

Form No. MGT-7

Form language

☒ English ☐ Hindi**Annual Return (other than OPCs and Small Companies)**

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

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

U74899DL1981PLC011274

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original

☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	BHARAT HOTELS LIMITED	BHARAT HOTELS LIMITED
Registered office address	BARAKHAMBA LANE,,NA,NEW DELHI,Delhi,India,110001	BARAKHAMBA LANE,,NA,NEW DELHI,Delhi,India,110001
Latitude details	28.629662	28.629662
Longitude details	77.224875	77.224875

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

BHL_Registeres office photo.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****8E

(c) *e-mail ID of the company

*****psecy@thelalit.com

(d) *Telephone number with STD code,

01*****77

(e) Website

www.thelalit.com

iv *Date of Incorporation (DD/MM/YYYY)

22/01/1981

v (a) *Class of Company (as on the financial year end date)
(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)
(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)
(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi *Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

vii (a) Whether shares listed on recognized Stock Exchange(s)

☐ Yes

☒ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221

ix * (a) Whether Annual General Meeting (AGM) held

☐ Yes

☒ No

(b) If yes, date of AGM (DD/MM/YYYY)

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

☐ Yes

☒ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

NA

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

2

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	I	Accommodation and Food Services activities	55	Accommodation	96.43
2	L	Real Estate activities	68	Real Estate activities	3.57

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

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

4

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1	U55101JK1964PLC000286		JYOTI PROPERTIES AND HOSPITALITY LIMITED	Subsidiary	100
2	U36999WB2004PLC097656		LALIT GREAT EASTERN KOLKATA HOTEL LIMITED	Subsidiary	90
3	U55100DL1995PLC066703		PCL HOTELS LIMITED	Subsidiary	100
4	U55100DL2005PTC139829		KUJJAL HOTELS PRIVATE LIMITED	Subsidiary	0

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	100000000.00	75991199.00	75991199.00	75991199.00
Total amount of equity shares (in rupees)	1000000000.00	759911990.00	759911990.00	759911990.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares of Rs. 10 each				
Number of equity shares	100000000	75991199	75991199	75991199
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1000000000.00	759911990.00	759911990	759911990

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

Number of classes

0

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

rupees)

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	205279	75785920	75991199.00	759911990	759911990	
Increase during the year	0.00	24134.00	24134.00	241340.00	241340.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Dematerialization of Shares	0	24134	24134.00	241340	241340	
Decrease during the year	24134.00	0.00	24134.00	241340.00	241340.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Dematerialization of Shares	24134		24134.00	241340	241340	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the end of the year	181145.00	75810054.00	75991199.00	759911990.00	759911990.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <div></div>			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div></div>			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	0.00

ISIN of the equity shares of the company

INE466A01015

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

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

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

☒ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

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

(a) Non-convertible debentures

*Number of classes

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
SENIOR, UNLISTED, SECURED, UNRATED & REDEEMABLE	110000	65689.49	7225843900.00
Total	110000.00	65689.49	7225843900.00

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
SENIOR, UNLISTED, SECURED, UNRATED & REDEEMABLE	8825854400	0	1600010500	7225843900.00
Total	8825854400.00	0.00	1600010500.00	7225843900.00

(b) Partly convertible debentures

*Number of classes

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	8825854400.00	0.00	1600010500.00	7225843900.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	8825854400.00	0.00	1600010500.00	7225843900.00

v Securities (other than shares and debentures)

0

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

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

i *Turnover

7862853664

ii * Net worth of the Company

8902797143

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	7255935	9.55	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	30717301	40.42	0	0.00
10	Others <div></div>				
	Total	37973236.00	49.97	0.00	0

Total number of shareholders (promoters)

2

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	5690805	7.49	0	0.00
	(ii) Non-resident Indian (NRI)	20057070	26.39	0	0.00
	(iii) Foreign national (other than NRI)	3999	0.01	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	99	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	8298	0.01	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	10301812	13.56	0	0.00
10	Others	1955880	2.57	0	0.00
	Trust & IEPF				
	Total	38017963.00	50.03	0.00	0

