

**Form No. MGT-9****EXTRACT OF ANNUAL RETURN****as on the financial year ended on 31<sup>st</sup> March 2018***[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   | <b>L55101PN1986PLC133909</b>   |
| ii  | Registration Date   | <b>14.07.1986</b>  |
| iii | Name of the Company   | <b>DHANADA CORPORATION LIMITED</b>   |
| iv  | Category / Sub-Category of the Company  | <b>Public Company / Limited by shares / having share capital</b>   |
| v   | Address of the Registered office and contact details<br><br>Name of the person<br>Designation<br>Tele No.<br>Email id | <b>Dhanada, 16/6, Erandwana Hsg. Soc., Plot No. 8, Patwardhan Baug, Pune – 411004.</b><br><br><b>Ramesh R. Havele</b><br><b>Managing Director</b><br><b>(020) 25462408</b><br><a href="mailto:dhanada@dhanadacorp.com">dhanada@dhanadacorp.com</a>   |
| vi  | Whether listed company  | <b>Yes / No</b>  |
| vii | Name, Address and Contact details of Registrar and Transfer Agent, if any   | <b>Link Intime India Private Limited</b><br><b>Head Office:</b><br><b>C-101, 247 Park, L B S Marg, Vikhroli West, Mumbai 400083.</b><br><b>(022) 49186000</b><br><br><b>Pune Office:</b><br><b>Block No. 201, 2<sup>nd</sup> Floor, Akshay Complex, Off. Dhole Patil Road, Near Ganesh Temple, Pune – 411001.</b><br><b>(020) 26161629</b> |

**II. Principal business activities of the Company:**

Company is exclusively engaged in the business of Hospitality / Hotel.

All the Business activities contributing 10% or more of the total turnover of the Company are:-

| <b>Sr. No.</b> | <b>Name and Description of main products / services</b> | <b>NIC Code of the Product/ service</b> | <b>% to total turnover of the Company</b> |
|----------------|---|---|---|
| 1.             | Short term accommodation                                | 551                                     | 59.03 %                                   |
| 2.             | Food & Beverage Services                                | 561                                     | 30.92 %                                   |

**III. Particulars of holding, subsidiary and associate companies:**

| <b>Sr. No.</b> | <b>Name and Address of the Company</b>  | <b>CIN/GLN</b>        | <b>Holding/ Subsidiary/ Associate</b> | <b>% of shares held</b> | <b>Applicable Section</b> |
|----------------|---|-----------------------|---------------------------------------|-------------------------|---------------------------|
| 1.             | Dhanada Holdings Private Ltd.<br>Deep, 16/6, Erandwana Hsg. Soc. Plot No. 8, Patwardhan Baug,<br>Pune – 411004. | U67190PN1994PTC083166 | Holding                               | 60.46%                  | 2(46)                     |



|  |                 |                 |                 |               |                 |                 |                 |               |               |
|--|-----------------|-----------------|-----------------|---------------|-----------------|-----------------|-----------------|---------------|---------------|
| i) Individual shareholders holding nominal share capital upto Rs. 1 lakh         | 4824242         | 2833879         | 7658121         | 13.69%        | 4927306         | 2825979         | 7753285         | 13.86%        | +0.17%        |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | 7829459         | 2902369         | 10731828        | 19.19%        | 7805849         | 2902369         | 8911964         | 15.93%        | -3.26%        |
| c) Others (specify)  |                 |                 |                 |               |                 |                 |                 |               |               |
| Clearing Member  | 8431            | Nil             | 8431            | 0.01%         | 1135            | Nil             | 1135            | 0.00%         | -0.01%        |
| Non Resident Indians   | 24350           | 89800           | 114150          | 0.20%         | 24950           | 89800           | 114750          | 0.21%         | +0.01%        |
| Hindu Undivided Family (HUF)   | 358760          | 24899           | 383659          | 0.69%         | 327075          | 24899           | 351974          | 0.63%         | -0.06%        |
| <b>Sub-total (B)(2):-</b>  | <b>13191003</b> | <b>5872047</b>  | <b>19063050</b> | <b>34.08%</b> | <b>13195663</b> | <b>5864147</b>  | <b>19059810</b> | <b>31.08%</b> | <b>Nil</b>    |
| <b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>                              | <b>13191003</b> | <b>5999547</b>  | <b>19190550</b> | <b>34.31%</b> | <b>13195663</b> | <b>5991647</b>  | <b>1987310</b>  | <b>34.30%</b> | <b>-0.01%</b> |
| C. Shares held by Custodian for GDRs & ADRs                                      | Nil             | Nil             | Nil             | Nil           | Nil             | Nil             | Nil             | Nil           | Nil           |
| <b>Grand Total (A+B+C)</b>   | <b>41616155</b> | <b>14317426</b> | <b>55933581</b> | <b>100%</b>   | <b>41624055</b> | <b>14309526</b> | <b>55933581</b> | <b>100%</b>   |               |

