

FORM NO. MGT-7

[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

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

L55101DL1980PLC011037

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACA0125H

(ii) (a) Name of the company

ASIAN HOTELS (NORTH) LIMITED

(b) Registered office address

BHIKAJI CAMA PLACE M. G. MARG
NEW DELHI
Delhi
110066
India

(c) *e-mail ID of the company

investorrelations@ahlnorth.co

(d) *Telephone number with STD code

01166771225

(e) Website

www.asianhotelsnorth.com

(iii) Date of Incorporation

13/11/1980

(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 Ltd.	1
2	The National Stock Exchange of India Ltd.	1,024

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serilli ngampally NA

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

29/09/2023

(b) Due date of AGM

30/09/2023

(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	I	Accommodation and Food Service	I1	Accommodation services provided by Hotel, Inns, Resorts, holiday homes, hostel,	37.27
2	I	Accommodation and Food Service	I2	Food and beverage services provided by hotels, restaurants, caterers, etc.	51.63
3	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	11.1

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

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

3

Pre-fill All

S.No	Name of the company	CIN / FCIN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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1	Fineline Hospitality & Consulta		Subsidiary	100
2	Lexon Hotel Ventures Ltd.		Subsidiary	0
3	Leading Hotels Limited	U55101DL2005PLC143141	Subsidiary	0

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	40,000,000	19,453,229	19,453,229	19,453,229
Total amount of equity shares (in Rupees)	400,000,000	194,532,290	194,532,290	194,532,290

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	40,000,000	19,453,229	19,453,229	19,453,229
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	400,000,000	194,532,290	194,532,290	194,532,290

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of preference shares	30,000,000	0	0	0
Total amount of preference shares (in rupees)	300,000,000	0	0	0

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	30,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	300,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Share
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	132,758	19,320,471	19453229	194,532,290	194,532,290	
Increase during the year	0	6,407	6407	0	0	0
i. Public 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	
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	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		6,407	6407			
Shares converted from Physical to Demat						
Decrease during the year	6,407	0	6407	0	0	0
i. Buy-back of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	6,407		6407			
Shares converted from Physical to Demat						
At the end of the year	126,351	19,326,878	19453229	194,532,290	194,532,290	
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)

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		<input style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 100px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>	
Transferor's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>	
Transferee's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 100px;" type="text"/>

Ledger Folio of Transferor			
<input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee			
<input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	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
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	<input type="text"/>		<input type="text"/>		<input type="text"/>

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

2,557,799,628.63

(ii) Net worth of the Company

-2,416,843,910

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	25,100	0.13	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	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	6,500	0.03	0	
10.	Others Foreign Body Corporate	9,830,025	50.53	0	
	Total	9,861,625	50.69	0	0

Total number of shareholders (promoters)

4

(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	2,962,975	15.23	0	
	(ii) Non-resident Indian (NRI)	2,342,341	12.04	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	25,245	0.13	0	
4.	Banks	217	0	0	
5.	Financial institutions	140	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	395	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,789,577	19.48	0	
10.	Others IEPF, HUF, Trust, Clearing M	470,714	2.42	0	
	Total	9,591,604	49.3	0	0

Total number of shareholders (other than promoters)

11,381

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

11,385

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	5	5
Members (other than promoters)	12,065	11,381
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	1	0	1	0	0	0
B. Non-Promoter	1	4	1	4	0	0.09
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	3	0	3	0	0.09
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	4	2	4	0	0.09

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

7

(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)
Amritesh Jatla	02781300	Managing Director	0	
Ashish Dhanuka	07220876	Whole-time director	128	
Akhilesh Bhuwalka	02764273	Director	0	
Sanjeev Agarwala	09342150	Director	17,000	
Mita Namonath Jha	07258314	Director	0	
Preet Gandhi	08552404	Director	0	
Tarun Srivastava	DJGPS2377G	Company Secretary	0	

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

9

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)
Rajeev Uberoi	01731829	Director	10/04/2022	Cessation
Saumya Goel	CBSPG4428F	Company Secretary	20/05/2022	Cessation
Mita Namonath Jha	07258314	Director	07/07/2022	Appointment
Tarun Srivastava	DJGPS2377G	Company Secretary	09/08/2022	Appointment
Preeti Gandhi	08552404	Director	13/09/2022	Re-appointment
Amritesh Jatia	02781300	Managing Director	22/09/2022	Change in designation
Ashish Dhanuka	07220876	Whole-time director	28/09/2022	Change in designation
Sanjeev Agarwala	09342150	Director	28/09/2022	Change in designation
Mita Namonath Jha	07258314	Director	28/09/2022	Change in designation

