

**Annexure 4**  
**Form No. MGT - 9**  
**Extract of Annual Return**

(As on the financial year ended on 31/03/2020)

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies  
(Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS**

i)	CIN:-	L55101UP1971PLC003480
ii)	Registration Date	03/11/1971
iii)	Name of the Company	Benares Hotels Limited
iv)	Category / Sub-Category of the Company:	Company Limited by Shares/ Indian Non Government Company
v)	Address of the Registered office and contact details	Nadesar Palace Compound, Varanasi 221 002 Phone: 0542 6660001
vi)	Whether listed company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Pvt. Ltd. (Unit: Benares Hotels Limited) Noble Heights, 1st Floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058 Phone: 011 4941 1000 Email: delhi@linkintime.co.in

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

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

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the Company
1	Hoteliering	55101	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sl. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	The Indian Hotels Company Limited Mandlik House, Mandlik Road, Mumbai 400001	L74999MH1902 PLC000183	Ultimate Holding	53.70 (together with its subsidiaries)	2(87)(ii)

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IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (i.e. 01-04-2019)				No. of Shares held at the end of the year (i.e. 31-03-2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/ HUF	61562	22550	84112	6.47	61585	22550	84135	6.47	0.00
b) Central Govt									
c) State Govt (s)									
d) Bodies Corp.	729138	–	729138	56.09	729138	–	729138	56.09	0.00
e) Banks/FI									
f) Any Other									
<b>Sub-total (A) (1):-</b>	<b>790700</b>	<b>22550</b>	<b>813250</b>	<b>62.56</b>	<b>790723</b>	<b>22550</b>	<b>813273</b>	<b>62.56</b>	<b>0.00</b>
(2) Foreign									
a) NRIs-Individuals									
b) Other-Individuals									
c) Bodies Corp.									
d) Banks / FI									
e) Any Other									
<b>Sub-total (A) (2):-</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>790700</b>	<b>22550</b>	<b>813250</b>	<b>62.56</b>	<b>790723</b>	<b>22550</b>	<b>813273</b>	<b>62.56</b>	<b>0.00</b>
<b>B. Public Shareholding</b>									
I. Institutions									
a) Mutual Funds									
b) Banks/FI									
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
<b>Sub-total (B)(1):</b>	<b>00.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

Category of Shareholders	No. of Shares held at the beginning of the year (i.e. 01-04-2019)				No. of Shares held at the end of the year (i.e. 31-03-2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2. Non Institutions									
a) Bodies Corp.									
i) Indian	19859	740	20599	1.58	19081	715	19796	1.52	-0.06
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	239421	50581	290002	22.31	241231	46234	287465	22.11	-0.20
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	118061	-	118061	9.08	120667	-	120667	9.28	0.20
c) Others									
i) Trusts	-	-	-	-	-	-	-	-	-
ii) Directors & their Relatives	7871	3220	11091	0.85	9983	640	10623	0.82	-0.03
iii) Non Resident Indians	3975	-	3975	0.31	3920	-	3920	0.30	-0.01
iv) Clearing Members	684	-	684	0.05	341	-	341	0.03	-0.02
v) HUF	22868	-	22868	1.76	23372	-	23372	1.80	0.04
vi) IEPF Authority	19470	-	19470	1.50	20543	-	20543	1.58	0.08
<b>Sub-total (B)(2) :-</b>	<b>432209</b>	<b>54541</b>	<b>486750</b>	<b>37.44</b>	<b>437328</b>	<b>51936</b>	<b>486727</b>	<b>37.44</b>	<b>0.00</b>
Total Public Shareholding (B) = (B)(1) + (B)(2)	432209	54541	486750	37.44	437328	51936	486727	37.44	0.00
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	
<b>Grand Total (A+B+C)</b>	<b>1222909</b>	<b>77091</b>	<b>1300000</b>	<b>100</b>	<b>1229861</b>	<b>70139</b>	<b>1300000</b>	<b>100</b>	<b>0.00</b>

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### (ii) Shareholding of Promoters

S. No.	Shareholder's Name	No. of Shares held at the beginning of the year (i.e. 01-04-2019)			No. of Shares held at the end of the year (i.e. 31-03-2020)			% 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	The Indian Hotels Company Limited	643825	49.53	–	643825	49.53	–	–
2	Piem Hotels Limited	54063	4.16	–	54063	4.16	–	–
3	All India Kashiraj Trust	30000	2.31	–	30000	2.31	–	–
4	Imlak Varanasi Developments Private Limited	1050	0.08	–	1050	0.08	–	–
5	Northern India Hotels Limited	150	0.01	–	150	0.01	–	–
6	Oriental Hotels Limited	50	-	–	50	–	–	–
7	Anant Narain Singh	24000	1.85	–	24000	1.85	–	–
8	M. K. Krishna Priya	17550	1.35	–	17550	1.35	–	–
9	M K Vishnupriya	13000	1.00	–	13000	1.00	–	–
10	Maharaj Kumari Hari Priya*	12450	0.96	–	12450	0.96	–	–
11	Maharaj Kumari Har Priya*	5100	0.39	–	5100	0.39	–	–
12	Mahraj Kumari Vishnupriya*	5000	0.38	–	5000	0.38	–	–
13	Anamika Kunwar	7012	0.54	–	7035	0.54	–	0.00
	TOTAL	813250	62.56		813273	62.56		

\*Shares held in physical form and not yet dematerialized. The Company has notified these promoters the requirement of getting their shares dematerialized in terms of Regulation 31(2) of SEBI (LODR) Regulations, 2015. The shares, however, are not yet dematerialized despite following up with them by the Company.

