Form No. MGT-7

Annual Return (other than OPCs and Small Companies)
[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

सत्यमेव जयते

Form language
(●) English ( ) Hindi

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN): L55209DL2019PLC347492

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY): 01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY): 31/03/2026

(c) *Type of Annual filing: (●) Original ( ) Revised

(d) SRN of MGT-7 filed earlier for the same financial years:

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	LEELA PALACES HOTELS & RESORTS LIMITED	LEELA PALACES HOTELS & RESORTS LIMITED
Registered office address	The Leela Palace, Diplomatic Enclave, Africa Avenue, Netaji Nagar,NA,New Delhi,South Delhi,Delhi,India,110023	The Leela Palace, Diplomatic Enclave, Africa Avenue, Netaji Nagar,NA,New Delhi,South Delhi,Delhi,India,110023
Latitude details	28.5512	28.5512
Longitude details	77.2701	77.2701

(a) *Photograph of the registered office of the Company showing external building and name prominently visible: 650617880_Dummy Photographs.pdf

(b) *Permanent Account Number (PAN) of the company: AB******0A

(c) *e-mail ID of the company: *****eleela.com

(d) *Telephone number with STD code: 01*******34

(e) Website | www.theleela.com

iv *Date of Incorporation (DD/MM/YYYY) | 20/03/2019

v (a) *Class of Company (as on the financial year end date) | Public company
(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) | Company limited by shares
(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) | Indian Non-Government company
(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)

vi *Whether company is having share capital (as on the financial year end date) ◉ Yes ○ No

vii (a) Whether shares listed on recognized Stock Exchange(s) ◉ Yes ○ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)

viii Number of Registrar and Transfer Agent | 1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400TG2017PLC117649	KFin Technologies Limited	301, The Centrium, 3rd Floor, 57,Lal Bahadur Shastri Road, Nav Pada, Kurla (West) Kurla, Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221

ix * (a) Whether Annual General Meeting (AGM) held ○ Yes ◉ No

(b) If yes, date of AGM (DD/MM/YYYY)

(c) Due date of AGM (DD/MM/YYYY) | 30/09/2026

(d) Whether any extension for AGM granted ○ Yes ◉ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

The AGM of the Company is scheduled to be held on 04-09-2026

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *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	I	Accommodation and Food Services activities	55	Accomodation	57.56
2	I	Accommodation and Food Services activities	56	Food and beverage service activities	42.44

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

i *No. of Companies for which information is to be given: 21

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1	U55101DL2024PTC436514		LAGO VUE SRINAGAR PRIVATE LIMITED	Joint Venture	50.00
2	U55100DL2019PTC347362		SCHLOSS CHANAKYA PRIVATE LIMITED	Subsidiary	100.00
3	U55101DL2019PTC346475		SCHLOSS CHENNAI PRIVATE LIMITED	Subsidiary	100.00
4	U55209TN2019PTC136428		SCHLOSS HMA PRIVATE LIMITED	Subsidiary	100.00
5	U55209DL2019PTC347303		SCHLOSS GANDHINAGAR PRIVATE LIMITED	Subsidiary	100.00
6	U55101DL2005PLC134480		LEELA AGRA RESORT LIMITED	Subsidiary	100.00

7	U55101MH2022PTC384014		SCHLOSS TADOBA PRIVATE LIMITED	Subsidiary	100.00
8	U55101MH2023PTC397128		LEELA BKC HOLDINGS PRIVATE LIMITED	Joint Venture	49.99
9	U55101MH2023PTC396976		TRANSITION CLEANTECH SERVICES FIVE PRIVATE LIMITED	Subsidiary	100.00
10	U55101MH2012PTC412645		TULSI PALACE RESORT PRIVATE LIMITED	Subsidiary	100.00
11	U55101DL2019PTC347495		SCHLOSS UDAIPUR PRIVATE LIMITED	Subsidiary	100.00
12		7604	ARIES HOLDINGS (DIFC) LIMITED	Subsidiary	100.00
13	U55101RJ2024PTC096432		ANASVISH TIGER CAMP PRIVATE LIMITED	Subsidiary	74.00
14	U55101RJ2007PTC026991		INSIDE INDIA RESORTS PRIVATE LIMITED	Subsidiary	51.00
15	U55101MH2024PTC423912		BUILDMINDS REAL ESTATE PRIVATE LIMITED	Subsidiary	76.00
16		4198	PROJECT BALLET BANGALORE HOLDINGS (DIFC) PVT LTD	Holding	63.65
17	U55101DL2025PTC460182		LEELA ESSENCE HOSPITALITY PRIVATE LIMITED	Subsidiary	100.00
18	U55101DL2026PTC460966		LEELA IMPERIAL SUITES PRIVATE LIMITED	Subsidiary	100.00
19	U55101DL2025PTC460173		LEELA OPULENCE HOTELS PRIVATE LIMITED	Subsidiary	100.00
20	U55101DL2025PTC460039		LEELA NIRVANA RESORTS PRIVATE LIMITED	Subsidiary	100.00
21	U55101DL2025PTC458562		LEELA LUXE HOTELS & RESORTS PRIVATE LIMITED	Subsidiary	100.00