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	28/09/2022	12,767	79	54.81

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/05/2022	5	5	100
2	09/08/2022	6	5	83.33
3	11/11/2022	6	4	66.67

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	10/02/2023	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held

11

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	Stakeholders'	28/05/2022	5	5	100
2	Audit Committee	28/05/2022	3	3	100
3	Nomination and	28/05/2022	3	3	100
4	Stakeholders'	09/08/2022	5	4	80
5	Nomination and	09/08/2022	3	2	66.67
6	Audit committee	09/08/2022	3	3	100
7	Stakeholders'	11/11/2022	5	3	60
8	Audit Committee	11/11/2022	3	3	100
9	Stakeholders'	10/02/2023	5	4	80
10	Nomination and	10/02/2023	3	2	66.67

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	29/09/2023
								(Y/N/NA)
1	Amritesh Jatia	4	4	100	8	8	100	Yes
2	Ashish Dhanu	4	4	100	4	4	100	Yes
3	Akhilesh Bhuv	4	1	25	7	2	28.57	Yes
4	Sanjeev Agar	4	4	100	11	11	100	Yes
5	Mita Namonat	3	3	100	0	0	0	Yes

6	Preet Gandhi	4	3	75	11	10	90.91	Yes
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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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ashish Dhanuka	Whole Time Dir	1,692,211	0	0	0	1,692,211
	Total		1,692,211	0	0	0	1,692,211

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Saumya Goel	Company Secre	142,353	0	0	0	142,353
2	Ashish Dhanuka	Chief Financial C	1,692,211	0	0	0	1,692,211
3	Tarun Srivastava	Company Secre	694,584	0	0	0	694,584
	Total		2,529,148	0	0	0	2,529,148

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	Sanjeev Agarwala	Independent No	800,000	0	0	0	800,000
2	Preeti Gandhi	Independent No	1,900,000	0	0	0	1,900,000
3	Mita Jha	Independent No	150,000	0	0	0	150,000
	Total		2,850,000	0	0	0	2,850,000

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

SUNNI GUPTA & ASSOCIATES

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

17871

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. ..

14/2021-22

dated

28/10/2021

(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:

- 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.
- 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

AMRITES
H JATIA
Digitally signed by
AMRITES JATIA
Date: 2022.11.10
18:29:56 +05'30'

DIN of the director

02781300

To be digitally signed by

TARUN
SRIVASTA
VA
Digitally signed by
TARUN
SRIVASTA
Date: 2022.11.10
18:41:57 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

53209

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

List of Committee Meetings.pdf
Details of transfer of shares FY 2022-23.pdf
MGT-8.pdf

Remove attachment

Modify

Check Form

Prescribing

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

ASIAN HOTELS (NORTH) LIMITED

IX (C) - List of Committee meetings

C. COMMITTEE MEETINGS

Details of meetings of only such committees which are statutorily required have been included for reporting under this section, namely Audit Committee, Stakeholders' Relationship Committee and Nomination and Remuneration Committee. During the year under review, an aggregate of 11 meetings were held of the above-named Committees. Since, the e-form provides for only ten rows, a comprehensive list of committee meetings is given below:

Number of meetings held: 11

S. No.	Type of meeting	Date of meeting	Total Number of members as on the date of the meeting	Attendance	
				Number of members attended	as %age of total members
1	Stakeholders' Relationship Committee	28/05/2022	5	5	100
2	Audit Committee	28/05/2022	3	3	100.00
3	Nomination and Remuneration Committee	28/05/2022	3	3	100.00
4	Stakeholders' Relationship Committee	09/08/2022	5	4	80.00
5	Nomination & Remuneration Committee	09/08/2022	3	2	66.67
6	Audit Committee	09/08/2022	3	3	100.00
7	Stakeholders' Relationship Committee	11/11/2022	5	3	60.00
8	Audit Committee	11/11/2022	3	3	100.00
9	Stakeholders' Relationship Committee	10/02/2023	5	4	80.00
10	Nomination and Remuneration Committee	10/02/2023	3	2	66.67
11	Audit Committee	10/02/2023	3	3	100.00

ASIAN HOTELS (NORTH) LIMITED
 Regd. Office: BHIKAJI CAMA PLACE M.G. ROAD NEW DELHI 110066
 CIN NO: L55101DL1980PLC011037

Details of transfer (transmission and deletion of name) for the period 01.04.2022 to 31.03.2023

