

**Annexure D**

Form No. MGT - 9

Extract of Annual Return

as on the financial year ended on March 31<sup>st</sup>, 2020

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

**I. REGISTRATION AND OTHER DETAILS**

1.	CIN	L55101GA1971PLC000113
2.	Registration Date	March 30, 1971
3.	Name of the Company	Fomento Resorts and Hotels Limited
4.	Category/Sub-Category of the Company	Public Company limited by shares
5.	Whether listed Company (Yes/No)	Yes
6.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Private Limited Unit: Fomento Resorts and Hotels Limited Bharat Tin Works Building, 1st Floor, Opp. Vasant Oasis, Next to Keys Hotel, Marol Maroshi Road, Andheri (E), Mumbai - 400059  Phone No. 022-62638200 Fax No. 022-62638299 Email id: investor@bigshareonline.com

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

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

Sr. No.	Name and Description of Main Product/Services	NIC Code of the Product	% to total turnover of the Company
1.	Short Term Accommodation Activities	551	60
2.	Restaurant & Mobile Food Service Activities	561	34.25

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

Sr. No.	Name and Address of the Company	CIN/GIN	Holding/Subsidiary of the Company	% of shares held	Applicable Section
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

## IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

## (a) Category-wise Share Holding.

Category of Shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters and Promoter Group</b>									
<b>1. Indian</b>									
a. Individual/HUF	1,19,99,768	Nil	1,19,99,768	75%	1,19,99,768	Nil	1,19,99,768	75%	0.00
b. Central Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c. State Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d. Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e. Bank/FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f. Any Other (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i. Directors Relatives	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
ii. Group Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
iii. Trusts	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Sub-Total- A(1)</b>	<b>1,19,99,768</b>	<b>Nil</b>	<b>1,19,99,768</b>	<b>75%</b>	<b>1,19,99,768</b>	<b>Nil</b>	<b>1,19,99,768</b>	<b>75%</b>	<b>0.00</b>
<b>2. Foreign</b>									
a. NRI-Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b. Body Corporate	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c. Institutions	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d. Qualified Foreign Investor	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e. Any Others (Specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Sub Total –A(2)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Total Share Holding of Promoters (A)=(A)(1)+(A) (2)</b>	<b>1,19,99,768</b>	<b>Nil</b>	<b>1,19,99,768</b>	<b>75%</b>	<b>1,19,99,768</b>	<b>Nil</b>	<b>1,19,99,768</b>	<b>75%</b>	<b>0.00</b>
<b>B. Public Shareholding</b>									
<b>1. Institution</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
a. Mutual Funds/UTI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b. Bank/FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c. Central Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d. State Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e. Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f. Insurance Co.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g. FIIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h. Foreign Venture Capital Investors	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i. Qualified Foreign Investor	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
j. Foreign Portfolio Investor	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
k. Others	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Sub-Total-B (1)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>0.00</b>
<b>2. Non- Institution</b>									
a. Body Corp.	27,332	14,300	41,632	0.26	20,345	14,200	34,545	0.22	(0.04)
b. Individual									
(i) Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	32,92,991	Nil	32,92,991	20.58	32,66,277	Nil	32,66,277	20.41	(0.17)
(ii) Individual shareholders holding nominal share capital upto Rs. 1 Lakhs	1,89,154	2,43,668	4,32,822	2.71	2,30,185	2,12,542	4,42,727	2.77	0.06
c. Qualified Foreign Investor	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	0.00
d. Any others (specify)									
i. Trusts	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	0.00
ii. Clearing Members	2,767	Nil	2,767	0.02	28,823	Nil	28,823	0.18	0.16

