

Independent Auditors' Report

To the Members of

Seapearl Hotels Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Seapearl Hotels Private Limited (“the Company”), which comprise the balance sheet as at 31 March 2022, and the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (“Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2022, and profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Emphasis of matter

We draw attention to Note 15(a) of the financial statements, where the Board of Directors of the Company have approved amalgamation of the Company with its holding company i.e. Chalet Hotels Limited, with an appointed date of 1 April 2020. The proposed amalgamation is subject to approval of the statutory and regulatory authorities.

Our opinion is not qualified in respect of this matter.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's directors report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.



Independent Auditors' Report (Continued)

Seapearl Hotels Private Limited

Other Information (Continued)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Director's Responsibility for the Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



Independent Auditors' Report (*Continued*)

Seapearl Hotels Private Limited

Auditor's Responsibilities for the Audit of the Financial Statements (*Continued*)

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the financial statement made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. (A) As required by Section 143(3) of the Act, we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;



Independent Auditors' Report (Continued)

Seapearl Hotels Private Limited

Report on Other Legal and Regulatory Requirements (continued)

- c) the balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account;
- d) in our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act;
- e) on the basis of the written representations received from the directors as on 31 March 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2022 from being appointed as a director in terms of Section 164(2) of the Act ; and
- f) with respect to adequacy of the internal financial control with reference to financial statements of the Company and the operating effectiveness of such control, refer to our separate Report in "Annexure B"

(B) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- a) the Company does not have any pending litigation which would impact its financial position;
- b) the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- c) there are no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
- d) (i) The management has represented that, to the best of its knowledge and belief as disclosed in Note 15(b) to the financial statement, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (ii) The management has represented, that, to the best of its knowledge and belief as disclosed in Note 15(b) to the financial statement, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:



Independent Auditors' Report (*Continued*)

Seaparl Hotels Private Limited

Report on Other Legal and Regulatory Requirements (*continued*)

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
 - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.
- (iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.
- e) The Company has neither declared nor paid any dividend during the year.
- (C) With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the Company is not a public company. Accordingly, the provisions of section 197 of the Act are not applicable to the Company.

The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022



Mansi Pardiwalla
Partner

Membership No: 108511
UDIN: 22108511AIRKOC2758

Mumbai
09 May 2022

Seapearl Hotels Private Limited

‘Annexure A’ to the Independent Auditors’ Report - 31 March 2022

With regards the Annexure A referred to in the Independent Auditors’ Report to the members of the Company on the financial statements for the year ended 31 March 2022, we report the following:

- (i) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not own any property, plant and equipment and accordingly clause 3(i) of the Order is not applicable to the Company.
- (ii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not hold any inventory and accordingly clause 3(ii)(a) to 3(ii)(b) of the Order is not applicable to the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable to the Company.
- (iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 (“the Act”) are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable to the Company.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for for any services provided by the Company. Accordingly, clause 3(vi) of the Order is not applicable.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Income-Tax and other statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of Goods and Service tax, Provident Fund, Employees’ State Insurance, Profession tax, Duty of customs, Cess and Wealth tax.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Income-Tax and other statutory dues were in arrears as at 31 March 2022 for a period of more than six months from the date they became payable.



Seapearl Hotels Private Limited

'Annexure A' to the Independent Auditors' Report - 31 March 2022 (Continued)

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to Income-Tax, or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the year and as at year end. Accordingly, clause 3(ix)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not been declared a wilful defaulter by any bank or financial institution or government or government authorities.
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under Sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.



Seapearl Hotels Private Limited

'Annexure A' to the Independent Auditors' Report - 31 March 2022 **(Continued)**

- (xii) According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- (xiii) The Company is a private limited company and accordingly the requirements as stipulated by the provisions of Section 177 of the Act are not applicable to the Company. In our opinion and according to the information and explanations given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with Section 188 of the Act where applicable and the details of such related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) In our opinion and based on the information and explanations provided to us, the Company does not have an internal audit system and is not required to have an internal audit system as per Section 138 of the Act. Accordingly, clause 3(xiv) of the Order is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) The company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirement of clause 3(xvi)(d) are not applicable to the Company.
- (xvii) The company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable to the Company.



