

# 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)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

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

L55101MH1986PLC038538

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACK0411E

(ii) (a) Name of the company

CHALET HOTELS LIMITED

(b) Registered office address

Raheja Tower, Plot No.C-30, Block'G',  
of Baroda, Bandra Kurla Complex, Bandra(E),  
Mumbai  
Maharashtra  
400051

(c) \*e-mail ID of the company

christabelle.baptista@chalethc

(d) \*Telephone number with STD code

02226564000

(e) Website

www.chalethotels.com

(iii) Date of Incorporation

06/01/1986

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN Technologies Limited

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,  
Financial District, Nanakramguda, Serilingampally

(vii) \*Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM 14/09/2022

(b) Due date of AGM 30/09/2022

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*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 Service	I1	Accommodation services provided by Hotel, Inns, Resorts, holiday homes, hostel,	78.79
2	L	Real Estate	L1	Real estate activities with own or leased property	21.21

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

\*No. of Companies for which information is to be given 5

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Chalet Hotels & Properties (Ker	U55101KL2006PTC020125	Subsidiary	90

2	Belaire Hotels Private Limited	U55101MH2007PTC170789	Subsidiary	100
3	Seapearl Hotels Private Limited	U55204MH2007PTC168713	Subsidiary	100
4	Krishna Valley Power Private Limited	U31101MH2001PTC131856	Associate	26.1
5	Sahyadri Renewable Energy Private Limited	U40100MH2003PTC138827	Associate	26.1

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

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	229,100,000	205,023,864	205,023,864	205,023,864
Total amount of equity shares (in Rupees)	2,291,000,000	2,050,238,640	2,050,238,640	2,050,238,640

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of face of Rs. 10/- each				
Number of equity shares	229,100,000	205,023,864	205,023,864	205,023,864
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,291,000,000	2,050,238,640	2,050,238,640	2,050,238,640

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	21,600	21,600	21,600	21,600
Total amount of preference shares (in rupees)	2,160,000,000	2,160,000,000	2,160,000,000	1,910,000,000

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.001% Non Cumulative Redeemable Preference Shares				
Number of preference shares	1,600	1,600	1,600	1,600
Nominal value per share (in rupees)	100,000	100,000	100,000	100,000
Total amount of preference shares (in rupees)	160,000,000	160,000,000	160,000,000	160,000,000

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.00% Non-Cumulative Non-Convertible Redeemab				
Number of preference shares	20,000	20,000	20,000	20,000
Nominal value per share (in rupees)	100,000	100,000	100,000	100,000
Total amount of preference shares (in rupees)	2,000,000,000	2,000,000,000	2,000,000,000	1,750,000,000

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	0	205,023,864	205023864	2,050,238,6	2,050,238,	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Public 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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	0	205,023,864	205023864	2,050,238,6	2,050,238,6	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	21,600	21600	2,160,000,0	1,910,000,0	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	0	21,600	21600	2,160,000,0	1,910,000,0	

ISIN of the equity shares of the company

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

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

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

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

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

Date of the previous annual general meeting	<input style="width: 95%;" type="text"/>
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Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
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Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor	<input style="width: 95%;" type="text"/>
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Transferor's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input style="width: 95%;" type="text"/>
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Transferee's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
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Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor		<input type="text"/>		
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	
	Surname	middle name	first name	
Ledger Folio of Transferee		<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	
	Surname	middle name	first name	

**(iv) \*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
<b>Total</b>			0

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	0	0	0	0

**(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
<b>Total</b>	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

**(i) Turnover**

4,807,961,084

**(ii) Net worth of the Company**

11,431,557,394

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	23,269,777	11.35	10,900	50.46
	(ii) Non-resident Indian (NRI)	5,163,159	2.52	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	118,469,744	57.78	10,700	49.54
10.	Others	0	0	0	0
	<b>Total</b>	146,902,680	71.65	21,600	100