## ii) Shareholding of Promoters

| Sr. No. | Shareholder's Name                            | Share holding at the beginning of the year |                                  |   | Share holding 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       | Dhanada Holdings Private Limited              | 33816271                                   | 60.46%                           | Nil   | 33815271                             | 60.46%                           | Nil   | Nil                                       |
| 2       | Mr. Ramesh R. Havele                          | 2908754                                    | 5.20%                            | Nil   | 2908754                              | 5.20%                            | Nil   | Nil                                       |
| 3       | Mr. Ramesh R. Havele J/w Mrs. Veena R. Havele | 18006                                      | 0.03%                            | Nil   | 18006                                | 0.03%                            | Nil   | Nil                                       |
|         | <b>Total</b>                                  | <b>36743031</b>                            | <b>65.69%</b>                    | <b>Nil</b>                                      | <b>36743031</b>                      | <b>65.69%</b>                    | <b>Nil</b>                                      | <b>Nil</b>                                |

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

| Sl. No. |   | 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.      | Dhanada Holdings Private Limited  |   |                                  |   |                                  |
|         | At the beginning of the year  | 33816271                                  | 60.46%                           |   |                                  |
|         | Date wise Increase / Decrease in Promoters Share holding during the year specifying the | -1000 (Sale of                            | 60.46%                           | 33815271                                | 60.46%                           |

|  |  |                      |        |  |  |
|--|--|----------------------|--------|--|--|
|  | reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | shares on 19.01.2018 |        |  |  |
|  | At the end of the year   | 33815271             | 60.46% |  |  |
|  |  |                      |        |  |  |

