

Form No. MGT-7

Form language

 English Hindi**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]

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

U63040TN1989PLC114064

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

01/04/2024

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

31/03/2025

(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	STERLING HOLIDAY RESORTS LIMITED	STERLING HOLIDAY RESORTS LIMITED
Registered office address	Purva Primus, 4th Floor, 236, Okihiyampettai, Old Mahabalipurem Road, Th, oraipakkam, NA, Thoraipakkam, Kancheepuram, Tamil Nadu, India, 600097	Purva Primus, 4th Floor, 236, Okihiyampettai, Old Mahabalipurem Road, Th, oraipakkam, NA, Thoraipakkam, Kancheepuram, Tamil Nadu, India, 600097
Latitude details	12.9250465	12.9250465
Longitude details	80.2290126	80.2290126

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Photo image - Sterling Holiday Resorts Ltd.jpg

(b) *Permanent Account Number (PAN) of the company

AA*****9G

(c) *e-mail ID of the company

*****kumaran.a@sterlingholidays.com

(d) *Telephone number with STD code

04*****00

(e) Website

www.sterlingholidays.com

iv *Date of Incorporation (DD/MM/YYYY)

26/12/1989

v (a) *Class of Company (as on the financial year end date)

(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government 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

viii Number of Registrar and Transfer Agent

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

ix * (a) Whether Annual General Meeting (AGM) held

Yes

No

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

25/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(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

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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	Accommodation	88
2	I	Accommodation and Food Services activities	56	Food and beverage service activities	12

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

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

4

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	L63040MH1978PLC020717		THOMAS COOK (INDIA) LIMITED	Holding	100
2	U92490TN1987PLC014215		STERLING HOLIDAY RESORTS (KODAIKANAL) LTD	Subsidiary	98
3	U55102TN1989PLC018344		STERLING HOLIDAYS (OOTY) LTD	Subsidiary	98
4	U55100MH2005PTC150901		NATURE TRAILS RESORTS PRIVATE LIMITED	Subsidiary	100

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	39000000.00	29050000.00	29050000.00	29050000.00
Total amount of equity shares (in rupees)	390000000.00	290500000.00	290500000.00	290500000.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	39000000	29050000	29050000	29050000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	390000000.00	290500000.00	290500000	290500000

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	1000000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	10000000.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
OPTIONALLY CONVERTIBLE CUMULATIVE REDEEMABLE PREFE				
Number of preference shares	1000000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in	10000000.00	0.00	0	0

rupees)			
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(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	29050000	0	29050000.00	290500000	290500000	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Public Issues	0	0	0.00	0	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 <div style="border: 1px solid black; width: 150px; height: 20px; margin-top: 5px; padding: 2px;">0</div>	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	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 <div style="border: 1px solid black; width: 150px; height: 20px; margin-top: 5px; padding: 2px;">0</div>	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the end of the year	29050000.00	0.00	29050000.00	290500000.00	290500000.00	
(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						
<input type="text" value="0"/>	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						
<input type="text" value="0"/>	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

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

Class of shares		<input type="text"/>
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

Attachments:

1. Details of shares/Debentures Transfers

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

4534629000

ii * Net worth of the Company

7290548000

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	6	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)	29049994	100.00	0	0.00
10	Others <input type="text"/>	0	0.00	0	0.00
	Total	29050000.00	100	0.00	0

Total number of shareholders (promoters)

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	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)	0	0.00	0	0.00
10	Others <input type="text"/>	0	0.00	0	0.00
	Total	0.00	0	0.00	0

Total number of shareholders (other than promoters)

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

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

Sl.No	Category	
1	Individual - Female	1
2	Individual - Male	5
3	Individual - Transgender	0
4	Other than individuals	1
	Total	7.00

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

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

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	7	7
Members (other than promoters)	0	0
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	4	1	4	0.00	0.00
i Non-Independent	1	2	1	2	0	0
ii Independent	0	2	0	2	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	4	1	4	0.00	0.00

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

8

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)

