

FORM NO. MGT-7

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



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

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

L63040MH1978PLC020717

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACT4050C

(ii) (a) Name of the company

THOMAS COOK (INDIA) LIMITED

(b) Registered office address

11th Floor, Marathon Futurex, NM Joshi marg,
Lower Parel East
Mumbai
Mumbai City
Maharashtra
400012

(c) *e-mail ID of the company

SHAREDEPT@THOMASCOOK.IN

(d) *Telephone number with STD code

0242427000

(e) Website

https://www.thomascook.in

(iii) Date of Incorporation

21/10/1978

(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	The National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

MUFG INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh
roli (West), 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 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	N	Support service to Organizations	N3	Travel agency and tour operators	85.6
2	K	Financial and insurance Service	K8	Other financial activities	13.9
3	I	Accommodation and Food Service	I1	Accommodation services provided by Hotel, Inns, Resorts, holiday homes, hostel,	0.5

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

*No. of Companies for which information is to be given 71

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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1	Fairbridge Capital Mauritius Limited		Holding	63.83
2	Thomas Cook Lanka (Private) Limited		Subsidiary	100
3	Travel Corporation (India) Limited	U63040MH2001PLC131693	Subsidiary	100
4	SOTC Travel Ltd	U63040MH2001PLC131691	Subsidiary	100
5	TC Visa Services (India) Ltd	U63090MH2011PLC221429	Subsidiary	100
6	Thomas Cook (Mauritius) Operations Limited		Subsidiary	100
7	Thomas Cook (Mauritius) Holdings Limited		Subsidiary	100
8	Indian Horizon Marketing Services Private Limited	U74999MH1989PLC054765	Joint Venture	50
9	TC Tours Limited	U63040MH1989PLC054761	Subsidiary	100
10	Sterling Holiday Resorts Limited	U63040TN1989PLC114064	Subsidiary	100
11	Nature Trails Resorts Private Limited	U55100MH2005PTC150901	Subsidiary	100
12	Sterling Holiday Resorts (Kodaikanal) Limited	U92490TN1987PLC014215	Subsidiary	98
13	Sterling Holiday (Ooty) Limited	U55102TN1989PLC018344	Subsidiary	98
14	Travel Circle International Limited		Subsidiary	100
15	Luxe Asia (Private) Limited		Subsidiary	100
16	Borderless Travel Services Limited	U63090MH2015PLC267758	Subsidiary	100
17	Jardin Travel Solutions Limited	U63090MH2015PLC267993	Subsidiary	100
18	SITA World Travel (Nepal) Private Limited		Subsidiary	63.3
19	SITA World Travel Lanka (Private) Limited		Subsidiary	100
20	Travel Circle International (Mauritius) Limited		Subsidiary	100
21	Private Safaris (East Africa) Ltd		Subsidiary	100
22	Kuoni Private Safaris (Pty.) Ltd		Subsidiary	100
23	Kuoni Private Safaris Namibia (Pty) Ltd		Subsidiary	100
24	Desert Adventures Tourism LLC		Subsidiary	100
25	Desert Adventures Tourism Ltd		Subsidiary	100

