

# 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]



सत्यमेव जयते

# 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

L55101DL1980PLC011037

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACA0125H

(ii) (a) Name of the company

ASIAN HOTELS (NORTH) LIMITED

(b) Registered office address

BHIKAJI CAMA PLACE M. G. MARG  
NEW DELHI  
Delhi  
110066  
India

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

investorrelations@ahlnorth.com

(d) \*Telephone number with STD code

01166771225

(e) Website

www.asianhotelsnorth.com

(iii) Date of Incorporation

13/11/1980

(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	BSE Ltd.	1
2	The National Stock Exchange of India Ltd.	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE 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 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM

29/09/2021

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 3

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,	50.01
2	I	Accommodation and Food Service	I2	Food and beverage services provided by hotels, restaurants, caterers, etc.	47.92
3	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	2.07

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

\*No. of Companies for which information is to be given 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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1	FINELINE HOSPITALITY AND CO		Subsidiary	100
2	LEXON HOTELS VENTURE LTD.,		Subsidiary	0
3	LEADING HOTELS LIMITED	U55101DL2005PLC143141	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	40,000,000	19,453,229	19,453,229	19,453,229
Total amount of equity shares (in Rupees)	400,000,000	194,532,290	194,532,290	194,532,290

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	40,000,000	19,453,229	19,453,229	19,453,229
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	400,000,000	194,532,290	194,532,290	194,532,290

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

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of preference shares	30,000,000	0	0	0
Total amount of preference shares (in rupees)	300,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	30,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	300,000,000	0	0	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	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>	173,069	19,280,160	19453229	194,532,290	194,532,290	
<b>Increase during the year</b>	0	17,647	17647	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		17,647	17647			
Shares converted from physical to demat						
<b>Decrease during the year</b>	17,647	0	17647	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	17,647	0	17647			
Shares converted from Physical to Demat						
<b>At the end of the year</b>	155,422	19,297,807	19453229	194,532,290	194,532,290	
<b>Preference shares</b>						

<b>At the beginning of the year</b>	0	0	0	0	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	0	0	0	0	

ISIN of the equity shares of the company

INE363A01022

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

0

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	24/12/2020		
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 Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name
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 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
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)**

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

725,829,133

(ii) Net worth of the Company

-513,620,069

**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	858,027	4.41	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)	591,564	3.04	0	
10.	Others Foreign body corporate	9,830,025	50.53	0	
	<b>Total</b>	11,279,616	57.98	0	0

Total number of shareholders (promoters)

4

**(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	3,358,103	17.26	0	
	(ii) Non-resident Indian (NRI)	1,498,534	7.7	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	25,245	0.13	0	
4.	Banks	217	0	0	
5.	Financial institutions	140	0	0	
6.	Foreign Institutional investors	1,714	0.01	0	
7.	Mutual funds	395	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,138,398	16.13	0	
10.	Others IEPF, TRUST, CLEARING AGE	150,867	0.78	0	
	<b>Total</b>	8,173,613	42.01	0	0

Total number of shareholders (other than promoters)

11,054

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

11,058

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

5

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ABERDEEN INDIA FUN	DEUTSCHE BANK AC GROUND FLO		IN	25	0
STRONG CORNELIUSC	CUSTODY SERVICES, CITIBANK N.A		IN	85	0
PICTET COUNTRY FUN	DEUTSCHE BANK GROUND FLOOR		IN	70	0
TIGER MANAGEMENT	STANDARD CHARTERED BANK SEC		IN	34	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ELM PARK FUND LIMITED	C/O GFIN CORPORATE SERVICES LTD		MU	1,500	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		4		4
Members (other than promoters)		10,691		11,054
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>	1	1	1	1	4.41	0
<b>B. Non-Promoter</b>	1	5	0	4	0	0
(i) Non-Independent	1	1	0	1	0	0
(ii) Independent	0	4	0	3	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
<b>Total</b>	<b>2</b>	<b>6</b>	<b>1</b>	<b>5</b>	<b>4.41</b>	<b>0</b>

