



DIRECTORS' REPORT

Dear Members,

Your Directors have the pleasure of presenting the Directors' Report of your Company together with the Audited Statement of Accounts for the Financial Year ended 31st March 2022.

1. FINANCIAL RESULTS:

(INR in Lakhs)		
Particulars	As at 31.03.2022	As at 31.03.2021
Revenue from operations	1,33,200.11	116,717.33
Other Income	2,024.31	1,736.71
Total Revenue	1,35,224.42	118,454.04
Total Expenses	1,21,718.08	1,07,535.92
Profit Before tax	13,506.34	10,918.12
Profit After Tax	10,251.27	7,171.39

2. DIVIDEND:

Your Board of Directors recommend dividend of INR 7.50/- per share of face value of INR 10/- for Financial Year 2021-22.

3. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the Company occurred between the end of the Financial Year, to which this financial statement relates, and the date of report.

4. CHANGE IN THE NATURE OF BUSINESS, IF ANY:

There was no change business of the Company during the Financial Year ended 31st March 2022.

5. DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL INCLUDING THOSE WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR:

Current Board of Directors of the Company:

As at 31st March 2022, your Board comprised the following Directors:

- a) Mr. Prashant Peres, Managing Director
- b) Mr. Amit Kumar, Director
- c) Mr. Rajesh Daga, Director & CFO
- d) Mrs. Nimisha Das, Director
- e) Mrs. Anahita Kumar, Director

Ms. Neha Rushi is the Company Secretary of the Company w.e.f. 12th April, 2022.

Appointment:

During the Financial Year 2021-22, Mr. Amit Kumar Baveja was appointed as Additional Director (in capacity of Executive Director) of the Company w.e.f. 17th December 2021 & Mr. Prashant Peres was appointed as Additional Director (in capacity of Managing Director) of the Company, w.e.f. 4th March, 2022.

The Board of Directors recommend re-appointment of Mr. Amit Kumar Baveja as Director & Mr. Prashant Peres as Managing Director of the Company.

Resignation:

During the Financial Year 2021-22, Mr. Saurabhkumar Lal and Mr. Mohit Anand, Director resign from the office of Directorship, w.e.f. 17th December, 2021 and 19th January, 2022 respectively. Further Ms. Anushanethri V, Company Secretary of the Company resigned w.e.f. 17th December, 2021

6. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:

During the Financial Year 2021-22, Four (4) Board Meetings were held i.e. on 30th June 2021, 30th September, 2021, 17th December, 2021 and 4th March 2022.

7. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors confirm to the best of their knowledge and belief that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period;
- c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors had prepared the annual accounts on a going concern basis;
- e) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

8. CORPORATE SOCIAL RESPONSIBILITY ("CSR"):

The Company has framed a CSR Policy and the said Policy was approved by the Board and the Company has constituted the CSR Committee in accordance with Section 135(1) of the Companies Act, 2013. The

Annual Report on CSR activities as required to be given under Section 135 of the Companies Act, 2013 and Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 has been attached to the Directors' Report as **Annexure II**.

The Company has transferred INR 70,33,000 to Unspent CSR account, which was unspent since schools remained closed for major part of the year, due to COVID-19 situation, the designated quota of Breakfast servings could not be met. Given this the organisation tried to prepare ration kits, to be reached to the families of under privileged children but we couldn't reach to as many children as we would have reached through school breakfast programs.

9. CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION:

Kellogg's Vision of sustainability rests on three pillars (a) creating sustainable business through operational excellence (b) prevent and minimize impact of business operations on the environment and (c) building awareness on environmental sustainability and encouraging employees to be agents of change. The Company has implemented initiatives which includes the following:

Taloja Plant:

- a. PNG optimization through process control;
- b. Energy audit to identify opportunities for energy savings;
- c. Energy Efficient AHU's Phase 1 initiation (50% reduction in energy usage);
- d. Initiated enhancement of Solar Energy generation footprint with expected delivery in 2022;
- e. Compressed air monthly Leaks Audit to bring about reduction in Compressed air usage.

Sricity Plant:

- a. Optimization of compressed air pressure;
- b. Thermography study on driers & burner modulation for lower LPG usage;
- c. Steam audit to optimize biomass fuel consumption;
- d. Improvement in overall equipment efficiency (OEE) to enable lower specific energy consumption.

