

ANNEXURE - A

(MGT 9)

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2018

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

i	CIN	L55100GJ1991PLC015839
ii	Registration Date	19-06-1991
iii	Name of the Company	ROYALE MANOR HOTELS AND INDUSTRIES LIMITED
iv	Category/Sub Category of the Company	Public Company Company Limited by shares
v	Address of the Registered office & contact details	INTERNATIONAL AIRPORT CIRCLE AHMEDABAD GUJARAT - 382475 India Phone : (079) 22868642-43 Fax : (079) 22868641 E-mail : royalemanorhotels@rediffmail.com Website : www.rmhil.com
vi	Whether listed company	YES
vii	Name and Address of Registrar & Transfer Agents (RTA):-	MCS Share Transfer Agent Limited 1. 12/1/5 Manoharpukur Road, Kolkata – 700 026 Contact No.:- 033-40724051 Fax No.:- 033-40724050 2. 201, Shatdal Complex, Opp. Bata Show Room, Ashram Road, Ahmedabad - 380 009 Contact No.:- 079 26582878 Email:- mcssta@rediffmail.com , mcsahmd@gmail.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product / service	% to total turnover of the Company
1	Short Term Accommodation Activities, Restaurant without Bars, Event Catering	5510, 56101, 5621	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES : N.A.

IV. SHARE HOLDING PATTERN

(Equity Share Capital Breakup as percentage of Total Equity)

A Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A Promoters									
(1) Indian									
a) Individual/ HUF	2300	281330	283630	1.68	3300	280330	283630	1.68	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	6625160	800000	7425160	43.85	6625160	800000	7425160	43.85	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)(1)	6627460	1081330	7708790	45.53	6628460	1080330	7708790	45.53	0
(2) Foreign									
a) NRI-Individuals	0	0	0	0	0	0	0	0	0
b) Other-Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Others	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)(2)	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	6627460	1081330	7708790	45.53	6628460	1080330	7708790	45.53	0
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	100	19400	19500	0.12	100	19400	19500	0.12	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	100	19400	19500	0.12	100	19400	19500	0.12	0
2. Non-Institutions									
a) Bodies Corp.	808634	44300	852934	5.04	734773	44300	779073	4.60	-0.44
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0

b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	3641531	1239921	4881452	28.83	3608287	1216621	4824908	28.50	-0.33
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	2122101	26100	2148201	12.69	2242222	26100	2268322	13.40	0.71
c) Others (HUF)	386184	500	386684	0.23	431797	500	432297	2.55	2.32
Non-Resident Indians Employees	0	0	0	0	0	0	0	0	0
Non-Resident Indian Repatriates	623039	311600	934639	5.52	587710	311600	899310	5.31	-0.21
Non-Resident Indian Non-Repatriates	0	0	0	0	0	0	0	0	0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	0	0	0	0	0	0	0	0	0
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies - D R	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	7581489	1622421	9203910	54.36	7604789	1599121	9203910	54.36	-0.27
Total Public Shareholding (B)=(B)(1)+ (B)(2)	7581589	1641821	9223410	54.47	7604889	1618521	9223410	54.47	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	14209049	2723151	16932200	100	14233349	2699851	16932200	100	0

B. Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Champawat Investment & Consultants Pvt. Ltd.	1720400	10.16	0.00	1720400	10.16	0.00	0.00
2	Pioneer Buildcon Pvt. Ltd.	1412860	8.34	0.00	1412860	8.34	0.00	0.00
3	Shree Bala Finvest Pvt. Ltd.	2087100	12.33	5.76	2087100	12.33	5.76	0.00
4	Gujarat Finvest Services Pvt.Ltd.	1065600	6.29	0.00	1065600	6.29	0.00	0.00
5	Bcon Exports Pvt. Ltd.	910300	5.38	4.13	910300	5.38	4.13	0.00
6	Royale Infrastructure And Projects Private Limited	228900	1.35	0.00	228900	1.35	0.00	0.00
7	Ummedsingh Champawat Joint With Laxmikanwar Champawat	200300	1.18	1.18	200300	1.18	1.18	0.00
8	Ummedsingh Champawat	19800	0.12	0.12	19800	0.12	0.12	0.00
9	Dilipsingh Kushalsingh Bhati	60010	0.35	0.35	60010	0.35	0.35	0.00
10	Vishwajetsingh Champawat	2300	0.01	0.00	2300	0.01	0.00	0.00
11	Ramkaran Saini	1000	0.01	0.00	1000	0.01	0.00	0.00
12	Mahendrasingh Bhati	100	0.00	0.00	100	0.00	0.00	0.00
13	Laxmikanwar Champawat	100	0.00	0.00	100	0.00	0.00	0.00
14	Khuman Singh Solanki	10	0.00	0.00	10	0.00	0.00	0.00
15	Anant Vaseta	10	0.00	0.00	10	0.00	0.00	0.00
	Total	7708790	45.53%	11.54%	7708790	45.53%	1.65%	0.00

C. Change in Promoters' Shareholding (please specify, if there is no change)

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	At the beginning of the year	7708790	45.53	7708790	45.53
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	No change during the year			
3	At the End of the year	7708790	45.53	7708790	45.53

D. Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Increase/ Decrease in share holding during the year				Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	Date	No. of shares shares of the company	% of total	Reason	No. of shares	% of total shares of the company
1	Ajay Ajitkumar Karsandas Hamlai	290000	1.71	—	—	—	—	290000	1.71
2	Jasmin Kishor Ajmera	213770	1.26	—	—	—	—	213770	1.26
3	Parshottam Jeomal Daswani	131054	0.77	9-6-17	(12440)		Transfer		
				16-6-17	(9600)	0.13	Transfer	109014	0.64
4	Pravin V. Mehta	121500	0.72	—	—	—	—	121500	0.72
5	Malini Mehta	117500	0.69	—	—	—	—	117500	0.69
6	Ajmera Associates Ltd.	114800	0.68	12-1-17	(200)		Transfer		
				19-1-17	(500)	0.01	Transfer	114100	0.67
7	Shivswaroop Hotels & Resorts Pvt. Ltd.	108501	0.64	—	—	—	—	108501	0.64
8	Radhey Shyam Agarwal	105632	0.62	16-6-17	33000		Transfer		
				22-12-17	(5800)	0.16	Transfer	132832	0.78
9	Revati Infra Projects Pvt. Ltd.	103452	0.61	—	—	—	—	103452	0.61
10	Narendra Prasad	95000	0.56	10-11-17	(15000)	0.09	Transfer	80000	0.47

E. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	Ummedsingh Padamsingh Champawat				
	At the beginning of the year	220100	1.30	220100	1.30
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-
	At the end of the year	220100	1.30	220100	1.30
2	Vishwajeetsingh U. Champawat				
	At the beginning of the year	2300	0.01	2300	0.01
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-
	At the end of the year	2300	0.01	2300	0.01

3	Ramprakash Ramvallabh Kothari				
	At the beginning of the year	0	0.00	0	0.00
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-
	At the end of the year	0	0.00	0	0.00
4	Jayesh Vasudevbbhai Dave				
	At the beginning of the year	0	0.00	0	0.00
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-
	At the end of the year	0	0.00	0	0.00
5	Ragini Harsh Toshniwal				
	At the beginning of the year	0	0.00	0	0.00
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-
	At the end of the year	0	0.00	0	0.00
6	Yogeshkumar Jayantilal Mehta				
	At the beginning of the year	100	0.00	100	0.00
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-
	At the end of the year	100	0.00	100	0.00
7	Jayant Kumar				
	At the beginning of the year	0	0.00	0	0.00
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-
	At the end of the year	0	0.00	0	0.00

V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Amount in `)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	6,17,08,899	2,20,72,795	0	8,37,81,694
ii) Interest due but not paid	5,84,104	22,28,707	0	28,12,811
iii) Interest accrued but not due	0	2,72,086	0	2,72,086
Total (i+ii+iii)	6,22,93,003	2,45,73,588	0	8,68,66,591
Change in Indebtedness during the financial year				
* Addition	0	0	0	0
* Reduction	(2,57,12,558)	1,29,79,518	0	3,86,92,076
Net Change	(2,57,12,558)	1,29,79,518	0	3,86,92,076
Indebtedness at the end of the financial year				
i) Principal Amount	3,59,96,341	90,93,277	0	4,50,89,618
ii) Interest due but not paid	40,806	1,17,992	0	1,58,798
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	3,60,37,147	92,11,269	0	4,52,48,416

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

1 Remuneration to Managing Director, Whole-time Directors and/or Manager:

Amount (₹)

Sr. No.	Particulars of Remuneration	Name of MD Mr. U. Champawat	Name of Executive Director Mr. Vishwajeetsingh Champawat (w.e.f. 14.08.2017)	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3,60,000	15,16,129	18,76,129
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	3,96,744	3,63,871	7,31,615
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others, please specify	-	-	-
	Total	7,56,744	18,80,000	26,07,744
	Ceiling as per the Act	-	-	-

2 Remuneration to other directors:

Amount (₹)

Sr. No.	Particulars of Remuneration	Name of Directors				Total
		Mr. Jayesh Dave	Mr. Ramprakash Kothari	Mrs. Ragini Toishniwal	Ms. Madhuri Chandak	
1	Independent Directors					
	Fee for attending board/ committee meetings	3,500	3,500	3,000	-	10,000
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	3,500	3,500	3,000	-	10,000

Sr. No.	Particulars of Remuneration	Name of Directors Mr. Vishwajeetsingh Champawat (upto 13.08.2017)	Total
2	Other Non-Executive Directors		
	Fee for attending board/ committee meetings	500	500
	Commission	-	-
	Others, please specify	-	-
	Total (2)	500	500
	Total Managerial Remuneration	-	10,500
	Overall Ceiling as per the Act	-	-

3 REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Amount (₹)

Sr. no.	Particulars of Remuneration	Key Managerial Personnel			Total
		Company Secretary Mr. Jayant Kumar (w.e.f 29/12/2017)	Company Secretary Mrs. Krishna Bhavsar (upto 30/06/2017)	CFO Mr. Yogesh Mehta	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	63,441	32,798	4,92,000	5,88,239
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission				
	- as % of profit	-	-	-	-
	- others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	63,441	32,798	4,92,000	5,88,239

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY Penalty Punishment Compounding			Nil		
B. DIRECTORS Penalty Punishment Compounding			Nil		
C. OTHERS OFFICERS IN DEFAULT Penalty Punishment Compounding			Nil		