Total number of shareholders (other than promoters)

5269

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

5271.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	
2	Individual - Male	
3	Individual - Transgender	
4	Other than individuals	
	Total	5271.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
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Promoters	2	2
Members (other than promoters)	5397	5269
Debenture holders	1	1

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	1	0	1	0	9.55	0
B Non-Promoter	3	4	3	4	5.11	0.00
i Non-Independent	3	1	3	1	5.11	0
ii Independent	0	3	0	3	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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	4	4	4	4	14.66	0.00

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

11

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
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JYOTSNA SURI	00004603	Managing Director	7255935	
DIVYA SURI SINGH	00004559	Whole-time director	1	
DEEKSHA SURI	00005367	Whole-time director	1	
KESHAV SURI	00005370	Whole-time director	3880596	
DHRUV PRAKASH .	05124958	Director	0	
VIVEK MEHRA	00101328	Director	0	
SHOVANA NARAYAN	07957359	Director	0	
MOHAMMAD YOUSUF KHAN	00570339	Director	0	
HIMANSHU PANDEY	AHSP8305J	Company Secretary	0	
VIVEK SHUKLA	ALKPS8449Q	CEO	0	
RAKESH MITRA	AJGPM5794E	CFO	0	

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

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)

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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	21/09/2024	5357	109	68.73

B BOARD MEETINGS

*Number of meetings held

4

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2024	8	8	100
2	31/07/2024	8	8	100
3	18/11/2024	8	8	100
4	12/03/2025	8	8	100

C COMMITTEE MEETINGS

Number of meetings held

28

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	30/05/2024	3	3	100
2	Audit Committee	31/07/2024	3	3	100
3	Audit Committee	18/11/2024	3	3	100
4	Audit Committee	12/03/2025	3	3	100
5	Nomination and Remuneration Committee	30/05/2024	3	3	100
6	Nomination and Remuneration Committee	31/07/2024	3	3	100
7	Nomination and Remuneration Committee	18/11/2024	3	3	100
8	Nomination and Remuneration Committee	12/03/2025	3	3	100
9	Stakeholder Relationship Committee	10/07/2024	3	3	100
10	Stakeholder Relationship Committee	20/12/2024	3	3	100

11	Corporate Social Responsibility Committee	07/03/2025	3	3	100
12	NCD Issuance Committee	29/04/2024	4	4	100
13	NCD Issuance Committee	29/05/2024	4	4	100
14	NCD Issuance Committee	28/06/2024	4	3	75
15	NCD Issuance Committee	30/07/2024	4	4	100
16	NCD Issuance Committee	29/08/2024	4	4	100
17	NCD Issuance Committee	27/09/2024	4	4	100
18	NCD Issuance Committee	28/10/2024	4	4	100
19	NCD Issuance Committee	29/11/2024	4	4	100
20	NCD Issuance Committee	28/12/2024	4	2	50
21	NCD Issuance Committee	27/01/2025	4	4	100
22	NCD Issuance Committee	25/02/2025	4	2	50
23	NCD Issuance Committee	26/03/2025	4	4	100
24	Management Committee	25/04/2024	4	4	100
25	Management Committee	10/06/2024	4	3	75
26	Management Committee	20/09/2024	4	4	100
27	Management Committee	09/01/2025	4	4	100
28	Management Committee	12/02/2025	4	3	75

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings	Committee Meetings	Whether attended AGM held on
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		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	<div></div> (Y/N/NA)
1	JYOTSNA SURI	4	4	100	20	19	95	
2	DIVYA SURI SINGH	4	4	100	20	20	100	
3	DEEKSHA SURI	4	4	100	17	15	88	
4	KESHAV SURI	4	4	100	17	13	76	
5	DHRUV PRAKASH .	4	4	100	10	10	100	
6	VIVEK MEHRA	4	4	100	4	4	100	
7	SHOVANA NARAYAN	4	4	100	5	5	100	
8	MOHMMAD YOUSUF KHAN	4	4	100	8	8	100	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

