



<b>2. Non-Institutions</b>									
<b>a) Bodies Corp.</b>									
i) Indian	111782	31254	143036	2.65	112702	31254	143956	2.67	0.02
ii) Overseas	0	0	0	0	0	0	0	0	0
<b>b) Individuals</b>									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakhs	185260	84009	269269	4.99	193855	72414	266269	4.93	-0.06
ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs	106332	0	106332	1.97	107052	0	107052	1.98	0.01
<b>c) Others (specify)</b>									
i) NRI	1963	0	1963	0.04	2391	0	2391	0.04	0.01
ii. Trust	0	0	0	0.00	0	0	0	0.00	0.00
iii. Hindu Undivided Family	19310	0	19310	0.36	5460	0	5460	0.10	-0.26
iv. Clearing Members	0	0	0	0.00	0	0	0	0.00	0.00
v. NBFCs registered with RBI	74739	0	74739	1.38	88589	0	88589	1.64	0.26
vi. Others (IEPF)	12391	0	12391	0.23	13323	0	13323	0.25	0.02
<b>Sub-total (B)(2):-</b>	<b>511777</b>	<b>115263</b>	<b>627040</b>	<b>11.61</b>	<b>523372</b>	<b>103668</b>	<b>627040</b>	<b>11.61</b>	<b>0.00</b>
Total Public Shareholding (B)=(B)(1)+(B)(2)	511777	115263	627040	11.61	523372	103668	627040	11.61	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	<b>2885072</b>	<b>2514928</b>	<b>5400000</b>	<b>100.00</b>	<b>2943159</b>	<b>2456841</b>	<b>5400000</b>	<b>100.00</b>	<b>0.00</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			
		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	% change in share holding during the year
1	Shri Binay Kumar	42860	0.79	0	42860	0.79	0	0
2	Binay Kumar & Family	16625	0.31	0	16625	0.31	0	0
3	Binay Kumar & Sons	11652	0.22	0	11652	0.22	0	0
4	Smt. Veena Binay Kumar	142200	2.63	0	142200	2.63	0	0
5	Shri Alok Kumar	69300	1.28	0	69300	1.28	0	0
6	Smt. Uma Kumar	28800	0.53	0	28800	0.53	0	0
7	Shri Aditya Kumar	53692	0.99	0	53692	0.99	0	0
8	Shri Birendra Kumar	40470	0.75	0	40470	0.75	0	0
9	Birendra Kumar & Sons	66600	1.23	0	66600	1.23	0	0
10	Smt. Rani Upsam	44280	0.82	0	44280	0.82	0	0
11	Shri Apurv Kumar	35126	0.65	0	35126	0.65	0	0
12	Smt. Rajeshwari Kumar	22200	0.41	0	22200	0.41	0	0
13	Shri Ariun Kumar	47780	0.88	0	47780	0.88	0	0
14	Shri Anant Kumar	20692	0.38	0	20692	0.38	0	0
15	Shri Anoop Kumar	86372	1.60	0	86372	1.60	0	0
16	Shri Arvavir Kumar	800	0.01	0	800	0.01	0	0
17	Smt. Renuka Kumar	800	0.01	0	800	0.01	0	0
18	Shri Arvind Kumar	29341	0.54	0	29341	0.54	0	0
19	Smt. Vibha Agrawal	83016	1.54	0	83016	1.54	0	0
20	Shri Vivek Kumar	64566	1.20	0	64566	1.20	0	0
21	Smt. Shipra Kumar	36000	0.67	0	36000	0.67	0	0
22	Shri Udit Kumar	12894	0.24	0	12894	0.24	0	0
23	Shri Manish Kumar	126420	2.34	0	126420	2.34	0	0
24	Shri Rupak Gupta	818524	15.16	0	818524	15.16	0	0
25	P D Gupta & Sons	3600	0.07	0	3600	0.07	0	0
26	Shri Sushil Kumar	77924	1.44	0	77924	1.44	0	0
27	Kumar Sushil (HUF)	98280	1.82	0	98280	1.82	0	0
28	Smt. Meera Kumar	98248	1.82	0	98248	1.82	0	0
29	Shri Upendra Kumar	232796	4.31	0	232796	4.31	0	0
30	Smt. Anuradha Kumar	25092	0.46	0	25092	0.46	0	0
31	Shri Chaitanya Kumar	16200	0.30	0	16200	0.30	0	0
32	Shri Rakesh M. Gupta	90520	1.68	0	90520	1.68	0	0
33	Smt. Sudhira Gupta	46280	0.86	0	46280	0.86	0	0
34	Shri Ravi M Gupta	100080	1.85	0	100080	1.85	0	0
35	Smt. Nandini Gupta	36720	0.68	0	36720	0.68	0	0
36	Shri Arnav Kumar	12894	0.24	0	12894	0.24	0	0
37	The Indian Textiles Co. Pvt. Ltd.	1313676	24.33	0	1313676	24.33	0	0
38	Hotel Clarks Varanasi Ltd.	179540	3.32	0	179540	3.32	0	0
39	Banaras House Pvt. Ltd.	540000	10.00	0	540000	10.00	0	0
40	Bonita India Ltd.	100	0.00	0	100	0.00	0	0
	<b>Total</b>	<b>4772960</b>	<b>88.39</b>	<b>0</b>	<b>4772960</b>	<b>88.39</b>	<b>0</b>	<b>0</b>