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	6567500000.00	333957878.00	333957878.00	333957878.00
Total amount of equity shares (in rupees)	65675000000.00	3339578780.00	3339578780.00	3339578780.00

Number of classes: 1

Class of shares Equity shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	6567500000	333957878	333957878	333957878
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	65675000000.00	3339578780.00	3339578780.00	3339578780.00

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	675000000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	67500000000.00	0.00	0.00	0.00

Number of classes: 1

Class of shares Preference Shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	675000000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in	67500000000.00	0.00	0	0

rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	0	276486614	276486614.00	2764866140	2764866140	
Increase during the year	5.00	57471264.00	57471269.00	574712690.00	574712690.00	0.00
i Public Issues	0	57471264	57471264.00	574712640	574712640	0
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Rematarilisation of 5 shares	5	0	5.00	50	50	
Decrease during the year	0.00	5.00	5.00	50.00	50.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Rematarilisation of 5 shares	0	5	5.00	50	50	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the end of the year	5.00	333957873.00	333957878.00	3339578780.00	3339578780.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify NA	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NA	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company: INE0AQ201015

ii Details of stock split/consolidation during the year (for each class of shares): 0

Class of shares		
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

Number of transfers: 1

Attachments:

1. Details of shares/Debentures Transfers: LPHRL_Transfer Details.xlsm

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes: 0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes: 0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes | 0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

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 — 4374643130.96

ii * Net worth of the Company — 90270557248.17

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	253498109	75.91	0	0.00
10	Others	0	0.00	0	0.00
	Total	253498109.00	75.91	0.00	0

Total number of shareholders (promoters) 8

B Public/Other than promoters

S. No	**Category**	**Equity**		**Preference**	
		Number of shares	**Percentage**	**Number of shares**	**Percentage**
1	Individual/Hindu Undivided Family				
	(i) Indian	6913626	2.07	0	0.00
	(ii) Non-resident Indian (NRI)	473241	0.14	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	6474118	1.94	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	28783750	8.62	0	0.00
7	Mutual funds	22213008	6.65	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	9152078	2.74	0	0.00
10	Others AIF,TRUST	6449948	1.93	0	0.00
	Total	80459769.00	24.09	0.00	0

Total number of shareholders (other than promoters) 51419

Total number of shareholders (Promoters + Public/Other than promoters) 51427.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	**Category**	
1	Individual - Female	9364
2	Individual - Male	20375
3	Individual - Transgender	0
4	Other than individuals	21688
	Total	51427.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company 1

Name of the FII	**Address**	**Date of Incorporation**	**Country of Incorporation**	**Number of shares held**	**% of shares held**
List attached to the form	Attached as Annexure of FII	31/03/2026	India	28783750	8.62

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
[Details of Promoters, Members (other than promoters), Debenture holders]

Details	**At the beginning of the year**	**At the end of the year**

Promoters	8	8
Members (other than promoters)	0	51419
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	1	7	1	7	0.00	0.00
i Non-Independent	1	4	1	4	0	0
ii Independent	0	3	0	3	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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	1	7	1	7	0.00	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 11

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)

ANURAAG BHATNAGAR	07967035	Whole-time director	0	
ASHANK ASHOK KOTHARI	08565174	Director	0	
APURVA PUROHIT	00190097	Director	0	
ANKUR GUPTA	08687570	Director	0	
DEEPAK SHANTILAL PAREKH	00009078	Director	0	
MUKESH HARI BUTANI	01452839	Director	0	
SHAI ZELERING	10765188	Director	0	
ANANYA TRIPATHI	08102039	Director	0	
ANURAAG BHATNAGAR	ACVPB8954B	CEO	0	
RAVI SHANKAR	AWZPS9106Q	CFO	0	
JYOTI MAHESHWARI	BBBPS2171K	Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)