10. FOREIGN EXCHANGE EARNINGS AND OUTGO

During the Financial Year ending on March 31, 2022, earnings in foreign currency was INR 13,543.14 Lakh and expenditure in foreign currency was INR 19,005.10 Lakh.

11. AUDITORS:

M/s. Suresh Surana & Associates LLP, Chartered Accountants (FRN: 121750W/W-100010) were appointed u/s 139 as statutory auditors of the Company in the financial year 2017-18 to hold office from the conclusion of the 26th Annual General Meeting till the conclusion of the 31st Annual General Meeting. In view of the same the Company needs to re-appoint them as the statutory auditors of the Company in the ensuing Annual General Meeting of the Company for the period of 5 years i.e. from the conclusion of 31st Annual General Meeting till the conclusion of the 36th Annual General Meeting of the Company.

Further, the Board of Directors of the Company have recommended the appointment of M/s. Suresh Surana & Associates LLP (FRN: 121750W/W-100010), Chartered Accountants, Mumbai as the statutory auditors of the Company. M/s. Suresh Surana & Associates LLP, will hold the office of statutory auditors for a period of five consecutive years from the conclusion of the 31st Annual General Meeting of the Company till the conclusion of 36th Annual General Meeting of the Company. The first year of audit will be of the financial statements for the year ending March 31, 2023. The Company has received consent and certificate under Section 141 of the Companies Act, 2013 from M/s. Suresh Surana & Associates LLP, Chartered Accountants, Mumbai (FRN: 121750W/W-100010) stating that their appointment, if made would be as per the terms provided in the Companies Act, 2013.

12. AUDITORS' REPORT:

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors' remarks in their report are self-explanatory and do not call for any future comments.

The Statutory Auditors of the Company have not reported any fraud by or against the Company during the F.Y. 2021-22 pursuant to sub-section (12) of section 143 of the Companies Act, 2013.

13. COST AUDITOR:

Cost Audit is not applicable to the Company.

14. SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS:

During the year no significant or material orders have been passed by the regulators or courts or tribunals impacting the going concern status and Company's future operations.

15. CHANGES IN SHARES CAPITAL:

There was no change in the Share Capital of the Company during the financial year 2021-22.

16. DEPOSITS:

The Company has not accepted any deposits from the Members and general public as on 31st March 2022. There are also no small depositors in the Company.

17. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place a policy for prevention of sexual harassment in accordance with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has not received any complaint during the year 2021-22.

18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

No loans, guarantees and investments in terms Section 186 of the Companies Act, 2013, for the Financial Year 2021-22 have been provided by the Company.

19. PARTICULARS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS WITH RELATED PARTIES:

The of transactions with related parties entered into on arms' length basis during the financial year as required to be given in Form AOC-2, have been provided in **Annexure I** which forms part of the Directors' Report.

20. PARTICULARS OF EMPLOYEES:

Details of the employees received remuneration more than the limits specified in the Companies Act, 2013 read with the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 for the FY 2021-22 are given in Form MGT-9 which is attached to the Directors' Report in **Annexure III**.

21. TRANSFER TO RESERVE:

The Company has profit of INR 10,251.27 Lakh during the Financial Year 2021-22 and the same has been transferred to the Reserve and the total amount INR 12,342.23 Lakh has been reflected under the head Reserve and Surplus (excluding Share Premium Account) in the financial statements of the Company.

22. EXTRACT OF THE ANNUAL RETURN:

The extract of the annual return for the Financial Year 2021-22 being attached with the Director's Report as **Annexure III**. Web Link of the same is as under: <https://www.kelloggs.com/en-in/who-we-are/leadership.html>

23. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT OF THE COMPANY:

The Company has devised and implemented a mechanism for risk management and identifying internal and external risks and implementing risk mitigation steps.

24. INTERNAL FINANCIAL CONTROLS:

The Company has an adequate internal financial controls system commensurate with the size of the

Company and the nature of its business with reference to the financial statements.

