

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



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

U74999KA2016PLC095986

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAGCB8612G

(ii) (a) Name of the company

BRIGADE HOTEL VENTURES LTD

(b) Registered office address

29&30thFlr,World Trade Center,BrigadeGatewayCampus 26/1, R
ajkumar Road, Malleswaram-Rajajin agar NA
Bangalore
Bangalore
Karnataka
560055

(c) *e-mail ID of the company

omprakash@brigadegroup.co

(d) *Telephone number with STD code

08041379200

(e) Website

https://bhvl.in/

(iii) Date of Incorporation

24/08/2016

(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

(b) CIN of the Registrar and Transfer Agent

L72400MH2017PLC444072

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road,
Nav Pada, Kurla (West) Kurla

(vii) *Financial year From date 01/04/2024 (DD/MM/YYYY) To date 31/03/2025 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2025

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*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 Service	I1	Accommodation services provided by Hotel, Inns, Resorts, holiday homes, hostel,	66.66
2	I	Accommodation and Food Service	I2	Food and beverage services provided by hotels, restaurants, caterers, etc.	33.34

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

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

2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	BRIGADE ENTERPRISES LIMITED	L85110KA1995PLC019126	Holding	100
2	SRP PROSPERITA HOTEL VENTURE	U55101KA2012PLC099437	Subsidiary	50

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	450,000,000	281,430,000	281,430,000	281,430,000
Total amount of equity shares (in Rupees)	4,500,000,000	2,814,300,000	2,814,300,000	2,814,300,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	450,000,000	281,430,000	281,430,000	281,430,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	4,500,000,000	2,814,300,000	2,814,300,000	2,814,300,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
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	0	1,000,000	1000000	10,000,000	10,000,000	

+

Increase during the year	0	280,430,000	280430000	2,804,300,0	2,804,300,0	0
i. Public Issues	0	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	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	280,430,000	280430000	2,804,300,0	2,804,300,0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back 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 <input type="text"/>						
At the end of the year	0	281,430,000	281430000	2,814,300,0	2,814,300,0	0
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 <input type="text"/>						
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

INE03NU01014

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

0

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	<div style="border: 1px solid black; height: 20px;"></div>
Date of registration of transfer (Date Month Year)	<div style="border: 1px solid black; height: 20px;"></div>
Type of transfer	<div style="display: flex; align-items: center;"> <div style="border: 1px solid black; width: 40px; height: 20px; margin-right: 5px;"></div> <div>1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock</div> </div>
Number of Shares/ Debentures/ Units Transferred	<div style="display: flex; align-items: center;"> <div style="border: 1px solid black; width: 150px; height: 20px; margin-right: 5px;"></div> <div style="border: 1px solid black; width: 150px; height: 20px; margin-right: 5px;"></div> </div>
Amount per Share/ Debenture/Unit (in Rs.)	<div style="border: 1px solid black; height: 20px;"></div>

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	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

Particulars	Number of units	Nominal value per unit	Total value
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					

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

(i) Turnover

4,035,348,032

(ii) Net worth of the Company

1,281,453,749

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	0	0	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)	281,429,700	100	0	
10.	Others	0	0	0	
	Total	281,429,700	100	0	0

Total number of shareholders (promoters)

1

(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	300	0	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)	0	0	0	
10.	Others	0	0	0	
	Total	300	0	0	0

Total number of shareholders (other than promoters)

6

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

7

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	1	1
Members (other than promoters)	6	6
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	0	5	0	7	0	0
(i) Non-Independent	0	3	0	3	0	0
(ii) Independent	0	2	0	4	0	0
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	0	5	0	7	0	0

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


9

(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)
NIRUPA SHANKAR	02750342	Managing Director	50	
AMAR SHIVRAM MYS	03218587	Director	0	
VINEET VERMA	06362115	Director	50	
NAKUL ANAND	00022279	Director	0	
JYOTI NARANG	00351187	Director	0	
BIJOU KURIEN	01802995	Director	0	
ANUP SHAH SANMUK	00317300	Director	0	
ANANDA NATARAJAN	AFCPA7085G	CFO	0	
AKANKSHA BIJAWAT	ASXPB6977G	Company Secretar	0	

