### 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)

L74899DL1992PLC049022  Pre-fill  AACCK1698R  LEMON TREE HOTELS LIMITED	
LEMON TREE HOTELS LIMITED	
LEMON TREE HOTELS LIMITED	
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sect deptt@lemontreehotels.	
01146050101	
www.lemontreehotels.com	
02/06/1992	
Sub-category of the Company	
nares Indian Non-Government comp	any
- 1:	www.lemontreehotels.com  02/06/1992  Sub-category of the Company

(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	U72400TG2	2017PLC117649	Pre-fill
	Name of the Registrar and Transfer	Agent			
	KFIN TECHNOLOGIES LIMITED				
	Registered office address of the Reg	gistrar and Transfer Agents			
	Selenium, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda, Seril	lingampally			
(vii)	*Financial year From date 01/04/202	21 (DD/MM/YY	YY) To date	31/03/2022	(DD/MM/YYYY)
(viii)	*Whether Annual general meeting (A	AGM) held	Yes 🔘	No	_
	(a) If yes, date of AGM				365 2
	(b) Due date of AGM	09/2022			
	(c) Whether any extension for AGM (	granted	O Yes	<ul><li>No</li></ul>	
II. F	RINCIPAL BUSINESS ACTIV	ITIES OF THE COMPA	ANY		
	*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		Accommodation and Food Service	11	Accommodation services provided by Hotel, Inns, Resorts, holiday homes, hostel,	91.25
2	ı	Accommodation and Food Service	12	Food and beverage services provided by hotels, restaurants, caterers, etc.	8.75

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

*No. of Companies for which information is to be given	26	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	74.9

7				
2	GREY FOX PROJECT MANAGEN	U74140DL2012PTC238272	Subsidiary	100
3	VALERIAN MANAGEMENT SER\	U20296DL2007PTC169518	Subsidiary	100
4	ORIOLE DR. FRESH HOTELS PRI	U85110DL2004PTC128937	Subsidiary	100
- 5	RED FOX HOTEL COMPANY PR	U55204DL2007PTC157848	Subsidiary	100
6	DANDELION HOTELS PRIVATE	U55101DL2007PTC166044	Subsidiary	100
7	LEMON TREE HOTEL COMPAN'	U55101DL2007PTC158376	Subsidiary	100
8	PSK RESORTS & HOTELS PRIVA	U74140DL2007PTC169861	Subsidiary	100
9	MANAKIN RESORTS PRIVATE LI	U55101DL2005PTC212230	Subsidiary	100
10	CELSIA HOTELS PRIVATE LIMIT	U45201DL2003PTC191326	Subsidiary	58.91
11	FLEUR HOTELS PRIVATE LIMITE	U55101DL2003PTC207912	Subsidiary	58.91
12	INOVOA HOTELS AND RESORT	U65921DL1995PLC067686	Subsidiary	58.91
13	IORA HOTELS PRIVATE LIMITED	U55101DL2009PTC192981	Subsidiary	58.91
14	OPHRYS HOTELS PRIVATE LIMI	U55101DL2007PTC166020	Subsidiary	58.91
15	HYACINTH HOTELS PRIVATE LI	U55204DL2007PTC166050	Subsidiary	58.91
16	BANDHAV RESORTS PRIVATE L	U55100DL2008PTC327179	Subsidiary	58.91
17	CANARY HOTELS PRIVATE LIMI	U55101DL2006PTC144532	Subsidiary	100
18	SUKHSAGAR COMPLEXES PVT.	U70101DL1993PTC172878	Subsidiary	100
19	BERGGRUEN HOTELS PRIVATE	U55101MH2006PTC164475	Subsidiary	58.91
20	MADDER STAYS PRIVATE LIMIT	U74999DL2018PTC342313	Subsidiary	100
21	JESSAMINE STAYS PRIVATE LIN	U74999DL2018PTC342311	Subsidiary	100
22	POPLAR HOMESTEAD HOLDIN	U74999DL2018PTC342345	Subsidiary	100
23	HAMSTEDE LIVING PRIVATE LI≀	U74999DL2018PTC342682	Subsidiary	100
24	MIND LEADERS LEARNING IND	U80904DL2017PTC312452	Associate	36.56
25	PELICAN FACILITIES MANAGEN	U74140DL2009PTC195209	Associate	36.56
26	GLENDALE MARKETING SERVIC	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	1,001,440,000	792,246,464	792,246,464	792,246,464
Total amount of equity shares (in Rupees)	10,014,400,000	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
Number of equity shares	1,001,440,000	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)	10,014,400,000	7,922,464,640	7,922,464,640	7,922,464,640