**Total number of shareholders (promoters)**

24

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage



1.	Individual/Hindu Undivided Family				
	(i) Indian	5,951,794	2.9	0	0
	(ii) Non-resident Indian (NRI)	199,335	0.1	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	4,383,775	2.14	0	0
7.	Mutual funds	40,371,245	19.69	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	4,279,406	2.09	0	0
10.	Others            Qualified Institutional Buye	2,935,629	1.43	0	0
	<b>Total</b>	58,121,184	28.35	0	0

**Total number of shareholders (other than promoters)**

30,677

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

30,701

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

40

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
KUWAIT INVESTMENT	Ministries Complex Building No 3 I			995,634	0.49
EASTSPRING INVESTM	SUITE 450 4TH FLOOR BARKLY WH			973,023	0.47
EASTSPRING INVESTM	SUITE 450 4TH FLOOR BARKLY WH			848,662	0.41
EMERGING MARKETS	400 HOWARD STREET SAN FRANCI			181,779	0.09

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
BNS ASIA LIMITED	ONE RAFFLES QUAY NORTH TOWER			159,851	0.08
FIRST PRIVATE AKTIEN	WESTHAFENPLATZ 8 FRANKFURT, A.M.			115,152	0.06
CUSTODY BANK OF JAPAN	8-11 HARUMI 1-CHOME CHUO-KU			106,344	0.05
EMERGING MARKETS S&P	400 HOWARD STREET SAN FRANCISCO			102,627	0.05
ISHARES INDIA SC MI	IFS COURT TWENTYEIGHT CYBERCITY			96,867	0.05
STATE STREET GLOBAL	ONE LINCOLN STREET BOSTON, MA			96,644	0.05
SPDR S&P EMERGING	ONE LINCOLN STREET BOSTON, MA			76,056	0.04
SPDR PORTFOLIO EMER	STATE STREET FINANCIAL CENTER			71,058	0.03
CUSTODY BANK OF JAPAN	8-11 HARUMI 1-CHOME CHUO-KU			63,000	0.03
COLLEGE RETIREMENT	730 THIRD AVENUE NEW YORK, NY			58,379	0.03
INDIA OPPORTUNITIES	4TH FLOOR 19 BANK STREET CYBERCITY			57,500	0.03
NORTHERN TRUST CO	50 S LaSalle Street Chicago Illinois			56,648	0.03
MILLINGTONIA CAPITAL	Unit No 404-A 4th Floor Building P			46,617	0.02
ABU DHABI INVESTMENT	211 CORNICHE STREET P O BOX 36			41,597	0.02
CC&L Q EMERGING MARK	1111 WEST GEORGIA ST SUITE 220			39,074	0.02
FIDUCIAN INDIA FUND	LEVEL 4 1 YORK STREET SYDNEY NSW			37,971	0.02
STATE STREET MSCI EM	ONE LINCOLN STREET BOSTON, MA			33,213	0.02
UBS FUND MANAGEMENT	AESCHENPLATZ 6			18,807	0.01
ISHARES MSCI EM SMALL	JP MORGAN HOUSE IFSC DUBLIN 1			18,396	0.01
STATE STREET MSCI EM	ONE LINCOLN STREET BOSTON, MA			16,426	0.01
PUBLIC EMPLOYEES RETI	277 EAST TOWN STREET COLUMBUS			15,024	0.01

**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	22	24
Members (other than promoters)	27,344	30,677
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
<b>A. Promoter</b>	0	2	0	2	0	7.56
<b>B. Non-Promoter</b>	1	4	1	4	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	6	1	6	0	7.56

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

9

**(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)
Hetal Madhukant Gandh	00106895	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Joseph Conrad Agnelo	00010576	Director	689	
Arthur William De Haast	07893738	Director	0	
Radhika Piramal	02105221	Director	0	
Ravi Chandru Raheja	00028044	Director	5,163,159	
Neel Chandru Raheja	00029010	Director	10,326,318	
Sanjay Sethi	00641243	Managing Director	0	
Milind Wadekar	AAFPW8425Q	CFO	0	
Christabelle Baptista	AFTPC6759E	Company Secretar	0	