Seapearl Hotels Private Limited

'Annexure A' to the Independent Auditors' Report - 31 March 2022 **(Continued)**

- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable to the Company.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022



Mansi Pardiwalla
Partner

Membership No: 108511
UDIN: 22108511AIRKOC2758

Mumbai
09 May 2022

Seapearl Hotels Private Limited

Annexure B to the Independent Auditors' report on the financial statement for the year ended 31 March 2022

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

(Referred to in paragraph 1 A (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Seapearl Hotels Private Limited ("the Company") as of 31 March 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2022 based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's Management and Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment



Seapearl Hotels private Limited

Annexure B to the Independent Auditors' report on the financial statement for the year ended 31 March 2022 *Continued*

Auditors' Responsibility (Continued)

of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For B S R & Co. LLP
Chartered Accountants

Firm's Registration No: 101248W/W-100022



Mansi Pardiwalla
Partner

Membership No: 108511

UDIN: 22108511AIRKOC2758

Mumbai
09 May 2022

Seapearl Hotels Private Limited

Balance Sheet
as at March 31, 2022

	Note	As at March 31, 2022	(Rs. In hundreds) As at March 31, 2021
ASSETS			
Non-current assets			
Non-current tax assets (net)		603.06	45.12
Total non-current assets		603.06	45.12
Current assets			
(i) Cash and cash equivalents	1a	8,453.86	16,469.84
(ii) Bank balances other than (ii) above	1b	1,079,246.87	1,041,960.21
Total current assets		1,087,700.73	1,058,430.05
TOTAL ASSETS		1,088,303.79	1,058,475.17
EQUITY AND LIABILITIES			
Equity			
Equity share capital	2	526,600.00	526,600.00
Other equity	3	557,804.69	530,557.13
Total equity		1,084,404.69	1,057,157.13
Liabilities			
Current liabilities			
Financial liabilities			
(i) Trade payables			
(a) Total outstanding dues of micro enterprises and small enterprises and		-	-
(b) Total outstanding dues to creditors other than micro enterprises and small enterprises	4	3,690.00	1,226.18
Other current liabilities	5	209.10	91.86
Total current liabilities		3,899.10	1,318.04
TOTAL EQUITY AND LIABILITIES		1,088,303.79	1,058,475.17

Significant Accounting Policies

Notes to the Financial Statements

The notes referred to above form an integral part of the financial statements.

As per our audit report of even date attached

For BSR & Co. LLP

Chartered Accountants

Firm's Registration No:101248W/W-100022

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1a - 16

For and on behalf of the Board of Directors of

Seapearl Hotels Private Limited

(CIN No. U55204MH2007PTC168713)



Mansi Pardiwalla

Partner

Membership No. 108511



Sanjay Sethi
Director

DIN. 00641243



Milind Wadekar
Director

DIN. 08627229

Mumbai
9 May 2022

Mumbai
9 May 2022

Seaparl Hotels Private Limited

Statement of Profit and Loss for the year ended March 31, 2022

		(Rs. In hundreds)
		For the year ended March 31, 2021
	Note	For the year ended March 31, 2022
Revenue		
Other income	6	40,400.78
Total income (A)		40,400.78
Expenses		
Other expenses	7	4,908.20
Total expenses (B)		4,908.20
Profit before tax (C) (A-B)		35,492.59
Tax expense (D)		8,245.00
Current tax		8,245.00
Profit for the year (E) (C-D)		27,247.59
Other comprehensive (Expense)		
<u>Items that will not be reclassified to profit or loss</u>		
Remeasurements of the defined benefit plans		-
Income tax Credit on above		-
Other comprehensive (expense) for the year, net of tax (F)		-
Total comprehensive income for the year (G) (E+F)		27,247.59
Earnings per equity share - Continuing operations (Face value of Rs 10 each)		
Basic	9	0.52
Diluted	9	0.52
Significant Accounting Policies	1	
Notes to the Financial Statements	1a - 16	

The notes referred to above form an integral part of the financial statements.

As per our audit report of even date attached

For B S R & Co. LLP
Firm's Registration No: 101248W/W-100022
Chartered Accountants