## Fomento Resorts and Hotels Limited

iii. Directors / Relatives of Directors	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	0.00
iv. Employee	165	Nil	165	0.00	155	Nil	155	Nil	(0.00)
v. Non Resident Indians (NRI)	12,243	1,18,845	1,31,088	0.82	16,818	1,03,345	1,20,163	0.91	(0.09)
vi. Overseas Corporate	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	0.00
vii. Hindu Undivided Families	3,242	200	3,442	0.02	4,531	200	4,731	0.03	0.01
viii.									
ix. IEPF	95,325	-	95,325	0.60	1,02,811	Nil	1,02,811	0.64	0.05
<b>Sub-Total B (2)</b>	<b>36,23,219</b>	<b>3,77,013</b>	<b>40,00,232</b>	<b>25.00</b>	<b>36,69,945</b>	<b>3,30,287</b>	<b>40,00,232</b>	<b>25.00</b>	<b>(0.00)</b>
Total Public Shareholding (B) = (B)(1) + (B) (2)	<b>36,23,219</b>	<b>3,77,013</b>	<b>40,00,232</b>	<b>25.00</b>	<b>36,69,945</b>	<b>3,30,287</b>	<b>40,00,232</b>	<b>25.00</b>	<b>(0.00)</b>
Total (A) + (B)	<b>1,56,22,987</b>	<b>3,77,013</b>	<b>1,60,00,000</b>	<b>100.00</b>	<b>1,56,69,713</b>	<b>3,30,287</b>	<b>40,00,232</b>	<b>100.00</b>	<b>(0.00)</b>
C. Shares held by Custodian and against which Depository Receipts have been issued									
(a) Shares Held by Custodians	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(i) Promoter and Promoter Group	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(ii) Public	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Sub Total ( C)(1): (C)=(C)(1)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Grand Total (A+B+C)</b>	<b>1,56,22,987</b>	<b>3,77,013</b>	<b>1,60,00,000</b>	<b>100.00</b>	<b>1,56,69,713</b>	<b>3,30,287</b>	<b>40,00,232</b>	<b>100.00</b>	<b>(0.00)</b>

### (b) Shareholding of Promoters:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year 1st April, 2019			Shareholding at the end of the year 31st March, 2020			% change in shareholding 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.	Mrs. Anju Timblo*	98,87,629	61.80%	Nil	98,87,629	61.80%	Nil	No Change
2.	Mr. Auduth Timblo*	21,12,139	13.20%	Nil	21,12,139	13.20%	Nil	No Change
		1,19,99,768	75.00%	Nil	1,19,99,768	75.00%	Nil	

\* Note : Mr. Auduth Timblo & Mrs. Anju Timblo are also Directors of the Company.

### (c) Change in Promoter's Shareholding (Please specify, if there is no change)

There is no change in the shareholding of the Promoters.

### (d) Shareholding Pattern of top ten shareholders (other than Directors and Promoters)

Sr. No.	Name of the Shareholders	Date	Changes in the shareholdings (-) denotes Sale/ transfer and (+) denotes Purchase	Reason	No. of shares at the beginning / End of the year		Cumulative Shareholding during the year	
					Number of Shares	% of total shares of the Company	Number of Shares	% of total shares of the Company
1	Dhanesh Suresh Ajmera	01-04-2019	0		817150	5.11	817150	5.11
		31-03-2020	0		817150	5.11	817150	5.11
2	Siddharth Suresh Ajmera	01-04-2019	0		817100	5.11	817100	5.11
		31-03-2020	0		817100	5.11	817100	5.11
3	Vasupujya Corporation (Shares are held by Mr. Ajmera Suresh Jayantilal jointly with Mr. Dhanesh Ajmera & Mr. Siddharth Ajmera)	01-04-2019	0		817100	5.11	817100	5.11
		31-03-2020	0		817100	5.11	817100	5.11