**(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	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

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
NCLT Convened Meeting of	12/04/2021	27,752	52	57.46
NCLT Convened Meeting of	12/04/2021	9	9	100
Annual General Meeting	12/08/2021	30,332	65	66.96

**B. BOARD MEETINGS**

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	18/05/2021	7	7	100
2	02/07/2021	7	6	85.71
3	10/08/2021	7	7	100
4	28/10/2021	7	7	100
5	27/01/2022	7	7	100

### C. COMMITTEE MEETINGS

Number of meetings held

18

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit and Risk	08/04/2021	3	3	100
2	Audit and Risk	18/05/2021	3	3	100
3	Audit and Risk	10/08/2021	3	3	100
4	Audit and Risk	23/09/2021	3	2	66.67
5	Audit Committe	28/10/2021	3	3	100
6	Audit Committe	27/01/2022	3	3	100
7	Compensation	17/05/2021	3	3	100
8	Compensation	09/08/2021	3	3	100
9	Stakeholders'	18/05/2021	4	4	100
10	Stakeholders'	28/10/2021	4	4	100

### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 14/09/2022 (Y/N/NA)
		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	
1	Hetal Madhuk	5	5	100	12	12	100	Yes

2	Joseph Conra	5	5	100	12	12	100	Yes
3	Arthur William	5	5	100	4	4	100	Yes
4	Radhika Dilip I	5	4	80	2	2	100	Yes
5	Ravi Chandru	5	5	100	12	11	91.67	Yes
6	Neel Chandru	5	5	100	8	7	87.5	Yes
7	Sanjay Sethi	5	5	100	10	10	100	Yes

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sanjay Sethi	Managing Direct	44,583,495	0	1,020,186	0	45,603,681
	Total		44,583,495	0	1,020,186	0	45,603,681

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Milind Wadekar	Chief Financial C	8,128,409	0	0	0	8,128,409
2	Christabelle Baptist	Company Secre	3,156,140	0	0	0	3,156,140
	Total		11,284,549	0	0	0	11,284,549

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Hetal Madhukant G	Chairperson and	0	0	0	950,000	950,000
2	Joseph Conrad Agn	Independent Dir	0	0	0	950,000	950,000
3	Arthur William DeHa	Independent Dir	0	0	0	3,070,196	3,070,196
4	Radhika Dilip Pira	Independent Dir	0	0	0	450,000	450,000
5	Ravi Chandru Rahe	Non-Executive D	0	0	0	900,000	900,000
6	Neel Chandru Rahe	Non-Executive D	0	0	0	675,000	675,000
	Total		0	0	0	6,995,196	6,995,196

**XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

**XII. PENALTY AND PUNISHMENT - DETAILS THEREOF**

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

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

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

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

Yes  No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**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

Avinash Bagul

Whether associate or fellow

Associate  Fellow

Certificate of practice number

19862

**I/We certify that:**

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

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

### Declaration

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

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

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

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

#### To be digitally signed by

Director

**SANJAY SETHI** Digitally signed by SANJAY SETHI  
Date: 2022.11.11 18:04:46 +05'30'

DIN of the director

#### To be digitally signed by

**CHRISTABELLE BERNADETTE BAPTISTA** Digitally signed by CHRISTABELLE BERNADETTE BAPTISTA  
Date: 2022.11.11 18:06:21 +05'30'

- Company Secretary  
 Company secretary in practice

Membership number

Certificate of practice number

#### Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

#### List of attachments

Annexure \_ Promoters.pdf  
FII data as on 31032022.pdf  
Preference Share Capital.pdf  
MGT-8.pdf  
Notes to MGT 7.pdf  
**Committee Meetings.pdf**