### (iii) Change in Promoters' Shareholding (please specify, if there is no change)

S. No.	Name of the Shareholder	Shareholding at the beginning of the year (i.e. 01-04-2019)		Increase/Decrease in Shareholding			Cumulative Shareholding during the year (01-04-2019 to 31-03-2020)	
		No. of Shares	% of total Shares of the company	Date	No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the Company
1	Anamika Kunwar	7012	0.54	31.03.2020	23	0.00	7035	0.54

Note: No Change in the shareholding of other Promoters during the year 2019-2020

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Name & Type of Transaction	Shareholding at the beginning of the year 01-04-2019		Transactions During the year		Cumulative Shareholding at the end of the year 31-03-2020	
		No. of Shares Held	% of total shares of the Company	Date of Transaction	No. of Shares	No. of Shares Held	% if total Shares of the Company
1	VINODCHANDRA MANSUKHLAL PAREKH	19252	1.48			19252	1.48
	Purchase			16/08/2019	107	19359	1.49
	Purchase			30/08/2019	86	19445	1.50
	Purchase			06/09/2019	320	19765	1.52
	Purchase			27/09/2019	276	20041	1.54
	Purchase			11/10/2019	526	20567	1.58
	AT THE END OF THE YEAR					20567	1.58
2	BRAJRAJ SINGH	20000	1.54			20000	1.54
	AT THE END OF THE YEAR					20000	1.54
3	ADITYA DEORAH	17600	1.35			17600	1.35
	Purchase			12/04/2019	35	17635	1.36
	Purchase			19/04/2019	7	17642	1.36
	Purchase			26/04/2019	10	17652	1.36
	Purchase			29/06/2019	46	17698	1.36
	Purchase			31/01/2020	433	18131	1.39
	Purchase			07/02/2020	322	18453	1.42
	Purchase			14/02/2020	1247	19700	1.52
	Purchase			06/03/2020	273	19973	1.54
	AT THE END OF THE YEAR					19973	1.54
4	ARJUN RAMANI	18798	1.45			18798	1.45
	AT THE END OF THE YEAR					18798	1.45
5	RAGHUBIRSINGH R GOHIL	15950	1.23			15950	1.23
	Purchase			21/06/2019	7	15957	1.23
	AT THE END OF THE YEAR					15957	1.23
6	DINESH MUKTILAL PALDIWAL	14655	1.13			14655	1.13
	Sale			14/02/2020	-25	14630	1.13
	AT THE END OF THE YEAR					14630	1.13
7	MUKTILAL GANULAL PALDIWAL	11799	0.91			11799	0.91
	Purchase			24/05/2019	22	11821	0.91
	Purchase			27/03/2020	21	11842	0.91
	AT THE END OF THE YEAR					11842	0.91
8	ARJUN DUNICHAND RAMANI HUF	11391	0.88			11391	0.88
	AT THE END OF THE YEAR					11391	0.88

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(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) [Contd.]:

Sr. No.	Name & Type of Transaction	Shareholding at the beginning of the year 01-04-2019		Transactions During the year		Cumulative Shareholding at the end of the year 31-03-2020	
		No. of Shares Held	% of total shares of the Company	Date of Transaction	No. of Shares	No. of Shares Held	% if total Shares of the Company
9	BINDU PANDEY*	7905	0.61			7905	0.61
	Purchase			05/04/2019	4	7909	0.61
	Purchase			10/05/2019	30	7939	0.61
	Purchase			24/05/2019	5	7944	0.61
	Purchase			31/05/2019	18	7962	0.61
	Purchase			07/06/2019	7	7969	0.61
	Purchase			21/06/2019	78	8047	0.62
	Purchase			29/06/2019	34	8081	0.62
	Purchase			05/07/2019	20	8101	0.62
	Purchase			26/07/2019	45	8146	0.63
	Purchase			09/08/2019	14	8160	0.63
	Purchase			16/08/2019	77	8237	0.63
	Purchase			23/08/2019	32	8269	0.64
	Purchase			30/08/2019	50	8319	0.64
	Purchase			06/09/2019	47	8366	0.64
	Purchase			27/09/2019	125	8491	0.65
	Purchase			04/10/2019	15	8506	0.65
	Purchase			11/10/2019	31	8537	0.66
	Purchase			18/10/2019	71	8608	0.66
	Purchase			25/10/2019	22	8630	0.66
	Purchase			01/11/2019	13	8643	0.66
	Purchase			08/11/2019	500	9143	0.70
	Purchase			15/11/2019	48	9191	0.71
	Purchase			22/11/2019	1	9192	0.71
	Purchase			29/11/2019	12	9204	0.71
	Purchase			20/12/2019	4	9208	0.71
	Purchase			27/12/2019	9	9217	0.71
	Purchase			17/01/2020	15	9232	0.71
	Purchase			24/01/2020	85	9317	0.72
	Sale			07/02/2020	-20	9297	0.72
	Purchase			20/03/2020	3	9300	0.72
	Purchase			27/03/2020	60	9360	0.72
	Purchase			31/03/2020	50	9410	0.72
	AT THE END OF THE YEAR					9410	0.72
10	SANJEEV VINODCHANDRA PAREKH	9374	0.72			9374	0.72
	AT THE END OF THE YEAR					9374	0.72