25. ACKNOWLEDGEMENT AND OTHER MATTERS:

The Directors wish to place on record their appreciation for the co-operation and support extended by the government, bankers and members. The Board places on record its appreciation for continued support provided by the esteemed customers, suppliers, bankers, consultants and members. The Directors also acknowledge the hard work, dedication and commitment of the employees. Their enthusiasm and unstinting efforts have enabled the Company to emerge stronger than ever, enabling it to maintain its position as one of the leading players in the wind industry, in India and around the world.

For and on behalf of the Board
KELLOGG INDIA PRIVATE LIMITED

PRASHANT
RICHARD PERES
Digitally signed
by PRASHANT
RICHARD PERES
Date:
2022.06.20
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Prashant Peres
(Managing Director)
DIN: 07283522

AMIT
KUMAR BAVEJA
Digitally signed
by AMIT KUMAR
BAVEJA
Date:
2022.06.20
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Amit Kumar Baveja
(Director)
DIN: 09420050

Place: Mumbai

Date: 20th June, 2022

ANNEXURE-I**FORM NO. AOC -2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Not Applicable
b)	Nature of contracts/arrangements/transaction	Not Applicable
c)	Duration of the contracts/arrangements/transaction	Not Applicable
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Not Applicable
e)	Justification for entering into such contracts or arrangements or transactions'	Not Applicable
f)	Date of approval by the Board	Not Applicable
g)	Amount paid as advances, if any	Not Applicable
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	Not Applicable

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	As per Appendix-1
b)	Nature of contracts/arrangements/transaction	-
c)	Duration of the contracts/arrangements/ transaction	-
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	As per Appendix-2
e)	Date of approval by the Board	20 th June, 2022
f)	Amount paid as advances, if any	-

For and on behalf of the Board
KELLOGG INDIA PRIVATE LIMITED

PRASHANT
RICHARD
PERES
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by PRASHANT
RICHARD PERES
Date: 2022.06.20
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Prashant Peres
(Managing Director)
DIN: 07283522

AMIT
KUMAR
BAVEJA
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by AMIT KUMAR
BAVEJA
Date: 2022.06.20
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Amit Kumar Baveja
(Director)
DIN: 09420050

Place: Mumbai

Date: 20th June 2022

Kellogg India Private Limited

CIN: U15490MH1990PTCo58489

Notes to financial statements for the year ended March 31, 2022*(All amounts in Rs. Lakhs, unless otherwise stated)***Note 35: Related Party Disclosures:****(i) Relationship**

(a) Control: (Holding Company)	Kellogg Company, USA
(b) Fellow Subsidiary Companies* (Subsidiaries of Kellogg Company, USA)	Kellogg (Aust) Pty Ltd. Kellogg Management Services (Europe) Limited Kellogg Asia Marketing Inc Kellogg Asia Sdn Bhd, Malaysia Kellogg Company of SA Pty Ltd Kellogg Asia Pacific Pte Ltd, Singapore Kellogg (Thailand) Limited Pringles International Operations SARL Singapore Branch Kellogg Asia Inc. Kellogg Asia Marketing Inc., Malaysia Branch (AMMB) Kellogg Asia Marketing Inc., Malaysia Branch (AMKM) Kellogg Asia Marketing Inc., Taiwan Branch (ATTW) Kellogg Asia Marketing Inc., Hongkong Branch (AHHK) Kelloggs Middle East (KEME) The Egyptian company for Food – Bisco Misr
(c) Joint Venture of Holding company	Kellogg's-Tolaram Nigeria Limited-Joint Venture between Kellogg company and Tolaram Africa
(d) Key Management Personnel: Managing Director	Mohit Anand (Till 19 January 2022) Prashant Peres (From 4 March 2022)
Directors	Mohit Anand (Till 19 January 2022) Prashant Peres (From 4 March 2022) Saurabhkumar Lal (Till 17 December 2021) Rajesh Daga Anahita Kumar (From 9 March 2021) Dinesh Charak (Upto 5 January 2021) Amit Kumar Baveja (From 17 December 2021) Nimisha Das (From 9 March 2021)
Chief Finance Officer	Rajesh Daga (From 25 November 2019)
Company Secretary	Neha Rushi (From 12 April 2022) Anushanethri Vishwanathan (Till 17 December 2021)

* The list of fellow subsidiaries has been limited to entities with whom transactions have taken place. Subsidiaries of the holding company, Kellogg Company, USA that are under common control with the reporting entity with whom there are no transactions, have not been disclosed.