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



**FORM NO. MGT-8**

**[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of the Companies (Management and Administration) Rules, 2014]**

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

We BNP & Associates have examined the registers, records, books and papers of **Chalet Hotels Limited** (the "Company") [CIN:- L55101MH1986PLC038538] as required to be maintained under the Companies Act, 2013 (the "Act") and the Rules made thereunder for the financial year ended on **31<sup>st</sup> March, 2022** (the "financial year"). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

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

B. During the financial year, the Company has complied with the provisions of the Act and Rules made there under in respect of:

1. its status under the Act as a Public Limited Company and a Company Limited by Shares;
2. maintenance of registers/records and making entries therein within the time prescribed therefor;
3. filing of the forms and returns as stated in Annual Return with the Registrar of Companies within the prescribed time except for one form which was filed beyond the prescribed time. The Company was not required to file forms under the Act with the Regional Director, Tribunal, Central Government, Court or other authorities. However various submissions have been made to the Regional Director and Tribunal in connection with the Scheme of Amalgamation for Chalet Hotels Limited , Belaire Hotels Private Limited and Seapearl Hotels Private Limited;
4. calling / convening / holding meetings of the Board of Directors of the Company and Committees thereof and the meeting of the Members of the Company on due dates. This is as stated in the Annual Return in respect of which meetings, proper notices /shorter notices, were given and the proceedings including circular resolutions have been properly recorded in the Minutes Book / Registers maintained for the purpose and the same have been duly signed. There were Four resolutions passed by circulation by the Board of Directors of the Company. There were no resolutions passed by postal ballot;
5. no closure of Register of Members / Securities Holders;
6. no advances / loans are given to its Directors and/or persons or firms or companies referred in Section 185 of the Act other than an Inter Corporate Deposit to its Wholly owned subsidiary which is exempt under Section 185(3)(c) of the Act and to its subsidiary with approval from the Members of the Company.



7. contracts / arrangements with related parties as specified in section 188 of the Act were in the ordinary course of business of the Company and on an arm's length basis;
8. there was no issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures or alteration or reduction of share capital/ conversion of shares or securities.
9. there was no keeping in abeyance the rights to dividend, rights shares and bonus shares, pending registration of transfer of shares under the provisions of the Act;
10. the Company has not declared/paid dividends during the year and also not required to transfer any unpaid or unclaimed dividend or other amounts, as applicable, to the Investor Education and Protection Fund, in accordance with section 125 of the Act;
11. signing of audited financial statements as per the provisions of section 134 of the Act and Report of Board of Directors is as per sub - sections (3), (4) and (5) thereof;
12. appointment and re-appointment of Directors, disclosures of interest by the Directors and Key Managerial Personnel and remuneration paid to them. There was no filling up of casual vacancy in the office of Directors and Key Managerial Personnel of the Company;
13. there was no appointment or casual vacancy of auditors under the provisions of Section 139 of the Act;
14. approvals from the Regional Director in respect of the Scheme of Amalgamation. However, the matter is pending before Tribunal and no approvals are required to be taken from the Central Government, Court or other authorities under the various provisions of the Act;
15. the Company has not invited / accepted deposits from public. There was no renewal of any public deposits during the year.
16. borrowings from banks, public financial institutions and others were made within the limits approved by the Members in that respect, wherever applicable. There were creation and modification of charges and filings were made accordingly. However, there was no satisfaction of charge during the year.
17. the provisions of Section 186 of the Act in respect of loans to other bodies corporate or persons falling under the provisions of said section are not applicable to the Company since the Company is engaged in infrastructural facilities as per Schedule VI of the Act. The Company has complied with the provisions of section 186 of the Act relating to investments. Corporate Guarantee has been provided by the Company to Axis Bank Limited on behalf of its Wholly Owned Subsidiary – Belaire Hotels Private Limited. Also the investment of the Company in the Equity Shares of Belaire Hotels Private Limited has been pledged by the Company for the borrowing availed by Belaire Hotels Private Limited from Axis Bank Limited.



18. there was no alteration of the provisions of the Memorandum of Association but the Company adopted a new set of in Articles of Association, wherein amongst other changes, the following new clause was inserted in the Articles of Association of the Company.