\* Not in the list of Top 10 Shareholder as on April 1, 2019. The same has been reflected above since the shareholder was one of the Top 10 shareholder as on March 31, 2020

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For each of the Directors and KMP	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.	Dr. Anant Narain Singh (Chairman)				
	At the beginning of the year	24000	1.85	24000	1.85
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer/ bonus/ sweat equity etc):	No change		No change	
	At the end of the year	24000	1.85	24000	1.85
2.	Mr. Puneet Raman (Director)				
	At the beginning of the year	4500	0.35	4500	0.35
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer/ bonus/ sweat equity etc):	No Change		No Change	
	At the end of the year	4500	0.35	4500	0.35
3.	Mrs. Rukmani Devi (Director)				
	At the beginning of the year	1106	0.09	1106	0.09
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc):	No Change		No Change	
	At the end of the year	1106	0.09	1106	0.09

**V. INDEBTEDNESS**

During the year under report, the Company has borrowed a sum of Rs. 500 Lakhs as short term Inter Corporate Deposit from a body corporate and repaid Rs. 450 Lakhs and hence as on 31st March 2020, Rs. 550 lakhs was outstanding on account of Inter Company Loan.

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**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER: NOT APPLICABLE

B. REMUNERATION TO OTHER DIRECTORS:

(Rs.)

Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. Puneet Raman*	Mrs. Rukmani Devi	Mr. Moiz Miyajiwala	Mr. Shiraman**	
1.	Independent Directors	Mr. Puneet Raman*	Mrs. Rukmani Devi	Mr. Moiz Miyajiwala	Mr. Shiraman**	
	• Fee for attending Board /committee meetings	1,20,000	3,90,000	3,30,000	N.A.	8,40,000
	• Commission @ (for 2018-19)	1,63,090	10,19,310	11,41,627	–	23,24,027
	• Others, please specify	–	–	–	–	–
	Total (1)	2,83,090	14,09,310	14,71,627	–	31,64,027
2.	Other Non-Executive Directors	Dr. A.N. Singh	Mr. Rohit Khosla	Mr. Puneet Chhatwal #	Mr. Giridhar Sanjeevi \$	Total Amount
	• Fee for attending Board / Committee meetings	2,70,000	N.A.	N.A.	N.A.	2,70,000
	• Commission @ (for 2018-19)	12,54,882	–	–	–	12,54,882
	• Others, please specify	–	–	–	–	–
	Total (2)	15,24,882	–	–	–	15,24,882
	<b>Total Managerial Remuneration =(1+2)</b>					<b>46,88,909</b>
	Overall Ceiling as per the Act	3% of the net profit of the Company excluding sitting fees.				

\* Appointed w.e.f. September 17, 2018

\*\* Resigned w.e.f. June 19, 2018

# Appointed w.e.f. May 10, 2018

\$ Resigned w.e.f. May 16, 2018

@ An amount of Rs. 40.94 Lakhs has been provided in the book of Accounts towards the commission payable to the Directors for the financial year ended 31st March, 2020 and shall be paid as may be decided by the Board on the recommendation of the Nomination and Remuneration Committee after adoption of accounts by the shareholders at the Annual General Meeting to be held on September 29, 2020.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Rs.)

Sl.No.	Particulars of Remuneration	Key Managerial Personnel				Total
		CEO Vijay Partap Shrikent	Company Secretary Vanika Mahajan	CFO* Sopan Kedia	CFO* Harish Kumar	
1.	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	49,30,839	10,89,955	12,85,042	5,14,697	78,20,532
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	25,000	3,60,000	6,538	–	3,91,538
	(c) Profits in lieu of salary under section 17(3) of the Income-Tax Act, 1961	–	–	–	–	–
2.	Stock Option	–	–	–	–	–
3.	Sweat Equity	–	–	–	–	–
4.	Commission - as % of profit - others, specify...	–	–	–	–	–
5.	Others (PE, Superannuation, Gratuity)	3,67,683	44,026	49,772	24,381	4,85,862
	<b>Total</b>	<b>53,23,522</b>	<b>14,93,981</b>	<b>13,41,352</b>	<b>5,39,078</b>	<b>86,97,933</b>

\* for the part of the year.

**VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:**

There were no penalties/punishments/compounding of offences for breach of any Section of Companies Act against the Company or its Directors or other officers in default, if any, during the year ended March 31, 2020

On behalf of the Board of Directors

Place : Varanasi  
Date : 28th May, 2020

**Dr. Anant Narain Singh**  
Chairman