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 0

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding

B BOARD MEETINGS

*Number of meetings held: 8

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	06/05/2025	8	7	87.5
2	12/05/2025	8	7	87.5
3	20/05/2025	8	6	75
4	28/05/2025	8	7	87.5
5	22/07/2025	8	7	87.5
6	22/08/2025	8	7	87.5
7	14/10/2025	8	7	87.5
8	16/01/2026	8	7	87.5

C COMMITTEE MEETINGS

Number of meetings held: 19

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee Meeting	06/05/2025	4	4	100
2	Audit Committee Meeting	12/05/2025	4	4	100
3	Audit Committee Meeting	20/05/2025	4	3	75
4	Audit Committee Meeting	20/05/2025	4	3	75
5	Audit Committee Meeting	22/07/2025	4	4	100
6	Audit Committee Meeting	22/08/2025	4	3	75

7	Audit Committee Meeting	14/10/2025	4	4	100
8	Audit Committee Meeting	16/01/2026	4	4	100
9	Nomination and remuneration committee	06/05/2025	4	4	100
10	Nomination and remuneration committee	22/08/2025	4	4	100
11	Nomination and remuneration committee	14/10/2025	4	4	100
12	Nomination and remuneration committee	16/01/2026	4	4	100
13	Stakeholders Relationship Committee	22/07/2025	3	3	100
14	Stakeholders Relationship Committee	14/10/2025	3	3	100
15	Stakeholders Relationship Committee	16/01/2026	3	3	100
16	Risk Management Committee	14/10/2025	4	3	75
17	Risk Management Committee	19/02/2026	4	4	100
18	Corporate social responsibility Committee	11/11/2025	3	3	100
19	Corporate social responsibility Committee	16/02/2026	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	ANURAAG BHATNAGAR	8	8	100	0	0	0	
2	ASHANK ASHOK KOTHARI	8	8	100	0	0	0	

3	APURVA PUROHIT	8	8	100	0	0	0	
4	ANKUR GUPTA	8	7	87	0	0	0	
5	DEEPAK SHANTILAL PAREKH	8	1	12	0	0	0	
6	MUKESH HARI BUTANI	8	8	100	0	0	0	
7	SHAI ZELERING	8	8	100	0	0	0	
8	ANANYA TRIPATHI	8	7	87	0	0	0	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	ANURAG BHATNAGAR	Whole-time director	0	0	0	0	0.00
	Total		0.00	0.00	0.00	0.00	0.00

B *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	RAVI SHANKAR	CFO	0	0	0	0	0.00
2	JYOTI MAHESHWARI	Company Secretary	0	0	0	0	0.00
	Total		0.00	0.00	0.00	0.00	0.00

C *Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	DEEPAK PAREKH	Director	0	0	0	0	0.00
2	APURVA PUROHIT	Director	0	0	0	0	0.00

3	MUKESH BUTANI	Director	0	0	0	0	0.00
	Total		0.00	0.00	0.00	0.00	0.00

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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder: 5142

XIV Attachments

(a) List of share holders, debenture holders

LPHRL_Details of Shareholder or Debenture holder.xlsm

(b) Optional Attachment(s), if any

XV 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.

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 applicable provisions of the Act during the financial year.
(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of LEELA PALACES HOTELS & RESORTS LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2026

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:
A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1 its status under the Act;
2 maintenance of registers/records & making entries therein within the time prescribed therefor;
3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5 closure of Register of Members / Security holders, as the case may be.
6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7 contracts/arrangements with related parties as specified in section 188 of the Act;
8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key

Managerial Personnel and the remuneration paid to them;
13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15 acceptance/ renewal/ repayment of deposits;
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name	Babu Reddy
Date (DD/MM/YYYY)	20/05/2026
Place	Bangalore

Whether associate or fellow:

◉ Associate ○ Fellow

Certificate of practice number	2*3*9

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person	BBBPS2171K
*(b) Name of the Designated Person	JYOTI MAHESHWARI

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 07 dated* (DD/MM/YYYY) 06/05/2025 to sign this form and declare that all the requirements of 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.

***To be digitally signed by**

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*9*7*3*

***To be digitally signed by**

◉ Company Secretary ○ Company secretary in practice

*Whether associate or fellow:

◉ Associate ○ Fellow

Membership number

2*4*9

Certificate of practice number

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

For office use only:

eForm Service request number (SRN)

AC5305788

eForm filing date (DD/MM/YYYY)

14/08/2026

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