Sr. No.	Name of the Shareholders	Date	Changes in the shareholdings (-) denotes Sale/transfer and (+) denotes Purchase	Reason	No. of shares at the beginning / End of the year		Cumulative Shareholding during the year	
					Number of Shares	% of total shares of the Company	Number of Shares	% of total shares of the Company
4	Ajmera Suresh Jayantilal	01-04-2019	0		817100	5.11	817100	5.11
		21-02-2020	-200000	Sell		3.86	617100	3.86
		31-03-2020	0		617100	3.86	617100	3.86
5	Rasesh Hasmmukh Shah	01-04-2019		Sell	0	0	0	0
		21-02-2020	200000	Buy		1.25	200000	1.25
		31-03-2020	-27275	Sell		1.08	172725	1.08
		31-03-2020	0		172725	1.08	172725	1.08
6	Investor Education And Protection Fund Authority Ministry of Corporate Affairs	01-04-2019	0		95325	0.6	95325	0.6
		29-11-2019	7486	Transfer		0.64	102811	0.64
		31-03-2020	0		102811	0.64	102811	0.64
7	ACML Capital Markets Limited	01-04-2019		Sell	0	0	0	0
		31-12-2019	1	Buy		0	1	0
		03-01-2020	-1	Sell		0	0	0
		31-03-2020	0		27275	0.17	27275	0.17
		31-03-2020	27275	Buy		0.17	27275	0.17
8	Jayesh Bhupendra Shroff	01-04-2019	0		13200	0.08	13200	0.08
		31-03-2020	0		13200	0.08	13200	0.08
9	Anmol Gobindram Sekhri	01-04-2019	0		6728	0.04	6728	0.04
		05-04-2019	1751	Buy		0.05	8479	0.05
		12-04-2019	1154	Buy		0.06	9633	0.06
		19-04-2019	229	Buy		0.06	9862	0.06
		26-04-2019	776	Buy		0.07	10638	0.07
		03-05-2019	325	Buy		0.07	10963	0.07
		10-05-2019	1000	Buy		0.07	11963	0.07
		31-05-2019	85	Buy		0.08	12048	0.08
		21-06-2019	57	Buy		0.08	12105	0.08
		26-07-2019	531	Buy		0.08	12636	0.08
		20-03-2020	-100	Sell		0.08	12536	0.08
		27-03-2020	-22	Sell		0.08	12514	0.08
31-03-2020	0		12514	0.08	12514	0.08		
10	Sundeep Arjun Karna (HUF)	01-04-2019	0		11391	0.07	11391	0.07
		12-04-2019	-110	Sell		0.07	11281	0.07
		26-04-2019	-1259	Sell		0.06	10022	0.06
		03-05-2019	-500	Sell		0.06	9522	0.06
		30-09-2019	208	Buy		0.06	9730	0.06
		04-10-2019	26	Buy		0.06	9756	0.06
		11-10-2019	11	Buy		0.06	9767	0.06

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Sr. No.	Name of the Shareholders	Date	Changes in the shareholdings (-) denotes Sale/transfer and (+) denotes Purchase	Reason	No. of shares at the beginning / End of the year		Cumulative Shareholding during the year	
					Number of Shares	% of total shares of the Company	Number of Shares	% of total shares of the Company
		18-10-2019	195	Buy		0.06	9962	0.06
		25-10-2019	98	Buy		0.06	10060	0.06
		01-11-2019	181	Buy		0.06	10241	0.06
		29-11-2019	-735	Sell		0.06	9506	0.06
		13-12-2019	-51	Sell		0.06	9455	0.06
		03-01-2020	156	Buy		0.06	9611	0.06
		10-01-2020	100	Buy		0.06	9711	0.06
		17-01-2020	580	Buy		0.06	10291	0.06
		24-01-2020	515	Buy		0.07	10806	0.07
		31-01-2020	775	Buy		0.07	11581	0.07
		07-02-2020	1	Buy		0.07	11582	0.07
		14-02-2020	25	Buy		0.07	11607	0.07
		28-02-2020	288	Buy		0.07	11895	0.07
		06-03-2020	-240	Sell		0.07	11655	0.07
		13-03-2020	297	Buy		0.07	11952	0.07
		31-03-2020	0		11952	0.07	11952	0.07
11	Sanjiv D. Shah	01-04-2019	0		9850	0.06	9850	0.06
		31-03-2020	0		9850	0.06	9850	0.06
12	Dileep Verleker	01-04-2019	0		6700	0.04	6700	0.04
		31-03-2020	0		6700	0.04	6700	0.04
13	V.P. Raikar	01-04-2019	0		6700	0.04	6700	0.04
		31-03-2020	0		6700	0.04	6700	0.04
14	Pratik Nowlakha	01-04-2019	0		5748	0.04	5748	0.04
		31-03-2020	0		5748	0.04	5748	0.04

**V. Shareholding of Directors and Key Managerial Personnel:**

Sr. No.	Name of the Director/ Key Managerial Personnel	Shareholding at the beginning of the year - 1st April, 2019		Shareholding at the end of the year - 31st March, 2020	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	Mrs. Anju Timblo	98,87,629	61.80%	98,87,629	61.80%
2	Mr. Auduth Timblo	21,12,139	13.20%	21,12,139	13.20%
3	Mr. Jamshed Delvadavala	Nil	Nil	Nil	Nil
4	Mr. Reyaz Mama	Nil	Nil	Nil	Nil
5	Mr. Vinayak Padwal	Nil	Nil	Nil	Nil
6	Mr. Sujjain Talwar#	Nil	Nil	Nil	Nil
7	Mr. M.A. Hajare	Nil	Nil	Nil	Nil
8	Ms. Asmeeta Matondkar	Nil	Nil	Nil	Nil

Mr. Sujjain Talwar is appointed as an Additional Director w.e.f. March 14, 2020.