**For and on behalf of the Board of Directors of
Seaparl Hotels Private Limited**
(CIN No. U55204MH2007PTC168713)

M Pardiwalla

Mansi Pardiwalla
Partner
Membership No. 108511

Sanjay Sethi
Sanjay Sethi
Director
DIN. 00641243

Milind Wadekar
Milind Wadekar
Director
DIN. 08627229

Mumbai
9 May 2022

Mumbai
9 May 2022

Seapearl Hotels Private Limited

Statement of Cash Flows

for the year ended March 31, 2022

	(Rs. In hundreds)	
	For the year ended March 31, 2022	For the year ended March 31, 2021
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Profit before tax	35,492.59	53,021.90
Adjustments for :		
Interest income from instruments measured at amortised cost	(40,309.60)	(63,181.08)
Total	(40,309.60)	(63,181.08)
Operating Profit before working capital changes	(4,817.01)	(10,159.18)
Adjustments		
Increase / (Decrease) in trade payables and current liabilities	2,581.04	(2,651.04)
Total	2,581.04	(2,651.04)
Direct Taxes paid (net)	(8,802.94)	(16,812.98)
NET CASH (USED IN) OPERATING ACTIVITIES (A)	(11,038.91)	(29,623.20)
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Interest income received	38,191.49	59,056.74
Fixed deposits matured / placed (net)	(35,168.55)	(14,000.00)
NET CASH GENERATED FROM INVESTING ACTIVITIES (B)	3,022.94	45,056.74
C. CASH FLOW FROM FINANCING ACTIVITIES :		
NET (DECREASE) / INCREASE IN CASH AND CASH EQUIVALENTS (A) + (B) + (C)	(8,015.97)	15,433.54
CASH AND CASH EQUIVALENTS - OPENING BALANCE	16,469.84	1,036.30
CASH AND CASH EQUIVALENTS - CLOSING BALANCE	8,453.86	16,469.84

Note: The cash flow is in accordance with Ind AS 7 components of cash & cash equivalents Refer Schedule 1a

	As at March 31, 2022	As at March 31, 2021
Cash and cash equivalents (refer Note 1a)	8,453.86	16,469.84
Cash and cash equivalents as per statement of cash flows	8,453.86	16,469.84

The notes referred to above form an integral part of the financial statements.
As per our audit report of even date attached.

For B S R & Co. LLP
Firm's Registration No:101248W/W-100022

Chartered Accountants

M Pardiwalla

Mansi Pardiwalla
Partner
Membership No. 108511

Mumbai
09 May 2022

For and on behalf of the Board of Directors of
U55204MH2007PTC168713
Seapearl Hotels Private Limited

Sanjay Sethi

Sanjay Sethi
Director
DIN. 00641243

Mumbai
09 May 2022

Milind Wadekar

Milind Wadekar
Director
DIN. 08627229

Seapearl Hotels Private Limited
Statement of Changes in Equity

as at March 31, 2022

(Rs. In hundreds)

(a) Equity share capital

	As at March 31, 2022	As at March 31, 2021
Balance at the beginning of the reporting year	526,600.00	526,600.00
Balance at the end of the reporting year	526,600.00	526,600.00

(b) Other equity

	Attributable to the owners of the Company	
	Retained earnings	Total
Balance as at March 31, 2021	530,557.10	530,557.10
Total comprehensive income for the year		
Profit for the year	27,247.59	27,247.59
Total comprehensive income for the year	27,247.59	27,247.59
Balance as at March 31, 2022	557,804.69	557,804.69
Balance at April 1, 2020	494,135.23	494,135.23
Profit for the year	36,421.90	36,421.90
Total comprehensive income for the year	36,421.90	36,421.90
Balance as at March 31, 2021	530,557.13	530,557.13

The notes referred to above form an integral part of the financial statements.

As per our audit report of even date attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No:101248W/W-100022

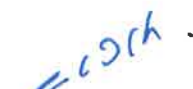
For and on behalf of the Board of Directors of
U55204MH2007PTC168713
Seapearl Hotels Private Limited



Mansi Pardiwalla
Partner
Membership No. 108511

Mumbai
9 May 2022


Sanjay Sethi
Director
DIN. 00641243


Milind Wadekar
Director
DIN. 08627229

Mumbai
9 May 2022

Seapearl Hotels Private Limited

Notes to the Financial Statements

1.1 Company background

Seapearl Hotels Private Limited ('the Company') is a private limited company, which is domiciled and incorporated in the Republic of India with its registered office situated at Raheja Tower, Plot No. C-30, Block 'G', Next to Bank of Baroda, Bandra Kurla Complex, Bandra East, Mumbai 400 051. The Company was incorporated under the Companies Act, 1956 on 13 March 2007.