26	Muscat Desert Adventures Tou +		Subsidiary	100
27	Gulf Dunes LLC		Subsidiary	100
28	Gulf Dunes Tourism LLC		Subsidiary	100
29	Reem Tours & Travels LLC		Subsidiary	100
30	PT Asian Trails Ltd		Subsidiary	52.8
31	Asian Trails Ltd		Subsidiary	80
32	Asian Trails SDN BHD		Subsidiary	80
33	AT Lao Company Ltd		Subsidiary	64
34	Asian Trails Holding Ltd		Subsidiary	80
35	Asian Trails Co., Ltd		Subsidiary	76
36	Asian Trails Tours Ltd		Subsidiary	68
37	Asian Trails International Trave +		Subsidiary	80
38	Atrails Travel Services (Beijing) +		Subsidiary	56
39	Chang Som Ltd		Subsidiary	80
40	Asian Trails Singapore Pte. Ltd. +		Subsidiary	80
41	Asian Trails (Vietnam) Co. Ltd		Subsidiary	56
42	Thomas Cook in Destination M +		Subsidiary	78.4
43	Kuoni Austrailia Holding Pty. L +		Subsidiary	100
44	Austrailia Tours Management P +		Subsidiary	100
45	Horizon Travel Services LLC (U +		Subsidiary	100
46	AlliedTPro Travel Canada Ltd		Subsidiary	100
47	BDC Digiphoto Imaging Solutio +		Subsidiary	51
48	Digiphoto Entertainment Imag +		Subsidiary	51
49	Digiphoto Entertainment Imag +		Subsidiary	51
50	Digiphoto Entertainment Imag +		Subsidiary	51

51	Digipho Entertainment Imag ⁺		Subsidiary	51
52	PT. Digipho Imaging Indone ⁺		Subsidiary	51
53	Digipho Entertainment Imag ⁺		Subsidiary	51
54	Digipho Entertainment Imag ⁺		Subsidiary	51
55	Digipho Imaging (Macau) Lir ⁺		Subsidiary	51
56	DEI Solutions Limited		Subsidiary	51
57	Digipho SAE		Subsidiary	51
58	Digipho Entertainment Imag ⁺		Subsidiary	51
59	DEI Holdings Limited		Subsidiary	51
60	D E I General Trading LLC		Subsidiary	51
61	Digipho Entertainment Imag ⁺		Subsidiary	51
62	Digipho Electronics Repairin ⁺		Subsidiary	51
63	TCI-GO Vacation India Private L ⁺	U74999HR2017FTC069052	Joint Venture	49
64	Panorama Destination (Vietna ⁺		Joint Venture	32
65	Traveljunkie Solutions Private L ⁺		Associate	26.3
66	500 FT SPV Limited		Subsidiary	51
67	Allied New World LLC		Associate	50
68	Tropiculture (Private) Limited		Subsidiary	40
69	Digipho Entertainment Imag ⁺		Subsidiary	51
70	500 FT Investment LLC		Subsidiary	51
71	Travel Circle International (Cyp ⁺		Subsidiary	100

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	19,793,000,000	470,380,562	470,380,562	470,380,562
Total amount of equity shares (in Rupees)	19,793,000,000	470,380,562	470,380,562	470,380,562

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	19,793,000,000	470,380,562	470,380,562	470,380,562
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	19,793,000,000	470,380,562	470,380,562	470,380,562

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	500,000,000	0	0	0
Total amount of preference shares (in rupees)	5,000,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference share				
Number of preference shares	500,000,000	0		
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	5,000,000,000	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	1,207,646	469,172,916	470380562	470,380,562	470,380,562	

Increase during the year	0	185,072	185072	185,072	185,072	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	
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		185,072	185072	185,072	185,072	
Conversion of Physical to Demat						
Decrease during the year	185,072	0	185072	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	
iv. Others, specify	185,072	0	185072	0	0	
At the end of the year	1,022,574	469,357,988	470380562	470,565,634	470,565,634	
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)

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		30/08/2024	
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			
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

Particulars	Number of units	Nominal value per unit	Total value
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

20,737,053,966

(ii) Net worth of the Company

19,386,952,309

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	0	0	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	
4.	Banks		0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors		0	0	
7.	Mutual funds		0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	300,258,798	63.83		
10.	Others 0	0	0	0	
	Total	300,258,798	63.83	0	0

Total number of shareholders (promoters)

1

(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	86,351,038	18.36	0	
	(ii) Non-resident Indian (NRI)	7,289,465	1.55	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	492,396	0.1	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	515,565	0.11	0	
4.	Banks	9,101	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	495	0	0	
7.	Mutual funds	32,476,445	6.9	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	8,864,047	1.88	0	
10.	Others KMP,Clearing Members,HUI	34,123,947	7.25	0	
	Total	170,122,499	36.15	0	0

