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 2025.

1. KEY FINANCIAL HIGHLIGHTS AND STATE OF THE COMPANY'S AFFAIRS FOR THE F.Y. ENDED AS AT 31ST MARCH, 2025:

(INR in Lakhs)

Particulars	As at 31.03.2025	As at 31.03.2024
Revenue from operations	**1,72,275.76**	**1,59,550.00**
Other Income	**1,521.35**	**1,549.00**
Total Revenue	**1,73,797.11**	**1,61,099.00**
Total Expenses	1,56,288.51	1,48,075.69
Profit Before tax	17,508.60	13,023.41
Profit After Tax	**12,856.62**	**9,659.80**

2. DIVIDEND:

During the financial year 2024-25, your Board declared Interim Dividend of INR 4/- per share of face value of INR 10/- .

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 2025.

5. TRANSFER TO RESERVE:

The Company has profit of INR 12,856.62 Lakh during the Financial Year 2024-25 and the same has been transferred to the Reserve and the total amount INR 8,065.34 Lakh has been reflected under the head Reserve and Surplus (excluding Share Premium Account) in the financial statements of the Company.

6. SHARE CAPITAL:

During the year under review the Authorised Share Capital of the Company was Rs. 350,00,00,000/- (Rupees Three Hundred and Fifty Crores Only) whereas the issued, subscribed and paid-up capital of the Company was Rs. 148,78,05,400/- (Rupees One Hundred and Forty Eight Crore, Seventy Eight Lakhs, Five

Thousand and Four Hundred Only).

7. DETAILS OF DIRECTORS AND 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 2025, your Board comprised the following Directors:

a) Mr. Prashant Peres, Managing Director
b) Mr. Amit Kumar, Director
c) Mrs. Nimisha Das, Director
d) Mrs. Anahita Kumar, Director
e) Mrs. Surabhi Mehrotra, Additional Director and CFO

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

Appointment:

During the Financial Year 2024-25, Mrs. Surabhi Mehrotra (DIN: 06883357) was appointed as an Additional Director of the Company through circular resolution passed by Board of Directors on 3rd July 2024. Further she was appointed as CFO of the Company in the Board meeting held on 20th June, 2024.

The Board of Directors recommend re-appointment of Mrs. Surabhi Mehrotra as Director of the Company.

8. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:

Regular meetings of the Board were held to discuss the business and performance of the Company. The maximum interval between any two meetings did not exceed 120 days as prescribed in the Companies Act, 2013. The Board met five (5) times during the Financial Year 2024-25, viz, 20th June, 2024, 10th September, 2024, 29th October, 2024, 4th December, 2024, and 25th March, 2025. The Agenda of the Board Meetings and Minutes of the Meetings of the Board of Directors were circulated amongst the Directors for their perusal as per the requirements of the Companies Act, 2013 and applicable Secretarial Standards.

9. NUMBER OF MEETINGS OF THE CSR COMMITTEE MEMBERS OF THE BOARD:

The Corporate Social Responsibility Committee met three (3) during the Financial Year 2024-25 viz on 18th June, 2024, 30th September, 2024 and 23rd January, 2025. The Agenda of the CSR Committee Meetings and Minutes of the said Meetings were circulated amongst the CSR Committee Members for their perusal as per the requirements of the Companies Act, 2013 and applicable Secretarial Standards.

10. 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.

11. 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**.

12. 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

- Energy Saving AHU, Installation of 6 no's Blower on Exhaust AHU- Energy Saving of Avg. 32,000 kwh/ month.
- Adhering canteen timing for lunch, Breakfast, and switching off Canteen Air conditioner during off timings - Energy Saving of Avg 1600 Kwh /Month.
- Solar Power from Open access, for 1.25 Kwp DC started from November 2024(Phase 2), Average generation –1,60,000 Kwh /Month.
- Replacement of Thermodynamic Steam traps with Inverted Bucket steam trap - Average Saving of 28T steam /Month.
- High Pressure cooking for JR Process from 1.5 kg to 2kg Pressure- Average Steam savings 40,000 kg/ Month.
- Single Transformer Operation during no production or Holiday with average saving 80 kwh/Month.
- Monthly Air Leaks audit and correction – Average saving 600 units/ Month.
- Dryer flash steam utilization into cookers – 36 Tons/Month

Sricity Plant :

- Chiller efficiency improvement through Hot well & cold well system : 100 kwh/Day
- New Energy efficient boiler installation : 300 kwh/Day
- Energy reduction through alternate fuel in Boiler : 100 kwh/Day

- LPG consumption reduction through Air balancing in Ovens & suction duct modification : 70 kwh/Day
- Interlocks provided to avoid idle run of adjacent equipment during D-drier Bypass : 60 Kwh/Day
- VFD installed in Plenum chamber blower : 20 Kwh/Day
- Compressed air leakage reduction : 30 kwh/Day
- Steam consumption reduction through arresting leakages : 50 kwh/Day

13. FOREIGN EXCHANGE EARNINGS AND OUTGO

During the Financial Year ending on March 31, 2025, earnings in foreign currency was INR 22,596.00 Lakh and expenditure in foreign currency was INR 31,699.06 Lakh.