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

7

**(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)
SHIV KUMAR JATIA	00006187	Managing Director	858,027	21/10/2021
LALIT BHASIN	00001607	Director	0	08/11/2021
AKHILESH BHUWALKAR	02764273	Director	0	
AMRITESH JATIA	02781300	Director	0	
PREETI GANDHI	08552404	Director	0	
DINESH CHANDRA K	00195609	Director	0	10/08/2021
DINESH KUMAR JAIN	AAHPJ5817F	Company Secretar	0	08/06/2021

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

11

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)
DIPENDRA BHARAT G	01969285	Director	30/04/2020	Cessation
AKHILESH BHUWALKAR	02764273	Additional director	18/06/2020	Appointment
ANITA THAPAR	02171074	Whole-time director	01/08/2020	Cessation
PINAKI MISRA	00568348	Director	03/09/2020	Cessation
RANJAN KISHORE BH	00331394	Director	07/09/2020	Cessation
PRAKASH CHANDRA S	ABEPS0331F	CFO	12/09/2020	Cessation
PREETI GANDHI	08552404	Director	13/09/2020	Appointment
DINESH BHALOTIA	AOLPB6244A	CFO	13/09/2020	Appointment
AKHILESH BHUWALKAR	02764273	Director	24/12/2020	Change in designation
PREETI GANDHI	08552404	Director	24/12/2020	Change in designation
DINESH BHALOTIA	AOLPB6244A	CFO	28/01/2021	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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEET	24/12/2020	12,136	75	60.66

#### B. BOARD MEETINGS

\*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	18/04/2020	8	8	100
2	23/05/2020	7	7	100
3	18/06/2020	7	5	71.43
4	18/07/2020	8	7	87.5
5	12/08/2020	7	6	85.71
6	13/09/2020	6	5	83.33
7	12/11/2020	6	4	66.67
8	13/02/2021	6	5	83.33

#### C. COMMITTEE MEETINGS

Number of meetings held

17

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 Committ	18/04/2020	4	4	100
2	Audit Committ	23/05/2020	4	4	100
3	Audit Committ	18/06/2020	4	3	75
4	Nomination an	18/06/2020	3	2	66.67
5	Stakeholders'	18/06/2020	5	4	80
6	Audit Committ	18/07/2020	4	4	100
7	Audit Committ	12/08/2020	4	4	100
8	Nomination an	12/08/2020	3	3	100

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
9	Stakeholders'	12/08/2020	4	4	100
10	Corporate Soc	12/08/2020	4	4	100

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		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	29/09/2021
								(Y/N/NA)
1	SHIV KUMAR	8	8	100	13	13	100	Yes
2	LALIT BHASIN	8	8	100	13	13	100	Yes
3	AKHILESH B	5	4	80	2	1	50	Yes
4	AMRITESH JA	8	8	100	6	6	100	Yes
5	PREETI GANI	3	3	100	5	5	100	Yes
6	DINESH CHAI	8	4	50	17	11	64.71	Not Applicable

**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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHIV KUMAR JATI	Chairman & Mar	23,343,731	0	0	0	23,343,731
2	ANITA THAPAR	Whole Time Dire	2,342,856	0	0	0	2,342,856
	Total		25,686,587	0	0	0	25,686,587

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	PRAKASH CHANDI	CHIEF FINANC	1,479,080	0	0	0	1,479,080
2	DINESH KUMAR JA	COMPANY SEC	3,672,624	0	0	0	3,672,624

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	DINESH BHALOTIA	CHIEF FINANCIAL	169,493	0	0	0	169,493
	Total		5,321,197	0	0	0	5,321,197

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Lalit Bhasin	Independent No	0	0	0	700,000	700,000
2	Dinesh Chandra Ko	Independent No	0	0	0	525,000	525,000
3	Pinaki Misra	Independent No	0	0	0	275,000	275,000
4	Ranjan Kishore Bha	Independent No	0	0	0	350,000	350,000
5	Akhilesh Bhuwalka	Non-Executive D	0	0	0	125,000	125,000
6	Preeti Gandhi	Independent No	0	0	0	200,000	200,000
7	Dipendra Bharat Gc	Independent No	0	0	0	0	0
8	Amritesh Jatia	Non-Executive D	0	0	0	0	0
	Total		0	0	0	2,175,000	2,175,000