1.2 Significant accounting policies

Basis of preparation and presentation

The Balance Sheet of the Company as at March 31, 2022 and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash flows for the year ended March 31, 2022 and Notes to the Financial Statements (together referred as 'Financial Statements') has been prepared under Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015.

i. Basis of measurement

The Financial Statements has been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities (including derivative instruments) that are measured at fair value (refer- Accounting policy regarding financials instruments);

Historical cost is generally based on the fair value of the consideration given in exchange for goods and service.

ii. Going Concern

The management of the Company is of the opinion that the current event & condition arisen on account worldwide outbreak of COVID 19 is not going to cast any significant doubt on the Company's ability to continue as a going concern. Based on the above, these financial statements have been prepared under a going concern assumption.

These financial statements, therefore, do not include any adjustments relating to recoverability and classification of asset and classification of liabilities that may be necessary if the Company was unable to continue as a going concern.

iii. Functional and presentation currency

The Financial Statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All the financial information have been presented in Indian Rupees (INR) and all amounts have been rounded-off to the nearest hundreds, except for share data and as otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentage may not precisely reflect the absolute figures.

iv. Use of estimates and judgments

While preparing the Financial Statements in conformity with Ind AS, the management has made certain estimates and assumptions that require subjective and complex judgments. These judgments affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses, disclosure of contingent liabilities at the Balance Sheet date and the reported amount of income and expenses for the reporting period. Future events rarely develop exactly as forecasted and the best estimates require adjustments, as actual results may differ from these estimates under different assumptions or conditions.



Seapearl Hotels Private Limited

Notes to the Financial Statements (Continued)

Significant accounting policies (Continued)

iv. Use of estimates and judgments (Continued)

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

- Recognition of deferred tax assets

Deferred tax assets and liabilities are recognised for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilised business loss and depreciation carry-forwards and tax credits. Deferred tax assets are recognised to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilised.

Further information about the assumptions made in measuring fair values is included in the following notes:

- Measurement of fair values

The Company's accounting policies and disclosures require the measurement of fair values for, both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. The management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the management assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of a financial asset or a financial liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- *Level 1:* quoted prices (unadjusted) in active markets for identical assets or liabilities.
- *Level 2:* inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- *Level 3:* inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

- Note 10 – Financial instruments



Seapearl Hotels Private Limited

Notes to the Financial Statements (Continued)

Significant accounting policies (Continued)

1.4 Current and non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current.

An asset is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be realised in, or is intended for sale or consumption in, the entity's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is expected to be realised within twelve months after the balance sheet date; or
- (d) it is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the balance sheet date.

All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be settled in, the entity's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is due to be settled within twelve months after the balance sheet date; or
- (d) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the balance sheet date.

All other liabilities are classified as non-current.

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

Based on the nature of services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – non-current classification of assets and liabilities.

1.5 Significant accounting policies

A. Revenue

i. Interest income

Interest income is recognised on accrual basis. Interest income is included in other income in the statement of Profit and Loss.

B. Income-tax

Income-tax expense comprises current and deferred tax. It is recognised in net profit in the Statement of Profit or Loss except to the extent that it relates to items recognised directly in equity or in the OCI.

i. Current tax

The Company has adopted tax rate 26% for year ended March 31, 2022 and March 31, 2021. Current tax is the amount of tax payable (recoverable) in respect of the taxable profit / (tax loss) for the year determined in accordance with the provisions of the Income-tax Act, 1961. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expenses that are taxable or deductible in other years & items that are never taxable or deductible. Current income tax for current and prior periods is recognised at



Seapearl Hotels Private Limited

Notes to the Financial Statements (Continued)

Significant accounting policies (Continued)

the amount expected to be paid to or recovered from the tax authorities, using tax rates and tax laws that have been enacted or substantively enacted at the reporting date. Provision for tax liabilities require judgements on the interpretation of tax legislation, developments in case laws and the potential outcomes of tax audits and appeals which may be subject to significant uncertainty. Therefore the actual results may vary from expectations resulting in adjustments to provisions, the valuation of deferred tax assets and therefore the tax charge in the Statement of Profit and Loss.

Current tax assets and liabilities are offset only if, the Company:

- a) has a legally enforceable right to set off the recognised amounts; and
- b) intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

C. Financial Instruments

1. Financial assets

(a) Recognition and initial measurement

Trade receivable are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset is initially measured at fair value plus, for an item not at Fair Value through Profit and Loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

Classification and subsequent measurement

The Company classifies its financial assets into a) financial assets measured at amortised cost, and b) financial assets measured at fair value through profit or loss (FVTPL). Management determines the classification of its financial assets at the time of initial recognition or, where applicable, at the time of reclassification.