14. STATUTORY AUDITORS:

M/s. Suresh Surana & Associates LLP, Chartered Accountants (FRN: 121750W/W-100010) were re-appointed u/s 139 as statutory auditors of the Company in the financial year 2024-25 to hold office from the conclusion of the Annual General Meeting held on 25th July, 2022 for the period of 5 years i.e. from the conclusion of 31st Annual General Meeting of the Company till the conclusion of the 36th Annual General Meeting of the Company to be held in the financial year 2027-28.

15. 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. 2024-25 pursuant to sub-section (12) of section 143 of the Companies Act, 2013.

16. MAINTENANCE OF COST RECORDS:

Since the provisions of sub-section (1) of section 148 of the Companies Act, 2013 are not applicable, your Company has not maintained Cost records as specified by the Central Government under the aforesaid section. The Company does not fall in to the category of Companies specified in Section 148(2) of the Companies Act, 2013 and therefore appointment of Cost Accountant as specified under sub-section (3) of section 148 of the Companies Act, 2013 was not required.

17. 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.

18. DEPOSITS:

The Company has not accepted any deposits from the Members and general public as on 31st March 2025. There are also no small depositors in the Company.

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

The company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Further, the Company has in place policy on Prevention of Sexual Harassment in accordance with aforesaid Act. Internal Complaints Committees (ICC) have been setup to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this Policy.

The summary of the Sexual Harassment complaints received and disposed off by all the Internal Complaints Committee together during the year 2024-25 is provided in **Annexure V** of the Board Report's:

20. DETAILS OF SUBSIDIARY/ JOINT VENTURES/ ASSOCIATE COMPANIES OR COMPANIES WHICH HAVE CEASED TO BE ITS SUBSIDIARY/ JOINT VENTURES/ ASSOCIATE COMPANIES:

Pursuant to the Share Purchase, Subscription, and Shareholder's agreement (SPSSA) between the Company, Flaresun Solar Private Limited ("Flaresun") and Cleantech India OA Pte Ltd ("Cleantech") and in compliance with Electricity Rules, 2005, your Company has invested in 26.30% equity shares of Flaresun for a consideration of Rs. 166.06 lakhs. The Company had also entered into a Power Purchase Agreement ('PPA') with Flaresun to procure 100% of the output of solar energy produced for 15 years at the negotiated rates.

Further as per the SPSSA, the right to appoint the majority of the Directors on the Board of Flaresun is with Cleantech. The Board of Directors of Flaresun governs the Policy making process and is responsible for the day-to-day management and operations of Flaresun. Hence the Company does not have any role in the policy-making and operation of Flaresun. Though the investment has been accounted as an investment in associates as per Ind AS 28 - Investments in associates and joint ventures, the Company does not have any significant influence. Hence, the Company is not preparing / presenting consolidated financial statements.

A statement containing salient features of the financial statement of the above Associate Company (SPV) in Form AOC-1 is in annexed as 'Annexure – I' with the Directors' Report.

The Company has not established any other Subsidiaries nor does it have any Joint Venture or Associate Company, except disclosed above, during the year under review.

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

No loans, guarantees in terms Section 186 of the Companies Act, 2013, for the Financial Year 2024-25 have been provided by the Company. Your Company has investment of Rs. 166.06 lakhs in Flareson Solar Private Limited.

22. 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 III** which forms part of the Directors' Report**.**

23. 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 2024-25 are given in Form MGT-9 which is attached to the Directors' Report in **Annexure IV**.

24. EXTRACT OF THE ANNUAL RETURN:

The extract of the annual return for the Financial Year 2024-25 being attached with the Director's Report as **Annexure IV**. Web Link of the same is as under: **https://www.kelloggs.com/en-in/who-we-are/leadership.html**

25. 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.

26. 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.

