

**EXTRACT OF ANNUAL RETURN**  
**As on the financial year ended on 31/03/2019**

*[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:**

CIN	L55101KA2002PLC031224
Registration Date	18/11/2002
Name of the Company	Wonderla Holidays Limited
Category/ Sub-Category of the Company	Company limited by shares/ Non-Government Company
Address of the Registered Office and contact details	Jadenahalli, Hejjala P.O., 28 <sup>th</sup> KM, Mysore Road, Bangalore – 562109, Karnataka. Ph: +91 80 22010333, 22010311 Fax: +91 80 22010324 E-Mail: <a href="mailto:investors@wonderla.com">investors@wonderla.com</a> Web: <a href="http://www.wonderla.com">www.wonderla.com</a>
Whether listed company      Yes/ No	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Fintech Private Limited Karvy Selenium, Tower- B, Plot No 31 & 32., Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500032, India. Tel: +91 04 67161500 Email: <a href="mailto:einward.ris@karvy.com">einward.ris@karvy.com</a>



c) State Govt (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other.... (Promoter Group)	17,591,730	-	17,591,730	31.14	20,256,190	-	20256190	35.85	4.71
<b>Sub-total (A) (1):-</b>	<b>40,109,222</b>	<b>-</b>	<b>40,109,222</b>	<b>70.99</b>	<b>39,188,538</b>	<b>-</b>	<b>39,188,538</b>	<b>69.35</b>	<b>-1.64</b>
<b>(2) Foreign</b>									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (2):-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>40,109,222</b>	<b>-</b>	<b>40,109,222</b>	<b>70.99</b>	<b>39,188,538</b>	<b>-</b>	<b>39,188,538</b>	<b>69.35</b>	<b>-1.64</b>

<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	3,109,368	-	3,109,368	5.50	3,515,885	-	3,515,885	6.22	0.72
b) Banks / FI	15788	-	15788	0.03	25,769	-	25,769	0.05	0.02
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify) Foreign Portfolio Investors	6,341,495	-	6,341,495	11.22	6,307,276	-	6,307,276	11.16	-0.06
<b>Sub-total (B)(1):-</b>	<b>9,466,651</b>	<b>-</b>	<b>9,466,651</b>	<b>16.75</b>	<b>9,848,930</b>	<b>-</b>	<b>9,848,930</b>	<b>17.43</b>	<b>0.68</b>

<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	999,669	-	999,669	1.77	601,050	-	601,050	1.06	-0.71
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakhs	4,569,674	407	4,570,081	8.09	4,950,496	57	4,950,553	8.76	0.67
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakhs	426,474	-	426,474	0.75	488,560	-	488,560	0.86	0.11
c) Others (specify)									
Non Resident Indians	671,772	-	671,772	1.19	751,950	-	751,950	1.33	0.14
NRI Non-Repatriation	159,035	-	159,035	0.28	207,955	-	207,955	0.37	0.09
Trusts	3,816	-	3,816	0.01	7,380	-	7,380	0.01	-
Clearing Members	92,087	-	92,087	0.16	39,601	-	39,601	0.07	-0.09

NBFCs	1863	-	1863	0.00	422,500	-	422,500	0.75	0.75
Sub-total (B)(2):-	6,924,390	407	6924797	12.26	7,471,382	57	7,471,439	13.22	0.96
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>16,391,041</b>	<b>407</b>	<b>16,391,448</b>	<b>29.01</b>	<b>17,32,0255</b>	<b>57</b>	<b>17,320,312</b>	<b>30.65</b>	<b>1.64</b>
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>56,500,263</b>	<b>407</b>	<b>56,500,670</b>	<b>100.00</b>	<b>56,508,793</b>	<b>57</b>	<b>56,508,850</b>	<b>100.00</b>	<b>-</b>

