

SEAPEARL HOTELS PRIVATE LIMITED

CIN – U55204MH2007PTC168713

Regd. Office: 4th Floor, Raheja Tower, Plot No. C-30, Block 'G', Bandra Kurla Complex, Bandra (East), Mumbai 400051

Tel: +91-22-26564000 Fax: +91-22-26565451

DIRECTORS' REPORT

To,
The Members
Seapearl Hotels Private Limited
(herein after referred as “the Company”)

Your Directors submit their Thirteenth Annual Report on the business and operations of the Company along the financial statements for the year ended 31st March, 2020.

1. Financial Summary:

The financial results of the Company for the year in comparison with the previous year are summarized below.

Description	F.Y. 2019-20 Amount in Rupees	F.Y. 2018-19 Amount in Rupees
Income		
Other Income	1,252,665	66,140
Total Income	1,252,665	66,140
Expenditure		
Administration & other expenses	1,863,448	1,104,114
Total Expenditure	1,863,448	1,104,114
Profit / (Loss) for the year before tax	(610,783)	(1,037,974)
Provision for Tax including deferred tax	340,000	19,000
Short/ (excess) provision for Income Tax of earlier years	148,830	(146,613)
Net Profit/ (Loss) after Tax for the year	(1,099,613)	(910,361)
Provision for proposed Dividend	-	-
Dividend Distribution Tax	-	-

2. Review of Performance:

Your Company was set-up with the objective of establishing and operating a star category hotel. In that respect your Company made various efforts, including buying land, tying up with Hotel Operator to set-up a hotel, however the efforts have not yielded the desired results. Your Company is presently not running any business activity and as recommended by the members, the Board of Directors are seeking advice from consultants on voluntarily winding-up the Company.

3. Dividend:

In view of carried forward loss, your Directors regret their inability to recommend any Dividend.

4. Transfer to Reserves:

No amount for the year is transferred to Reserve Account of the Company.

5. Public Deposits:

During the year, the Company has neither accepted nor renewed any 'Public Deposit' within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014.

6. Material Changes And Commitments

There have been no material changes and commitments affecting the financial position of your Company, which have occurred between the end of the financial year to which the financial statements relate and the date of this report.

7. Share Purchase Agreement

On 17th January 2020, the Company, Seapearl Holdings Limited and AAPC Singapore Pte Ltd. entered into a Share Purchase Agreement with Chalet Hotels Limited (**'Share Purchase Agreement'**) for the purpose of transferring and selling 100% of the issued, subscribed and paid up share capital of Company comprising of (i) 38,96,840 Equity Shares of Rs. 10/- each and 35,00,496 Fully Compulsorily Convertible Debentures of Rs. 100/- each held by Seapearl Holdings Limited and (ii) 13,69,160 Equity Shares and 12,29,904 Fully Compulsorily Convertible Debentures of Rs. 100/- each held by AAPC Singapore Pte Limited, to Chalet Hotels Limited, subject to the terms and conditions as contained therein.

In terms of the Share Purchase Agreement, the transaction for acquisition of Equity Shares and Fully Compulsorily Convertible Debentures was completed between Seapearl Holdings Limited, AAPC Singapore Pte Ltd. and Chalet Hotels Limited on 10th February, 2020 and consequently, with effect from 10th February, 2020, Chalet Hotels Limited is the Holding Company.

8. Deemed Public Company:

Chalet Hotels Limited is a public listed company and therefore, under the provisions of Section 2(71) of the Companies Act, 2013 our Company, being a subsidiary of a public company, has with effect from 10th February 2020 become a deemed public company and a wholly owned subsidiary of Chalet Hotels Ltd..

9. Alteration of Articles of Association of the Company.

In terms of the Share Purchase Agreement dated 17th January 2020 and pursuant to the approval granted at the Extra Ordinary General Meeting of the Equity Shareholders of the Company held on 10th February 2020, the Articles of Association of the Company were amended by adopting Table F of the Companies Act, 2013 and the necessary filings with the Registrar of Companies has been completed.

10. Shifting of Registered Office of the Company:

The Company changed its Registered Office to 4th Floor, Raheja Tower, Plot No. C-30, Block 'G', Bandra Kurla Complex, Bandra (East), Mumbai 400051, w.e.f. 6th March, 2020.

11. Debentures:

During the year, pursuant to the approval granted at the Extra Ordinary General Meeting of the Equity Shareholders of the Company held on 10th February 2020 and approval of the Debenture-holder, the terms of 47,30,400, 0% Fully Compulsorily Convertible Debentures of Rs. 100/- each were changed into 0% Redeemable Non-Convertible Debentures of Rs. 100/- each, redeemable any time at the option of the holder.