(i) Financial assets measured at amortised costs

A financial asset is classified at amortised costs if it is held within a business model whose objective is to a) hold financial asset in order to collect contractual cash flows and b) the contractual terms of the financial asset give rise on specific dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. After initial measurement, such financial assets are subsequently measured at amortised cost using effective interest rate method (EIR). Amortised cost is arrived at after taking into consideration any discount on fees or costs that are an integral part of the EIR. The amortisation of such interests forms part of finance income in the Statement of Profit and Loss. Any impairment loss arising from these assets are recognised in the Statement of Profit and Loss.

(b) (ii) Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or



Seapearl Hotels Private Limited

Notes to the Financial Statements (*Continued*)

Significant accounting policies (*Continued*)

retained by the Company is recognised as a separate asset and associated liability for any amounts it may have to pay.

(c) *Impairment of financial assets*

In accordance with Ind-AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance.

b) Trade receivables- The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables which do not contain a significant financing component. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

2. **Financial liabilities**

(a) *Recognition, measurement and classification*

Financial liabilities are classified as either held at a) fair value through profit or loss, or b) at amortised cost. Management determines the classification of its financial liabilities at the time of initial recognition or, where applicable, at the time of reclassification. The classification is done in accordance with the substance of the contractual arrangement and the definition of a financial liability and an equity instruments. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities at amortised cost includes loan and borrowings, interest free security deposit, interest accrued but not due on borrowings, Retention money payable, trade and other payables. Such financial liabilities are recognised initially at fair value minus any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortised cost using the effective interest method.

The Company's financial liabilities at fair value through profit or loss includes derivative financial instruments.

(b) *Derecognition*

The Company derecognises financial liabilities when its contractual obligations are discharged or cancelled or have expired.

3. **Offsetting of financial assets and financial liabilities**

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

D. **Provisions, contingent liabilities and contingent assets**



Seapearl Hotels Private Limited

Notes to the Financial Statements (*Continued*)

Significant accounting policies (*Continued*)

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows specific to the liability. The unwinding of the discount is recognised as finance cost.

E. Provisions, contingent liabilities and contingent assets (*Continued*)

A present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is disclosed as a contingent liability. Contingent liabilities are also disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

Claims against the Company where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

F. Cash and cash equivalents

Cash and cash equivalent in the Balance Sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

G. Cash flow statement

Cash flows are reported using indirect method, whereby net profits before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from regular revenue generating (operating activities), investing and financing activities of the Company are segregated.

H. Earnings Per Share ("EPS")

The basic Earnings Per Share ("EPS") is computed by dividing the net profit / (loss) after tax for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, net profit/(loss) after tax for the year attributable to the equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.



Seaparl Hotels Private Limited

Notes to the Financial Statements (Continued)

as at March 31, 2022

(Rs. In hundreds)

Note 1a

Cash and cash equivalents

Balance with banks

- Current accounts

Cash on hand

As at March 31, 2022	As at March 31, 2021
8,453.86	16,423.46
-	46.38
8,453.86	16,469.84

Note 1b

Other bank balances

In term deposit accounts (others)

1,079,246.87	1,041,960.21
1,079,246.87	1,041,960.21

Includes accrued interest of Rs.14,078.32/- (March 31, 2021 Rs. 11,960.21/-)



Seaparl Hotels Private Limited

Notes to the Financial Statements (Continued)
as at March 31, 2022

Note 2

Share capital

(Rs. In hundreds)

(a) Details of the authorised, issued, subscribed and fully paid-up share capital as below:

Particulars	March 31, 2022	March 31, 2021
(i) Authorised 1,20,00,000 (March 31, 2021: 1,20,00,000) equity shares of the par value of Rs. 10.00 each	1,20,00,000.00	1,20,00,000.00
(ii) Issued, subscribed and paid-up 52,66,000 (March 31, 2021: 52,66,000) equity shares of the par value of Rs 10.00 each	52,66,000.00	52,66,000.00
Total	52,66,000.00	52,66,000.00

(b) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year:

Particulars	March 31, 2022	March 31, 2021
Equity shares		
Number of equity shares outstanding at the beginning of the year	5,266,000	5,266,000
Number of equity shares outstanding at the end of the year	5,266,000	5,266,000

(c) Registered shareholder holding more than 5% equity shares in the Company is set out below:

Particulars	March 31, 2022	March 31, 2021
Chalet Hotels Limited		
No. of Shares held	5,266,000	5,266,000
% of Holding	100 %	100 %
	5,266,000	5,266,000
	100 %	100 %

(d) Rights, preferences and restrictions attached to equity shares.