(ii) **Shareholding of Promoters**

Sl No	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding 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	Chittilappilly Thomas Kochouseph	14,607,292	25.85	-	14,784,168	26.16	-	0.31
2	Arun K Chittilappilly	7,910,200	14.00	-	4,148,180	7.34	-	-6.66
	<b>Total</b>	<b>22,517,492</b>	<b>39.85</b>	<b>-</b>	<b>18,932,348</b>	<b>33.50</b>	<b>-</b>	<b>-6.35</b>

**(iii) Change in Promoters' Shareholding (please specify, if there is no change)**

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	22,517,492	39.85	-	-
	Increase / Decrease in Promoters Share holding during the year (inter-se transfer)	-	-	-	-
	At the end of the year	-	-	18,932,348	33.50

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Sheela Kochouseph	7,044,230	12.47	-	-
	Decrease during the year – Sold in open market	1,100,000	1.95	5,944,230	10.52
	At the end of the year	-	-	5,944,230	10.52
2	Mithun Kochouseph Chittilappily	6,270,000	11.10	-	-
	Increase/ Decrease during the year	-	-	-	-
	At the end of the year	-	-	6,270,000	11.10
3	Kochouseph Thomas Chittilappilly (Managing trustee K Chittilappilly Trust)	2,768,500	4.9	-	-
	Increase/ Decrease during the year	-	-	-	-
	At the end of the year	-	-	2,768,500	4.9

4	Kochoseph Chittilappilly (Managing Trustee Arav Chittilappilly Trust)	-	-	-	-
	Increase during the year/ Inter-se transfer	2,636,730	4.67	2,636,730	4.67
	At the end of the year	-	-	2,636,730	4.67
5	Steinberg India Emerging Opportunities Fund Limited	1,300,000	2.30	-	-
	Increase during the year – Market purchase	1,107,833	1.96	2,407,833	4.26
	At the end of the year	-	-	2,407,833	4.26
6	Handelsbankens Tillvaxtmarknadsfond	1,256,292	2.22	-	-
	Increase/Decrease during the year	-	-	-	-
	At the end of the year	-	-	1,256,292	2.22
7	Valuequest India Moat Fund Limited	808,440	1.43	-	-
	Increase during the year – Market purchase	321,746	0.57	1,130,186	2.00
	At the end of the year	-	-	1,130,186	2.00
8	HDFC Trustee Company Limited - HDFC Capital Builder Fund	522,622	0.92	-	-
	Increase during the year – Market purchase	520,130	0.92	1,042,752	1.85
	At the end of the year	-	-	1,042,752	1.85
9	UTI-Mid Cap Fund	1,001,986	1.77	-	-
	Decrease during the year	161,536	0.29	840,450	1.49
	At the end of the year	-	-	840,450	1.49
10	ITPL - Invesco India Mid and Small Cap Fund	453,132	0.80	-	-
	Decrease during the year	49,680	0.09	403,452	0.71
	At the end of the year	-	-	403,452	0.71



**(v) Shareholding of Directors and Key Managerial Personnel:**

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	George Joseph	-	-	-	-
	Increase/ Decrease during the year	-	-	-	-
	At the end of the year	-	-	-	-
2	Chittilappily Thomas Kochouseph	14,607,292	25.85	-	-
	Increased during the year – Market Purchase	176876	0.31	14,784,168	26.16
	At the end of the year	-	-	14,784,168	26.16
3	Arun K Chittilappilly	7,910,200	14.00	-	-
	Decrease during the year – Inter-se transfer	3,762,020	6.66	4,148,180	7.34
	At the end of the year	-	-	4,148,180	7.34
4	Priya Sarah Cheeran Joseph	1,509,000	2.67	-	-
	Increase during the year – Inter-se transfer and market purchase	1,127,730	2.00	2,636,730	4.67
	At the end of the year	-	-	2,636,730	4.67
5	Gopal Srinivasan	-	-	-	-
	Increase/ Decrease during the year	-	-	-	-
	At the end of the year	-	-	-	-
6	R. Lakshminarayanan	-	-	-	-
	Increase/ Decrease during the year	-	-	-	-
	At the end of the year	-	-	-	-
7	M. Ramachandran	-	-	-	-
	Increase/ Decrease during the year	-	-	-	-
	At the end of the year	-	-	-	-
8	Jacob Kuruvilla	-	-	-	-
	Increase during the year/ Market purchase	1,500	0.00	1,500	0.00
	At the end of the year	-	-	1,500	0.00