27. 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: 2025.07.04 17:24:13 +05'30'

Amit Kumar Baveja — Digitally signed by Amit Kumar Baveja Date: 2025.07.04 17:33:49 +05'30'

Place: Mumbai

Date: 4th July, 2025

Prashant Peres
(Managing Director)
DIN: 07283522

Amit Kumar Baveja
(Director)
DIN: 09420050

Annexure – 1

FORM NO. AOC.1

Statement containing salient features of the financial statement of Subsidiaries/associate companies/ joint ventures

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Part "A": Subsidiaries – Not Applicable

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and ~~Joint Ventures~~

Name of Associates/Joint Ventures	**Flaresun Solar Private Limited**
1. Latest audited Balance Sheet Date	Latest Audited Balance Sheet date: 31st March, 2024
2. Date on which the Associate or Joint Venture was associated or acquired	More than 20% voting power was acquired on 9th December, 2021
3. Shares of Associate/~~Joint Ventures~~ held by the company on the year end:	
No. as on 31st March, 2025	207575
Amount of Investment in Associates/~~Joint Venture as on 31st March, 2024~~	Rs. 166.06 Lakhs
Extend of Holding %	26.30%
3. Description of how there is significant influence	Though Company is an Associate Company pursuant to Section 2(6) of the Companies Act, 2013, Kellogg India Private Limited doesn't hold any Significant Influence in Flaresun Solar Private Limited. Request to refer to point 4 below, for more details.
4. Reason why the associate/~~joint venture~~ is not consolidated	Pursuant to the Share Purchase, Subscription, and Shareholder's agreement (SPSSA) between the Company, Flaresun Solar Private Limited ("Flaresun") and Cleantech India OA Pte Ltd ("Cleantech") and in compliance with Electricity Rules, 2005, the Company has invested in 26.17% equity shares of Flaresun for a consideration of Rs. 98.56 lakhs as on 31st March, 2024. The Company had also entered into a Power Purchase Agreement ('PPA') with Flaresun to procure 100% of the output of solar energy produced for 15 years at the negotiated rates. Further as per the SPSSA, the right to appoint the majority of the Directors on the Board of Flaresun is with Cleantech. The Board of Directors of Flaresun governs the Policy making process and is responsible for the day-to-day management and operations of Flaresun. Hence the Company does not have any role in the policy-making and operation of Flaresun. Though the investment has been accounted as an investment in associates as per Ind

	AS 28 - Investments in associates and joint ventures, the Company does not have any significant influence. Hence, the Company is not preparing / presenting consolidated financial statements.
5. Networth attributable to Shareholding as at reporting Period	Nil
6. ~~Profit~~ / Loss for the year as at reporting Period	
6.i. Considered in Consolidation	No
6. ii. Not Considered in Consolidation	Rs. 25.25 lakhs i.e. proportionate to Kellogg India Private Limited equity holding (i.e.26.30% of 92 Lakhs) in the Associate Company.

For Kellogg India Private Limited

Prashant Richard Peres

Digitally signed by Prashant Richard Peres
Date: 2025.07.04 17:25:00 +05'30'

Prashant Peres
Managing Director
DIN: 07283522
Date: 4th July, 2025

Amit Kumar Baveja

Digitally signed by Amit Kumar Baveja
Date: 2025.07.04 17:34:36 +05'30'

Amit Kumar Baveja
Director
DIN: 09420050
Date: 4th July, 2025

Neha Harshad Rushi

Digitally signed by Neha Harshad Rushi
Date: 2025.07.04 18:00:25 +05'30'

Neha Rushi
Company Secretary
M No.: A33837
Date: 4th July, 2025

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	#Mrs. Surabhi Mehrotra	Chairman/Executive Director/CFO	3	2
2	Mrs. Anahita Kumar	Member/ Executive Director	3	2
3	Mr. Amit Kumar Baveja	Member/ Executive Director	3	3

Appointed as a Member of CSR Committee w.e.f. from 4th July, 2024.

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

6. **Average net profit of the company as per section 135 (5)**: INR 142,02,94,666.67/-

7.

Particulars	Amount in INR
(a) Two percent of average net profit of the company as per section 135(5):	2,84,05,893.33

(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):	2,84,05,893.33

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
2,84,05,893.33	-	-	-	-	-

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

(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 (in months)	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	-	-	-	-	-	-	-	-	-	-	-	-