“(eee) “Series C NCRPS” means 10,000 (Ten Thousand) 0.00% (Zero Percent) NCRPS of par value of INR 100,000 (Rupees One Hundred Thousand) each, to be issued by the Company as fully paid-up securities in tranches on the terms and conditions set forth in the Subscription Agreement and any amendment thereto.”

Place: Mumbai  
Date: 13<sup>th</sup> October 2022



For BNP & Associates  
Company Secretaries  
[Firm Regn. No. P2014MH037400]

A handwritten signature in black ink, appearing to read "Avinash Bagul", written over a horizontal line.

Avinash Bagul  
Partner  
FCS No. :- 5578  
CP No. :- 19862  
UDIN:- F005578D001221452  
PR No.:- 637/2019

**CHALET HOTELS LIMITED**

**VI a) \*SHARE HOLDING PATTERN – Promoters**

**List of Promoters - Equity Shareholding of the Company as on March 31, 2022**

1	Neel Chandru Raheja
2	Ravi Chandru Raheja
3	Ivory Properties and Hotels Private Limited
3	*Ivory Properties and Hotels Private Limited ( <i>Ivory Property Trust</i> )
4	K Raheja Private Limited
5	K Raheja Corp Private Limited
6	Touchstone Properties and Hotels Private Limited
7	Genext Hardware and Parks Private Limited
8	Anbee Constructions LLP
9	Cape Trading LLP
10	Capstan Trading LLP
11	Casa Maria Properties LLP
12	Raghukool Estate Development LLP
13	Palm Shelter Estate Development LLP
14	Jyoti Chandru Raheja (Promoter Group)
15	Sumati Ravi Raheja (Promoter Group)

*\* Ivory Properties and Hotels Private Limited (Registered Owner) holds 104 Equity Shares for and on behalf of the beneficiaries of Ivory Property Trust, out of its total shareholding of 35,71,533 Equity Shares*

**Preference Shareholding of the Company as on March 31, 2022**

**0.001% Non-Cumulative Non-Convertible Redeemable Preference Shares**

1	* Mr. Chandru L Raheja and Mrs. Jyoti C. Raheja ( <i>Ivory Property Trust</i> )
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*\* Mr. Chandru L Raheja and Mrs. Jyoti C. Raheja (Registered Owners) hold 1600 Non-Cumulative Non-Convertible Redeemable Preference Shares for and on behalf of the beneficiaries of Ivory Property Trust*

**0.00% Non-Cumulative Non-Convertible Redeemable Preference Shares – Series A**

1	Neel Chandru Raheja
2	Ravi Chandru Raheja
3	Ivory Properties and Hotels Private Limited
4	K Raheja Corp Private Limited

**0.00% Non-Cumulative Non-Convertible Redeemable Preference Shares – Series B**

1	Neel Chandru Raheja
2	Ravi Chandru Raheja
3	Ivory Properties and Hotels Private Limited
4	K Raheja Corp Private Limited

**CHALET HOTELS LIMITED**  
**ANNEXURE TO FORM MGT-7**

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

**C. COMMITTEE MEETINGS**

Number of meetings held: 18

Sr. No.	Type of Meeting	Date of Meeting	Total Number of Members as on the date of Meeting	Attendance	
				Number of Members attended	% of attendance
1	Audit and Risk Management Committee	08/04/2021	3	3	100
2	Audit and Risk Management Committee	18/05/2021	3	3	100
3	Audit and Risk Management Committee	10/08/2021	3	3	100
4	Audit and Risk Management Committee	23/09/2021	3	2	66.67
5	Audit Committee	28/10/2021	3	3	100
6	Audit Committee	27/01/2022	3	3	100
7	Compensation Nomination and Remuneration Committee	17/05/2021	3	3	100
8	Compensation Nomination and Remuneration Committee	09/08/2021	3	3	100
9	Stakeholders' Relationship Committee	18/05/2021	4	4	100
10	Stakeholders' Relationship Committee	28/10/2021	4	4	100
11	Corporate Social Responsibility Committee	18/05/2021	4	4	100
12	Corporate Social Responsibility Committee	10/08/2021	4	4	100
13	Risk Management Committee	28/10/2021	6	6	100
14	Risk Management Committee	29/03/2022	6	5	83.33
15	Finance Committee	08/04/2021	3	3	100
16	Finance Committee	24/06/2021	3	3	100
17	Finance Committee	21/12/2021	3	3	100
18	Finance Committee	23/03/2022	3	3	100