Total number of shareholders (other than promoters)

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

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACADIAN EMERGING FUND	STANDARD CHARTERED BANK SEC			625,560	0.13
CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT FUND	HSBC SECURITIES SERVICES 11TH FLOOR			187,865	0.03
CITY OF NEW YORK COMMON PENSION FUND	HSBC SECURITIES SERVICES 11TH FLOOR			10,708	0
COLLEGE RETIREMENT INVESTMENT FUND	DEUTSCHE BANK AG DB HOUSE, HAMBURG			100,588	0.02
DIMENSIONAL EMERGING MARKETS FUND	CITIBANK N.A. CUSTODY SERVICES			3,080	0
DIMENSIONAL EMERGING MARKETS FUND	CITIBANK N.A. CUSTODY SERVICES			50,965	0.01
EMERGING MARKETS FUND	CITIBANK N.A. CUSTODY SERVICES			12,220	0
FLORIDA RETIREMENT INVESTMENT FUND	STANDARD CHARTERED BANK SEC			306,900	0.06
MORGAN STANLEY ASIA PACIFIC FUND	CITIBANK N.A. CUSTODY SERVICES			454,155	0.09
RANGOLI INDIA FUND	ICICI BANK LIMITED EMPIRE COMPLEX			209,021	0.04
STATE STREET MSCI EMERGING MARKETS FUND	HSBC SECURITIES SERVICES 11TH FLOOR			63,034	0.01
TEACHER RETIREMENT INVESTMENT FUND	HSBC SECURITIES SERVICES 11TH FLOOR			590	0
AMERICAN CENTURY INVESTMENT FUND	HSBC SECURITIES SERVICES 11TH FLOOR			67,853	0.01
ARYABHATA GLOBAL FUND	Kotak Mahindra Bank Ltd A wing, 5th floor			559,370	0.11
CALIFORNIA STATE TEACHERS' RETIREMENT FUND	HSBC SECURITIES SERVICES 11TH FLOOR			80,680	0.01
CITADEL SECURITIES SPECIAL INVESTMENT FUND	JP Morgan Chase Bank N.A, India S			128,298	0.02
CITIGROUP GLOBAL MARKETS FUND	CITIBANK N.A. CUSTODY SERVICES			31,497	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS C	CITIBANK N.A. CUSTODY SERVICES			902,430	0.19
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			64,054	0.01
EMERGING MARKETS T	CITIBANK N.A. CUSTODY SERVICES			26,493	0
EMERGING MARKETS V	DEUTSCHE BANK AG, DB HOUSE H			29,987	0
FORBES EMF	ICICI BANK LTD 1ST FLOOR EMPIRE			40,000	0
GOVERNMENT PENSIO	CITIBANK N.A. CUSTODY SERVICES			1,791,450	0.38
ISHARES MSCI INDIA S	CITIBANK N.A. CUSTODY SERVICES			375,238	0.07
AIRAVAT CAPITAL IND	HDFC BANK LIMITED CUSTODY OF			568,885	

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	1	1
Members (other than promoters)	93,079	117,252
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
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	2	8	2	9	0.03	0
(i) Non-Independent	2	3	2	3	0.03	0
(ii) Independent	0	5	0	6	0	0
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	8	2	9	0.03	0

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





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(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)
MAHESH CHANDRAN 	07560302	Managing Director	389,954	
MAHESH CHANDRAN 	AACPI7788R	CEO	389,954	
MADHAVAN MENON I 	00008542	Whole-time director	986,084	
GOPALAKRISHNAN S 	05242795	Director	0	
PRAVIR KUMAR VOH 	00082545	Director	0	10/04/2025
CHANDRAN RATNAS 	00109215	Director	0	
SUNIL BEHARI MATH 	00013239	Director	0	
NILESH SHIVJI VIKAM 	00031213	Director	0	
RAHUL NARAIN BHAG 	02473708	Director	0	
SHARMILA ABHAY KA 	05018751	Director	0	
SUMIT MAHESHWARI 	06920646	Director	0	

