

Integrated Governance

SCHLOSS BANGALORE LIMITED

General information about company

Scrip code	544408	
NSE Symbol	THELEELA	
MSEI Symbol	NOTLISTED	
ISIN	INE0AQ201015	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	30-06-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false	Not Applicable
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	true	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	true	
Risk management committee	true	
Market Capitalisation as per immediate previous Financial Year	Any other	
Is SCORE ID Available ?	true	
SCORE Registration ID	coms02093	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)	Investor Grievance Report During the quarter ended June 30, 2025, the Company has received 3 investor complaints on SCORES Portal, out of which 1 of the Complaint in duplicate has also been submitted on RTAs SCORES Portal (KFIN). Hence total complaint received and considered in the investor grievance report is 4.	

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																								
Whether the listed entity has a Regular Chairperson																								
Whether Chairperson is related to MD or CEO																								
false																								
true																								
Disqualification of Directors under section 164 of the Companies Act, 2013																								
Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director(in months)	No of Directorship in listed entities including this listed entity(Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity(Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	DEEPAK SHANTILAL PAREKH	00009078	Non-Executive - Independent Director	Chairperson		false				Active	Yes	17-09-2024	13-09-2024			9.18	3	1	3	1			
2	Mr	MUKESH HARI BUTANI	01452839	Non-Executive - Independent Director	Not Applicable		false				Active	NA		13-09-2024			9.18	6	6	8	5			
3	Ms	APURVA PUROHIT	00190097	Non-Executive - Independent Director	Not Applicable		false				Active	NA		13-09-2024			9.18	5	5	4	1			
4	Mr	ANKUR GUPTA	08687570	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		13-09-2024				1	0	2	0			
5	Mr	ASHANK KOTHARI	08565174	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		13-09-2024				1	0	0	0			
6	Ms	ANANYA TRIPATHI	08102039	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		29-05-2024				2	1	2	0			
7	Mr	SHAI ZELERING	10765188	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		13-09-2024				1	0	0	0		Textual Information(1)	
8	Mr	ANURAAG BHATNAGAR	07967035	Executive Director	Not Applicable	CEO	false				Active	NA		26-11-2020				1	0	0	0			

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Textual Information(1)

Not Applicable being a foreign citizen

Annexure I

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01452839	MUKESH HARI BUTANI	Non-Executive - Independent Director	Chairperson	16-09-2024		
2	00009078	DEEPAK SHANTILAL PAREKH	Non-Executive - Independent Director	Member	16-09-2024		
3	00190097	APURVA PUROHIT	Non-Executive - Independent Director	Member	16-09-2024		
4	08687570	ANKUR GUPTA	Non-Executive - Non Independent Director	Member	16-09-2024		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01452839	MUKESH HARI BUTANI	Non-Executive - Independent Director	Chairperson	23-03-2025		
2	00009078	DEEPAK SHANTILAL PAREKH	Non-Executive - Independent Director	Member	16-09-2024		
3	00190097	APURVA PUROHIT	Non-Executive - Independent Director	Member	16-09-2024		
4	08102039	ANANYA TRIPATHI	Non-Executive - Non Independent Director	Member	16-09-2024		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson							true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks	
1	00009078	DEEPAK SHANTILAL PAREKH	Non-Executive - Independent Director	Chairperson	16-09-2024			
2	08687570	ANKUR GUPTA	Non-Executive - Non Independent Director	Member	16-09-2024			
3	08102039	ANANYA TRIPATHI	Non-Executive - Non Independent Director	Member	16-09-2024			

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson							true
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01452839	MUKESH HARI BUTANI	Non-Executive - Independent Director	Chairperson	16-09-2024		
2	08565174	ASHANK ASHOK KOTHARI	Non-Executive - Non Independent Director	Member	16-09-2024		
3	08102039	ANANYA TRIPATHI	Non-Executive - Non Independent Director	Member	16-09-2024		
4	99999999	RAVI SHANKAR	Chief Financial Officer	Member	16-09-2024		Textual Information(1)

Text Block

Textual Information(1)

Mr. Ravi Shankar is the Head of Asset Management and CFO.

