FORM NO. MGT-7

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



Annual Return

(other than OPCs and Small Companies)

Pre-fill

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

Global Location Number (GLN) of the company

- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
 - (b) Registered office address

A-409, SOMDUTT CHAMBERS-I 5 BHIKAJI CAMA PLACE NEW DELHI South West Delhi Delhi

- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation

robin.edwin@mosaicco.com

U24129DL2004PTC126157

MOSAIC INDIA PRIVATE LIMITE

01244546400

AACCC4033C

30/04/2004

(iv)	Type of the Company	Category of the Company		Sub-category of the Company		
	Private Company	Company limited	by shares	Indian Non-Government company		
(v) Wh	ether company is having share ca	pital	Yes	⊖ No	_	
(vi) *W	hether shares listed on recognized	d Stock Exchange(s)	⊖ Yes	No		

(vii) *Financial year From date	01/04/2022	(DD/MM/YYYY) To date	31/03/2023	(DD/MM/YYYY)
(viii) *Whether Annual general r	meeting (AGM) held	• Yes	No	
(a) If yes, date of AGM	29/09/2023			
(b) Due date of AGM	30/09/2023			
(c) Whether any extension	for AGM granted	Yes	No	
II. PRINCIPAL BUSINESS	SACTIVITIES OF T	HE COMPANY		

*Number of business activities 1

	Main Activity group code		Business Activity Code		% of turnover of the company
1	G	Trade	G1	Wholesale Trading	100

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

*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	THE MOSAIC COMPANY		Holding	99.99

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

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital		
Total number of equity shares	20,000,000	7,517,869	7,517,869	7,517,869		
Total amount of equity shares (in Rupees)	200,000,000	75,178,690	75,178,690	75,178,690		

Number of classes

	Authoricod	capital	Subscribed capital	Paid up capital
Number of equity shares	20,000,000	7,517,869	7,517,869	7,517,869

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	200,000,000	75,178,690	75,178,690	75,178,690

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

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

0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Nu	imber of sh	ares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	7,517,869	0	7517869	75,178,690	75,178,690	
Increase during the year	0	0	0	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0

viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	7,517,869	0	7517869	75,178,690	75,178,690	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

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

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

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

\boxtimes	Nil						
	[Details being provided in a CD/Digital Media]	0	Yes	0	No	0	Not Applicable
	Separate sheet attached for details of transfers	\bigcirc	Yes	\bigcirc	No		

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting							
Date of registration of transfer (Date Month Year)							
Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock							
Number of Shares/ Debentures/ Units Transferred Amount per Share/ Debenture/Unit (in Rs.)							
Ledger Folio of Trans	sferor						
Transferor's Name							
	Surname	middle name	first name				
Ledger Folio of Trans	Ledger Folio of Transferee						

Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)							
Type of transfe	ansfer 1 - E			2- Preference Shares,3 -	Debentures, 4 - Stock		
Number of Shares/ E Units Transferred	of Shares/ Debentures/ ansferred Amount per Share/ Debenture/Unit (in Rs.)						
Ledger Folio of Transferor							
Transferor's Name							
	Surr	name		middle name	first name		
Ledger Folio of Transferee							
Transferee's Name							
	Surr	name		middle name	first name		

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	-	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

		•			
Type of	Number of	Nominal Value of	Total Nominal	Paid up Value of	Total Paid up Value
Securities	Securities	each Unit	Value	each Únit	
Total					

0

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

(i) Turnover

43,651,095,740

(ii) Net worth of the Company

5,699,056,704

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equ	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	0	0	0		
	(ii) Non-resident Indian (NRI)	0	0	0		
	(iii) Foreign national (other than NRI)	0	0	0		
2.	Government					
	(i) Central Government	0	0	0		
	(ii) State Government	0	0	0		
	(iii) Government companies	0	0	0		
3.	Insurance companies	0	0	0		
4.	Banks	0	0	0		
5.	Financial institutions	0	0	0		

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	7,517,869	100	0	
10.	Others	0	0	0	
	Total	7,517,869	100	0	0

2

Total number of shareholders (promoters)

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equi	ity	Prefere	ence
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	

Total	0	0	0	0
Total number of shareholders (other than promo	ters) 0			
Total number of shareholders (Promoters+Public/ Other than promoters)	2			