Kellogg India Private Limited

CIN: U15490MH1990PTC058489

Notes to financial statements for the year ended March 31, 2022

(All amounts in Rs. Lakhs, unless otherwise stated)

Note 35 (b) The following transactions and balances were carried out with related parties

Transactions	Parties referred to in (i)(a) above		Parties referred to in (i)(b) above		Parties referred to in (i)(c) above		Parties referred to in (i)(d) above		Total	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Royalty										
Kellogg Company, USA	3,766.15	3,372.51					-		3,766.15	3,372.51
Total	3,766.15	3,372.51	-	-	-	-	-	-	3,766.15	3,372.51
Expenses reimbursed by the Company										
Kellogg Company, USA	1,734.90	1,863.25					-		1,734.90	1,863.25
Kellogg (Aust) Pty Ltd.			8.13	22.67			-		8.13	22.67
Pringles International Operations SARL Singapore Branch			202.46	16.25			-		202.46	16.25
Kellogg Asia Pacific Pte Ltd, Singapore			3,234.30	2,386.12			-		3,234.30	2,386.12
Kellogg (Thailand) Limited			4.16	-			-		4.16	-
Kellogg Asia Marketing Inc., Malaysia Branch (AMKM)			10.50	-			-		10.50	-
Kellogg Asia Marketing Inc., Malaysia Branch (AMMB)			0.40	2.11			-		0.40	2.11
Total	1,734.90	1,863.25	3,459.96	2,427.15	-	-	-	-	5,194.86	4,290.40
Expenses reimbursed to the Company										
Kellogg Company, USA	170.05	13.06					-		170.05	13.06
Kellogg Company of SA Pty Ltd			20.41	23.56			-		20.41	23.56
Kellogg Management Services (Europe) Limited			41.75	38.27			-		41.75	38.27
Kellogg Asia Pacific Pte Ltd, Singapore			118.99	30.93			-		118.99	30.93
Kellogg (Thailand) Limited			1.64	9.87			-		1.64	9.87
The Egyptian company for Food – Bisco Misr			3.16	-			-		3.16	-
Kellogg Middle East			6.94	5.49			-		6.94	5.49
Kellogg Asia Marketing Inc., Malaysia Branch (AMMB)			55.33	34.66			-		55.33	34.66
Kellogg Asia Marketing Inc., Malaysia Branch (AMKM)			6.34	2.45			-		6.34	
Kellogg Asia Marketing Inc., Hong Kong Branch (AHHK)			0.12	-			-		0.12	
Kellogg Asia Marketing Inc., Taiwan Branch (ATTW)			2.04	-			-		2.04	
Pringles International Operations SARL Singapore Branch			164.64	1,570.02			-		164.64	1,570.02
Total	170.05	13.06	421.36	1,715.27			-		591.41	1,725.88
Service Income										
Kellogg Company, USA	2,928.16	2,337.68					-		2,928.16	2,337.68
Kellogg (Aust) Pty Ltd.			10.51	15.90			-		10.51	15.90
Kellogg Company of SA Pty Ltd			125.56	140.50			-		125.56	140.50
Kellogg Middle East			50.20	42.78			-		50.20	42.78
Kellogg Asia Sdn Bhd, Malaysia			77.20	97.33			-		77.20	97.33
Kellogg (Thailand) Limited			24.85	-			-		24.85	-
Kellogg Asia Pacific Pte Ltd, Singapore			2,622.97	1,938.79			-		2,622.97	1,938.79
Kellogg Asia Marketing Inc.				184.83			-			184.83
Kellogg Asia Marketing Inc., Malaysia Branch (AMMB)				13.86			-			13.86
Kellogg Asia Marketing Inc., Malaysia Branch (AMKM)			110.76	-			-		110.76	
The Egyptian company for Food – Bisco Misr			95.57	-			-		95.57	
Kellogg Tolaram LPTZ						14.06				
Pringles International Operations SARL Singapore Branch			94.75	15.54			-		94.75	15.54
Total	2,928.16	2,337.68	3,312.38	2,449.53		14.06	-		6,140.54	4,787.20
Dividend payment										
Kellogg Company, USA	21,547.77	15,391.27					-		21,547.77	15,391.27
Kellogg Asia Inc.			0.48	0.35			-		0.48	0.35
Total	21,547.77	15,391.27	0.48	0.35	-	-	-	-	21,548.26	15,391.61
Purchase of Materials										
Kellogg (Thailand) Limited			262.82	167.93			-		262.82	167.93
Pringles International Operations SARL Singapore Branch			6,402.40	5,746.79			-		6,402.40	5,746.79
Total			6,665.22	5,914.73			-		6,665.22	5,914.73
Remuneration*										
Prashant Peres							180.09	-	180.09	-
Mohit Anand							504.95	749.68	504.95	749.68
Dinesh Charak							-	176.21	-	176.21
Nimisha Das							170.74	28.71	170.74	28.71
Anahita Kumar							136.71	30.19	136.71	30.19
Saurabh Kumar Lal							264.31	200.93	264.31	200.93
Amit Kumar Baveja							102.93	-	102.93	-
Rajesh Daga							195.09	155.70	195.09	155.70
Neha Rushi							-	-	-	-
Anushanethri Vishwanathan							21.48	20.84	21.48	20.84
Total							1,576.30	1,362.26	1,576.30	1,362.26