Sno	Date of Registration of Transfer of Shares	Type of Security	No of Shares	Nominal value (each in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name
1	22/04/2022	1	40		10 AHN0303016	MIHIR DINESH SHAH DINESH MOHANLAL SHAH	AHN0319309	MIHIR DINESH SHAH
2	03/06/2022	1	315		10 AHN0305341	PUSPA RANI MOOKERJEE PARESH NATH MOOKERJEE	AHN0319308	SOUMITRA MUKHERJEE
3	09/09/2022	1	140		10 AHN0304685	A SOMASUNDARA RAO A. PARVATHI RAO	AHN0319310	A. PARVATHI RAO
4	11/11/2022	1	16		10 AHN0303795	VEENA JHA SUNIL KUMAR JHA	AHN0319311	VEENA SUNIL JHA
5	16/12/2022	1	43		10 AHN0304331	VILAYKUMAR BALDAWA	AHN0319312	PREM KUMAR BALDAWA

Form No. MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of the Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Asian Hotels (North) Limited** (CIN: L55101DL1980PLCO11037) (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the Rules made there-under for the financial year ended on 31st March, 2023. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

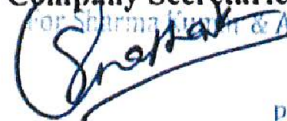
- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with the provisions of the Act and Rules made there-under in respect of the following, subject to the reporting made hereunder:
1. The Company is a Public Limited Company, limited by shares;
 2. The Company has maintained the registers/records in the prescribed format and entries therein were made within the prescribed time;
 3. The Company has filed the forms and returns as stated in the Annual Return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities, as applicable, within the prescribed time;
 4. The Company has called/convened the meetings of Board of Directors, its committees and the meetings of the members of the Company on or before the respective due dates, as stated in the Annual Return, and in respect of which meetings, proper notices were given, and the proceedings thereof including the circular resolutions, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 5. The Company had closed its Register of Members/Security holders from 22nd September, 2022, to 28th September, 2022(inclusive of both days);

6. The Company has been in compliance with Section 185 of the Act in respect of advances/loans, if any, to its directors and/or persons or firms or companies referred therein; (clause not applicable as there were no such transactions during the year under review)
7. During the year under review, all contracts/arrangements with related parties were in the ordinary course of business and on an arm's length basis;
8. During the year under review, there was no issue or allotment or buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities. Hence, it was not required to issue security certificates in all such instances. Further, the Company has recorded transfer/transmission of securities within the time prescribed except such cases which are held in abeyance for want of proper response/documents or other technical reasons. However, the Company has issued security certificates in respect of consolidation of shares/re-materialization of shares/re-claiming of unclaimed shares/duplicate certificates in respect of shares lost etc.;
9. During the year under review, there was no right/bonus issue. However, the Company, in certain cases, continues to hold in abeyance, the dividend pending registration of transfer /transmission of shares in compliance with the provisions of the Act;
10. During the year under review, the Company has not paid dividend as no dividend was declared for the financial year 2022-23. However, the Company has been regular in releasing the unclaimed dividend to the shareholders/investors; and also in transferring the unpaid/unclaimed dividend to the Investor Education and Protection Fund in accordance with the applicable provisions of the Act;
11. Signing of audited financial statement is 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/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them are in accordance with the applicable provisions of the Act.
13. Appointment/re-appointment of auditors is as per the provisions of Section 139 of the Act;
14. The Company had taken necessary 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. The Company has not accepted/ renewed/repaid any deposits during the financial year ended 31st March, 2023;
16. The Company has not borrowed any sum from its directors and members. However, it has made borrowings from the public financial institutions/banks and other bodies corporate, and has filed necessary Forms(s) for creation/modification/satisfaction of charges, as applicable;
17. During the year under review, the Company has complied with the provisions of Section 186 of the Act wherever applicable;
18. During the year under review, the Company has not altered the provisions of its Memorandum of Association and Articles of Association.

Place: Delhi
Date: 25/10/2023

For Sharma Kumar & Associates
Company Secretaries


For Sharma Kumar & Associates

Proprietor

Shashank Kumar
Proprietor
ACS: 53301; C.P.: 19693
UDIN No. A053301E001453535
Peer Review No. 2617/2022

This Certificate of event date is to be read along this letter: -

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on such examination.
2. We have followed the audit practice and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records, we believe that the process and practices, we followed provide a reasonable basis of our opinion.
3. We have not verified the Correctness and appropriateness of the financial records and books of accounts of the Company.
4. Wherever required, we have obtained the management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of the Corporate and other applicable laws, rules and regulations, standards is the responsibility of the Management. Our examination was limited to the verification of the procedures on test basis.
6. The form MGT-8 is neither an assurance as to future viability of the Company nor efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Delhi
Date: 25/10/2023

For Sharma Kumar & Associates
Company Secretaries

For Sharma Kumar & Associates

Proprietor

Shashank Kumar
Proprietor

ACS: 53301; C.P.: 19693
UDIN No. A053301E001453535
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