The Company has a single class of equity shares. Each shareholder is eligible for one vote per share held. The equity shareholders are eligible for dividend when recommended by the Board of Directors and approved by the Shareholders. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(e) Details of shares held by promoters

As at March 31, 2022

S. No.	Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
	Chalet Hotels Limited	5,266,000	0%	5,266,000	100%	0%
		5,266,000	0%	5,266,000	100%	0%
	Total Number of Equity Shares			5,266,000		

As at March 31, 2021

S. No.	Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
	Chalet Hotels Limited	5,266,000	0%	5,266,000	100%	0%
		5,266,000	0%	5,266,000	100%	0%
	Total Number of Equity Shares			5,266,000		



Seaparl Hotels Private Limited

Notes to the Financial Statements (Continued)

as at March 31, 2022

Note 3	As at	Rs. in hundreds
	March 31, 2022	As at March 31, 2021
Other equity		
Retained earnings		
Balance at the beginning of the year	530,557.10	494,135.23
Add: Profit for the year	27,247.59	36,421.90
At the end of the year	<u>557,804.69</u>	<u>530,557.13</u>

Nature and purpose of reserves

Retained earnings

Retained earnings represents surplus/accumulated earnings of the Company and are available for distribution to shareholders.

Note 4

Trade payables

	As at March 31, 2022	As at March 31, 2021
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues to creditors other than micro enterprises and small enterprises	3,690.00	1,226.18
Total	<u>3,690.00</u>	<u>1,226.18</u>

Trade payable Ageing Schedule

As at March 31, 2022

Particulars	Outstanding for following periods from the date of Invoice/Accrual				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	3,690.00	-	-	-	3,690.00
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-
Total	<u>3,690.00</u>	-	-	-	<u>3,690.00</u>

As at March 31, 2021

Particulars	Outstanding for following periods from the date of Invoice/Accrual				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,226.18	-	-	-	1,226.18
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-
Total	<u>1,226.18</u>	-	-	-	<u>1,226.18</u>

Note 5

Other current liabilities

Income received in advance (unearned revenue)		
Statutory dues payable*	209.10	91.86
	<u>209.10</u>	<u>91.86</u>

*Statutory dues payable includes TDS payable.



Seaparl Hotels Private Limited

Notes to the Financial Statements (Continued)

for the year ended March 31, 2022

(Rs. in hundreds)

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Note 6		
Other income		
Interest income from instruments measured at amortised cost	40,309.60	63,181.08
Miscellaneous income	91.18	-
	<u>40,400.78</u>	<u>63,181.08</u>
Note 7		
Other expenses		
Rates and taxes	91.00	49.00
Legal and professional charges	535.70	6,920.70
Payment to auditors (refer note 8)	4,258.48	3,030.39
Miscellaneous expenses	23.02	159.09
	<u>4,908.20</u>	<u>10,159.18</u>
Note 8		
Payment to auditors		
Audit Fees	3,572.88	2,751.18
Out of pocket expenses	42.48	-
Goods and Service Tax on above	643.12	279.21
Amount debited to Statement of Profit and Loss	<u>4,258.48</u>	<u>3,030.39</u>



Seaparl Hotels Private Limited

Notes to the Financial Statements (Continued)
for the year ended March 31, 2022

Note 9

Earnings Per Share (EPS)

(Rs. in hundreds)

Particulars	March 31, 2022	March 31, 2021
1 Profit attributable to equity shareholders	27,247.59	36,421.90
2 Calculation of weighted average number of equity shares		
(a) Number of shares at the beginning of the year	5,266,000	5,266,000
(b) Number of equity shares outstanding at the end of the year	5,266,000	5,266,000
3 Earnings per equity share - (Face value of Rs 10 each)		
Basic	0.52	0.69
Diluted	0.52	0.69
4 Nominal value of shares (Rs.)	10	10



Seaparl Hotels Private Limited

Notes to the Financial Statements (Continued)

as at March 31, 2022

(Rs. in hundreds)

Note 10

Financial instruments - Fair values and risk management

(A) Accounting classification and fair values

Carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy, are presented below. It does not include the fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

March 31, 2022	FVTPL	Carrying amount		Fair value			
		Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Current financial assets							
Cash and cash equivalents	-	8,453.86	8,453.86	-	-	-	-
Other bank balances	-	1,079,246.87	1,079,246.87	-	-	-	-
	-	1,087,700.73	1,087,700.73	-	-	-	-
Current financial liabilities							
Trade payables	-	3,690.00	3,690.00	-	-	-	-
	-	3,690.00	3,690.00	-	-	-	-