### (b) Preference share capital

Particulars 4	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	145,000	0	0	0
Total amount of preference shares (in rupees)	14,500,000	0	0	0

### Number of classes

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	145,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	14,500,000	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			700010101	7 000 404 0	7 000 404	AND THE RESERVE OF THE PERSON
	20,643,810	771,602,65 <sup>4</sup>	792246464	7,922,464,6	7,922,464,	
Increase during the year	. 0	17,856,626	17856626	178,566,260	178,566,26	0
i. Pubic 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	
x. Others, specify  Demat of securities	0	17,856,626	17856626	178,566,260	100 Mingaphone	0
Decrease during the year	17,856,626	0	17856626	178,566,260	178,566,26	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	17,856,626	0	17856626	178,566,260	178,566,26	
Demat of securities  At the end of the year	2,787,184	789,459,280	792246464	7,922,464,6		
Dueference chause				•		
Preference shares	42					
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			es .			
Decrease during the year	0	0	0	0	0	0
		Harrison Company of the Company			l	

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	
SIN of the equity shares	of the company				INE9	70X01018	
(ii) Details of stock spl	it/consolidation during tl	ne year (for ea	ch class of	shares)	O		
Class o	f shares	(i)		(ii)			(iii)
Before split /	Number of shares						
Consolidation	Face value per share				8	9	
After split /	Number of shares						
Consolidation	Face value per share						
of the first return a  Nil  [Details being prov  Separate sheet att  Note: In case list of trans  Media may be shown.	es/Debentures Trans It any time since the Vided in a CD/Digital Med Eached for details of trans Esfer exceeds 10, option for	incorporation a	ion of the	Yes O	)* No ()	) Not Ap	plicable
Date of registration	of transfer (Date Month	Year)					
Type of transfe	er	1 - Equity, 2	2- Preferer	nce Shares,3	3 - Debentu	ıres, 4 - S	tock

i. Redemption of shares

Number of Shares/ Dunits Transferred	Debentures/			Amount per Share/ Debenture/Unit (in Rs.)	)	
Ledger Folio of Trans	sferor					
Transferor's Name						
Ledger Folio of Trans	Surnan	ne 		middle name	first name	
Leager Follo of Trans	sieree		T			
Transferee's Name						
	Surnan	ne	II.	middle name	first name	
Date of registration o	f transfer (Date	Month Year)				
Type of transfer	r	1 - Ec	quity, 2-	Preference Shares,3	- Debentures, 4 - Stock	· ·
Number of Shares/ D Units Transferred	Debentures/			Amount per Share/ Debenture/Unit (in Rs.)		
Ledger Folio of Trans	sferor					
Transferor's Name		·				
	Surnam	ne		middle name	first name	
Ledger Folio of Trans	sferee					
Transferee's Name						
	Surnam	ne		middle name	first name	
(iv) *Debentures (Ou	tstanding as	at the end o	f finan	cial year)		
articulars		Number of un	its	Nominal value per unit	Total value	
on-convertible debentures	<b>5</b> .	0			0	

Particulars	Number of units	Nominal value per unit	Total value
Partly convertible debentures	0		0
Fully convertible debentures	0	8	0
Total			0

### **Details of debentures**

Class of debentures	Outstanding as at the beginning of 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

1.	.\	Conumition	lathar th	an abaras	lana.	dahanturaal
()	"	Securities	other tr	ian Shares	anu	debentures)

(v) Securities	other than shares and o	lebentures)		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)	Τı	ırn	OV	or

1,291,891,252.79

### (ii) Net worth of the Company

9,880,695,855

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

S. No.	Category	Equi	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family			34	¥	
	(i) Indian	3,160,764	0.4	0	<del></del>	
	(ii) Non-resident Indian (NRI)	0	0	0		
	(iii) Foreign national (other than NRI)	0	0	0	3	
2.	Government					
	(i) Central Government	0	0	0		

*	Total	189,738,907	23.95	0	0
10.	Others	0	0	0	
9.	Body corporate (not mentioned above)	186,578,143	23.55	0	9
8.	Venture capital	0	0	0	
7.	Mutual funds	0	0	0	
6.	Foreign institutional investors	0	0	0	
5.	Financial institutions	0	0	0	
4.	Banks	0	0	0	
3.	Insurance companies	0	0	0	
	(iii) Government companies	0	0	0	
	(ii) State Government	0	0	0	

Total	number	of shareholders	(promoters)

