

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

AGM is scheduled to be held on 20/09/2021

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

Yes No

(f) Specify the reasons for not holding the same

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

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	I2	Food and beverage services provided by hotels, restaurants, caterers, etc.	100

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Mainland China and Indigrill R +		Joint Venture	49
2	Speciality Hospitality UK Limite +		Subsidiary	100
3	Speciality Hospitality US, Inc.		Subsidiary	100
4	Caterland Hospitality Ltd.		Subsidiary	51
5	Foodland Ventures LLC		Subsidiary	50.5

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	51,000,000	46,957,657	46,957,657	46,957,657
Total amount of equity shares (in Rupees)	510,000,000	469,576,570	469,576,570	469,576,570

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	51,000,000	46,957,657	46,957,657	46,957,657
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	510,000,000	469,576,570	469,576,570	469,576,570

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	7,000,000	0	0	0
Total amount of preference shares (in rupees)	70,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	7,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	70,000,000	0	0	0

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	151	46,957,506	46957657	469,576,570	469,576,570	
Increase during the year	0	100	100	0	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	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		100	100			
Shares converted from Physical to Demat for IEPF						
Decrease during the year	100	0	100	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	100		100			
Shares converted from Physical to Demat for IEPE						
At the end of the year	51	46,957,606	46957657	469,576,570	469,576,570	
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

INE247M01014

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

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

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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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
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

1,501,370,048

(ii) Net worth of the Company

1,369,929,493

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	24,040,000	51.2	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 Relatives	57	0	0	
	Total	24,040,057	51.2	0	0

Total number of shareholders (promoters)

5

(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	16,251,218	34.61	0	
	(ii) Non-resident Indian (NRI)	334,027	0.71	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)	3,310,673	7.05	0	
10.	Others Clearing Members, Alternat #	3,021,682	6.43	0	
	Total	22,917,600	48.8	0	0

Total number of shareholders (other than promoters)

18,417

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

18,422

**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)	16,748	18,417
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	3	0	3	0	51.2	0
B. Non-Promoter	1	4	1	4	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	4	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	4	4	4	4	51.2	0

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

(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)
Anjan Snehmoy Chatterjee	00200443	Managing Director	12,070,000	
Suchhanda Anjan Chatterjee	00226893	Whole-time director	11,970,000	
Indranil Ananda Chatterjee	00200577	Whole-time director	1,299	
Avik Anjan Chatterjee	06452245	Whole-time director	19	
Dushyant Rajnikant Mehta	00126977	Director	1,280	
Ullal Ravindra Bhat	00008425	Director	0	
Rakesh Kumar Pandey	00113227	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Anita Bandyopadhyay	08672071	Director	0	
Rajesh Kumar Mohta	AEZPM7254D	CFO	1,280	
Avinash Madhukar Kinh	ADMPK3419J	Company Secretar	0	

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

3

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)
Avik Anjan Chatterjee	06452245	Additional director	22/09/2020	Change in designation (Additional Dir
Anita Bandyopadhyay	08672071	Additional director	22/09/2020	Change in designation (Additional Dir
Indranil Ananda Chatter	00200577	Whole-time directo	22/09/2020	Change in Designation as Deputy Ma

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	22/09/2020	19,361	93	51.31

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	23/07/2020	8	6	75
2	31/08/2020	8	8	100
3	12/11/2020	8	7	87.5
4	11/02/2021	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

8

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	23/07/2020	4	4	100
2	Audit Committee	31/08/2020	4	4	100
3	Audit Committee	12/11/2020	4	3	75
4	Audit Committee	11/02/2021	4	4	100
5	Nomination and Remuneration	29/06/2020	3	3	100
6	Nomination and Remuneration	11/02/2021	3	3	100
7	Stakeholders Forum	12/11/2020	3	2	66.67
8	Corporate Social Responsibility	12/11/2020	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	
1	Anjan Snehm	4	3	75	5	3	60	
2	Suchhanda Ar	4	2	50	1	1	100	
3	Indranil Ananc	4	4	100	1	1	100	
4	Avik Anjan Ch	4	3	75	0	0	0	
5	Dushyant Rajr	4	4	100	8	8	100	
6	Ullal Ravindra	4	4	100	7	7	100	
7	Rakesh Kuma	4	4	100	6	6	100	
8	Anita Bandyop	4	4	100	0	0	0	