Note: Securities and Exchange Board of India (SEBI) vide its Order dated 2<sup>nd</sup> Dec, 2014 (Ref: WTM / PS / 49 / CFD / DEC /2014) confirmed the directions issued vide its interim order dated 4<sup>th</sup> June, 2013 (Ref: WTM / PS / 08 / CFD / JUN/ 2013) against the company, its directors, promoters and promoter group inter-alia has directed freezing of voting rights and corporate benefits like dividend rights, bonus etc. with respect to the excess of proportionate promoter/promoter group shareholding;

**(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
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	There is no change in promoters' shareholding between 01.04.2018 to 31.03.2019			
	At the end of the year				

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

Sl. No.		Shareholding at the beginning of the year (01.04.2018)		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>For Each of the Top 10 Shareholders</b>				
	At the beginning of the year				
1	Radhey Shyam Agrawal	46804	0.87	46804	0.87
2	HB Stock Holdings Ltd.	45697	0.85	45697	0.85
3	R R B Securities Ltd.	29042	0.54	42892	0.79
4	Usha Agrawal	33554	0.62	33554	0.62
5	Vibha Nirjay Singh	25974	0.48	26694	0.49
6	New Mellenium Technology Management Limited	25568	0.47	25568	0.47
7	Lok Prakashan Ltd.	24900	0.46	24900	0.46
8	Sridas Foundation	21600	0.40	21600	0.40
9	Raviraj Developers Ltd.	15183	0.28	15183	0.28
10	V K Shah	13850	0.26	0	0.00
	Date wise Increase/ Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year (or on the date of separation, if separated during the year)	Same as above			

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

Sl. No.	Name of the Shareholder	Date	Shareholding			Reason	Cumulative Shareholding during the year		Remarks
			No. of shares at the beginning (01.04.2018/ end of the year 31.03.19)	% of total shares of the company	Increase / (Decrease)		No. of Shares	% of total shares of the company	
1	Shri Apurv Kumar Jt. Managing Director & CFO / KMP	01.04.2018 31.03.2019	35126 35126	0.65 0.65	0.00 0.00	Nil movement durina the vear	35126	0.65	
2	Shri Rupak Gupta Jt. Managing Director & CFO / KMP	01.04.2018 31.03.2019	818524 818524	15.16 15.16	0.00 0.00	Nil movement durina the vear	818524	15.16	
3	Smt. Supriya Gupta Director	01.04.2018 31.03.2019	0 0	0.00 0.00	0.00 0.00		0	0.00	
4	Shri Arvind Kumar Director	01.04.2018 31.03.2019	29341 29341	0.54 0.54	0.00 0.00	Nil movement durina the vear	29341	0.54	
5	Shri Bisheshwar Prasad Singh Director	01.04.2018 31.03.2019	0 0	0.00 0.00	0.00 0.00		0	0.00	
6	Shri Shafi Alam Director	01.04.2018 31.03.2019	0 0	0.00 0.00	0.00 0.00		0	0.00	
7	Shri Prakash Chandra Prusty Company Secretary / KMP	01.04.2018 31.03.2019	0 0	0.00 0.00	0.00 0.00		0	0.00	