March 31, 2021	FVTPL	Carrying amount		Fair value			
		Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Current financial assets							
Cash and cash equivalents	-	16,469.84	16,469.84	-	-	-	-
Other bank balances	-	1,041,960.21	1,041,960.21	-	-	-	-
	-	1,058,430.05	1,058,430.05	-	-	-	-
Current financial liabilities							
Trade payables	-	1,226.18	1,226.18	-	-	-	-
	-	1,226.18	1,226.18	-	-	-	-

(i) Valuation techniques used to determine fair value

Specific valuation techniques used to value financial instruments include :

- the fair value of certain unlisted equity shares are determined based on the income approach or the comparable market approach, and for certain equity shares equals to the cost
- the fair value for the currency swap is determined using forward exchange rate for balance maturity
- the fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves
- the fair value of the forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date
- the fair value preference shares and the remaining financial instruments is determined using discounted cash flow analysis. The valuation model considers the present value of expected receipt/payment discounted using appropriate discounting rates.

Financial risk management

The Company has exposure to the

- Credit risk ;
- Liquidity risk;
- Market risk;

Risk management framework

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors is responsible for developing and monitoring the risk management policies.

The Company's risk management policies are established to identify and analyse the risks faced by the, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the activities. The company through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Company's Board of Director oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Board of Director is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Board of Director.



Seapearl Hotels Private Limited

Notes to the Financial Statements (Continued)
as at March 31, 2022

(Rs. In hundreds)

Note 10

Financial instruments – Fair values and risk management (Continued)

(B) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables cash and cash equivalents and other bank balances and securities. The carrying amounts of financial assets represent the maximum credit exposure.

(a) Cash and cash equivalents and other bank balances

The cash and cash equivalents and other bank balances are held with bank and financial institution counterparties with good credit rating.

(b) Other financial assets

Other financial assets are neither past due nor impaired.

Note 10

Financial instruments – Fair values and risk management (Continued)

(C) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

March 31, 2022	Carrying amount	Total	Contractual cash flows			
			Less than 1 year	1-2 years	2-5 years	More than 5 years
Current, non derivative financial liabilities						
Borrowings	-	-	-	-	-	-
Trade payables	3,690.00	3,690.00	3,690.00	-	-	-
Total	3,690.00	3,690.00	3,690.00	-	-	-

March 31, 2021	Carrying amount	Total	Contractual cash flows			
			Less than 1 year	1-2 years	2-5 years	More than 5 years
Current, non derivative financial liabilities						
Borrowings	-	-	-	-	-	-
Trade payables	1,226.18	1,226.18	1,226.18	-	-	-
Total	1,226.18	1,226.18	1,226.18	-	-	-

(D) Market risk

Market risk is the risk that the changes in market prices such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company does not have any foreign currency exposure and borrowings.



Seapearl Hotels Private Limited

Notes to the Financial Statements (Continued)

as at March 31, 2022

(Rs. in hundreds)

Note 11

Total outstanding dues of micro enterprises and small enterprises

During the year, Micro small and medium enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) have been identified by the Company on the basis of the information available with the Company and the auditors have relied on the same.

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
The amounts remaining unpaid to micro and small enterprises as at the end of the year		
Principal	-	-
Interest	-	-
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)	-	-
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006	-	-



Seapearl Hotels Private Limited
Notes to the Financial Statements (Continued)
for the year ended 31 March 2022

Note 12
Related Party Disclosures, as required by Indian Accounting Standard 24 are given below:

List of related parties

Relationship	Name of party	
	31 March 2022	31 March 2021
Holding Company	Chalet Hotels Limited	Chalet Hotels Limited
Fellow Subsidiary Company	Belaire Hotels Private Limited Chalet Hotels & Properties (Kerala) Private Limited	Belaire Hotels Private Limited Chalet Hotels & Properties (Kerala) Private Limited
Non- Executive directors	Sanjay Sethi Milind Wadekar, Director Karuna Nasta Rajib Dattaray (resigned w.e f 30th September 2021)	Sanjay Sethi Milind Wadekar, Director (w e f. August 19, 2020) Karuna Nasta Rajib Dattaray



MSP



Seaparl Hotels Private Limited
Notes to the Financial Statements (Continued)
for the year ended 31 March 2022