. USHA RANGARAJAN	07154943	Additional Director	0	
MADHAVAN MENON KARUNAKARAN	00008542	Director	0	31/05/2025
VIKRAM DAYAL LALVANI	07115464	Managing Director	1	
SUMIT MAHESHWARI	06920646	Director	0	
AUDIKESAVAN MUTHUKUMARAN	AUPPM0029C	Company Secretary	1	
VIKRAM DAYAL LALVANI	AABPL0659D	CEO	0	
PRAVIR KUMAR VOHRA	00082545	Director	0	09/04/2025
L KRISHNA KUMAR	AENPK5555R	CFO	1	

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

2

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)
. USHA RANGARAJAN	07154943	Additional Director	28/10/2024	Appointment
LATHA RAMANATHAN	07099052	Director	31/08/2024	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

1

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
AGM	20/09/2024	7	7	100

B BOARD MEETINGS

*Number of meetings held

5

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	08/05/2024	5	4	80
2	23/07/2024	5	5	100
3	28/10/2024	4	4	100
4	27/01/2025	5	5	100
5	03/02/2025	5	5	100

C COMMITTEE MEETINGS

Number of meetings held

2

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	Independent Director Meeting	23/07/2024	2	2	100
2	CSR Meeting	27/01/2025	4	4	100

D ATTENDANCE OF DIRECTORS

S.No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		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	
								25/09/2025
1	. USHA RANGARAJAN	2	2	100	0	0	0	Yes
2	MADHAVAN MENON KARUNAKARAN	5	5	100	1	1	100	Not applicable
3	VIKRAM DAYAL LALVANI	5	5	100	1	1	100	Yes

4	SUMIT MAHESHWARI	5	4	80	1	1	100	No
5	PRAVIR KUMAR VOHRA	5	5	100	2	2	100	Not applicable

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	VIKRAM DAYALLALVANI	Managing Director	24519000	0	15587000	35000000	75106000.00
	Total		24519000.00	0.00	15587000.00	35000000.00	75106000.00

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	L KRISHNA KUMAR	CFO	10668000	0	0	3080000	13748000.00
2	AUDI KESAVAN MUTHUKUMARAN	Company Secretary	1927000	0	0	221000	2148000.00
	Total		12595000.00	0.00	0.00	3301000.00	15896000.00

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	USHA RANGARAJAN	Additional Director	0	0	0	140000	140000.00
2	PRAVIR KUMAR VOHRA	Director	0	0	0	410000	410000.00
3	LATHA RAMANATHAN	Director	0	0	0	170000	170000.00
	Total		0.00	0.00	0.00	720000.00	720000.00

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

7

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

ShowUDIN UDIN.pdf
MGT-8_31.03.2025.pdf
SHRL - List of Shareholders -
31.03.2025.pdf

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

STERLING HOLIDAY 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)

31/03/2025

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

M.Damodaran

Date (DD/MM/YYYY)

12/11/2025

Place

Chennai

Whether associate or fellow:

Associate

Fellow

Certificate of practice number

5*8*

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

* (a) DIN/PAN/Membership number of Designated Person

07115464

* (b) Name of the Designated Person

VIKRAM DAYAL LALVANI

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* dated*

(DD/MM/YYYY) 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*1*5*6*

***To be digitally signed by**

Company Secretary Company secretary in practice

*Whether associate or fellow:

Associate Fellow

Membership number

3*8*4

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)

AC0111642

eForm filing date (DD/MM/YYYY)