## V. INDEBTEDNESS

### Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness (Rs. in lakh)
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	NIL	NIL	NIL	NIL
<b>Change in Indebtedness during the financial year</b>				
• Addition	32.32	NIL	NIL	32.32
• Reduction	NIL	NIL	NIL	NIL
<b>Net Change</b>	32.32	NIL	NIL	32.32
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	32.32	NIL	NIL	32.32
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	NIL	NIL	NIL	NIL

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount (in Rs.)
		Shri Apurv Kumar	Shri Rupak Gupta	
1	Gross Salary	5900806	5900806	11801612
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	NA	NA	
	(b) Value of perquisites u/s 17(2) of Income-tax Act, 1961	1196023	967837	2163860
	(c) Profits in lieu of salary under section 17(3) of Income-tax Act, 1961	NA	NA	NA
2	Stock Option	NA	NA	NA
3	Sweat Equity	NA	NA	NA
4	Commission			
	- as % of profit	NA	NA	NA
	- others, specify	NA	NA	NA
5	Others (Contribution to PF)	708097	708097	1416194
	<b>Total (A)</b>	<b>7804926</b>	<b>7576740</b>	<b>15381666</b>
	<b>Ceiling as per the Act</b>	<b>*</b>	<b>*</b>	<b>*</b>

### B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors	Sitting Fee	Independent Directors' Meeting	Total Amount (Rs.)	Remarks
1.	Independent Directors					
	• Fee for attending board/committee meetings	Shri Bisheshwar Prasad Singh Shri Shafi Alam	400000 90000	0 0	400000 90000	
	• Commission		0	0	0	
	• Others, please specify		0	0	0	
	<b>Total (1)</b>		<b>490000</b>		<b>490000</b>	
2.	Other Non-Executive Directors					
	• Fee for attending board/committee	Smt. Supriya Gupta Shri Arvind Kumar	15000 45000	0 0	15000 45000	
	• Commission		0	0	0	
	• Others, please specify		0	0	0	
	<b>Total (2)</b>		<b>60000</b>		<b>60000</b>	
	<b>Total (B)=(1+2)</b>		<b>550000</b>		<b>550000</b>	
	<b>Total Managerial Remuneration</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	
	<b>Overall Ceiling as per the Act</b>	<b>*</b>	<b>*</b>	<b>*</b>	<b>*</b>	

\*The Remuneration paid to Independent Director and other Executive/Non Executive Directors was within the ceiling limit as per the Act and as per shareholders' approval.

### C. Remuneration to key managerial personnel other than MD/Manager/WTD

Sl.No.	Particulars of Remuneration (in Rs.)	Key Managerial Personnel		
		Company Secretary	CFO	Total
		Shri Prakash Chadra Prusty		
1	Gross Salary	554400		
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	NA		
	(b) Value of perquisites u/s 17(2) of Income-tax Act, 1961	1205400		
	(c) Profits in lieu of salary under section 17(3) of Income-tax Act, 1961	NA		
2	Stock Option	NA		
3	Sweat Equity	NA		
4	Commission			
	- as % of profit	NA		
	- others, specify	NA		
5	Others (Contribution to PF)	66528		
	<b>Total</b>	<b>1826328</b>		

# Mr. Apurv Kumar & Mr. Rupak Gupta are also CFO of the company, please refer to Part A above for remuneration details.

**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)
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA

**C. OTHER OFFICERS IN DEFAULT**

Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA

By the order of the Board of Directors  
For **U. P. HOTELS LIMITED**

**Bisheshwar Prasad Singh**  
Chairman  
DIN: 06949954

**Apurv Kumar**  
Joint Managing Director  
& Chief Financial Officer  
DIN: 00043538

**Rupak Gupta**  
Joint Managing Director  
& Chief Financial Officer  
DIN: 00007310