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Anjan Snehmoy Chatterjee	Chairman & Managing Director	1,125,000			28,800	1,153,800
2	Suchhanda Anjan Chatterjee	Whole-time Director	393,747				393,747
3	Indranil Ananda Chatterjee	Whole-time Director	750,000			21,600	771,600
4	Avik Anjan Chatterjee	Whole-time Director	450,003				450,003
	Total		2,718,750			50,400	2,769,150

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	Rajesh Kumar Mohapatra	Executive Director	1,911,283			32,400	1,943,683
2	Avinash Kinhikar	Company Secretary	1,322,982				1,322,982
	Total		3,234,265			32,400	3,266,665

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	Dushyant Rajnikant	Independent Director	0			440,000	440,000
2	Ullal Ravindra Bhat	Independent Director	0			420,000	420,000
3	Rakesh Kumar Panigrahi	Independent Director	0			400,000	400,000
4	Anita Bandyopadhyay	Independent Director	0			20,000	20,000
	Total		0			1,280,000	1,280,000

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

Prabhat Maheshwari

Whether associate or fellow

Associate Fellow

Certificate of practice number

1432

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

00200577

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

8364

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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

Remove attachment

Modify

Check Form

Prescrutiny

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

FORM No. MGT-8

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

We have examined the registers, records, books and papers of **SPECIALITY RESTAURANTS LIMITED** (the "Company") having CIN: **L55101WB1999PLC090672** as required to be maintained under the Companies Act, 2013 (the "Act") and the rules made thereunder for the financial year ended on 31st March, 2021. 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 & Rules made thereunder in respect of:
1. its status as a listed public limited company;
 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, within the prescribed time except few cases which were filed beyond the prescribed time without levy of any additional fees under the Companies Fresh Start Scheme, 2020. The Company has also filed the Form CFSS-2020 and availed immunity certificate under the Companies Fresh Start Scheme, 2020 for filing of belated documents. The Company was not required to file any forms/returns with Regional Director, Central Government, the Tribunal, Court or other authorities;
 4. calling/convening/holding meetings of Board of Directors or its committees 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 have been properly recorded in the Minutes Book/Registers maintained for the purpose and the same have been signed;
 5. closure of Register of Members;

[Cont...2]

... 2 ...

6. the company has not advanced any 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. the transfer of shares which were as per the provisions of the Act. There was no issue or allotment or transmission or buy back of securities/redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities.
9. there was no transaction necessitating the company to keep in abeyance the rights to dividend pending registration of transfer of shares;
10. the company has not declared any dividend during the year. However, the company has transferred 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 Standalone and Consolidated financial statements as per the provisions of Section 134 of the Act and Report of Directors was as per sub - sections (3), (4) and (5) thereof;
12. constitution/ appointment/ re-appointments/ retirement/ resignation, if any, disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. during the year there was no appointment / reappointment / filing up casual vacancies of auditors as per the provisions of section 139 of the Act;
14. the company was not required to obtain any approval of Central Government, Tribunal, Regional Director, Courts or such other authorities except the approval from Registrar of Companies for the Forms/Returns filed during the year;
15. the company has not accepted/renewed/repaid any deposits during the year;
16. there was no new creation/modification/satisfaction of charges during the year.
17. no loans were given during the year under review, however, the company has complied with the investments made in other bodies corporate under the provisions of Section 186 of the Act during the year;

18. the company has not altered the provisions of its Memorandum of Association and/or Articles of Association during the year.

**For GMJ & ASSOCIATES
COMPANY SECRETARIES**

[CS PRABHAT MAHESHWARI]

PARTNER

M. NO.: FCS 2405

COP: 1432

UDIN:

PLACE: MUMBAI

DATE :

DRAFT

Speciality Restaurants Limited

Details of shares/debentures transfers from

01/04/2020

To

31/03/2021

Closure Date :

31-03-2020

TRANSFER DATE	TYPE	SH/DB	AMTPERSH	FOLIO	SELLER NAME	FOLIO	BUYER NAME
07/10/2020	1	100	000010	00000014	SUSHIL KUMAR	IEPF2017	IEPF2017
07/10/2020	1	100	000010	IEPF2017	IEPF2017	ND0000001	NSDL