4

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Dr. Jyotsna Suri	Managing Director	18000000	0	0	12804923	30804923.00
2	Ms. Divya Suri Singh	Whole-time director	12000000	0	0	3473704	15473704.00
3	Ms. Deeksha Suri	Whole-time director	12000000	0	0	4299770	16299770.00
4	Mr. Keshav Suri	Whole-time director	12000000	0	0	3736393	15736393.00
	Total		54000000.00	0.00	0.00	24314790.00	78314790.00

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

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Mr. Himanshu Pandey	Company Secretary	4030332	0	0	413610	4443942.00
2	Mr. Rakesh Mitra	CFO	5182635	0	0	834679	6017314.00
3	Mr. Vivek Shukla	CEO	5591292	0	0	211593	5802885.00
	Total		14804259.00	0.00	0.00	1459882.00	16264141.00

C *Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Mr. Dhruv Prakash	Director	0	0	0	400000	400000.00
2	Mr. Vivek Mehra	Director	0	0	0	280000	280000.00
3	Ms. Shovana Narayan	Director	0	0	0	300000	300000.00
4	Dr. Mohmmad Yousuf Khan	Director	0	0	0	360000	360000.00
	Total		0.00	0.00	0.00	1340000.00	1340000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

☐ Nil

10

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
Bharat Hotels Limited	Goods & Service Taxes Department	25/04/2024	Section 47 of CGST & SGST Act, 2017	11400	Paid and no appeal pending
Bharat Hotels Limited	Goods & Service Taxes Department	25/04/2024	Section 50 of CGST, SGST and IGST Act, 2017	4978	Paid and no appeal pending
Bharat Hotels Limited	ACCOUNTS OFFICER STATE EXCISE	15/10/2024	THE LEGAL METROLOGY ACT, 2009	9000	Paid and no appeal pending
Bharat Hotels Limited	BRIHANMUMBAI MAHANAGAR PALIKA	13/09/2024	Mumbai Mahanagarpalika Act, 1888, Sec. 154(1DD)	1806400	Paid and no appeal pending
Bharat Hotels Limited	BRIHANMUMBAI MAHANAGAR PALIKA	13/09/2024	Mumbai Mahanagarpalika Act, 1888, Sec. 154(1DD)	58664	Paid and no appeal pending
Bharat Hotels Limited	Supreme Court of India	26/09/2023	Sec 76 of the Service Tax(Finance Act 1994)	3002974	Paid and no appeal pending
Bharat Hotels Limited	Assistant Commissioner (Appeals)	25/04/2024	122(2)(a) of the CGST ACT, 2017	1711398	Paid and no appeal pending
Bharat Hotels Limited	Assistant Commissioner (Appeals)	27/11/2024	CGST Act 2017	18800	Paid and no appeal pending
Bharat Hotels Limited	The Department of Legal Metrology	16/10/2024	SECTION 48 of Legal Metrology Act, 2009	100000	Paid and no appeal pending
Bharat Hotels Limited	Goods & Service Taxes Department of J&K	05/11/2024	Proceedings Under Sec 73 of J&K GST Act, 2017	60000	Paid and no appeal pending

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

5272

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

XV 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.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of **BHARAT HOTELS LIMITED** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) **31/03/2025**

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;

- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

CS RAVI SHARMA

Date (DD/MM/YYYY)

06/08/2025

Place

New Delhi

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

3*6*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

AHSP8305J

*(b) Name of the Designated Person

HIMANSHU PANDEY

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 13 dated* (DD/MM/YYYY) 30/05/2024 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

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

*To be digitally signed by

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*0*4*0*

*To be digitally signed by

☐ Company Secretary ☒ Company secretary in practice

*Whether associate or fellow:

☐ Associate ☒ Fellow

Membership number

Certificate of practice number

3*6*

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

For office use only:

eForm Service request number (SRN)

AB5898969

eForm filing date (DD/MM/YYYY)

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