Note 12

Related party disclosures, as required by Indian Accounting Standard 24 are given below:

Related party disclosures for Year ended 31 March 2022

(Rs. in hundreds)

Sr.no	Particulars	Holding Company	Key Management Personnel / Relative/Other directors	Enterprises Controlled / Jointly controlled by KMPs or other Directors / Shareholders / Other Related Parties
1	Receipt of Intercorporate deposit given	-	-	-
2	Redemption of Redeemable Non Convertible Debentures	-	-	-

Significant transactions with material related parties for year ended 31 March 2022

Sr.no	Particulars	Subsidiaries	Key Management Personnel / Relative/Other directors	Enterprises Controlled / Jointly controlled by KMPs or other Directors / Shareholders / Other Related Parties
1	Receipt of Intercorporate deposit given Belaire Hotels Private Limited	-	-	-
2	Redemption of Redeemable Non Convertible Debentures Chalet Hotels Limited	-	-	-

Related party disclosures for Year ended 31 March 2021

(Rs. in hundreds)

Sr.no	Particulars	Holding Company	Key Management Personnel / Relative/Other directors	Enterprises Controlled / Jointly controlled by KMPs or other Directors / Shareholders / Other Related Parties
1	Receipt of Intercorporate deposit given	-	-	-
2	Redemption of Redeemable Non Convertible Debentures	-	-	-

Significant transactions with material related parties for year ended 31 March 2021

Sr.no	Particulars	Subsidiaries	Key Management Personnel / Relative/Other directors	Enterprises Controlled / Jointly controlled by KMPs or other Directors / Shareholders / Other Related Parties
1	Receipt of Intercorporate deposit given Belaire Hotels Private Limited	-	-	-
2	Redemption of Redeemable Non Convertible Debentures Chalet Hotels Limited	-	-	-



Seaparl Hotels Private Limited

Notes to the Financial Statements (Continued)
as at March 31, 2022

Note 13 Ratio Analysis and its elements

Ratio	Numerator	Denominator	March 31, 2022	March 31, 2021	% change	Reason for variance (more than 25%)
Current ratio	Current Assets	Current Liabilities	278.96	803.03	-65%	Due to fixed cost outflow led to reduction in current assets
Return on Equity ratio	Net Profits after taxes	Average Shareholder's Equity	0.03	0.03	27%	Return on Equity ratio improved due to progressive recovery of business on account of reduced impact of pandemic
Trade Payable Turnover Ratio	Other Expenses	Average Trade Payables	2.00	4.19	-52%	Higher due to conscious efforts by company towards cash management
Net Profit ratio	Net Profit	Total Income	0.67	0.58	17%	With no revenue generation, Return on Capital Employed was impacted
Return on Capital Employed	EBIT	Average Capital Employed	0.03	0.05	-35%	

Note 14 Details of Struck Off Companies As at 31 March 2022

Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding	Relationship with the Struck off company, if any, to be disclosed
NIL	Investments in securities Receivables Payables Other outstanding balances (to be specified)	- - -	

As at 31 March 2021

Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding	Relationship with the Struck off company, if any, to be disclosed
NIL	Investments in securities Receivables Payables Other outstanding balances (to be specified)	- - -	



Seapearl Hotels Private Limited

Notes to the Financial Statements (Continued)

for the year ended 31 March 2022

Note 15(a)

The Board of Directors of the Company at its meeting held on September 03, 2020 has approved Scheme of Amalgamation of the Company with Chalet Hotels Limited (Holding Company) with an appointed date of April 01, 2020. The proposed amalgamation is subject to the approval of the statutory and regulatory authorities. An application for approval of the scheme of amalgamation was filed with the National Company Law Tribunal on September 21, 2020 and post receipt of approval from the shareholders of the Holding Company, Petition has been filed with the National Company Law Tribunal. The order from the Tribunal in this regard is awaited.

Note 15(b)

The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note 16

Previous period figures have been re-grouped / re-classified wherever necessary, to conform to current period's classification in order to comply with the requirements of the amended Schedule III to the Companies Act, 2013 effective April 1, 2021.

As per our audit report of even date attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

For and on behalf of the Board of Directors of
Seapearl Hotels Private Limited
(CIN No. U55204MH2007PTC168713)

Mansi Pardiwalla
Partner
Membership No: 108511

Sanjay Sethi
Director
DIN. 00641243

Milind Wadekar
Director
DIN. 08627229

Mumbai
09 May 2022

Mumbai
09 May 2022