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

| Sl. No     | Name                     | Shareholding at the beginning of the year |                                  | Date       | Increase / (Decrease) during the year | Reason             | Cumulative Shareholding during the year / at the end of the year |                                  |
|------------|--------------------------|---|----------------------------------|------------|---------------------------------------|--------------------|--|----------------------------------|
|            |                          | No. of shares                             | % of total shares of the Company |            |                                       |                    | No. of shares  | % of total shares of the Company |
| 1          | Mr. Luxman V. Kulkarni   | 6371692                                   | 11.39%                           | Nil        | Nil                                   | Nil                | 6371692  | 11.39%                           |
| 2          | Mr. Sudhir T. Deshpande  | 1264769                                   | 2.26%                            | Nil        | Nil                                   | Nil                | 1264769  | 2.26%                            |
| 3          | Mr. Prafulla A. Madiwale | 401695                                    | 0.72%                            | 07-04-2017 | 212                                   | Purchase of Shares | 401907   | 0.72%                            |
| 4          | Mr. Kurian Joy Chittate  | 360000                                    | 0.64%                            | Nil        | Nil                                   | Nil                | 360000   | 0.64%                            |
| 5          | Mr. Suresh I. Talele     | 249517                                    | 0.45%                            | 12-05-2017 | (1000)                                | Sale of Shares     | 248517   | 0.44%                            |
|            |                          |   |                                  | 18-08-2017 | (100)                                 | Sale of Shares     | 248417   | 0.44%                            |
|            |                          |   |                                  | 24-08-2017 | (250)                                 | Sale of Shares     | 248167   | 0.44%                            |
|            |                          |   |                                  | 01-09-2017 | (939)                                 | Sale of Shares     | 247228   | 0.44%                            |
|            |                          |   |                                  | 08-09-2017 | (300)                                 | Sale of Shares     | 246928   | 0.44%                            |
|            |                          |   |                                  | 15-09-2017 | (400)                                 | Sale of Shares     | 246528   | 0.44%                            |
|            |                          |   |                                  | 29-09-2017 | (1363)                                | Sale of Shares     | 245165   | 0.43%                            |
|            |                          |   |                                  | 03-11-2017 | (2059)                                | Sale of Shares     | 243106   | 0.43%                            |
|            |                          |   |                                  | 10-11-2017 | (2407)                                | Sale of Shares     | 240699   | 0.43%                            |
|            |                          |   |                                  | 17-11-17   | (499)                                 | Sale of Shares     | 240200   | 0.43%                            |
|            |                          |   |                                  | 24-11-2017 | (599)                                 | Sale of Shares     | 239601   | 0.43%                            |
|            |                          |   |                                  | 08-12-2017 | (1000)                                | Sale of Shares     | 238601   | 0.43%                            |
|            |                          |   |                                  | 22-12-2017 | (800)                                 | Sale of Shares     | 237801   | 0.43%                            |
|            |                          |   |                                  | 29-12-2017 | (825)                                 | Sale of Shares     | 236976   | 0.42%                            |
| 05-01-2018 | (700)                    | Sale of Shares                            | 236276                           | 0.42%      |                                       |                    |  |                                  |
| 12-01-2018 | (200)                    | Sale of Shares                            | 236076                           | 0.42%      |                                       |                    |  |                                  |

|    |   |        |       |            |        |                    |        |       |
|----|---|--------|-------|------------|--------|--------------------|--------|-------|
|    |   |        |       | 19-01-2018 | (295)  | Sale of Shares     | 235781 | 0.42% |
|    |   |        |       | 26-01-2018 | (960)  | Sale of Shares     | 234821 | 0.42% |
|    |   |        |       | 16-02-2018 | (5)    | Sale of Shares     | 234816 | 0.42% |
|    |   |        |       | 23-02-2018 | (100)  | Sale of Shares     | 234716 | 0.42% |
|    |   |        |       | 02-03-2018 | (1801) | Sale of Shares     | 232915 | 0.42% |
|    |   |        |       | 09-03-2018 | (3680) | Sale of Shares     | 229235 | 0.41% |
|    |   |        |       | 16-03-2018 | (3473) | Sale of Shares     | 225762 | 0.40% |
|    |   |        |       | 23-03-2018 | (100)  | Sale of Shares     | 225662 | 0.40% |
| 6  | Anilkumar B. Parikh (HUF)                         | 200000 | 0.36% | Nil        | Nil    | Nil                | 200000 | 0.36% |
| 7  | Mr. Sanjay S. Diwanji J/w Mrs. Suvarna S. Diwanji | 229200 | 0.41% | Nil        | Nil    | Nil                | 229200 | 0.41% |
| 8  | Mrs. Manisha M. Suryavanshi                       | 199187 | 0.36% | Nil        | Nil    | Nil                | 199187 | 0.36% |
| 9  | Mrs. Kavita S. Waidande                           | 169835 | 0.30% | Nil        | Nil    | Nil                | 169835 | 0.30% |
| 10 | Mr. Prashant P. Gune                              | 168285 | 0.30% | 26-10-2017 | 245    | Purchase of Shares | 168530 | 0.30% |