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

10

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)
NIRUPA SHANKAR 	02750342	Director	05/10/2024	Change in Designation
NAKUL ANAND	00022279	Additional director	05/10/2024	Appointment
JYOTI NARANG	00351187	Additional director	10/05/2024	Appointment
AKANKSHA BIJAWA 	ASXPB6977G	Company Secretary	05/10/2024	Appointment
SHIVALEELA REDDI 	AOIPR2636B	Company Secretary	09/08/2024	Resignation
RAYAN ARANHA	AGAPA7988D	Manager	04/10/2024	Resignation
BIJOU KURIEN	01802995	Director	10/05/2024	Change in designation
ANUP SHAH SANM 	00317300	Director	10/05/2024	Change in designation
NAKUL ANAND	00022279	Director	14/10/2024	Change in designation
JYOTI NARANG	00351187	Director	02/08/2024	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	02/08/2024	7	7	100

B. BOARD MEETINGS

*Number of meetings held

11

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	10/05/2024	5	5	100
2	10/05/2024	6	5	83.33
3	21/05/2024	6	6	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	24/07/2024	6	6	100
5	05/10/2024	6	5	83.33
6	19/10/2024	7	5	71.43
7	24/10/2024	7	7	100
8	28/10/2024	7	7	100
9	06/11/2024	7	7	100
10	21/01/2025	7	7	100
11	28/01/2025	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

12

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	Audit Committee	10/05/2024	4	4	100
2	Audit Committee	21/05/2024	4	4	100
3	Audit Committee	24/07/2024	4	4	100
4	Audit Committee	19/10/2024	5	3	60
5	Audit Committee	24/10/2024	5	5	100
6	Audit Committee	28/10/2024	5	5	100
7	Audit Committee	30/10/2024	5	3	60
8	Audit Committee	06/11/2024	5	5	100
9	Audit Committee	21/01/2025	5	5	100
10	Nomination and Remuneration Committee	10/05/2024	4	4	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	NIRUPA SHAM	11	10	90.91	6	6	100	
2	AMAR SHIVRA	11	11	100	6	6	100	
3	VINEET VERMA	11	11	100	12	12	100	
4	NAKUL ANAND	6	5	83.33	6	5	83.33	
5	JYOTI NARANA	10	10	100	6	6	100	
6	BIJOU KURIE	11	11	100	6	6	100	
7	ANUP SHAH S	11	9	81.82	6	5	83.33	

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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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	AKANKSHA BIJAW	Company Secre	2,240,803	0	0	0	2,240,803
2	ANANDA NATARA	CFO	3,642,896	0	0	0	3,642,896
	Total		5,883,699	0	0	0	5,883,699

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	NAKUL ANAND	Director	0	400,000	0	1,600,000	2,000,000
2	JYOTI NARANG	Director	0	725,000	0	1,275,000	2,000,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	BIJOU KURIEN	Director	0	525,000	0	1,475,000	2,000,000
4	ANUP SHAH SANM ⁺	Director	0	1,200,000	0	800,000	2,000,000
	Total		0	2,850,000	0	5,150,000	8,000,000

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

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

S Ravishankar

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

6584

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. ... dated

(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:

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.

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

DIN of the director

To be digitally signed by☒ Company Secretary☐ Company secretary in practice

Membership number

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

List of attachments

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

BRIGADE HOTEL VENTURES LIMITED
List of Shareholders as on 31.03.2025

Dpid	Folio/Client ID	Name	Shares	Class of shares
IN300214	26604927	BRIGADE ENTERPRISES LTD	281429700	Equity
IN300513	14685288	SURESH YADWAD*	50	Equity
IN301549	30664248	VINEET VERMA*	50	Equity
IN301549	38869758	MYSORE RAMACHANDRASETTY JAISHANKAR*	50	Equity
IN300214	67815906	PRADYUMNA KRISHNAKUMAR*	50	Equity
IN300214	35654332	PAVITRA SHANKAR*	50	Equity
IN300394	20048973	NIRUPA SHANKAR*	50	Equity

*Beneficial Interest is with Brigade Enterprises Limited

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

C. COMMITTEE MEETINGS

S.N.	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.	Audit Committee	10/05/2024	4	4	100
2.	Audit Committee	21/05/2024	4	4	100
3.	Audit Committee	24/07/2024	4	4	100
4.	Audit Committee	19/10/2024	5	3	60
5.	Audit Committee	24/10/2024	5	5	100
6.	Audit Committee	28/10/2024	5	5	100
7.	Audit Committee	30/10/2024	5	3	60
8.	Audit Committee	06/11/2024	5	5	100
9.	Audit Committee	21/01/2025	5	5	100
10.	Nomination and Remuneration Committee	10/05/2024	4	4	100
11.	Nomination and Remuneration Committee	24/07/2024	4	4	100
12.	Nomination and Remuneration Committee	05/10/2024	4	4	100