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
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.		Amount spent for the project (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	Eradication of hunger	Yes	Maharashtra	Mumbai, Thane	1,03,09,319/-	No	The Decimal Foundation	CSR00004258
2	The Bright Start – Eradicating	Eradication of hunger	No	Gujarat	Vadodara, Surat	7,17,342/-	No	The Decimal	CSR00004258

	hunger among under privileged children							Foundation	
3	The Bright Start – Eradicating hunger among under privileged children	Eradication of hunger	No	Karnataka	Chikbalapur	35,48,267/-	No	Sri Sathya Sai Annapoorna Trust	CSR00002081
4	The Bright Start – Eradicating hunger among under privileged children	Eradication of hunger	Yes	Andhra Pradesh	Sathyavedu	51,75,483/-	No	Sri Sathya Sai Annapoorna Trust	CSR00002081
5	Computers and Desktops for Schools	Education for Underprivileged	Yes	Maharashtra	Raigarh	8,04,878/-	Yes	-	-
6	Playground Equipments	Education for Underprivileged	Yes	Andhra Pradesh	Chitoor	8,00,000/-	No	Sri City Foundation	CSR00048437
7	Natural Disaster	Natural Disaster	Yes	Andhra Pradesh	Chitoor	18,35,661/-	No	Food Security Foundation India	CSR00001178
8	Natural Disaster	Natural Disaster	No	West Bengal	Sunderbans	23,26,349/-	No	Food Security Foundation India	CSR00001178
9	Appointment of Apprentice	Employment Enhancing Vocational Skills	No	Andhra Pradesh	Chitoor	27,87,712/-	Yes	-	-
10	Appointment of Apprentice	Employment Enhancing Vocational Skills	No	Maharashtra	Raigarh	1,29,677/-	Yes	-	-

(d) Amount spent in Administrative Overheads: INR 6,815/-

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

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): INR 2,84,41,503/-

(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)	2,84,05,893.33/-
(ii)	Total amount spent during the Financial Year 2024-25	2,84,41,503.00/-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	35,609.67/-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0.00/-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	35,609.67/-

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.)	Balance Amount in 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	2023-24	39,51,335	39,51,335	39,51,335	NA	Nil	NA	0

(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	Amount spent for the project at the beginning of the Financial Year (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	FY31.03.2024_1	Eradication of Hunger	2023-24	48 months	1,10,80,632	39,51,335	1,50,31,967	Completed

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
    (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):** Not Applicable

For Kellogg India Private Limited

Amit Kumar Baveja
Member CSR Committee & Executive Director
DIN: 09420050
Date: 16th June, 2025
Place: Mumbai

Surabhi Mehrotra
Member CSR Committee & Executive Director
DIN: 10692473
Date: 16th June, 2025
Place: Mumbai

ANNEXURE-III

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	4th July, 2025
f)	Amount paid as advances, if any	_

For and on behalf of the Board
KELLOGG INDIA PRIVATE LIMITED

Prashant Richard Peres — Digitally signed by Prashant Richard Peres Date: 2025.07.04 17:25:52 +05'30'

Amit Kumar Baveja — Digitally signed by Amit Kumar Baveja Date: 2025.07.04 17:35:13 +05'30'

Place: Mumbai

Date: 4th July, 2025

Prashant Peres
(Managing Director)
DIN: 07283522

Amit Kumar Baveja
(Director)
DIN: 09420050

Note 36: Related Party Disclosures:

(i) Relationship

(a) Control:	
(Holding Company)	Kellanova (Formerly known as Kellogg Company, USA)
(b) Fellow Subsidiary Companies* (Subsidiaries of Kellanova (Formerly known as Kellogg Company, USA))	Kellogg (Aust) Pty Ltd. Kellogg Company of SA Pty Ltd Kellogg Asia Pacific Pte Ltd, Singapore Kellogg (Thailand) Limited Pringles International Operations SARL Singapore Branch Kellogg Marketing and Sales Company (UK) Limited - Dubai branch 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) Kellogg Asia Inc. Kelloggs Middle East (KEME) Nhong Shim Kellogg Co Ltd.-Korea The Egyptian Company for Food – Bisco Misr
(c) Associates	Flaresun Solar Private Limited (refer note 6A)
(d) Key Management Personnel:	
Managing Director	Prashant Peres
Directors	Anahita Kumar Amit Kumar Baveja Nimisha Das Surabhi Mehrotra (from 03 July 2024)
Chief Finance Officer	Surabhi Mehrotra (from 20 June 2024)
Company Secretary	Neha Rushi

* The list of fellow subsidiaries has been limited to entities with whom transactions have taken place. Subsidiaries of the holding company, Kellanova (Formerly known as 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, 2025