* Includes total amount of remuneration paid during the year disclosed above irrespective of holding of directorship. The above figures does not include provision for gratuity, group medical claim, group medical accident and compensated absences as the same is determined at a company level and is not possible to determine for select individuals.

Kellogg India Private Limited

CIN: U15490MH1990PTC058489

Notes to financial statements for the year ended March 31, 2022

(All amounts in Rs. Lakhs, unless otherwise stated)

Note 35 (iii) The following transactions and balances were carried out with related parties

Balances	Parties referred to in (i)(a) above		Parties referred to in (i)(b) above		Parties referred to in (i)(c) above		Parties referred to in (i)(d) above		Total	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Year End Balances										
Payable										
Kellogg Company, USA	1,382.99	1,937.81			-	-	-	-	1,382.99	1,937.81
Kellogg (Aust) Pty Ltd.	-	-		17.79	-	-	-	-	-	17.79
Kellogg Company of SA Pty Ltd	-	-	50.00	48.30	-	-	-	-	50.00	48.30
Kellogg Middle East (KEME)	-	-	66.16	-	-	-	-	-	-	66.16
Kellogg Asia Marketing Inc., Malaysia Branch (AMMB)			0.35	2.05					0.35	2.05
Pringles International Operations SARL Singapore Branch		-	2,449.62	1,525.60	-	-	-	-	2,449.62	1,525.60
Kellogg Asia Pacific Pte Ltd, Singapore		-	726.08	643.08	-	-	-	-	726.08	643.08
Kellogg Asia Marketing Inc., Malaysia Branch (AMKM)		-	10.72	-					10.72	-
Kellogg (Thailand) Limited		-	65.56	84.63	-	-	-	-	65.56	84.63
Total	1,382.99	1,937.81	3,302.32	2,387.52	-	-	-	-	4,685.31	4,325.33
Year End Balances										
Other Receivables (including unbilled revenue)										
Kellogg Company, USA	341.15	643.53			-	-			341.15	643.53
Kellogg (Aust) Pty Ltd.			5.23	-	-	-			5.23	-
Kellogg Company of SA Pty Ltd			10.78	36.18	-	-			10.78	36.18
Kellogg Asia Pacific Pte Ltd, Singapore			947.37	601.29	-	-			947.37	601.29
Kellogg Middle East (KEME)			12.97	35.73					12.97	35.73
Kellogg Management Services (Europe) Limited			-	24.11	-	-			-	24.11
Kellogg Asia Sdn Bhd, Malaysia			7.12	30.92	-	-			7.12	30.92
Pringles International Operations SARL Singapore Branch			191.76	6.24	-	-			191.76	6.24
Kellogg Asia Marketing Inc., Hongkong Branch (AHHK)				14.74	-	-			-	14.74
Kellogg Asia Marketing Inc., Malaysia Branch (AMME)			10.54	37.56					10.54	37.56
Kellogg Asia Marketing Inc., Malaysia Branch (AMKM)			28.76	23.61					28.76	23.61
Kellogg Asia Marketing Inc., Taiwan Branch (ATTW)			5.95	19.14					5.95	19.14
Kellogg (Thailand) Limited			26.97	56.83	-	-			26.97	56.83
Kellogg Tolaram LFTZ				14.25					-	14.25
The Egyptian company for Food – Bisco Misr (AEBM)			12.60	8.84					12.60	8.84
Total	341.15	643.53	1,259.37	1,109.43	-	-	-	-	1,600.52	1,752.93

Note:

All the transactions were made on normal commercial terms and conditions and at market rates.
All outstanding balances are unsecured.