**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       | Mr. Ramesh R. Havele   |   |                                  |   |                                  |
|         | At the beginning of the year   | 2926760                                   | 5.23%                            |   |                                  |
|         | Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): |   |                                  | Nil                                     | N.A.                             |
|         | At the End of the year   | 2926760                                   | 5.23%                            |   |                                  |
| 2       | Mrs. Veena R. Havele   |   |                                  |   |                                  |
|         | At the beginning of the year   | Nil                                       | N.A.                             |   |                                  |
|         | Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): |   |                                  | Nil                                     | N.A.                             |
|         | At the End of the year   | Nil                                       | N.A.                             |   |                                  |
| 3       | Mr. Shreeniwas G. Kale   |   |                                  |   |                                  |
|         | At the beginning of the year   | Nil                                       | N.A.                             |   |                                  |

|    |  |   |       |     |       |
|----|--|---|-------|-----|-------|
|    | Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): |   |       | Nil | N.A.  |
|    | At the End of the year   | Nil                                     | N.A.  |     |       |
| 4  | Mr. Dilip A. Prabhune  |   |       |     |       |
|    | At the beginning of the year   | Nil                                     | N.A.  |     |       |
|    | Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): |   |       | Nil | N.A.  |
|    | At the End of the year   | Nil                                     | N.A.  |     |       |
| 5  | Mr. Ramesh M. Pradhan  |   |       |     |       |
|    | At the beginning of the year   | 97989                                   | 0.18% |     |       |
|    | Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): |   |       | Nil | N.A.  |
|    | At the End of the year   | 97989                                   | 0.18% |     |       |
| 6. | Mrs. Smita A. Mishra   |   |       |     |       |
|    | At the beginning of the year   | Nil                                     | N.A.  |     |       |
|    | Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | 145<br>(Purchase of shares on 08.11.17) | 0.00% | 145 | 0.00% |
|    | At the End of the year   | 145                                     | 0.00% |     |       |

## V. Indebtedness

**Indebtedness of the Company including interest outstanding / accrued but not due for payments:**

|  | Secured Loans excluding deposits | Unsecured Loans   | Deposits   | Total Indebtedness  |
|--|----------------------------------|-------------------|------------|---------------------|
| <b>Indebtedness at the beginning of the financial year</b> |                                  |                   |            |                     |
| i) Principal Amount  | 10,03,27,429                     | 10,20,973         | Nil        | 10,13,48,402        |
| ii) Interest due but not paid                              | 6,24,65,972                      | Nil               | Nil        | 6,24,65,972         |
| iii) Interest accrued but not due                          | Nil                              | Nil               | Nil        | Nil                 |
| <b>Total (i+ii+iii)</b>                                    | <b>16,27,93,401</b>              | <b>10,20,973</b>  | <b>Nil</b> | <b>16,38,14,374</b> |
| <b>Change in Indebtedness during the financial year</b>    |                                  |                   |            |                     |
| • Addition   | 2,60,29,450                      | 3,17,087          | Nil        | 2,63,46,537         |
| • (Reduction)  | Nil                              | (5,00,000)        | Nil        | (5,00,000)          |
| <b>Net Change</b>  | <b>2,60,29,450</b>               | <b>(1,82,913)</b> | <b>Nil</b> | <b>2,58,46,537</b>  |
| <b>Indebtedness at the end of the financial year</b>       |                                  |                   |            |                     |
| i) Principal Amount  | 10,03,27,429                     | 8,38,060          | Nil        | 10,11,65,489        |
| ii) Interest due but not paid                              | 8,84,95,422                      | Nil               | Nil        | 8,84,95,422         |
| iii) Interest accrued but not due                          | Nil                              | Nil               | Nil        | Nil                 |

|                         |                     |                 |            |                     |
|-------------------------|---------------------|-----------------|------------|---------------------|
| <b>Total (i+ii+iii)</b> | <b>18,88,22,851</b> | <b>8,38,060</b> | <b>Nil</b> | <b>18,96,60,911</b> |
|-------------------------|---------------------|-----------------|------------|---------------------|

