

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



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

U91990MH1925PLC001182

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCR8519H

(ii) (a) Name of the company

ROYAL WESTERN INDIA TURF C

(b) Registered office address

RACE COURSE,
MAHALAXMI,
MUMBAI
Maharashtra
400034

(c) *e-mail ID of the company

secretary@rwitc.com

(d) *Telephone number with STD code

02220842550

(e) Website

http://www.rwitc.com

(iii) Date of Incorporation

01/04/1925

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by guarantee	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

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	R	Arts, entertainment and recreation	R4	Sports, amusement and recreation activities	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				

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

ISIN of the equity shares of the company

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

794,318,710

(ii) Net worth of the Company

682,240,840

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	0	0
Members (other than promoters)	9,721	9,746
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	0	9	0	9	0	0
(i) Non-Independent	0	9	0	9	0	0
(ii) Independent	0	0	0	0	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	0	9	0	9	0	0

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

9

(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)
RAM HEMANT SHROF 	00004865	Director	0	
VIJAY BABURAO SHIR 	00006804	Director	0	
SUNIL GOBIND JHANG 	00077526	Director	0	
SURENDRA RAMCHAN 	00164013	Director	0	
JAYDEV MUKUND MO 	00234797	Director	0	
KHUSHROO NOSHIR I 	00333683	Director	0	
SHIVEN SURENDRAN 	00622510	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
GAUTAM PRATAP LAL +	00940015	Director	0	
JIYAJI MALOJI BHOSA +	05139255	Director	0	

(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	Nature of change (Appointment/ Change in designation/ Cessation)
GAUTAM PRATAP LAL +	00940015	Director	23/09/2022	APPOINTMENT
JEHANGIR HOMI MEH +	00110951	Director	23/09/2022	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

2

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 Me +	28/03/2023	9,770	35	
AGM	23/09/2022	9,729	96	

B. BOARD MEETINGS

*Number of meetings held

23

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17/04/2022	9	5	55.56
2	30/05/2022	9	7	77.78
3	05/06/2022	9	6	66.67
4	23/06/2022	9	8	88.89
5	24/06/2022	9	7	77.78
6	22/07/2022	9	9	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
7	25/07/2022	9	6	66.67
8	28/07/2022	9	9	100
9	10/08/2022	9	7	77.78
10	18/08/2022	9	7	77.78
11	09/09/2022	9	8	88.89
12	12/09/2022	9	9	100

C. COMMITTEE MEETINGS

Number of meetings held

0

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	
								(Y/N/NA)
1	RAM HEMANT	23	22	95.65	0	0	0	
2	VIJAY BABUR	23	21	91.3	0	0	0	
3	SUNIL GOBIN	23	22	95.65	0	0	0	
4	SURENDRA F	23	22	95.65	0	0	0	
5	JAYDEV MUK	23	14	60.87	0	0	0	
6	KHUSHROO M	23	12	52.17	0	0	0	
7	SHIVEN SURI	23	18	78.26	0	0	0	
8	GAUTAM PRA	10	10	100	0	0	0	

9	JIYAJI MALOJ	23	21	91.3	0	0	0	
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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

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

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

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

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

Kaushik M Jhaveri

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

2592

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:

- 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.
- 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

To be digitally signed by

- ☐ Company Secretary
- ☐ Company secretary in practice

Membership number

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

RWITC- List of Additional Board meeting fo

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

ROYAL WESTERN INDIA TURF CLUB LIMITED

U91990MH1925PLC001182

IX. MEETING OF MEMBERS/ CLASS OF MEMBERS/BOARD/ COMMITTEE OF BOARD OF DIRECTORS

B. BOARD MEETINGS:

Number of Meetings held: 23 (As the Form MGT 7 only accepts the details of 12 Committee Meetings, the details of other 11 meetings are provided hereunder):

Sr.no	Date Of Meeting	Total Number of Directors as on the date of the meeting	Attendance	
			Number of Directors Attended	% of attendance
13	16/09/2022	9	8	88.89
14	23/09/2022	9	9	100
15	12/10/2022	9	9	100
16	11/11/2022	9	7	77.78
17	03/12/2022	9	8	88.89
18	25/12/2022	9	7	77.78
19	10/01/2023	9	8	88.89
20	26/01/2023	9	8	88.89
21	11/02/2023	9	7	77.78
22	12/03/2023	9	5	55.56
23	26/03/2023	9	8	88.89

DRAFT 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/~~We~~ have examined the registers, records and books and papers of **ROYAL WESTERN INDIA TURF CLUB, LIMITED (the Club) (having CIN: U91990MH1925PLC001182)** 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, 2023. 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 Club, 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 Club has generally 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 therefore;
 3. filing of forms and returns as stated in the annual return and further the Club has filed the below mentioned forms, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;

Sr. No.	Forms	Purpose	Date of filing
1.	Form DPT-3	Pursuant to Rule 16 of the Companies (Acceptance of Deposit) Rules, 2019 – Annual Return for FY 2021-22.	28/06/2022
2.	Form MGT-14	Filing of Resolutions passed u/s 179(3) for Approval of Accounts and Directors Report by the Board.	07/09/2022
3.	Form AOC-4	Filing of Annual Accounts For the Financial year ended as on March 31, 2022	13/10/2022
4.	Form DIR-12	Appointment and Cessation of Director/ Committee Members in the AGM held on 23 rd September, 2022.	18/10/2022
5.	Form MGT-14	Filing of Resolution passed u/s 14(1) for Alteration of Articles of Association of Club at AGM held on 23 rd September, 2022.	18/10/2022

6.	Form MGT-14	Filing of All Resolutions passed at AGM held on 23 rd September, 2023 through VC/OAVM.	20/10/2022
7.	Form MGT-7	Annual Return for the Financial year ended as on March 31, 2022.	15/11/2022
8.	Form CSR-2	Report on Corporate Social Responsibility (CSR) for FY 2021-22.	31/03/2023

4. calling/convening/holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the Club 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 generally recorded in the Minutes 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; - **Not Applicable**
6. advances / loans to its directors and/or persons or firms or companies referred in section 185 of the Act; - **Not Applicable**
7. Contracts/arrangements with related parties as specified in section 188 of the Act were on an arm's length basis and in ordinary course of business. - **Not Applicable**
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 applicable instances; - **Not Applicable**
9. keeping in abeyance the rights to dividend, rights shares and bonus share spending registration of transfer of shares in compliance with the provisions of the Act; - **Not Applicable**
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; - **Not Applicable**
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/ re-appointment/~~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; - **Not Applicable.**

16. borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, whenever applicable; - **Not 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; - based on Report of the Committee, the Club had invested surplus fund with Mutual Funds. The investments are within the limits prescribed as per Section 186 of the Companies Act, 2013.
18. Alteration of the provisions of the ~~Memorandum and/or~~ Articles of Association of the Club;

For Kaushik M. Jhaveri & Co.

**Kaushik M. Jhaveri & Co.,
Practising Company Secretary
Mem. No.: F4254
CP. No.: 2592
UDIN:
Date:
Place: Mumbai**