(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)
Rahul Narain Bhaga 	02473708	Director	09/07/2024	Appointment
Rahul Narain Bhaga 	02473708	Director	30/09/2024	Regularised in AGM
Sharad Kumar Saxe 	08238872	Director	04/02/2025	Appointment
Kishori Udeshi	01344073	Director	16/09/2024	Cessation due to completion c 

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	30/08/2024	103,085	79	75.32

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	15/05/2024	10	10	100
2	08/07/2024	10	10	100
3	31/07/2024	10	9	90
4	13/11/2024	10	10	100
5	03/02/2025	10	9	90

C. COMMITTEE MEETINGS

Number of meetings held

42

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	15/05/2024	7	7	100
2	Audit Committee	31/07/2024	7	6	85.71
3	Audit Committee	13/11/2024	7	7	100
4	Audit Committee	03/02/2025	7	6	85.71
5	Nomination and Remuneration Committee	13/05/2024	3	3	100
6	Nomination and Remuneration Committee	08/07/2024	3	3	100
7	Nomination and Remuneration Committee	03/02/2025	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
8	Risk Management Committee Meeting	14/08/2024	3	3	100
9	Risk Management Committee Meeting	05/02/2025	3	3	100
10	Corporate Social Responsibility Committee Meeting	13/05/2024	3	3	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	MAHESH CHANDRAN	5	5	100	36	36	100	
2	MADHAVAN M	5	5	100	32	32	100	
3	GOPALAKRISHNAN	5	5	100	0	0	0	
4	PRAVIR KUMAR	5	4	80	7	6	85.71	
5	CHANDRAN P	5	4	80	6	5	83.33	
6	SUNIL BEHAR	5	5	100	8	8	100	
7	NILESH SHIV	5	5	100	5	5	100	
8	RAHUL NARA	3	3	100	3	3	100	
9	SHARMILA A	5	5	100	6	6	100	
10	SUMIT MAHE	5	5	100	5	5	100	
11	SHARAD KUM	0	0	0	0	0	0	

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	Madhavan Menon	Whole time Dire +	13,951,080	0	0	97,849,359	111,800,439
2	Mahesh Iyer	Managing Direct +	7,500,000	0	0	50,855,945	58,355,945
	Total		21,451,080	0	0	148,705,304	170,156,384

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Amit Jyotindra Pare +	Company Secre +	6,600,971	0	0	1,110,105	7,711,076
2	Brijesh Sureshchan +	CHIEF FINANC +	13,748,970	0	0	7,536,790	21,285,760
	Total		20,349,941	0	0	8,646,895	28,996,836

Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Nilesh Vikamsey	Independent Dir +	0	3,000,000	0	1,075,000	4,075,000
2	Pravir Kumar Vohra +	Independent Dir +	0	3,000,000	0	975,000	3,975,000
3	Sunil Mathur	Independent Dir +	0	3,000,000	0	1,225,000	4,225,000
4	Chandran Ratnaswa +	Independent Dir +	0	0	0	0	0
5	Sumit Maheshwari	Independent Dir +	0	0	0	0	0
6	Sharmila Karve	Independent Dir +	0	3,000,000	0	1,100,000	4,100,000
7	Gopalakrishnan Sou +	Independent Dir +	0	0	0	0	0
8	Rahul Narain Bhaga +	Independent Dir +	0	0	0	725,000	725,000
9	SHARAD KUMAR S +	Independent Dir +	0	0	0	0	0
10	Kishori Udeshi	Independent Dir +	0	3,000,000	0	650,000	3,650,000
	Total		0	15,000,000	0	5,750,000	20,750,000

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

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

PUNIT SHAH

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

7506

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

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

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

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

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

To be digitally signed by

Director

DIN of the director

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 Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

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