**CHALET HOTELS LIMITED**

**Details of Foreign Institutional Investors (FIIs) holding shares of the Company as on March 31, 2022**

<b>Sr. No.</b>	<b>Name of the FII</b>	<b>Address</b>	<b>Country Of Incorporation</b>	<b>No. of Shares</b>	<b>% of Shares held</b>
1	KUWAIT INVESTMENT AUTHORITY FUND 225	Ministries Complex Building No 3 Floor No 2 PO Box no 64 safat	KUWAIT	995634	0.49
2	EASTSPRING INVESTMENTS INDIA INFRASTRUCTURE EQUITY OPEN LIMITED	SUITE 450 4TH FLOOR BARKLY WHARF EAST LE CAUDAN WATERFRONT PORT LOUIS MAURITIUS	MAURITIUS	973023	0.47
3	EASTSPRING INVESTMENTS INDIA CONSUMER EQUITY OPEN LIMITED	SUITE 450 4TH FLOOR BARKLY WHARF EAST LE CAUDAN WATERFRONT PORT LOUIS MAURITIUS	MAURITIUS	848662	0.41
4	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	181779	0.09
5	BNS ASIA LIMITED	ONE RAFFLES QUAY NORTH TOWER LEVEL 20	SINGAPORE	159851	0.08
6	FIRST PRIVATE AKTIEN GLOBAL	WESTHAFENPLATZ 8 FRANKFURT AM MAIN NA	GERMANY	115152	0.06
7	CUSTODY BANK OF JAPAN, LTD. STB DAIWA INDO KABU MOTHER FUND	8-11 HARUMI 1-CHOME CHUO-KU TOKYO	JAPAN	106344	0.05
8	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	102627	0.05
9	ISHARES INDIA SC MAURITIUS COMPANY	IFS COURT TWENTYEIGHT CYBERCITY EBENE MAURITIUS	MAURITIUS	96867	0.05
10	STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX NON-LENDING SERIES FUND	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	96644	0.05

11	SPDR S&P EMERGING MARKETS SMALL CAP ETF	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	76056	0.04
12	SPDR PORTFOLIO EMERGING MARKETS ETF	STATE STREET FINANCIAL CENTER ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	71058	0.03
13	CUSTODY BANK OF JAPAN, LTD. STB STATE BANK OF INDI A- INDIA EQUITY MOTHER FUND	8-11 HARUMI 1-CHOME CHUO-KU TOKYO	JAPAN	63000	0.03
14	COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	730 THIRD AVENUE NEW YORK NEW YORK	UNITED STATES OF AMERICA	58379	0.03
15	INDIA OPPORTUNITIES GROWTH FUND LTD - PINWOOD STR ATEGY	4TH FLOOR 19 BANK STREET CYBERCITY EBENE	MAURITIUS	57500	0.03
16	NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL C AP INDEX FUND- NON LENDING	50 S LaSalle Street Chicago Illinois	UNITED STATES OF AMERICA	56648	0.03
17	MILLINGTONIA CAPITAL INDIA OPPORTUNITY FUND	Unit No 404-A 4th Floor Building Pragya Building No. 15A Road 1C Zone 01 Gift SEZ/IFSC GIFT Cit		46617	0.02
18	ABU DHABI INVESTMENT AUTHORITY - XENON	211 CORNICHE STREET P O BOX 3600 ABU DHABI	UNITED ARAB EMIRATES	41597	0.02
19	CC&L Q EMERGING MARKETS EQUITY FUND	1111 WEST GEORGIA ST SUITE 2200 VANCOUVER B C CANADA	CANADA	39074	0.02
20	FIDUCIAN INDIA FUND	LEVEL 4 1 YORK STREET SYDNEY NEW SOUTH WALES	AUSTRALIA	37971	0.02
21	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NON-LENDING COMMON TRUST FUND	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	33213	0.02