#### 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

SUNNI GUPTA & ASSOCIATES

Whether associate or fellow

Associate  Fellow

Certificate of practice number

17871

**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. ... 14/2021-22 dated 28/10/2021

(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:

- 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.
- 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

AMRITES H JATIA  
Digitally signed by AMRITES H JATIA  
Date: 2022.04.17  
17:04:25 +05'30'

DIN of the director

02781300

**To be digitally signed by**

SAUMY A GOEL  
Digitally signed by SAUMY A GOEL  
Date: 2022.01.17  
17:08:24 +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**

MGT-8.pdf  
Optional Attachment to Form MGT-7.pdf  
List of transfers 31032021.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**



**ASIAN HOTELS (NORTH) LIMITED**

Regd. Office: BHIKAJI CAMIA PLACE M.G. ROAD NEW DELHI 110066

CIN NO: L55101DL1980PLC01097

Date of closure of previous financial year : 31/03/2020

Sno	Date of registration of Transfer of Shares	Type of Security	No of Shares	Nominal value (each in Rs.)	Date of closure of previous financial year : 31/03/2020		Transferee's Name	Ledger Folio of Transferee	Transferee's Name
					Ledger Folio of Transferor	Transferor's Name			
1	26/06/2020	1	665	10	AHN0301123	RAVINDER NATH NARANG	AHN0319297	USHA NARANG	
2	21/08/2020	1	2100	10	AHN0300138	RANGA RAO VELAGALETI	AHN0319298	POONAM RAO VELAGALETI	
3	16/10/2020	1	350	10	AHN0303838	LAWRENCE MANIJEL PEREIRA	AHN0319299	JOSEPH NAZARIUS PEREIRA	
4	13/11/2020	1	150	10	AHN0304355	BUCHI LINGAM AEDUJA	AHN0319300	AEDULLA VINAYA SEGHAR	

**For and on behalf of  
ASIAN HOTELS (NORTH) LIMITED**

*(Signature)*

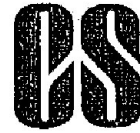
Saumya Goel  
Company Secretary & Compliance Officer  
ACS-55556  
PAN: CBSPG4428F  
R/o 92/63, Gautam Buddha Marg  
Aminabad Park, Lucknow  
Uttar Pradesh - 226018

# SUNNI GUPTA & ASSOCIATES

R.O: J-33 JIRD Floor J Block Laxmi Nagar New Delhi-110092

Email:- cs.sunnigupta@gmail.com, Contact: 9718490954

Website: www.sunniguptaandassociates.com



## 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 have examined the registers, records and books and papers of **Asian Hotels (North) Limited** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the Rules made there-under for the financial year ended on 31<sup>st</sup> March, 2021. 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 aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with the provisions of the Act and Rules made there-under in respect of the following, subject to the reporting made hereunder:
  1. The Company is a Public Limited Company, limited by shares;
  2. The Company has maintained the registers/records in the prescribed format and entries therein were made within the prescribed time;
  3. The Company has filed the forms and returns as stated in the Annual Return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities, as applicable, within the prescribed time except forms filed under CFSS.
  4. The Company has called/convened the meetings of Board of Directors, its committees and the meetings of the members of the Company on or before the respective due dates, as stated in the Annual Return, and in respect of which meetings, proper notices were given, and the proceedings thereof including the circular resolutions, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;