ANNEXURE -II
THE ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company:

The Corporate Social Responsibility Policy ("CSR Policy") of Kellogg India Private Limited lays down the guiding principles for (a) selecting the Corporate Social Responsibility Activities ("CSR Activities"); (b) implementing CSR Activities as may be recommended by the Corporate Social Responsibility Committee ("CSR Committee") of the Company and approved by the Board of the Company; (c) monitoring and providing oversight over the CSR Activities being executed by the Company' (d) formulation of annual action plan for identification of activities in which the amount shall be spent by the Company.

2. The Composition of the CSR Committee:

Sr. no.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Rajesh Rameshwardas Daga	Chairman/Executive Director/CFO	3	3
2	Mrs. Anahita Kumar	Member/ Executive Director	3	3
3	# Mr. Amit Kumar Baveja	Member/ Executive Director	3	3
4	* Mr. Saurabhkumar Lal	Member/ Executive Director	3	0

The CSR Committee was re-constituted on 17th December, 2021 by inducting Mr. Amit Kumar Baveja as a member of the said Committee in place of Mr. Saurabhkumar Lal.

*Ceased to be the Member of CSR Committee w.e.f from 17th December, 2021.

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: <https://www.kelloggs.com/en-in/who-we-are/corporate-responsibility.html>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report): Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be setoff for the financial year, if any (in Rs)
1	NA	Nil	Nil

Registered Office: Plot No. L2 and L3, Taloja, MIDC, District Raigad, Maharashtra-410208

Head Office: 1001-1002, 10th floor, Hiranandani Knowledge Park, Powai, Mumbai, Maharashtra

400076Telephone: +91 22-30927000, Fax: +91 22-30927001 / CIN: U15490MH1990PTC058489



6. Average net profit of the company as per section 135 (5): INR 64,32,09,819

7.

Particulars	Amount in INR
(a) Two percent of average net profit of the company as per section 135(5):	1,28,64,196
(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years:	0
(c) Amount required to be set off for the financial year:	0
(d) Total CSR obligation for the financial year (7a+7b-7c):	1,28,64,196

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount (in Rs.)	Date of transfer	Name of the Fund	Amount	Date of transfer
58,31,519	70,33,000	29-April-2022	-	-	-

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the Project		Project Duration	Amount allocated for the project (in Rs.)	Amount spent in the current financial Year (in Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number.
1	The Bright Start – Eradicating hunger among under privileged children	Eradicating hunger	Yes	Maharashtra	Mumbai	48 Months	1,09,56,051.74	39,23,051.74	70,33,000	Yes	Decimal Foundation	CSRO 0004 258



(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1) Sr. No.	(2) Name of the Project	(3) Item from the list of activities in schedule VII to the Act.	(4) Local area (Yes/ No).	(5) Location of the project.		(6) Amount spent for the project (in Rs.).	(7) Mode of imple menta tion Direct (Yes/ No)	(8) Mode of implementation – Through implementing agency.	
				State.	District.			Name.	CSR registration number
1	Breakfast to flood victims through Maharashtra Pollution control Board	Eradication of hunger	Yes	Maharashtra	Raigad	34,300	Yes	-	-
2	Distribution of Cereal to under privileged children through Sri Sai Annapoorna	Eradication of hunger	No	Karnataka	Chikkab alapur	2,84,042	Yes	-	-
3	Distribution of chikki to children through Connect Andhra - Government Foundation	Eradication of hunger	No	Andhra Pradesh	Nellore	1,99,125	Yes	-	-
4	Computers for Children Shelter	Enhancing Vocational Skills among children	Yes	Maharashtra	Raigad	1,91,000	No	-	-
5	Monthly Ration Kits to under privileged children	Eradication of hunger	Yes	Maharashtra	Alibaug	12,00,000	No	The Akshaya Patra Foundation	CSR00000286