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

Note 36 (ii) 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, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Royalty										
Kellanova (Formerly known as Kellogg Company, USA)	4,411.86	4,119.26						-	4,411.86	4,119.26
Total	**4,411.86**	**4,119.26**	**-**	**-**	**-**	**-**	**-**	**-**	**4,411.86**	**4,119.26**
Electricity charges										
Flaresun Solar Private Limited					197.80	167.16			197.80	167.16
Total	**-**	**-**	**-**	**-**	**197.80**	**167.16**	**-**	**-**	**197.80**	**167.16**
Expenses reimbursed by the Company										
Kellanova (Formerly known as Kellogg Company, USA)	3,412.16	3,205.90						-	3,412.16	3,205.90
Kellogg (Aust) Pty Ltd.			-	11.18				-	-	11.18
Kellogg Asia Pacific Pte Ltd, Singapore			3,818.54	4,153.81				-	3,818.54	4,153.81
Kellogg (Thailand) Limited				0.26				-	-	0.26
The Egyptian Company for Foods - Bisco Misr			0.23	0.67					0.23	0.67
Total	**3,412.16**	**3,205.90**	**3,818.78**	**4,165.92**	**-**	**-**	**-**	**-**	**7,230.94**	**7,371.82**
Expenses reimbursed to the Company										
Kellanova (Formerly known as Kellogg Company, USA)	515.40	103.97						-	515.40	103.97
Kellogg (Aust) Pty Ltd.			11.08	-				-	11.08	-
Kellogg Company of SA Pty Ltd			16.53	23.81				-	16.53	23.81
Kellogg Asia Pacific Pte Ltd, Singapore			108.56	187.49				-	108.56	187.49
Kellogg (Thailand) Limited			20.05	10.04				-	20.05	10.04
Kellogg Marketing and Sales Company (UK) Limited - Dubai Branch - AUDU			20.94	25.98				-	20.94	25.98
Kellogg Asia Marketing Inc., Malaysia Branch (AMMB)			42.60	45.23				-	42.60	45.23
Kellogg Asia Marketing Inc., Malaysia Branch (AMKM)			340.89	29.99					340.89	29.99
Kellogg Asia Marketing Inc., Taiwan Branch (ATTW)			26.36	8.93					26.36	8.93
Pringles International Operations SARL Singapore Branch			1,017.01	2,869.74				-	1,017.01	2,869.74
Nhong Shim Kellogg Co Ltd.-Korea			39.01	-					39.01	-
Total	**515.40**	**103.97**	**1,643.02**	**3,201.21**	**-**	**-**	**-**	**-**	**2,158.42**	**3,305.18**
Service Income										
Kellanova (Formerly known as Kellogg Company, USA)	8,075.81	6,211.42						-	8,075.81	6,211.42
Kellogg (Aust) Pty Ltd.			86.95	12.80				-	86.95	12.80
Kellogg Company of SA Pty Ltd				40.33				-	-	40.33
Kellogg Marketing and Sales Company (UK) Limited - Dubai Branch - AUDU			238.04	216.05				-	238.04	216.05
Kellogg Middle East			-	0.67				-	-	0.67
Kellogg (Thailand) Limited			10.70	24.80					10.70	24.80
Kellogg Asia Pacific Pte Ltd, Singapore			4,583.70	4,647.89				-	4,583.70	4,647.89
Kellogg Asia Marketing Inc., Malaysia Branch (AMKM)			-	51.37					-	51.37
Pringles International Operations SARL Singapore Branch			294.62	229.86				-	294.62	229.86
Total	**8,075.81**	**6,211.42**	**5,214.00**	**5,223.77**	**-**	**-**	**-**	**-**	**13,289.81**	**11,435.19**
Dividend payment										
Kellanova (Formerly known as Kellogg Company, USA)	15,621.59	11,306.16							15,621.59	11,306.16
Kellogg Asia Inc.			0.36	0.26					0.36	0.26
Total	**15,621.59**	**11,306.16**	**0.36**	**0.26**	**-**	**-**	**-**	**-**	**15,621.96**	**11,306.42**
Shares Buy Back										
Kellanova (Formerly known as Kellogg Company, USA)	-	7,021.22							-	7,021.22
Total	**-**	**7,021.22**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**7,021.22**
Purchase of Materials										
Kellogg (Thailand) Limited		-	94.72	227.22					94.72	227.22
Pringles International Operations SARL Singapore Branch		-	16,003.62	15,984.32					16,003.62	15,984.32
Total	**-**	**-**	**16,098.34**	**16,211.54**	**-**	**-**	**-**	**-**	**16,098.34**	**16,211.54**
Sale of Goods										
Kellogg Asia Marketing Inc., Hongkong Branch (AHHK)			31.36	51.68					31.36	51.68
Kellogg Asia Marketing Inc., Malaysia Branch (AMMB)			87.37	156.94					87.37	156.94
Kellogg Asia Marketing Inc., Malaysia Branch (AMKM)			548.28	97.81					548.28	97.81
Kellogg Asia Marketing Inc., Taiwan Branch (ATTW)			34.04	97.31		-			34.04	97.31
Kellogg (Thailand) Limited			53.95	835.25					53.95	835.25
Total	**-**	**-**	**754.99**	**1,238.99**	**-**	**-**	**-**	**-**	**754.99**	**1,238.99**
Investment										
Flaresun Solar Private Limited					67.50	-			67.50	-
Total	**-**	**-**	**-**	**-**	**67.50**	**-**	**-**	**-**	**67.50**	**-**
Remuneration*										
Prashant Peres							1,241.59	612.11	1,241.59	612.11
Nimisha Das							265.35	207.62	265.35	207.62
Anahita Kumar							162.77	139.95	162.77	139.95
Amit Kumar Baveja							339.98	275.69	339.98	275.69
Neha Rushi							13.23	12.15	13.23	12.15
Surabhi Mehrotra							150.40	-	150.40	-
Nandita Johar							-	181.17	-	181.17
Total	-	-	-	-	-	-	**2,173.32**	**1,428.69**	**2,173.32**	**1,428.69**