# SUNNI GUPTA & ASSOCIATES

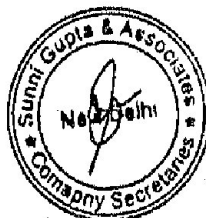
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1. The Company had closed its Register of Members/Security holders from 19<sup>th</sup> December, 2020, to 24<sup>th</sup> December, 2020 (inclusive of both days);
2. The Company has been in compliance with Section 185 of the Act in respect of advances/loans, if any, to its directors and/or persons or firms or companies referred therein;
3. During the year under review, all contracts/arrangements with related parties were in the ordinary course of business and on an arm's length basis;
4. During the year under review, there was no issue or allotment or buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities. Hence, it was not required to issue security certificates in all such instances. Further, the Company has recorded transfer/transmission of securities within the time prescribed except such cases which are held in abeyance for want of proper response/documents or other technical reasons. However, the Company has issued security certificates in respect of consolidation of shares/re-materialization of shares/re-claiming of unclaimed shares/duplicate certificates in respect of shares lost etc.;
5. During the year under review, there was no right/bonus issue. However, the Company, in certain cases, continues to hold in abeyance, the dividend pending registration of transfer /transmission of shares in compliance with the provisions of the Act;
6. During the year under review, the Company has not paid dividend as no dividend was declared for the financial year 2020-21. However, the Company has been regular in releasing the unclaimed dividend to the shareholders/investors; and also in transferring the unpaid/unclaimed dividend to the Investor Education and Protection Fund in accordance with the applicable provisions of the Act;
7. Signing of audited financial statement is as per the provisions of Section 134 of the Act and report of directors is as per sub sections (3), (4) and (5) thereof;
8. During the year under review, the following changes occurred in the composition of Board of Directors and Key Managerial Personnel:

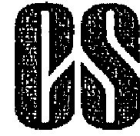


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- Mr. Amritesh Jatia, who was liable to retire by rotation was re-appointed in the 39<sup>th</sup> Annual General Meeting held on 24<sup>th</sup> December, 2020
- Mr. Dipendra Bharat Goenka resigned from the office of Director with effect from 30<sup>th</sup> April, 2020.
- Mr. Akhilesh Bhuwarka was appointed as an Additional Director pursuant to Section 161(1) of the Companies Act, 2013 (the Act) on 18<sup>th</sup> June, 2020, to hold office up to the date of the 39<sup>th</sup> Annual General Meeting, whereat he was appointed as a Director of the Company in pursuance of Section 160(1) and other applicable provisions of the Act, liable to retire by rotation pursuant to Section 152 of the Act
- Ms. Anita Thapar, Executive Director – Administration & Corporate Co-ordination resigned from the office of Director effective 1<sup>st</sup> August, 2020
- Mr. Pinaki Misra, Independent Non-Executive Director resigned from the office of Director with effect from 3<sup>rd</sup> September, 2020
- Mr. Ranjan Kishore Bhattacharya, Independent Non-Executive Director resigned from the office of Director with effect from 7<sup>th</sup> September, 2020
- Ms. Preeti Gandhi was appointed as an Additional Director under Section 161(1) read with Section 149(6) of the Act, in the capacity of Independent Non-Executive Director of the Company by the Board in its meeting held on 13<sup>th</sup> September, 2020, for a period of two consecutive years up to 12<sup>th</sup> September, 2022, which appointment was later approved at the 39<sup>th</sup> Annual General Meeting held on 24<sup>th</sup> December, 2020 in pursuance of Sections 149, 152 and other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Mr. Prakash Chandra Sharma, Chief Financial Officer of the Company resigned from the services of the Company on 30<sup>th</sup> June, 2020 and was relieved on 12<sup>th</sup> September, 2020.
- Mr. Dinesh Bhalotia was appointed as Chief Financial Officer of the Company by the Board of Directors in its meeting held on 13<sup>th</sup> September, 2020
- Mr. Dinesh Kumar Jain whose tenure ended on 30<sup>th</sup> September, 2020, was extended by the Board of Directors in its meeting held on 13<sup>th</sup> September, 2020, for a period of one year.
- Mr. Dinesh Bhalotia, Chief Financial Officer of the Company resigned from the services of the Company on 28<sup>th</sup> January, 2021

The following change(s) took place after the closure of the financial year, that is, 31<sup>st</sup> March, 2021.