(d) Amount spent in Administrative Overheads: Nil

(e) Amount spent on Impact Assessment, if applicable: Nil

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): INR 58,31,519



(g) Excess amount for set off, if any: Not Applicable

Sr. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	1,28,64,196
(ii)	Total amount spent during the Financial Year 2021-22	58,31,519
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sr. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs.).	Date of transfer.	
1	2020-21	41,47,000	41,47,000	NA	Nil	NA	0
	Total	41,47,000	41,47,000				

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sr. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs.).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
1	FY31.03.2021_1	Eradication of Hunger	2020-21	48 months	65,25,773.33	41,47,000	65,27,000	Completed
	Total				65,25,773.33	41,47,000	65,27,000	

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details): Not Applicable

(a) Date of creation or acquisition of the capital asset(s) : Not Applicable

(b) Amount of CSR spent for creation or acquisition of capital asset : Not Applicable

Registered Office: Plot No. L2 and L3, Taloja, MIDC, District Raigad, Maharashtra-410208

Head Office: 1001-1002, 10th floor, Hiranandani Knowledge Park, Powai, Mumbai, Maharashtra

400076 Telephone: +91 22-30927000, Fax: +91 22-30927001 / CIN: U15490MH1990PTC058489



- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: Not Applicable
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset) : Not Applicable

11. **Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):** Since schools remained closed for major part of the year, due to COVID-19 situation, the designated quota of Breakfast servings could not be met. Given this the organisation tried to prepare ration kits, to be reached to the families of under privileged children but we couldn't reach to as many children as we would have reached through school breakfast programs.

For Kellogg India Private Limited

RAJESH
RAMESHWAR
DAS DAGA

Digitally signed by
RAJESH
RAMESHWAR DAS DAGA
Date: 2022.06.20
19:57:31 +05'30'

Rajesh Daga
Chairman CSR Committee & Executive Director & CFO
DIN: 07258491
Date: 20th June, 2022
Place: Mumbai

AMIT
KUMAR
BAVEJA

Digitally signed by
AMIT KUMAR BAVEJA
Date: 2022.06.20
20:02:03 +05'30'

Amit Baveja
Member CSR Committee & Executive Director
DIN: 09420050
Date: 20th June, 2022
Place: Mumbai

ANNEXURE III

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31/03/2021

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

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	U15490MH1990PTC058489
ii.	Registration Date	10 th October, 1990
iii.	Name of Company	KELLOGG INDIA PRIVATE LIMITED
iv.	Category of Company	Having Share Capital
V	Sub-Category of Company	Indian Non-Government Company
vi.	Address	Plot No L2 & L3, MID C, Taloja, Raigad, Maharashtra, 410208
vii.	Listed/Unlisted	Unlisted

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:-

Sl. No	Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
1	Manufacturing of processed foods.	10616	79.13%
2	Trading of Goods	10616	16.11%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

Sl. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1.	Kellogg Company, USA [Holding Company]		Holding	99.99%	2(87)

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

i. Category-wise share Holding

Category of Shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTORS									
1. Indian									
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies corp.	-	-	-	-	-	-	-	-	-
e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any Others	-	-	-	-	-	-	-	-	-
Su-b Total A (1):									
2. Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	153916114	153916114	100%	-	153916114	153916114	100%	0%
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any Others	-	-	-	-	-	-	-	-	-
Sub Total A (2):	-	153916114	153916114	100%	-	153916114	153916114	100%	0%
Total Shareholding of Promoter (A)=(A)(1)+ (A)(2)		153916114	153916114	100%	-	153916114	153916114	100%	0%

nominal share capital excess of Rs 1 lakh									
c)Others (Specify) HUF	-	-	-	-	-	-	-	-	-
sub-total (B) (2):-	0	0	0	0%	0	0	0	0%	0%
Total Public Shareholding (B)= (B) (2)	0	0	0	0%	0	0	0	0%	0%
C. Share held by Custodian for GDRs & ADRs	0	0	0	0%	0	0	0	0%	0%
Grand Total (A+B+C)	-	153916114	153916114	100%	-	153916114	153916114	100%	0%