**VI. Indebtedness of the Company including interest outstanding/accrued but not due for payment**

Particulars	Secured Loans Excluding Deposits (Amount in Rs.)	Unsecured Loans (Amount in Rs.)	Deposits	Total Indebtedness (Amount in Rs.)
Indebtedness at the beginning of the financial year 01.04.2019				
1) Outstanding Principal Amount(at amortized cost)	79,00,96,000	1,82,53,29,335	-	2,61,54,25,335
2) Interest due but not paid	-	30,11,72,401	-	30,11,72,401
3) Interest accrued but not due	-	1,71,26,750	-	1,71,26,750
Total of (1+2+3)	79,00,96,000	2,14,36,28,486	-	2,93,37,24,486
Change in Indebtedness during the financial year				
+ Addition	2,79,26,25,904	17,07,07,800	-	
- Reduction	-	-15,00,00,000	-	
Equity Component of preference Shares (Refer Note 14.2 of Financials)	-	-15,11,30,000	-	
Net Change	-	-13,04,22,200	-	
Indebtedness at the end of the financial year – 31.03.2020				
1) Outstanding Principal (at amortized cost)	2,80,05,26,000	1,69,49,07,135	-	
2) Interest due but not paid	-	41,45,79,115	-	
3) Interest accrued but not due	-	2,20,98,750	-	
Total of (1 + 2 + 3 + 4)	2,80,05,26,000	2,13,15,85,000	-	4,93,21,11,000

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

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

Sr. No.	Particulars of Remuneration	Name of MD & CEO	Total Amount (Rs. in lakhs)
		Mrs. Anju Timblo	
1.	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act	48,00,000	48,00,000
	(b) Value of perquisites U/s 17(2) Income Tax Act, 1961	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961	Nil	Nil
2.	Stock Option	Nil	Nil
3.	Sweat Equity	Nil	Nil
4.	Commission		
	- As % of Profit		
	- Others, specify	Nil	Nil
5.	Others, please specify Provident Fund & Other Funds	5,76,000	5,76,000
	Performance Bonus	Nil	Nil
	Total (A)	53,76,000	53,76,000
	Ceiling as per the Act	5% of net profit of the Company	

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### B. Remuneration to other Directors (Amount in Rs.)

Sr. No.	Particulars of Remuneration	Name of Directors					Total Amount in Rs.
		Mr. Auduth Timblo	Mr. Jamshed Delvadavala	Mr. Reyaz Mama	Mr. Vinayak Padwal	Mr. Sujjain Talwar \$	
1	<b>Independent Directors</b>						
	Fees for attending board/committee meetings	-	1,25,000	110,000	1,00,000	10,000	3,45,000
	Commission	-	Nil	Nil	Nil	-	Nil
	Others, please specify	-	Nil	Nil	Nil	-	Nil
	Total (1)	-	125,000	110,000	1,00,000	10,000	345,000
2	<b>Other Non – Executive Directors</b>						
	Fees for attending board/committee meetings	30,000	-	-	-	-	30,000
	Commission						
	Others, please specify						
	Total (2)						
	Total (B) = (1 + 2)						
	Total Managerial Remuneration						3,75,000
	Overall Ceiling as per the Act	1% of net profits of the Company					

\$ Mr. Sujjain Talwar was appointed as Additional Director w.e.f. March 14, 2020.

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

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount in Rs.
		CFO	Company Secretary	
		Amount in Rs.	Amount in Rs.	
1.	Gross Salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	9,50,000	17,62,954	27,12,954
	(b) Value of perquisites U/s 17(2) Income Tax Act, 1961	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil
4.	Commission - As % of profit - Others, specify..	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil
	Total ( C )	9,50,000	17,62,954	27,12,954

**VIII. 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)
A. COMPANY					
Penalty					
Punishment					
Compounding		NIL			
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

**For and on behalf of the Board of Directors**

Place: Vainguinim Beach – Goa  
Date: July 30, 2020

**Auduth Timblo**  
**Director & Non Executive Chairman**  
**DIN : 00181589**

**Anju Timblo**  
**Managing Director & CEO**  
**DIN : 00181722**