- Mr. Dinesh Kumar Jain Company Secretary of the Company resigned from the services of the Company on 08<sup>th</sup> June, 2021

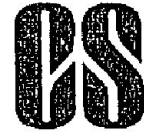


# SUNNI GUPTA & ASSOCIATES

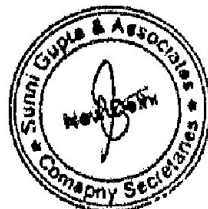
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- Mr. Ashish Dhanuka was appointed as Chief Financial Officer of the Company by the Board of Directors in its meeting held on 24<sup>th</sup> July, 2021
  - Mr. Dinesh Chandra Kothari, Independent Non-Executive Director resigned from the office of Director with effect from 10<sup>th</sup> August, 2021
  - Mr. Rajeev Uberoi was appointed as an Additional Director under Section 161(1) read with Section 149(6) of the Act, in the capacity of Independent Non-Executive Director of the Company by the Board in its meeting held on 11<sup>th</sup> August, 2021, for a period of five consecutive years up to 10<sup>th</sup> August, 2026, which appointment was later approved at the 40<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2021 in pursuance of Sections 149, 152 and other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  - Ms. Saumya Goel was appointed as Company Secretary of the Company by the Board of Directors in its meeting held on 11<sup>th</sup> August, 2021.
  - Mr. Sanjeev Agarwala was appointed as an Additional Director under Section 161(1) read with Section 149(6) of the Act, in the capacity of Independent Non-Executive Director of the Company by the Board of Directors with effect from 4<sup>th</sup> October, 2021 for a period of two consecutive years up to 3<sup>rd</sup> October, 2023.
  - Mr. Shiv Kumar Jatia resigned from the office of Chairman and Managing Director of the Company and from the Board of Directors with effect from 21<sup>st</sup> October, 2021.
  - Dr. Lalit Bhasin, Independent Non-Executive Director resigned from the office of Director with effect from 8<sup>th</sup> November, 2021
  - Mr. Amritesh Jatia was appointed as the Managing Director of the Company by the Board in its meeting held on 23<sup>rd</sup> October, 2021 for a term of five consecutive years from 23<sup>rd</sup> October, 2021 to 22<sup>nd</sup> October, 2026, not liable to retire by rotation.
  - Mr. Ashish Dhanuka was appointed as an Additional Director of the Company by the Board of Directors of the Company in its meeting held on 23<sup>rd</sup> October, 2021. Since Mr. Ashish Dhanuka is already in the employment of the Company, being the Chief Financial Officer, the Board of Directors have further appointed him as a Whole Time Director, for a term of three consecutive years from 23<sup>rd</sup> October, 2021 to 22<sup>nd</sup> October, 2024, not liable to retire by rotation. Mr. Ashish Dhanuka has been designated as Executive Director and Chief Financial Officer of the Company.
9. Appointment/re-appointment of auditors is as per the provisions of Section 139 of the Act;
10. The Company had taken necessary 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;



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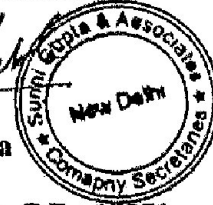
Website: www.sunniguptaandassociates.com



11. The Company has not accepted/ renewed/repaid any deposits during the financial year ended 31<sup>st</sup> March, 2021;
12. The Company has not borrowed any sum from its directors and members. However, it has made borrowings from the public financial institutions/banks and other bodies corporate, and has filed necessary Forms(s) for creation/modification/satisfaction of charges, as applicable;
13. During the year under review, the Company has complied with the provisions of Section 186 of the Act;
14. During the year under review, the Company has not altered the provisions of its Memorandum of Association and Articles of Association.

For Sunni Gupta & Company  
Company Secretaries

  
Sunni Gupta  
Proprietor



ACS: 47392; C.P.: 17871  
UDIN: A047392C001960952

Place: Delhi  
Date: 28/12/2021

REGISTERED OFFICE :  
BHIKAJI CAMA PLACE, M.G. MARG,  
NEW DELHI - 110066  
TELEPHONE : 26791234  
FAX : 26791033  
CIN : L55101DL1980PLC011037  
Website : www.asianhotelsnorth.com  
E-mail : investorrelations@ahlnorth.com



## ASIAN HOTELS (NORTH) LIMITED

### Optional Attachment to Form No. MGT-7: Annual Return of Asian Hotels (North) Limited ("the Company") for the year ended 31.03.2021

The following supplementary information/clarification is provided with respect to certain fields in Form No. MGT-7 which do not accept the values/data that the Company wishes to provide/enter in the e-form or wherever the Company considers the need to provide an explanation or justification in respect thereof.