* Includes total amount of remuneration paid (Including long term incentive plan) during the year disclosed above irrespective of holding of directorship. The above figures does not include provision for gratuity, group mediclaim, 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, 2025

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

Note 36 (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, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Year End Balances										
Payable										
Kellanova (Formerly known as Kellogg Company, USA)*	2,855.24	2,160.29			-	-		-	2,855.24	2,160.29
Kellogg (Aust) Pty Ltd.			-	0.68	-	-		-	-	0.68
Pringles International Operations SARL Singapore Branch			2,284.29	3,108.75	-	-		-	2,284.29	3,108.75
Kellogg Asia Pacific Pte Ltd, Singapore			322.55	319.69	-	-		-	322.55	319.69
Kellogg (Thailand) Limited			24.27	137.47	-	-		-	24.27	137.47
Total	**2,855.24**	**2,160.29**	**2,631.11**	**3,566.59**	**-**	**-**	**-**	**-**	**5,486.35**	**5,726.88**
Year End Balances										
Other Receivables (including unbilled revenue)										
Kellanova (Formerly known as Kellogg Company, USA)	1,522.66	1,034.74			-	-			1,522.66	1,034.74
Kellogg (Aust) Pty Ltd.			92.03	-	-	-			92.03	-
Kellogg Company of SA Pty Ltd			6.09	10.22	-	-			6.09	10.22
Kellogg Asia Pacific Pte Ltd, Singapore			1,629.30	1,374.58	-	-			1,629.30	1,374.58
Kellogg Marketing and Sales Company (UK) Limited - Dubai Branch - AUDU			36.51	46.54	-	-			36.51	46.54
Pringles International Operations SARL Singapore Branch			590.11	816.59	-	-			590.11	816.59
Kellogg Asia Marketing Inc., Hongkong Branch (AHHK)			-	22.93	-	-			-	22.93
Kellogg Asia Marketing Inc., Malaysia Branch (AMMB)			8.66	60.28					8.66	60.28
Kellogg Asia Marketing Inc., Malaysia Branch (AMKM)			521.20	279.05					521.20	279.05
Kellogg Asia Marketing Inc., Taiwan Branch (ATTW)			18.30	15.16					18.30	15.16
Kellogg (Thailand) Limited			4.52	61.99	-	-			4.52	61.99
Nhong Shim Kellogg Co Ltd.-Korea			3.45						3.45	-
Total	**1,522.66**	**1,034.74**	**2,910.17**	**2,687.34**	**-**	**-**	**-**	**-**	**4,432.83**	**3,722.08**

Note:

*Amount payable to Kellanova includes Rs. 1,048.93 towards provision for employee stock option expenses.
All the transactions were made on normal commercial terms and conditions and at market rates.
All outstanding balances are unsecured.

ANNEXURE IV

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31/03/2025
[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**	10th 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, M I D C, Taloja, Raigad, Maharashtra, 410208
vii.	**Listed/Unlisted**	Unlisted

II. PRINCIPAL BUSINESS ACTIVIES 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	70%
2	Trading of Goods	10616	22%

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.	Kellanova (formerly known as Kellogg Company) [Holding Company]	-	Holding	99.99%	2(87)
2.	Flaresun Solar Private Limited [Associate Company with no Significant Influence]	U40108MH2020PTC342135	Associate Company	26.30%	2(6)

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.	-	148780540	148780540	100%	-	148780540	148780540	100%	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any Others	-	-	-	-	-	-	-	-	-
Sub Total A (2):	**-**	**148780540**	**148780540**	**100%**	**-**	**148780540**	**148780540**	**100%**	**-**
Total Shareholding of Promoter (A)=(A)(1)+ (A)(2)		148780540	148780540	100%	-	148780540	148780540	100%	-