25/12/2025

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

STERLING HOLIDAY RESORTS LIMITED

LIST OF EQUITY SHAREHOLDERS AS ON 31.03.2025

Sl.No	Name of Shareholder	Folio. No	No of Shares (Face Value Rs.10/- each)	%
1	Thomas Cook (India) Limited	5	29049994	99.9999796
2	Mr. Vikram Dayal Lalvani <i>(Share held as Nominee of Thomas Cook (India) Ltd.)</i>	33	1	0.0000034
3	Mr. Krishna Kumar.L <i>(Share held as Nominee of Thomas Cook (India) Ltd.)</i>	39	1	0.0000034
4	Mr. Anupam Dutta <i>(Share held as Nominee of Thomas Cook (India) Ltd.)</i>	40	1	0.0000034
5	Ms. Thabitha David <i>(Share held as Nominee of Thomas Cook (India) Ltd.)</i>	41	1	0.0000034
6	Mr. A. Muthukumaran <i>(Share held as Nominee of Thomas Cook (India) Ltd.)</i>	42	1	0.0000034
7	Mr. Sanjay Ramugrah Singh <i>(Share held as Nominee of Thomas Cook (India) Ltd.)</i>	43	1	0.0000034
TOTAL			29050000	100.00



M DAMODARAN & ASSOCIATES LLP

www.mdassociates.co.in

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]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I, M. Damodaran, Managing Partner of M Damodaran & Associates LLP, have examined the registers, records, books and papers of **M/s. STERLING HOLIDAY RESORTS LIMITED (CIN - U63040TN1989PLC114064)** (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 2025**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

S No	Particulars
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:
(1)	The Company has complied with provisions of the Act & Rules made there under in respect of its status under the Act.
(2)	The Company has maintained the registers/records and made entries therein within the time prescribed thereof.

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M. Damodaran



(3)	The Company has filed the forms and returns as stated in the Annual Return with the Registrar of Companies or authorities within the prescribed time.
(4)	The Company has called/convened/held the meetings of Board of Directors and its Committees and the meeting 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 resolution have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed.
(5)	The Company has not closed its Register of Members.
(6)	The Company has complied with the provisions of section 185 of the Act, in respect of the loans made, and guarantees given and security provided by it as the case may be.
(7)	All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. All related party transactions that were entered into during the financial year were carried on with the approval of the Board and the shareholders, if required.
(8)	<ul style="list-style-type: none"> i. The Company has not issued any securities. ii. The Company has not allotted any securities. iii. The Company has not transferred the securities. iv. The Company has not transmitted any securities. v. The Company has not made buy back of securities. vi. The Company has not issued any redeemable Preference Shares or debentures. Hence the question of redemption does not arise. vii. The Company has not made alteration of share capital. viii. The Company has not made reduction of share capital. ix. The Company has not made conversion of shares/securities. Hence the question of issue of security certificate does not arise during the period.

(9)	The Company has not kept 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)	<ul style="list-style-type: none"> i. The Company has neither declared nor paid dividend. ii. There were no instances to transfer the unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act.
(11)	The audited financial statements of the Company were signed 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)	<p>The Board of Directors of the Company is constituted and</p> <ul style="list-style-type: none"> i. There was an appointment of director. ii. There were retirement and re-appointment of directors. iii. There was no casual vacancy of director due to death/Resignation. iv. There were disclosures received from the Directors. v. There were Key Managerial Personnel and the remuneration were paid to them.
(13)	<ul style="list-style-type: none"> i. M/s. B S R & Co. LLP, Chartered Accountants, Chennai (FRN.101248W/W-100022) was re-appointed as statutory Auditor of the Company vide Annual General Meeting dated 15th September, 2022 for a period of 5 years and continued as Auditors as per the provisions of Section 139 of the Act. ii. There was no instance of filling up of casual vacancy of auditor as per the provisions of Section 139 of the Act.
(14)	There were no instances to obtain 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 neither accepted nor renewed the deposits.
(16)	The Company has not made borrowings from its directors, members, public financial institutions, banks and others and there was filing of e-form in respect of creation of charge.
(17)	The Company has complied with the provisions of section 186 of the Companies Act, 2013 in respect of the loans and investments made and guarantees and security provided by it as the case may be.
(18)	<ul style="list-style-type: none">i. The Company has not made alteration of the provisions of the Memorandum of Association of the Company.ii. The Company has not made alteration of the provisions of the Articles of Association of the Company.

For **M Damodaran & Associates LLP**

Place: Chennai
Date: November 12, 2025

M. DAMODARAN
Managing Partner
FCS No.: 5837
COP No: 5081
P/R 3847/2023
ICSI UDIN: F005837G001838712