#### I. REGISTRATION AND OTHER DETAILS

##### (vi)(a) Details of Stock Exchanges where Shares are listed

The column 'Code' in the e-form, accepts only the numeric characters and does not accept alpha numeric characters. Hence, the table is reproduced below with the required entries.

##### Details of stock exchanges where shares are listed:

S. No.	Stock Exchange Name	Code
1	BSE Limited	A 1
2	The National Stock Exchange of India Limited	A 1024

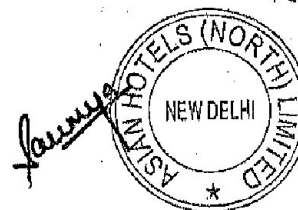
#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

The sub-head 'Accommodation Services provided by Hotel, Inns etc. (II)' includes revenue from other incidental and ancillary services.

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

As on 31<sup>st</sup> March, 2021, Finline Hospitality & Consultancy Pte. Ltd., Mauritius (FHCPL), a wholly owned subsidiary of Asian Hotels (North) Limited holds 80% equity in Lexon Hotel Ventures Ltd., Mauritius (Lexon) and Lexon in turn holds 99.76% equity in Leading Hotels Limited, India.

#### VI. SHARE HOLDING PATTERN



OWNERS OF :  **HYATT  
REGENCY**  
DELHI

# ASIAN HOTELS (NORTH) LIMITED

## Promoters [VI.(a)]

The following persons are the promoters of the Company and their individual holding in the Company as on 31<sup>st</sup> March, 2021, is as under:

Category	Equity		Preference	
	Number of shares	%	Number of shares	%
Shiv Kumar Jatia	858027	4.41	0	0
Asian Holdings Private Limited*	591564	3.04	0	0
Yans Enterprises (H.K.) Ltd., Mauritius	5336880	27.43	0	0
Fineline Holdings Ltd., Mauritius	4493145	23.10	0	0
<b>Total</b>	<b>11279616</b>	<b>57.98</b>	<b>0</b>	<b>0</b>

\*consolidated holding of two demat accounts

## Public [VI.(b)]

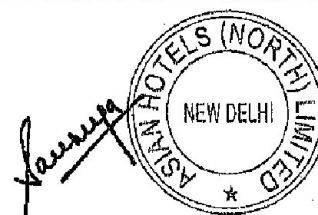
**S. No. 6 – Foreign Institutional Investors:** The reported figure of 1714 shares includes 1 Foreign Portfolio Investor holding 1500 shares as detailed below under point VI.(c).

**S. No. 9 – Bodies corporate:** The reported figure of 3138398 shares includes the following:

Category	Equity		Preference	
	No. of shares	%	No. of shares	%
• Foreign Bodies Corporate	690802	3.55	0	0
• Indian Bodies Corporate	1810277	9.31	0	0
• Non-Banking Finance Companies	637319	3.28	0	0
<b>Total</b>	<b>3138398</b>	<b>16.13</b>	<b>0</b>	<b>0</b>

**S. No. 10 – Others:** The reported figure of 150867 shares comprises of:

Category	Equity		Preference	
	Number of shares	%	Number of shares	%
• Investor Education & Protection Fund	142725	0.73	0	0
• Clearing Members	8037	0.04	0	0
• Trusts	105	0.00	0	0
<b>Total</b>	<b>150867</b>	<b>0.78</b>	<b>0</b>	<b>0</b>





# ASIAN HOTELS (NORTH) LIMITED

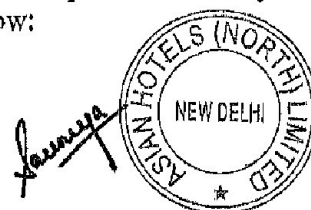
## VI.(c) Details of Foreign institutional investors' holding shares of the company

Since the full address of the Foreign Institutional Investors, which includes 1 Foreign Portfolio Investor holding 1500 shares, could not be entered in the designated fields, we are reproducing the entire table under sub-para (c) of Para VI.