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	0	0
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category		Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive	
A. Promoter	0	0	0	0	0	0	
B. Non-Promoter	2	0	3	0	0	0	
(i) Non-Independent	2	0	3	0	0	0	
(ii) Independent	0	0	0	0	0	0	
C. Nominee Directors representing	0	0	0	0	0	0	
(i) Banks & FIs	0	0	0	0	0	0	
(ii) Investing institutions	0	0	0	0	0	0	
(iii) Government	0	0	0	0	0	0	
(iv) Small share holders	0	0	0	0	0	0	
(v) Others	0	0	0	0	0	0	
Total	2	0	3	0	0	0	

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
ROBIN EDWIN	07844798	Managing Director	0	
SANJEEV ARORA	07848770	Director	0	23/06/2023
MANISH GUPTA	10073748	Additional director	0	

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

Name		beginning / during	ichange in designation/	Nature of change (Appointment/ Change in designation/ Cessation)
MANISH GUPTA	10073748	Additional director	16/03/2023	APPOINTMENT

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held	1			
Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attend	ance
		C C		% of total shareholding
ANNUAL GENERAL MEETI	15/09/2022	2	2	100

B. BOARD MEETINGS

*Number of meetings held 4 Attendance Total Number of directors S. No. Date of meeting associated as on the date of meeting Number of directors % of attendance attended 1 23/06/2022 2 2 100 2 31/08/2022 2 2 100 2 2 24/11/2022 100 3 16/03/2023 3 3 100 4

C. COMMITTEE MEETINGS

2

S. No.	Type of meeting	Date of meeting		Number of members	Attendance
			the meeting	e meeting attended	% of attendance
1	CSR	31/08/2022	2	2	100
2	CSR	16/03/2023	2	2	100

D. *ATTENDANCE OF DIRECTORS

	of the director	Board Meetings			Committee Meetings			Whether attended AGM
S. No.			Meetings	% of	attendance director was ivie	Meetings	% of attendance	held on
		entitled to attend	attended		entitled to attend	attended	allendance	29/09/2023
								(Y/N/NA)
1	ROBIN EDWI	4	4	100	2	2	100	Yes
2	SANJEEV AR	4	4	100	1	1	100	Not Applicable
3	MANISH GUP	1	1	100	1	1	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

🗌 Nil

lumber o	f Managing Director, W	/hole-time Directors	and/or Manager v	vhose remuneratio	n details to be ente	ered 3	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ROBIN EDWIN	MANAGING DIF	22,900,233	0	0	0	22,900,233
2	SANJEEV ARORA	DIRECTOR	12,561,240	0	0	0	12,561,240
3	MANISHA GUPTA	DIRECTOR	676,595	0	0	0	676,595
	Total		36,138,068	0	0	0	36,138,068
umber of CEO, CFO and Company secretary whose remuneration details to be entered							

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

Number of other directors whose remuneration details to be entered

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

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

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- * A. Whether the company has made compliances and disclosures in respect of applicable Yes O No provisions of the Companies Act, 2013 during the year
 - B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NI

	Date of Order		Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES NI

Name of the company/ directors/ officers			section under which		Amount of compounding (in Rupees)		

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

• Yes • No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name	SAKET SHARMA			
Whether associate or fellow	○ Associate ● Fellow			
Certificate of practice number	2565			

I/We certify that:

To be digitally signed by

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. .. 9

28/06/2023

dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

Director	ROBIN Digitally signed by ROBIN EDWIN EDWIN Date: 2020 11 21 13:01:11 +05'30'					
DIN of the director	07844798					
To be digitally signed by	SAKET Digitally signed by SAKET SHARMA SHARMA Date: 2023.11.21 13:08:41 +05:30'					
◯ Company Secretary						
Company secretary in practice						
Membership number 4229 Certificate of		Certificate of prac	tice number	2565		
Attachments				List of attachments		
1. List of share holders, debenture holders			Attach	List of Sharesolders-Mar23.pdf MGT-8-Mosaic India.pdf		
2. Approval letter for exter	ision of AGM;	Ī	Attach	UDIN-Mosaic.pdf		
3. Copy of MGT-8;		Attach				
4. Optional Attachement(s), if any	Attach				
				Remove attachment		
Modify	Check	k Form	Prescrutiny	Submit		

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company