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson							true
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00190097	APURVA PUROHIT	Non-Executive - Independent Director	Chairperson	16-09-2024		
2	07967035	ANURAAG BHATNAGAR	Executive Director	Member	16-09-2024		
3	08102039	ANANYA TRIPATHI	Non-Executive - Non Independent Director	Member	16-09-2024		

Annexure I

III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	09-01-2025			true	8	8	3
2	26-03-2025	75		true	8	8	3
3	06-05-2025	40		true	8	7	3
4	12-05-2025	5		true	8	7	3
5	20-05-2025	7		true	8	6	2
6	28-05-2025	7		true	8	7	3

Annexure I

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	09-01-2025				true	4	4	3	0
2	Audit Committee	26-03-2025	75			true	4	4	3	0
3	Audit Committee	06-05-2025	40			true	4	4	3	0
4	Audit Committee	12-05-2025	5			true	4	4	3	0
5	Audit Committee	20-05-2025	7			true	4	3	2	0
6	Audit Committee	20-05-2025				true	4	3	3	0
7	Nomination and remuneration committee	26-03-2025				true	4	4	3	0
8	Nomination and remuneration committee	06-05-2025	40			true	4	4	3	0
9	Stakeholders Relationship Committee	26-03-2025				true	3	3	1	0
10	Risk Management Committee	26-03-2025				true	3	3	1	1
11	Corporate Social Responsibility Committee	26-03-2025				true	3	3	1	0

Annexure I

V. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	true
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	false
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

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Textual Information(1)

Being Company got listed on June 2, 2025, this is the first reporting quarter.

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Jyoti Maheshwari
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	

Signatory Details

Name of signatory	Jyoti Maheshwari
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	30-07-2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	4
No. of investor complaints disposed off during the Quarter	1
No. of investor complaints those remaining unresolved at the end of the Quarter	3

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Office of the Assistant Commissioner Central Goods and Services Tax Audit Circle, Udaipur	Schloss Udaipur Private Limited, a material subsidiary of Schloss Bangalore Limited, received a notice in Form GST ADT-01 under Section 65 of the Central Goods and Services Tax Act, 2017 for conduct of GST audit covering the financial years 2018-19 to 2023-24. During the audit, the Company has reversed/ paid input tax credit (ITC) availed in relation to (i) cess on motor vehicle purchased, (ii) short reversal of ITC on complimentary services, and (iii) non-payment to suppliers within 180 days. The Company paid interest amounting to INR 34,320 and a penalty of INR 6,01,538, thereby achieving closure on the identified issues.	29-05-2025	1. Cess on motor vehicle purchased 2. Short reversal of ITC on complimentary services and 3. ITC in relation to non-payment to suppliers within 180 days	There is no material impact on financial, operation or other activities of Schloss Bangalore Limited

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Assessment Centre (NFAC)/ Assessment Unit - Income Tax Department	23-06-2025	Assessment proceedings have been initiated by issuance of notice under section 143(2) of the Income-tax Act, 1961 in case of Schloss Bangalore Limited ('Company'). The Company has filed a response against the said notice	The matter is pending before National Faceless Assessment Centre (NFAC)/ Assessment Unit
2	Addl/Joint Commissioner, Central Goods and Service Tax Commissionerate	09-06-2025	Tulsi Palace Resort Private Limited, a material subsidiary of the Company, is in the process of filing an appropriate response before the adjudicating authority against the show cause notice received for the period FY 2021-22 and FY 2022-23	The matter is pending before Addl/Joint Commissioner, Central Goods and Service Tax Commissionerate
3	Addl/Joint Commissioner, Central Goods and Service Tax Commissionerate	09-06-2025	Tulsi Palace Resort Private Limited, a material subsidiary of the Company, is in the process of filing an appropriate response before the adjudicating authority against the show cause notice received for the period FY 2018-19 to FY 2022-23	The matter is pending before Addl/Joint Commissioner, Central Goods and Service Tax Commissionerate