Name of the FII	Address	Date of Incorporation	Country of Incorporation	No. of shares held	% of shares held
Aberdeen India Fund Ltd India Growth Portfolio	Deutsche Bank Ac Ground Floor, Mhatre Pen Building, Tulsi Pipe Road, Dadar (W), Mumbai		India	25	0
Strong Corneliuson Capital Management Inc	Custody Services, Citibank N.A., C/O Sultanally's Business Centre, Barodawala Mansion, Dr. Annie Besant Road, Worli, Bombay		India	85	0
Pictet Country Fund (Mauritius) Ltd	Deutsche Bank Ground Floor, Mhatre Pen Bldg. Tulsi Pipe Road, Dadar (W) Bombay		India	70	0
Tiger Management Corporation A/C Tiger	C/O Standard Chartered Bank, Custody Svs, 23-25 M.G. Road, Fort, Mumbai 400001		India	34	0
ELM Park Fund Limited	C/o GFin Corporate Services Ltd., Level 6, GFin Tower, 42, Hotel Street, Cybercity, Ebene		Mauritius	1500	0.01

## IX. C. COMMITTEE MEETINGS

Details of meetings of only such committees which are statutorily required have been included for reporting under this section, namely Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee. During the year under review, an aggregate of 17 meetings were held of the above-named Committees. Since, the e-form provides for only ten rows, a comprehensive list of committee meetings is given below:



## ASIAN HOTELS (NORTH) LIMITED

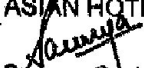
### Number of meetings held: 17

S. No.	Type of meeting	Date of meeting	Total Number of members as on the date of the meeting	Attendance	
				Number of members attended	as %age of total members
1	Audit Committee Meeting	18/04/2020	4	4	100%
2	Audit Committee Meeting	23/05/2020	4	4	100%
3	Audit Committee Meeting	18/06/2020	4	3	75%
4	Nomination and Remuneration Committee Meeting	18/06/2020	3	2	66.67%
5	Stakeholders' Relationship Committee Meeting	18/06/2020	5	4	80%
6	Audit Committee Meeting	18/07/2020	4	4	100%
7	Audit Committee Meeting	12/08/2020	4	4	100%
8	Stakeholders' Relationship Committee Meeting	12/08/2020	4	4	100%
9	Nomination and Remuneration Committee Meeting	12/08/2020	3	3	100%
10	Corporate Social Responsibility Committee Meeting	12/08/2020	4	4	100%
11	Audit Committee Meeting	13/09/2020	3	3	100%
12	Nomination and Remuneration Committee Meeting	13/09/2020	3	3	100%
13	Audit Committee Meeting	12/11/2020	4	3	75%
14	Stakeholders' Relationship Committee Meeting	12/11/2020	5	3	60%
15	Nomination and Remuneration Committee Meeting	12/11/2020	4	3	75%
16	Audit Committee Meeting	13/02/2021	4	3	75%
17	Stakeholders' Relationship Committee Meeting	13/02/2021	5	4	80%

### IX. D. ATTENDANCE OF DIRECTORS

The 40<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September 2021 was also attended by Dr. Rajeev Uberoi, Independent Non-Executive Director who was appointed in the Board Meeting held on 11<sup>th</sup> August, 2021. Since the table given under point no. D takes the data as of 31<sup>st</sup> March 2021, attendance of Dr. Rajeev Uberoi could not be mentioned.

For and on behalf of  
ASIAN HOTELS (NORTH) LIMITED

  
Saumya Goel  
Company Secretary & Compliance Officer  
ACS-55556  
PAN: CBSPG4428F  
R/o 92/63, Gautam Buddh Marg  
Aminabad Park, Lucknow  
Uttar Pradesh - 226 018