UBS FUND MANAGEMENT (SWITZERLAND) AG ON BEHALF OF 22 SIHL INSTITUTIONAL FUND - AKTIEN EMERGING MARKETS	AESCHENPLATZ 6		18807	0.01
23 ISHARES MSCI EM SMALL CAP UCITS ETF	JP MORGAN HOUSE IFSC DUBLIN 1	IRELAND	18396	0.01
STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX 24 SECURITIES LENDING FUND	ONE LINCOLN STREET BOSTON MA	UNITED STATES OF AMERICA	16426	0.01
25 PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	277 EAST TOWN STREET COLUMBUS OH 43215 USA	UNITED STATES OF AMERICA	15024	0.01
26 NH-CA INDIA FORTE EQUITY INVESTMENT TRUST	HSBC BUILDING 25 1-KA BONGRAE- DONG CHUNG-KU SEOUL	SOUTH KOREA	11915	0.01
SSGA SPDR ETFS EUROPE I PUBLIC LIMITED COMPANY - S PDR 27 MSCI EMERGING MARKETS SMALL CAP UCITS ETF	78 SIR JOHN ROGERSONS QUAY DUBLIN 2	IRELAND	10465	0.01
EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX 28 FUND B	400 HOWARD STREET SAN FRANCISCO CA 94105	UNITED STATES OF AMERICA	9203	0.00
AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKET 29 S EQUITY ETF	4500 MAIN STREET KANSAS CITY MISSOURI		8387	0.00
30 CC&L Q INTERNATIONAL SMALL CAP EQUITY FUND	2300 1111 WEST GEORGIA STREET VANCOUVER BRITISH COLUMBIA		5153	0.00
31 CC& L Q GLOBAL EQUITY FUND	1111 WEST GEORGIA STREET SUITE 2300 VANCOUVER BRITISH COLUMBIA	CANADA	2655	0.00
COPTHALL MAURITIUS INVESTMENT LIMITED - NON ODI AC 32 COUNT	C/O IQ EQ CORPORATE SERVICES (MAURITIUS) LTD 33 EDITH CAVELL STREET PORT LOUIS		2543	0.00



33 QUADRATURE CAPITAL VECTOR SP LIMITED	Suite #7 Grand Pavilion Commercial Centre 802 West Bay Road P.O. Box 10250 Grand Caym		1824	0.00
34 CC & L Q GROUP GLOBAL EQUITY FUND	1111 WEST GEORGIA STREET SUITE 2300 VANCOUVER BRITISH COLUMBIA	CANADA	1352	0.00
35 CC&L Q GLOBAL SMALL CAP EQUITY FUND	2300 1111 WEST GEORGIA STREET VANCOUVER BRITISH COLUMBIA		1350	0.00
36 CC&L Q INTERNATIONAL EQUITY FUND	1111 WEST GEORGIA STREET SUITE 2300 VANCOUVER BRITISH COLUMBIA	CANADA	1067	0.00
37 CC&L Q EMERGING MARKETS EQUITY UCITS FUND, A SUB-F UND OF CONNOR, CLARK & LUNN UCITS ICAV	2nd Floor Block E Iveagh Court Harcourt Road Dublin 2 Leinster		713	0.00
38 NOMURA SINGAPORE LIMITED	10 MARINA BOULEVARD MARINA BAY FINANCIAL CENTRE TOWER 2 36 01	SINGAPORE	508	0.00
39 UBS PRINCIPAL CAPITAL ASIA LTD	ONE RAFFLES QUAY 50-01 NORTH TOWER		265	0.00
40 AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EME RGING MARKETS EQUITY ETF	4500 MAIN STREET KANSAS CITY MISSOURI		26	0.00
<b>TOTAL:</b>			<b>4383775</b>	<b>2.14</b>

