"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="1"/>
---	------------------------------------	---	--------------------------------

Ledger Folio of Transferor	<input type="text" value="S000000632"/>
----------------------------	---

Transferor's Name	<input type="text" value="DEVI"/>	<input type="text"/>	<input type="text" value="SARASWATI"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="V000001003"/>
----------------------------	---

Transferee's Name	<input type="text" value="JAIN"/>	<input type="text"/>	<input type="text" value="VISHAL"/>
	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	0	0	0
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			24,520,700
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			301,000
Total			24,821,700

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)

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

0

(ii) Net worth of the Company

641,325,940

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	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)	27,057,520	24.78	0	

10.	Others	0	0	0	
	Total	27,057,520	24.78	0	0

Total number of shareholders (promoters)

1

(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	8,257,935	7.56	0	
	(ii) Non-resident Indian (NRI)	26,023	0.02	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)	73,836,122	67.62	0	
10.	Others CUSTODIAN A/C- BHUPEND	22,400	0.02	0	
	Total	82,142,480	75.22	0	0

Total number of shareholders (other than promoters)

1,678

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

1,679

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	1	1
Members (other than promoters)	1,571	1,678
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	0	0	0	0	0	0
B. Non-Promoter	1	5	1	5	1.54	0
(i) Non-Independent	1	2	1	2	1.54	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	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
Total	1	5	1	5	1.54	0

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

8

(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)
TANMOY MONDAL	06391885	Managing Director	1,680,000	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
PRADEEP KUMAR DA	00080515	Director	0	
KIRTI SHARMA	07434779	Director	0	
UTPAL DEY	AFYPD2551A	CFO	0	
ARUN CHAKRABORTY	00140430	Director	0	
SUDARSON KAYORI	00165816	Director	0	
RATHINDRA NATH GH	00152267	Director	0	
SHIVANI KHANNA	BLOPK8266N	Company Secretar	0	

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

2

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)
Arun Chakraborty	00140430	Director	19/09/2017	Re-appointment
Sudarson Kayori	00165816	Director	19/09/2017	Re-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 MEETI	19/09/2017	1,598	76	86.99

B. BOARD MEETINGS

*Number of meetings held

13

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	12/04/2017	6	5	83.33
2	08/05/2017	6	4	66.67

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	26/05/2017	6	6	100
4	23/06/2017	6	5	83.33
5	11/08/2017	6	6	100
6	21/09/2017	6	5	83.33
7	26/09/2017	6	6	100
8	25/10/2017	6	6	100
9	22/11/2017	6	5	83.33
10	14/12/2017	6	5	83.33
11	18/01/2018	6	5	83.33
12	12/02/2018	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

14

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 COMM	26/05/2017	3	3	100
2	AUDIT COMM	11/08/2017	3	3	100
3	AUDIT COMM	25/10/2017	3	3	100
4	AUDIT COMM	12/02/2018	3	3	100
5	STAKEHOLDE	12/04/2017	3	3	100
6	STAKEHOLDE	25/04/2017	3	3	100
7	STAKEHOLDE	08/05/2017	3	2	66.67
8	STAKEHOLDE	19/06/2017	3	3	100
9	STAKEHOLDE	14/12/2017	3	2	66.67
10	STAKEHOLDE	16/03/2018	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	15/09/2018
								(Y/N/NA)
1	TANMOY MOI	13	11	84.62	4	4	100	Yes
2	PRADEEP KU	13	12	92.31	0	0	0	Yes
3	KIRTI SHARM	13	12	92.31	0	0	0	Yes
4	ARUN CHAKF	13	11	84.62	14	12	85.71	Yes
5	SUDARSON K	13	11	84.62	14	13	92.86	Yes
6	RATHINDRA I	13	12	92.31	10	10	100	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	TANMOY MONDAL	MANAGING DIR	180,000	0	0	0	180,000
	Total		180,000	0	0	0	180,000

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	SHIVANI KHANNA	COMPANY SEC	180,000	0	0	0	180,000
2	UTPAL DEY	CFO	180,000	0	0	0	180,000
	Total		360,000	0	0	0	360,000

Number of other directors whose remuneration details to be entered

0

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

P. DOLESWAR RAO

Whether associate or fellow Associate Fellow

Certificate of practice number

14385

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. ... dated

(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

TANMOY Mondal
Digitally signed by
TANMOY MONDAL
Date: 2018.10.27
13:43:10 +05'30'

DIN of the director

To be digitally signed by

PUPPALA RAO
Digitally signed by
PUPPALA DOLESWA
R RAO
Date: 2018.11.01
12:39:34 +05'30'

- Company Secretary
 Company secretary in practice

Membership number

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

List of attachments

VPL_MGT-8.pdf
VPL_Details of meeting.pdf
VPL_List of Shareholders.pdf

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