Pursuant to the request of the debenture-holder, 47,30,400 the 0% Redeemable Non-Convertible Debentures of Rs. 100/- each were redeemed on 12th February 2020.

12. Subsidiary(ies) / Associate Companies:

The Company has no Subsidiary Company. The Company has no Associate Company within the meaning of section 2(6) of the Companies Act, 2013.

13. Loans from Directors:

During the year under review, the Company has not borrowed any amount from its Directors.

14. Directors:

During the course of the year under review, Mr. Ajitkumar Oza (DIN 06704756), Mr. Olivier Baroux (DIN 03621117) and Mr. Abhishek Goyal (DIN 05191187), resigned from the Board of Directors with effect from 7th February, 2020 and have consequently ceased to be Directors of your Company.

The Board places on record its appreciation for the valuable guidance and assistance received from these Directors during their respective tenures.

The Board of Directors, at their meeting held on the 7th February 2020, have appointed (i) Mr. Sanjay Sethi (DIN 00641243), (ii) Mr. Rajeev Newar (DIN 00468125), (iii) Ms. Karuna Nasta (DIN 08627149) and (iv) Mr. Rajib Dattaray (DIN 06704770), as Additional Directors of the Company, with effect from the said date, whose term of office is upto the date of this Annual General Meeting, in accordance with the applicable provisions of the Articles of Association and the Companies Act, 2013. The Directors being eligible offer themselves for appointment as regular director, liable to retire by rotation. The approval of the members for their appointment has been sought in the Notice convening the Annual General Meeting of the Company.

On 3rd March, 2020, Mr. Rajib Dattaray, Director of the Company has been appointed as the Compliance Officer and 'Officer in Default' under Section 2(60)(iii) of the Companies Act, 2013, for any or all provisions of the Companies Act, 2013 where the expression 'officer who is in default' or an expression which closely resembles it, occurs.

The provisions of Section 149(4) of the Companies Act, 2013 for having an Independent Director on the Board of Directors do not apply to the Company. Consequently, the requirement under Section 134(3)(d) of the Companies Act, 2013 with respect to furnishing a statement on declaration given by Independent Director(s) do not apply to the Company.

15. Company's Policy on Directors' Appointment, Remuneration etc.:

The provisions of Section 178 of the Companies Act, 2013 stipulating Nomination & Remuneration Committee is not applicable to the Company. Accordingly, the Company does not have any formal policy with respect to appointment, remuneration etc. of Directors. The management, however, ensures that appointment of Directors and their remuneration are decided in the best interest of stakeholders as well in alignment with the prevailing industry trend.

16. Risk Management:

The provisions for constitution a Risk Management Committee under the Companies Act, 2013, is not applicable to the Company. However, the Board ensures to identify and evaluate business risks and opportunities for mitigation of the same on a continual basis.

17. Board Evaluation:

The provisions of Section 134(3)(p) of the Companies Act, 2013 read with Rule 8(4) of the Companies (Accounts) Rules, 2014 for having formal self annual evaluation by the Board of Directors are not applicable to the Company. Consequently, the requirement under the stated section with respect to furnishing a statement indicating manner in which formal evaluation has been made by the Board of its own performance do not apply to the Company.

18. Number of Board Meetings:

Periodically, in pursuance of provisions of the Act, the Board of Directors meet and carried on the management of the Company.

The Board of Directors duly met 9 times on 12th July 2019, 25th October 2019, 16th November 2019, 17th January 2020, 30th January 2020, 7th February 2020 (05.30 p.m.), 7th February 2020 (06.00 p.m.), 10th February 2020 and 3rd March 2020 during the year ended March 31, 2020. The intervening gap between the meetings was well within the limits prescribed under the Companies Act, 2013.