**VI. Remuneration of directors and Key Managerial Personnel**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

| Sl. no. | Particulars of Remuneration  | Name of MD/WTD/ Manager | Total amount |
|---------|--|-------------------------|--------------|
| 1.      | Gross salary<br>(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961<br>(b) Value of perquisites u/s 17(2) Income-tax Act, 1961<br>(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961 | <b>Nil</b>              |              |
| 2.      | Stock Option   |                         |              |
| 3.      | Sweat Equity   |                         |              |
| 4.      | Commission<br>- as % of profit<br>-others, specify   |                         |              |
| 5.      | Others, please specify   |                         |              |
|         | Total (A)  |                         |              |
|         | Ceiling as per the Act   |                         |              |

**B. Remuneration to other directors:**

| Sl. no. | Particulars of Remuneration  | Name of Directors | Total Amount |
|---------|--|-------------------|--------------|
|         | Independent Directors<br>Fee for attending board / committee meetings<br>Commission<br>Others, please specify      | <b>Nil</b>        |              |
|         | <b>Total(1)</b>  |                   |              |
|         | Other Non-Executive Directors<br>Fee for attending board / committee meetings<br>Commission Others, please specify |                   |              |
|         | <b>Total(2)</b>  |                   |              |
|         | <b>Total(B) = (1+2)</b>  |                   |              |
|         | Total Managerial Remuneration  |                   |              |
|         | Overall Ceiling as per the Act   |                   |              |

**C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:**

| Sl. no. | Particulars of Remuneration  | Key Managerial Personnel  |                         |            |
|---------|--|---------------------------|-------------------------|------------|
|         |  | Mr. Ramesh Pradhan<br>CFO | Mrs. Smita Mishra<br>CS | Total      |
| 1.      | Gross salary<br>Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961<br>Value of perquisites u/s 17(2) Income-tax Act, 1961<br>Profits in lieu of salary under Section 17(3) Income tax Act, 1961 | 5,71,350                  | 1,97,750                | 7,69,100   |
| 2.      | Stock Option   | <b>Nil</b>                | <b>Nil</b>              | <b>Nil</b> |
| 3.      | Sweat Equity   |                           |                         |            |
| 4.      | Commission   |                           |                         |            |

|    |  |                 |                 |                 |
|----|--|-----------------|-----------------|-----------------|
|    | - as % of profit<br>- others, specify. |                 |                 |                 |
| 5. | Others, please specify                 |                 |                 |                 |
|    | <b>Total</b>                           | <b>5,71,350</b> | <b>1,97,750</b> | <b>7,69,100</b> |

**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) |
|-------------------------------------|------------------------------|-------------------|---|------------------------------|------------------------------------|
| <b>A. COMPANY</b>                   |                              |                   |   |                              |                                    |
| Penalty                             | Nil                          | Nil               | Nil   | Nil                          | Nil                                |
| Punishment                          | Nil                          | Nil               | Nil   | Nil                          | Nil                                |
| Compounding                         | Nil                          | Nil               | Nil   | Nil                          | Nil                                |
| <b>B. DIRECTORS</b>                 |                              |                   |   |                              |                                    |
| Penalty                             | Nil                          | Nil               | Nil   | Nil                          | Nil                                |
| Punishment                          | Nil                          | Nil               | Nil   | Nil                          | Nil                                |
| Compounding                         | Nil                          | Nil               | Nil   | Nil                          | Nil                                |
| <b>C. OTHER OFFICERS IN DEFAULT</b> |                              |                   |   |                              |                                    |
| Penalty                             | Nil                          | Nil               | Nil   | Nil                          | Nil                                |
| Punishment                          | Nil                          | Nil               | Nil   | Nil                          | Nil                                |
| Compounding                         | Nil                          | Nil               | Nil   | Nil                          | Nil                                |

For & on behalf of the Board of Directors

**DHANADA CORPORATION LIMITED**

Ramesh R. Havele  
Chairman, Managing Director & CEO  
(DIN 00007580)

Veena R. Havele  
Director  
(DIN 00007593)