**NOTES:**

- The Turnover of the Company as mentioned in Form MGT-7 is Rs.4,80,79,61,084 which is after excluding Revenue from Operations from discontinuing operations amounting to Rs.3,32,50,000.
- The remuneration paid to Mr. Sanjay Sethi, Managing Director & CEO amounting to Rs.4,45,83,495 includes Retention Bonus of Rs.81,60,000/- for FY 2020-21 paid in FY 2021-22.
- The amount of Rs.10,20,186 mentioned under Stock Option/Sweat Equity for Mr. Sanjay Sethi under 'Remuneration Of Directors And Key Managerial Personnel' is in respect of ESOP expense recognised in the Financial Statements for the Financial Year ended March 31, 2022.
- Mr. Rajneesh Malhotra is the Chief Operating Officer of the Company and was further designated as the Key Managerial Personnel of the Company with effect from October 28, 2021. The details of remuneration are given below.

Name	Designation	Gross Salary	Commission
Rajneesh Malhotra	Chief Operating Officer	1,05,91,979*	0

Stock Option / Sweat Equity	Others	Total Amount
0	0	1,05,91,979*

\*For entire Financial Year 2021-22 i.e. from April 1, 2021 to March 31, 2022

**CHALET HOTELS LIMITED**

**ANNEXURE TO FORM MGT-7**

**Preference Share Capital as on March 31, 2022**

Particulars	Authorized Preference Share Capital	Issued Preference Share Capital	Subscribed Preference Share Capital	Paid up Preference Share Capital																									
Number of Preference Shares	21,600	21,600	21,600	21,600																									
Nominal value per Preference Share (Rs.)	100,000	100,000	100,000	The amount Paid-up on the Preference Shares is as follows: <table border="1" style="margin-left: 20px;"> <thead> <tr> <th></th> <th></th> <th>Nominal Value per NCRPS Rs.</th> <th>Paid Up Value per NCRPS Rs.</th> <th>Total Paid Up Value</th> </tr> </thead> <tbody> <tr> <td>0.001% NCRPS</td> <td align="center">1,600</td> <td align="center">1,00,000</td> <td align="center">1,00,000</td> <td align="center">16,00,00,000</td> </tr> <tr> <td>0.00% Series A NCRPS</td> <td align="center">10,000</td> <td align="center">1,00,000</td> <td align="center">1,00,000</td> <td align="center">100,00,00,000</td> </tr> <tr> <td>0.00% Series B NCRPS</td> <td align="center">10,000</td> <td align="center">1,00,000</td> <td align="center">75,000</td> <td align="center">75,00,00,000</td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td align="center">191,00,00,000</td> </tr> </tbody> </table>			Nominal Value per NCRPS Rs.	Paid Up Value per NCRPS Rs.	Total Paid Up Value	0.001% NCRPS	1,600	1,00,000	1,00,000	16,00,00,000	0.00% Series A NCRPS	10,000	1,00,000	1,00,000	100,00,00,000	0.00% Series B NCRPS	10,000	1,00,000	75,000	75,00,00,000					191,00,00,000
		Nominal Value per NCRPS Rs.	Paid Up Value per NCRPS Rs.	Total Paid Up Value																									
0.001% NCRPS	1,600	1,00,000	1,00,000	16,00,00,000																									
0.00% Series A NCRPS	10,000	1,00,000	1,00,000	100,00,00,000																									
0.00% Series B NCRPS	10,000	1,00,000	75,000	75,00,00,000																									
				191,00,00,000																									
Total amount of Preference Shares	216,00,00,000	216,00,00,000	216,00,00,000	191,00,00,000																									

NCRPS: Non-Cumulative Non-Convertible Redeemable Preference Shares