

# FORM NO. MGT-7

[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]



सत्यमेव जयते

## 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

U74900KA2015PTC080316

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAHCR3137R

(ii) (a) Name of the company

RUPTUB SOLUTIONS PRIVATE L

(b) Registered office address

No. 201, 2nd Floor, Brigade MM Annexe, No. 36-44,  
K.R.Road, Yediyur, Jaynagar 7th Block  
Bengaluru  
Bangalore  
Karnataka  
560002

(c) \*e-mail ID of the company

sidharth@treebohotels.com

(d) \*Telephone number with STD code

08067640202

(e) Website

www.treebohotels.com

(iii) Date of Incorporation

13/05/2015

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(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

(b) Due date of AGM

(c) Whether any extension for AGM granted ☒ Yes ☐ No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

Pre-fill

(e) Extended due date of AGM after grant of extension

## 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	I1	Accommodation services provided by Hotel, Inns, Resorts, holiday homes, hostel,	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	GREYGREENSAGE HOSPITALITY	U74999KA2017PTC107117	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	40,000	10,531	10,531	10,531
Total amount of equity shares (in Rupees)	400,000	105,310	105,310	105,310

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	40,000	10,531	10,531	10,531
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	400,000	105,310	105,310	105,310

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	37,350	27,477	27,477	27,477
Total amount of preference shares (in rupees)	3,735,000	2,747,700	2,747,700	2,747,700

Number of classes

7

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series A compulsorily Convertible Preference share:				
Number of preference shares	6,000	5,024	5,024	5,024
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	600,000	502,400	502,400	502,400
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series A1 compulsorily Convertible Preference share:				
Number of preference shares	1,100	1,090	1,090	1,090
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	110,000	109,000	109,000	109,000
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series B compulsorily Convertible Preference share:				
Number of preference shares	9,200	8,353	8,353	8,353
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	920,000	835,300	835,300	835,300
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series C compulsorily Convertible Preference share:				
Number of preference shares	10,700	9,001	9,001	9,001
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	1,070,000	900,100	900,100	900,100

Class of shares Optionally Convertible Redeemable Preference shar	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	1,350	1,307	1,307	1,307
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	135,000	130,700	130,700	130,700
Class of shares Series D1 compulsorily Convertible Preference shar	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	8,100	1,878	1,878	1,878
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	810,000	187,800	187,800	187,800
Class of shares Series D2 compulsorily Convertible Preference shar	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	900	824	824	824
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	90,000	82,400	82,400	82,400

**(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	5,330	5,176	10506	105,060	105,060	
Increase during the year	25	0	25	250	250	2,989,476.5
i. Pubic 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	25	0	25	250	250	2,989,476.5
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 <div></div>						
<b>Decrease during the year</b>	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 <div></div>						
<b>At the end of the year</b>	5,355	5,176	10531	105,310	105,310	

## Preference shares

<b>At the beginning of the year</b>	16,821	7,954	24775	2,477,500	2,477,500	
<b>Increase during the year</b>	2,076	626	2702	270,200	270,200	323,355,100
i. Issues of shares	2,076	626	2702	270,200	270,200	323,355,100
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <div></div>						
<b>Decrease during the year</b>	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 <div></div>						
<b>At the end of the year</b>	18,897	8,580	27477	2,747,700	2,747,700	

ISIN of the equity shares of the company

(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			
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	<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	<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

**(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
<b>Total</b>			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**

115,285,986

**(ii) Net worth of the Company**

123,197,925

**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	10,000	94.96	1,307	4.76
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0



6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	<b>Total</b>	10,000	94.96	1,307	4.76

**Total number of shareholders (promoters)**

3

**(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	0	0	84	0.31
	(ii) Non-resident Indian (NRI)	25	0.24	723	2.63
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	506	4.8	25,363	92.31
10.	Others	0	0	0	0

	<b>Total</b>	531	5.04	26,170	95.25
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**Total number of shareholders (other than promoters)**

24

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

27

**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	3	3
Members (other than promoters)	8	24
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
<b>A. Promoter</b>	3	0	3	0	29.75	0
<b>B. Non-Promoter</b>	0	0	0	0	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	0	2	0	2	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	2	0	2	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
<b>Total</b>	<b>3</b>	<b>2</b>	<b>3</b>	<b>2</b>	<b>29.75</b>	<b>0</b>

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

5

**(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)
TARUN RAMESH DAVI	03575448	Nominee director	0	
MAYANK KHANDUJA	03579776	Nominee director	0	
SIDHARTH GUPTA	07151803	Whole-time director	4,973	
RAHUL CHAUDHARY	07160291	Whole-time director	4,973	
KADAMJEET JAIN	07644819	Whole-time director	54	

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

0

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)

**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

5

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra-Ordinary General Meeting	20/06/2020	11	3	29.75
Extra-Ordinary General Meeting	15/07/2020	11	3	29.75
Extra-Ordinary General Meeting	28/07/2020	11	3	29.75
Extra-Ordinary General Meeting	05/11/2020	27	3	29.75
Annual General Meeting	31/12/2020	27	3	29.75

**B. BOARD MEETINGS**

\*Number of meetings held

14

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	19/05/2020	5	3	60
2	09/06/2020	5	3	60
3	12/06/2020	5	3	60
4	25/06/2020	5	3	60
5	01/07/2020	5	3	60
6	09/07/2020	5	3	60
7	24/07/2020	5	5	100
8	06/08/2020	5	5	100
9	21/08/2020	5	5	100
10	21/08/2020	5	5	100
11	14/10/2020	5	5	100
12	19/12/2020	5	5	100

#### C. COMMITTEE MEETINGS

Number of meetings held

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					

#### 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	30/11/2021
								(Y/N/NA)
1	TARUN RAME	14	6	42.86	0	0	0	No
2	MAYANK KHA	14	6	42.86	0	0	0	No

3	SIDHARTH GUPTA	14	14	100	0	0	0	Yes
4	RAHUL CHAUDHARI	14	14	100	0	0	0	Yes
5	KADAMJEET JAIN	14	14	100	0	0	0	Yes

#### 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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SIDHARTH GUPTA	Whole Time Director	1,866,048	0	0	0	1,866,048
2	RAHUL CHAUDHARI	Whole Time Director	1,866,048	0	0	0	1,866,048
3	KADAMJEET JAIN	Whole Time Director	2,289,531	0	0	0	2,289,531
	Total		6,021,627	0	0	0	6,021,627

Number of CEO, CFO and Company secretary 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 other directors whose remuneration details to be entered

0

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

#### 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

Whether associate or fellow

☐ Associate ☐ Fellow

Certificate of practice number

**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.

(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 the 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 a 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.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...

11

dated

26/11/2021

(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

KADAMJ  
EET JAIN  
Digitally signed by  
KADAMJ EET JAIN  
Date: 2022.03.10  
11:45:23 +0530

DIN of the director

07644819

To be digitally signed by

Naman  
Gurumurthi  
Joshi  
Digitally signed by  
Naman Gurumurthi Joshi  
Date: 2022.03.10  
11:45:23 +0530

☐ Company Secretary

☒ Company secretary in practice

Membership number

8389

Certificate of practice number

9579

#### 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

List of shareholders.pdf  
ROC Karnataka AGM extension notification  
Details of Board Meetings.pdf

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