9	Srinivasulu Raju Y	20	0.00	-	-
	Increase/ Decrease during the year	-	-	-	-
	At the end of the year	-	-	20	0.00

## V. INDEBTEDNESS

**Indebtedness of the Company including interest outstanding/accrued but not due for payment**  
(Rs. In Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	377.58	-	-	377.58
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>377.58</b>	<b>-</b>	<b>-</b>	<b>377.58</b>
<b>Change in Indebtedness during the financial year</b>				
Addition	98.66	-	-	98.66
Reduction	377.58	-	-	377.58
<b>Net Change</b>	<b>98.66</b>	<b>-</b>	<b>-</b>	<b>98.66</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>98.66</b>	<b>-</b>	<b>-</b>	<b>98.66</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Rs. In Lakhs)

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		Kochouseph Chittilappilly !	Priya Sarah Cheeran Joseph	George Joseph	Arun K Chittilappilly @	
1.	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	26.23	27.82	38.74	19.23	112.02
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-		-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-			-
2.	Stock Option	-	-			-
3.	Sweat Equity	-	-			-
4.	Commission	48.08	43.98	60.00	29.83	181.89
	- as % of profit					
	- others,					-
5.	Others, please specify	-	-			-
	<b>Total (A)</b>	<b>74.31</b>	<b>71.80</b>	<b>98.74</b>	<b>49.06</b>	<b>293.91</b>
	Ceiling as per the Act					<b>879.63</b>

! from July 9, 2018

@ Till July 9, 2018

*B. Remuneration to other directors:*

*(Rs. In Lakhs)*

Sl. no.	Particulars of Remuneration	Name of Directors					Total Amount
		Arun K Chittilappilly @	Gopal Srinivasa n	R. Lakshminarayanan	M. Ramachandran	Kochouseph Chittilappilly !	
	3. Independent Directors						
	Fee for attending board / committee meetings	-	1.10	2.10	2.40	-	5.60
	Commission	-	6.00	6.00	9.00	-	21.00
	Others, please specify						
	<b>Total (1)</b>	<b>-</b>	<b>7.10</b>	<b>8.10</b>	<b>11.40</b>	<b>-</b>	<b>26.60</b>
	4. Other Non-Executive Directors						
	Fee for attending board / committee meetings	0.90	-	-	-	0.70	1.60
	Commission	48.80	-	-	-	18.16	66.96
	Others, please specify (Salary)	-	-	-	-		
	<b>Total (2)</b>	<b>49.70</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>18.86</b>	<b>68.56</b>
	<b>Total (B)=(1+2)</b>						<b>95.16</b>
	<b>Total Managerial Remuneration</b>						<b>389.07</b>
	<b>Overall Ceiling as per the Act</b>						<b>967.60</b>

*@ from July 9, 2018*

*! Till July 9, 2018*

C. Remuneration to Key Managerial Personnel other than MD/ Manager/ WTD

(Rs. In Lakhs)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			Total
		CFO (Mr. N. Nandakumar) @	CFO (Mr. Jacob Kuruvilla) #	Company Secretary	
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	68.69	15.29	13.36	97.34
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
	- as % of profit				-
	- others, specify...				-
5.	Others, please specify Contribution to Fund	0.74	-	0.46	1.2
	<b>Total</b>	<b>69.43</b>	<b>15.29</b>	<b>13.82</b>	<b>98.54</b>

@ Till October 31, 2018

# W.e.f October 29, 2018.

**VII. 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)
<b>A. COMPANY</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

<b>B. DIRECTORS</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-