B. Public Share holding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	
b) Banks/ FI	-	-	-	-	-	-	-	-	**-**
c) Central govt.	-	-	-	-	-	-	-	-	**-**
d) State Govt.(s)	-	-	-	-	-	-	-	-	**-**
e) Venture Capital Funds	-	-	-	-	-	-	-	-	**-**
f) Insurance Companies	-	-	-	-	-	-	-	-	**-**
g) FIIs	-	-	-	-	-	-	-	-	**-**
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	**-**
i) Others (specify)	-	-	-	-	-	-	-	-	**-**
Sub-total (B)(1):-	0	0	0	0%	0	0	0	0%	0%
2.Non Institutions									**-**
a) **Bodies Corp**.									
(i)Indian		-				-			
ii)Overseas	-	-	-	-	-	-	-	-	-
b**) Individuals**									
(i)Individual Shareholders Holding nominal share capital up to Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii)Individuals shareholders holding	-	-	-	-	-	-	-	-	-

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)	**-**	**148780540**	**148780540**	**100%**	**-**	**148780540**	**148780540**	**100%**	**-**

ii. Share Holding of Promoters

S. N.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of 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	% change in shareholding during the year
1	**Kellanova (formerly known as Kellogg Company) [Holding Company]**	148777084	99.9	0%	148777084	99.9	0%	0%
2	**Kellogg Asia Inc., USA**	3456	0.01	0%	3456	0.01	0%	0%
	Total	**150752240**	**100**	**0%**	**148780540**	**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	148780540	100	148780540	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.): 7th October, 2022, Buyback of shares	0	0	0	
At the end of year	148780540	100	148780540	100

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

	Shareholding At the beginning of the year		Cumulative Shareholding during the year	
For Each of the Top 10 Shareholders	**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:

	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
For Each of the Directors and KMP	**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	-	82.80	-	54.87
(ii)Interest due but not paid	-	-	-	-
(iii)Interest accrued but not due	-	-	-	-
Total (i+ii+iii)		82.80		82.80
Change in Indebtedness during the financial year				
Ø Addition	-	70.99		70.99
Ø Reduction	-	(39.34)		(39.34)
Net Charge				
Indebtedness at the end of the financial year				
(i)Principal Amount	-	114.45		114.45
(ii)Interest due but not paid	-	-	-	-
(iii)Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	114.45	-	114.45

VI. REMUNARATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

Sr. no.	**Particulars of Remuneration**	**Name of MD/WTD/ Manager**					**(Rs. In Lakhs)**
		Prashant Peres	**Amit Kumar Baveja**	**Surabhi Mehrotra (Direct & CFO)**	**Anahita Kumar**	**Nimisha Das**	**Total Amount**
1	Gross Salary	1241.59	339.98	150.40	162.77	265.35	2160.69
	(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)	**1241.59**	**339.98**	**150.40**	**162.77**	**265.35**	**2160.69**
	Ceiling as per the Act	-	-	-	-		-

B. Remunerations to others Director

Particulars of Remuneration	**Name of Director**				**Total Amount**
	------	**------**	**------**	**------**	
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**			
1.	Gross Salary	**CEO**	**Company Secretary (Neha Rushi)**	**CFO**	**Total**
	(a) Salary as per provisions contained in section 17(1) of the Income –tax Act,1961	**-**	13.23	-	13.23
	(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	**-**	**13.23**	**-**	**13.23**

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: 2025.07.04 17:26:34 +05'30'

Amit Kumar Baveja
Digitally signed by Amit Kumar Baveja
Date: 2025.07.04 17:35:50 +05'30'

Place: Mumbai

Date: 4th July, 2025

Prashant Peres
Managing Director
DIN: 07283522

Amit Baveja
Director
DIN: 09420050

ANNEXURE V

Annual Report for the year ending 31st December 2024
The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
(Section 21) [See rule 14]

Sr. No.	Particulars	Remarks
Name and address of the Establishment		Kellogg India Private Limited 1001 1002, 10th Floor, Hiranandani Knowledge Park, Hiranandani Business Park, Powai, Mumbai 400076.
a)	No. of complaints of sexual harassment received in this year	Nil
b)	No. of complaints disposed off. during the year	Nil
c)	No. of cases pending for more than 90 days	Nil
d)	No. of workshop or awareness programme against sexual harassment carried out.	01
e)	Nature of action taken by the employer or District Officer	Nil

For **Kellogg India Private Limited**

KELLOGG INDIA PRIVATE LIMITED MUMBAI

Neha Chattopadhyay
Presiding Officer
Date: 29th January, 2025

Annual Report for the year ending 31st December 2024
The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
(Section 21) [See rule 14]