6

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

S. No.	Category	Equ	ity	Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	99,375,833	12.54	0	
	(ii) Non-resident Indian (NRI)	2,169,030	0.27	0	
	(iii) Foreign national (other than NRI)	1,500	0	0	
2.	Government		2:		
	(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	95,197,384	12.02	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	169,341,773	21.37	0	
10.	Others , Foreign Portfolio Inves	tors 236,422,037	29.84	0	
	То	602,507,557	76.04	0	0

Total number of shareholders (other than promoters)

172,453

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

172,459

# 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	6	6	
Members (other than promoters)	96,622	172,453	
Debenture holders	0	0	

### VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### (A) \*Composition of Board of Directors

Category	Category  Number of directors at the beginning of the year			ectors at the end e 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	0.04	0
B. Non-Promoter	1	8	1	8	0.05	0.14
(i) Non-Independent	1	1	1	1	0.05	0
(ii) Independent	0	7	0	7	0	0.14
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	2	9	2	9	0.09	0.14

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

13

### (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 Keswa	00002974	Managing Director	341,564	
Rattan Keswani	05317766	Managing Director	690,490	01/04/2022
Aditya Madhav Keswan	07208901	Director	0	
Pradeep Mathur	05198770	Director	353,454	
Arvind Singhania	00934017	Director	0	J#
Freyan Jamshed Desai	00965073	Director	0	
Paramartha Saikia	07145770	Director	157,816	
Willem Albertus Hazele	07902239	Director	0	
Ashish Kumar Guha	00004364	Director	0	
Arindam Kumar Bhattac	01570746	Director	630,490	
Niten Malhan	00614624	Director	0	
Kapil Sharma	AANPS1534J	CFO	1,191,486	
Nikhil Sethi	BCFPS3872J	Company Secretar	0	,

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

Name	DIN/PAN		Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Niten Malhan	00614624	Director	30/09/2021	Regularised as Independent Director

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

Number of meetings held	1

Type of meeting	Date of meeting	Total Number of Members entitled to	Attendance	
		attend meeting	Number of members attended	% of total shareholding
Annual General Meeting	30/09/2021	150,148	69	

### **B. BOARD MEETINGS**

\*Number of meetings held 5

	<u> </u>			
S. No.	Date of meeting	Total Number of directors associated as on the date of meeting		Attendance
			Number of directors attended	% of attendance
1	15/06/2021	11	9	81.82
2	11/08/2021	11	9	81.82
3	21/10/2021	11	9	81.82
4	10/02/2022	11	9	81.82
5	21/03/2022	11	7	63.64

### C. COMMITTEE MEETINGS

Number of meetings held 20

S. No.	Type of meeting	Data of marking	Total Number of Members as		Attendance
	2.	Date of meeting	on the date of the meeting	Number of members attended	% of attendance
1	Audit Committe	03/05/2021	5	5	100
2	Audit Committe	14/06/2021	5	5	100
3	Audit Committe	10/08/2021	5	4	80
4	Audit Committe	20/10/2021	5	4	80
5	Audit Committe	22/12/2021	5	4	80
6	Audit Committe	09/02/2022	5	3	60
7	Audit Committe	21/03/2022	5	3	60
8	Nomination &	15/06/2021	5	5	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as	Attendance		
5				Number of members attended	% of attendance	
9	Nomination &	10/02/2022	5	4	80	
10	Corporate Soc	15/06/2021	4	4	100	

### D. \*ATTENDANCE OF DIRECTORS

		Board Meetings Committee Meetings					igs	Whether attended AGM	
S. No.	Name of the director	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	held on  (Y/N/NA)	
1	Patanjali Govi	5	5	100	11	11	100		
2	Rattan Keswa	5	5	100	6	4	66.67		
3	Aditya Madha	5	4	. 80	3	3	100		
4	Pradeep Math	5	2	40	11	11	100		
5	Arvind Singha	5	2	40	0	0	0		
6	Freyan Jamsh	5	4	80	12	10	83.33		
7	Paramartha S	5	5	100	9	7	77.78		
8	Willem Albertu	5	5	100	2	2	100		
9	Ashish Kumar	5	3	60	7	5	71.43		
10	Arindam Kuma	5	4	80	11	8	72.73	8	
11	Niten Malhan	5	4	80	11	8	72.73		

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

INII	

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

1		
Contract Con		
14		

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Patanjali Govino	Chairman & Mar	16,818,279	0	0	0	16,818,279
	Total	8	16,818,279	0	0	0	16,818,279