ii. Share Holding of Promoters

S. N.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% 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	Kellogg Company, USA [Holding Company]	153912658	99.9	0%	153912658	99.9	0%	0%
2	Kellogg Asia Inc., USA	3456	0.01	0%	3456	0.01	0%	0%
	Total	153916114	100	0%	153916114	100	0%	0%

iii. Change in Promoters shareholding

PARTICULARS	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Share	% of total of share of company	No. of share	% of Total shares of the company
At the beginning of the year	153916114	100	153916114	100
Date wise Increase/Decrease in Promoters Share holding the year specifying the reasons for increase / decrease (e.g. allotment/transfer /bonus/sweat equity etc.)				
At the end of year	153916114	100	153916114	100

iv. Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holder of GDRs and ADRs)

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 of the company
At the beginning of the year	-	-	-	-
Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment/transfer /bonus/sweat equity etc.)				
At the end of year (or on the date of separation during the year)	-	-	-	-

v. Shareholding of Director and Key Managerial Personnel:

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
At the beginning of the year	-	-	-	-
Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment/transfer /bonus/sweat equity etc.)	-	-	-	-
At the end of year	-	-	-	-

V. INDEBTEDNESS:

Indebtedness of the company including interest outstanding/accrued but not due for payment

(INR in Lakh)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the year				
(i)Principal Amount	-	76.39	-	76.39
(ii)Interest due but not paid	-	-	-	-
(iii)Interest accrued but not due	-	-	-	-
Total (i+ii+iii)				
Change in Indebtedness during the financial year				
Ø Addition	-	28.75		28.75
Ø Reduction	-	(59.00)		(59.00)
Net Charge				
Indebtedness at the end of the financial year				
(i)Principal Amount	-	46.14		46.14
(ii)Interest due but not paid	-	-	-	-
(iii)Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	46.14	-	46.14

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

(INR in Lakh)

Sl. No.	Particulars of Remuneration	Name of MD/WTM/ Manager							Total Amount
		Mohit Anand	Saurabhkumar Lal	Rajesh Daga (Director & CFO)	Anahita Kumar	Nimisha Das	Amit Kumar Baveja	Prashant Peres	
1	Gross Salary	312.06	189.00	195.09	136.71	170.74	64.88	70.04	1,138.52
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961								
2.	Stock Option	-	-	-	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-	-	-	-
4.	Commission	-	-	-	-	-	-	-	-
	- As % of profit								
	- others, Specify...								
5.	Others, please specify								
	Total (A)	312.06	189.00	195.09	136.71	170.74	64.88	70.04	1,138.52
	Ceiling as per the Act	-	-	-	-	-	-	-	-

B. Remunerations to others Director

Particulars of Remuneration	Name of Director				Total Amount
	XXXXX	XXXXX	XXXXX	XXXXX	
1. Independent Directors	-	-	-	-	-
• Fee for attending board committee meetings					
• Commission					
• Others, Please specify					
Total (1)	-	-	-	-	-
2. Other Non – Executive Directors	-	-	-	-	-

• Fee for attending board committee meetings					
• Commission					
• Others, please specify					
Total (2)	-	-	-	-	-
Total (B) = (1+2)	-	-	-	-	-
Total Managerial Remuneration	-	-	-	-	-
Overall Ceiling as per the Act	-	-	-	-	-

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

(INR in Lakh)

SL. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary (Anushanethri V.)	CFO	Total
1.	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income –tax Act,1961	-	21.48	-	21.48
	(b) Profit in lieu of salary under section 17(3) Income tax Act,1961	-	-	-	-
	(c) Value of perquisites u/s 17(2) Income tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
	- As % of profit	-	-	-	-
	- Others specify.....	-	-	-	-
5.	Others, Please specify	-	-	-	-
	Total	-	21.48	-	21.48

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

For and on behalf of the Board
KELLOGG INDIA PRIVATE LIMITED

PRASHANT
RICHARD PERES
Digitally signed by PRASHANT RICHARD PERES
Date: 2022.06.20 17:43:22 +05'30'
Prashant Peres
Managing Director
DIN: 07283522

AMIT KUMAR BAVEJA
Digitally signed by AMIT KUMAR BAVEJA
Date: 2022.06.20 17:44:41 +05'30'
Amit Baveja
Director
DIN: 09420050

Place: Mumbai

Date: 20th June 2022