Sr. No.	Particulars	Remarks
Name and address of the Establishment		Kellogg India Private Limited situated at Unit No.3, 4th Floor, Paras Downtown Center DLF Golf Course Road, Sector 53, Gurugram - 122002.
a)	No. of complaints of sexual harassment received in this year	Nil
b)	No. of complaints disposed off. during the year	Nil
c)	No. of cases pending for more than 90 days	Nil
d)	No. of workshop or awareness programme against sexual harassment carried out.	01
e)	Nature of action taken by the employer or District Officer	Nil

For **Kellogg India Private Limited**





Neha Chattopadhyay
Presiding Officer
Date: 24th February, 2025

Annual Report for the year ending 31st December 2024
The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
(Section 21) [See rule 14]

Sr. No.	Particulars	Remarks
Name and address of the Establishment		Kellogg India Private Limited, Anurag, 1st Floor, new no.15, old no.7A, Murray's Gate Road, Alwarpet, Chennai 600018.
a)	No. of complaints of sexual harassment received in this year	Nil
b)	No. of complaints disposed off. during the year	Nil
c)	No. of cases pending for more than 90 days	Nil
d)	No. of workshop or awareness programme against sexual harassment carried out. (Kindly mention static data or No. of total Workshop / Training program conducted during the year)	01
e)	Nature of action taken by the employer or District Officer	Nil

For **Kellogg India Private Limited**

KELLOGG INDIA PRIVATE LIMITED MUMBAI

Neha Chattopadhyay
Presiding Officer
Date: 29th January, 2025

Annual Report for the year ending 31st December 2024
The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
(Section 21) [See rule 14]

Sr. No.	Particulars	Remarks
Name and address of the Establishment		Kellogg India Private Limited, 4A Camac Street, 4th Floor P.S. Arcadia Central, Kolkata – 700017
a)	No. of complaints of sexual harassment received in this year	Nil
b)	No. of complaints disposed off. during the year	Nil
c)	No. of cases pending for more than 90 days	Nil
d)	No. of workshop or awareness programme against sexual harassment carried out.	01
e)	Nature of action taken by the employer or District Officer	Nil

For **Kellogg India Private Limited**





Neha Chattopadhyay
Presiding Officer
Date: 29th January, 2025

Report of the Internal Committee in respect of Complaints received during the year 2024

The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013
and Rules framed there under as per Section 21 of the Act)

ANNUAL REPORT
For the year ending 31st December 2024

Sr. No.	Particulars	Remarks
Name and address of the Factory		Kellogg India Private Limited, No 1355, Sector-27, Cashew Boulevard, Chervi Village, Satyavedu Mandal, Chittoor Dt-517646
a)	No. of complaints of sexual harassment received in this year	Nil
b)	No. of complaints disposed off. during the year	Nil
c)	No. of cases pending for more than 90 days	Nil
d)	No. of workshop or awareness programme against sexual harassment carried out. (Kindly mention static data or No. of total Workshop / Training program conducted during the year)	01
e)	Nature of action taken by the employer or District Officer	NA

For **Kellogg India Private Limited**

Neha Chattopadhyay
Presiding Officer – Internal Committee (ICC)

KELLOGG INDIA PRIVATE LIMITED MUMBAI

Report of the Internal Committee in respect of Complaints received during the year 2024 under
The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013 and Rules framed there under as per Section 21 of the Act)

ANNUAL REPORT
For the year ending 31st December 2024

Sr. No.	Particulars	Remarks
Name and address of the Factory		Kellogg India Private Limited, Plot No. L2 and L3, Taloja, MIDC, District Raigad, Maharashtra-410208
a)	No. of complaints of sexual harassment received in this year	Nil
b)	No. of complaints disposed off. during the year	Nil
c)	No. of cases pending for more than 90 days	Nil
d)	No. of workshop or awareness programme against sexual harassment carried out. (Kindly mention static data or No. of total Workshop / Training program conducted during the year)	01
e)	Nature of action taken by the employer or District Officer	As detailed below

The following action was taken by the employer in respect of the Complaints received during the year:

- No. of Complaints during the Year: Nil
- Investigated and Completed by the Committee: Nil

Action Taken: Not Applicable

- Written Apology: NA
- Warning: NA
- Reprimand or Censure: NA
- Withholding of Promotion: NA
- Withholding of Pay Rise / Increment: NA
- Termination: NA
- Transfer: NA
- Undergo Counselling: NA
- Carrying Out Community Service: NA

For **Kellogg India Private Limited**

KELLOGG INDIA PRIVATE LIMITED MUMBAI

Neha Chattopadhyay
Presiding Officer – Internal Committee (ICC)