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

2			
-			

			Т				1	1 0	and Ontinut			Tatal
S. No.	Na	me	Design	ation	Gross S	alary	Commission		tock Option/ weat equity		Others	Total Amount
1	Mr. Kapil	Sharma	Chief Fin	ancial (	9,029,4	435	0		0		0	9,029,435
2	Mr. Nikh	nil Sethi	AVP Leg	al & Gr	2,878,6	609	0		0		0	2,878,609
	Total				11,908,	,044	0		0		0	11,908,044
Number of	f other direc	tors whose	e remunera	tion deta	ails to be en	ntered					0	
S. No.	Naı	me	Design	ation	Gross Sa	alary	Commission		ock Option/ weat equity	(	Others	Total Amount
1												0
	Total				(4)							
(II. PENAL	LTY AND P	UNISHME	NT - DET/			COMPA	NY/DIRECTOR	es /off	ICERS 🔀	Nil		
Name of company, officers	the // directors/	Name of t concerned Authority		Date of	Order	section	of the Act and n under which sed / punished	Details punish	of penalty/ ment	1 - 1 - 12	of appeal ng present	` i'
(B) DETA	AILS OF CO	MPOUNDI	NG OF OF	FENCE	s 🛛 N	l Iil						
Name of toompany, officers	the / directors/	Name of t concerned Authority		Date of	f Order	section	e of the Act and on under which ce committed	Partic	culars of ce	Amo Rupe		pounding (in
VIII 14"	41-	lata Pari										
XIII. Whe				ders, del	benture ho	olders h	as been enclos	sed as	an attachme	nt		4
	Ye	s O No	)									

#### XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a commore, details of company secretary						of Fifty Crore rupees of	or
Name							
Whether associate or fellow	0 /	Associate O F	ellow				
Certificate of practice number							
I/We certify that: (a) The return states the facts, as the (b) Unless otherwise expressly state Act during the financial year.							е
		Declaration					
		25. 10	г		1		
I am Authorised by the Board of Dire (DD/MM/YYYY) to sign this form an in respect of the subject matter of th	d declare that all	the requirements	L of the Compa				
Whatever is stated in this for the subject matter of this for							any.
2. All the required attachmen	ts have been cor	npletely and legibl	y attached to	this form.			
Note: Attention is also drawn to t punishment for fraud, punishmen						t, 2013 which provid	le fo
To be digitally signed by							
Director							
DIN of the director							
To be digitally signed by							
Company Secretary							
Ocompany secretary in practice							
Membership number		Certificate of p	oractice numb	oer			

#### **Attachments** List of attachments 1. List of share holders, debenture holders List of Committee Meetings LTHL.pdf Attach 2. Approval letter for extension of AGM; Attach 3. Copy of MGT-8; Attach 4. Optional Attachement(s), if any Attach Remove attachment Prescrutiny Modify Check Form 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

### C. COMMITTEE MEETINGS

\*Number of meetings held

20

S.	Type of Meeting	Date of	Total	Atte	ndance
No.		Meeting	Number of directors associated as on the date of meeting	Number of directors attended	% of attendance
1.	Audit Committee Meeting	03/05/2021	5	5	100
2.	Audit Committee Meeting	14/06/2021	5	5	100
3.	Audit Committee Meeting	10/08/2021	5	4	80
4.	Audit Committee Meeting	20/10/2021	5	4	80
5.	Audit Committee Meeting	22/12/2021	5	4	80
6.	Audit Committee Meeting	09/02/2022	5	3	60
7.	Audit Committee Meeting	21/03/2022	5	3	60
8.	Nomination and Remuneration Committee Meeting	15/06/2021	5	5	100
9.	Nomination and Remuneration Committee Meeting	10/02/2022	5	4	80
10.	Corporate Social Responsibility Committee	15/06/2021	4	4	100
11.	Corporate Social Responsibility Committee	10/02/2022	4	4	100
12.	Stakeholder's Relationship Committee	11/08/2021	4	4	100
13.	Risk Management Committee	05/08/2021	6	4	66.67

14.	Risk Management Committee	28/01/2022	6	5	83.33
15.	Finance Committee	19/07/2021	3	2	66.67
16.	Finance Committee	06/12/2021	3	2	66.67
17.	General	14/06/2021	3	3	100
	Management			12	
	Committee				
18.	General	10/08/2021	3	3	100
	Management				
	Committee				
19.	General :	03/11/2020	3	2	66.67
	Management				
	Committee				
20.	General	09/02/2021	3	3	100
	Management				
	Committee				8

#### FOR LEMON TREE HOTELS LIMITED

NIKHIL SETHI GROUP COMPANY SECRETARY & GM LEGAL MEMBERSHIP NO.: A18883 ADDRESS: C-7, BALI NAGAR, NEW DELHI-110015