

FORM NO. MGT-7

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



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

L74899DL1992PLC049022

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCK1698R

(ii) (a) Name of the company

LEMON TREE HOTELS LIMITED

(b) Registered office address

ASSET NO. 6, AEROCITY HOSPITALITY DISTRICT NA
NEW DELHI
New Delhi
Delhi
110037



(c) *e-mail ID of the company

sectdeptt@lemonreehotels.co

(d) *Telephone number with STD code

01146050101

(e) Website

www.lemonreehotels.com

(iii) Date of Incorporation

02/06/1992

(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 Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

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, N
anakramguda, Serili ngampally NA

(vii) *Financial year From date 01/04/2024 (DD/MM/YYYY) To date 31/03/2025 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2025

(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,	93.39
2	I	Accommodation and Food Service	I2	Food and beverage services provided by hotels, restaurants, caterers, etc.	6.61

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

*No. of Companies for which information is to be given 23

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	CARNATION HOTELS PRIVATE I	U55101DL2002PTC118180	Subsidiary	100

2	ORIOLE DR. FRESH HOTELS PRIVATE LIMITED	U85110DL2004PTC128937	Subsidiary	100
3	RED FOX HOTEL COMPANY PRIVATE LIMITED	U55204DL2007PTC157848	Subsidiary	100
4	LEMON TREE HOTEL COMPANY PRIVATE LIMITED	U55101DL2007PTC158376	Subsidiary	100
5	MANAKIN RESORTS PRIVATE LIMITED	U55101DL2005PTC212230	Subsidiary	100
6	CANARY HOTELS PRIVATE LIMITED	U55101DL2006PTC144532	Subsidiary	100
7	SUKHSAGAR COMPLEXES PVT. LTD.	U70101DL1993PTC172878	Subsidiary	100
8	MADDER STAYS PRIVATE LIMITED	U74999DL2018PTC342313	Subsidiary	100
9	ARUM HOTELS PRIVATE LIMITED	U55100DL2018PTC342311	Subsidiary	100
10	NETTLE HOTELS PRIVATE LIMITED	U55100DL2018PTC342345	Subsidiary	100
11	HAMSTEDE LIVING PRIVATE LIMITED	U74999DL2018PTC342682	Subsidiary	100
12	TOTALLY FOXED SOLUTIONS PRIVATE LIMITED	U72900DL2022PTC403099	Subsidiary	100
13	FLEUR HOTELS LIMITED	U55101DL2003PLC207912	Subsidiary	58.91
14	INOVOA HOTELS AND RESORTS PRIVATE LIMITED	U65921DL1995PLC067686	Subsidiary	58.91
15	BERGGRUEN HOTELS PRIVATE LIMITED	U55101MH2006PTC164475	Subsidiary	58.91
16	IORA HOTELS PRIVATE LIMITED	U55101DL2009PTC192981	Subsidiary	58.91
17	OPHRYS HOTELS PRIVATE LIMITED	U55101DL2007PTC166020	Subsidiary	58.91
18	HYACINTH HOTELS PRIVATE LIMITED	U55204DL2007PTC166050	Subsidiary	58.91
19	BANDHAV RESORTS PRIVATE LIMITED	U55100DL2008PTC327179	Subsidiary	58.91
20	CELSIA HOTELS PRIVATE LIMITED	U45201DL2003PTC191326	Subsidiary	58.91
21	MIND LEADERS LEARNING INDIA PRIVATE LIMITED	U80904DL2017PTC312452	Associate	36.56
22	PELICAAN FACILITIES MANAGEMENT PRIVATE LIMITED	U74140DL2009PTC195209	Associate	36.56
23	GLENDALE MARKETING SERVICES PRIVATE LIMITED	U74999DL2008PTC184113	Associate	36.56

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	1,007,390,000	792,246,464	792,246,464	792,246,464
Total amount of equity shares (in Rupees)	10,073,900,000	7,922,464,640	7,922,464,640	7,922,464,640

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	1,007,390,000	792,246,464	792,246,464	792,246,464
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	10,073,900,000	7,922,464,640	7,922,464,640	7,922,464,640

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	685,000	0	0	0
Total amount of preference shares (in rupees)	68,500,000	0	0	0

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
5% REDEEMABLE PREFERENCE SHARES				
Number of preference shares	195,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	19,500,000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
PREFERENCE SHARES				
Number of preference shares	490,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	49,000,000	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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	2,198,558	790,047,906	792246464	7,922,464.6	7,922,464.6	
Increase during the year	0	461,810	461810	4,618,100	4,618,100	0
i. Public Issues	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	0	461,810	461810	4,618,100	4,618,100	
DEMAT OF SECURITIES						
Decrease during the year	461,810	0	461810	4,618,100	4,618,100	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	
iv. Others, specify	461,810	0	461810	4,618,100	4,618,100	
DEMAT OF SECURITIES						
At the end of the year	1,736,748	790,509,716	792246464	7,922,464.6	7,922,464.6	
Preference shares						

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

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

Class 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 type="text"/>			
Date of registration of transfer (Date Month Year)				<input type="text"/>			
Type of transfer		<input type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		<input type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)		<input type="text"/>	
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	
Date of registration of transfer (Date Month Year)				<input type="text"/>			
Type of transfer		<input type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		<input type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)		<input type="text"/>	

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	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
Total			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
Total					

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

(i) Turnover

38,462,277,219

(ii) Net worth of the Company

12,571,465,934

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	2,594,292	0.33	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)	174,408,061	22.01	0	
10.	Others	0	0	0	
	Total	177,002,353	22.34	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

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	1	1	1	0	0
B. Non-Promoter	0	8	0	7	0	0.02
(i) Non-Independent	0	1	0	1	0	0
(ii) Independent	0	7	0	6	0	0.02
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	9	1	8	0	0.02

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

10

(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)
PATANJALI GOVIND K	00002974	Managing Director	0	
ADITYA MADHAV KES	07208901	Director	0	
WILLEM ALBERTUS H	07902239	Director	0	
FREYAN JAMSHED D	00965073	Director	0	
NITEN MALHAN	00614624	Director	0	
PARAMARTHA SAIKIA	07145770	Director	64,854	
SMITA ANAND	00059228	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
PRAVEEN GARG	00208604	Director	0	
SANJIV NANDAN SAI	00860449	Director	70,722	
KAPIL SHARMA	AANPS1534J	CFO	1,037,886	

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

4

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)
ARINDAM BHATTACHARYA	01570746	Director	10/04/2024	Cessation
JYOTI VERMA	AFBPV1605G	Company Secretary	27/01/2025	Cessation
RASHI GOEL	AUTPA8137H	Company Secretary	05/02/2025	Appointment
RASHI GOEL	AUTPA8137H	Company Secretary	07/03/2025	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 Meeting	26/09/2024	358,912	82	23.18

B. BOARD MEETINGS

Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/05/2024	9	9	100
2	07/08/2024	9	9	100
3	11/11/2024	9	9	100
4	04/02/2025	9	9	100

C. COMMITTEE MEETINGS

Number of meetings held

25

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 Committee	28/05/2024	4	4	100
2	Audit Committee	06/08/2024	3	3	100
3	Audit Committee	13/11/2024	3	3	100
4	Audit Committee	03/02/2025	3	3	100
5	Nomination & Remuneration	29/05/2024	4	4	100
6	Nomination & Remuneration	07/08/2024	5	5	100
7	Nomination & Remuneration	14/11/2024	5	5	100
8	Nomination & Remuneration	04/02/2025	5	5	100
9	Corporate Social Responsibility	14/11/2024	4	4	100
10	Corporate Social Responsibility	04/02/2025	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	
								(Y/N/NA)
1	PATANJALI G	4	4	100	17	17	100	
2	ADITYA MADH	4	4	100	16	14	87.5	
3	WILLEM ALBE	4	4	100	5	5	100	
4	FREYAN JAM	4	4	100	11	11	100	
5	NITEN MALHA	4	4	100	4	4	100	
6	PARAMARTH	4	4	100	19	13	68.42	
7	SMITA ANANI	4	4	100	4	4	100	
8	PRAVEEN GA	4	4	100	6	6	100	
9	SANJIV NANI	4	4	100	7	7	100	

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	Patanjali Govind Ke	Chairman and M	39,746,986	0	0	183,800	39,930,786
	Total		39,746,986	0	0	183,800	39,930,786

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	Kapil Sharma	CFO	13,382,161	0	0	0	13,382,161
2	Jyoti Verma	General Manage	3,181,571	0	0	0	3,181,571
3	Rashi Goel	Deputy General	204,732	0	0	0	204,732
	Total		16,768,464	0	0	0	16,768,464

Number of other directors whose remuneration details to be entered

0

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

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable 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

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

DPV & ASSOCIATES LLP

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

13700

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. ...

03

dated

02/12/2024

(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

DIN of the director

00002974

To be digitally signed by

- ☒ 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 Attachement(s), if any

Attach
Attach
Attach
Attach

List of attachments

List of Shareholders.pdf
Annexure_Committee Meetings LTHL.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

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