The details of attendance of Directors in the Board Meetings for the year ended March 31, 2020 are as follows:

Sr. No.	Date of Board Meeting	Mr. Ajitkumar Oza	Mr. Olivier Baroux	Mr. Abhishek Goyal (Alternate Director to Mr. Olivier Baroux)	Mr. Sanjay Sethi*	Mr. Rajeev Newar*	Ms. Karuna Nasta*	Mr. Rajib Dattaray*
1.	12 th July 2019	Present	Absent	Present	N.A.	N.A.	N.A.	N.A.
2.	25 th October 2019	Present	Absent	Present	N.A.	N.A.	N.A.	N.A.
3.	16 th November 2019	Present	Absent	Present	N.A.	N.A.	N.A.	N.A.
4.	17 th January 2020	Present	Absent	Present	N.A.	N.A.	N.A.	N.A.
5.	30 th January 2020	Present	Absent	Present	N.A.	N.A.	N.A.	N.A.
6.	7 th February 2020 (05.30 p.m.)	Present	Absent	Present	Present	Present	N.A.	N.A.
7.	7 th February 2020 (06.00 p.m.)	N.A.	N.A.	N.A.	Present	Present	Present	Present
8.	10 th February 2020	N.A.	N.A.	N.A.	Present	Present	Present	Present
9.	3 rd March 2020	N.A.	N.A.	N.A.	Present	Present	Present	Present

* Mr. Sanjay Sethi, Mr. Rajeev Newar, Ms. Karuna Nasta, Mr. Rajib Dattaray has been appointed as directors with effect from 7th February, 2020.

19. Directors' Responsibility Statements:

In accordance with the provisions of section 134(3)(c) and 134(5) of the Companies Act, 2013, your Directors submit the following responsibility statements:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

The directors are unable to give a representation that the annual accounts of the Company have been prepared on a going concern basis. The Company has initiated an exercise for voluntary winding-up.

20. Key Managerial Personnel:

During the year, Ms. Pooja Thakar, tendered her resignation as Company Secretary of the Company with effect from 14th February, 2020.

The Board places on record its appreciation for her services during her tenure with the Company.

21. Auditors:

a) Statutory Auditor:

Members of the Company at the Annual General Meeting that was held on 26th July, 2017 had appointed M/s. S R B C & Co. LLP, Chartered Accountants as Statutory Auditor for a period of 5 years. In terms of amendment to section 139 of the Act such appointment is valid upto the conclusion of fifth Annual General Meeting from the date of their appointment i.e. upto Financial Year 2021-2022.

Accordingly, M/s. S R B C & Co. LLP will continue as the Statutory Auditors for the financial year 2020-21.

The Statutory Auditors' Report does not contain any qualification, reservation or adverse remark. However, the statutory auditor has drawn attention i.e. an Emphasis of Matter with regard to Note No 2 (a) of the Financial Statements, in their report, details of which are as follows:

“These financial statements have been prepared on accrual basis and on the assumption that the Company will not be a going concern as the Company is planning to go for voluntary winding up. As a result these financial statements have been prepared stating the current assets and liabilities at which they are realizable/ payable.”

The contents of para in the Auditor's Report relating to Material uncertainty related to going concern and Emphasis of matter are self explanatory.

b) Cost Auditor:

The provisions of Section 148 of the Act read with Rule 3 of the Companies (Cost Records and Audit) Rules, 2014 do not apply to the Company. Accordingly, the Company has not appointed Cost Auditor.

c) **Secretarial Auditor:**

The provisions of Section 204 of the Act read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 do not apply. Accordingly, the Company has not appointed Secretarial Auditor.

The provisions relating to submission of Secretarial Audit Report is not applicable to the Company.

22. **Cost Audit:**

The provisions of Section 148 of the Companies Act, 2013 is not applicable for the Company hence, the Company has not maintained cost records.

23. **Particulars of Loan(s), Guarantee(s) or Investment(s) made under Section 186 of the Companies Act, 2013:**

During the year; the Company had no financial transaction falling under provisions of Section 186 of the Companies Act, 2013.

24. **Vigil Mechanism:**

In absence of applicability of provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of the Board & its Powers) Rules, 2014, the Company has not established a formal Vigil Mechanism to report genuine concerns.

25. **Significant / Material orders passed by the regulatory etc.:**

During the year, there was no significant / material order passed by any regulator, court or tribunal on the Company impacting the going concern status and Company's operations in future.

26. **Annual Return:**

Section 92(3) of the Companies Act, 2013 provides that every company is required to place a copy of the annual return on the website of the company, if any, and the web-link of such annual return to be disclosed in the Board's report. As the Company does not have any website, extract of the Annual Return is furnished in **Annexure 1** to this Report.

27. **Particulars of contracts or arrangements made with related parties:**

During the year, the Company had not entered into any transaction or arrangement falling under provisions of Section 188 of the Companies Act, 2013.

28. **Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo:**

Since, no business has been carried by the Company, the information with respect to conservation of energy, technology absorption, Foreign Exchange Earnings and Outgo is not being reported. .

29. **Disclosure relating to remuneration of Employees:**

During the year under review, no employee of the Company received remuneration more than Rs. Sixty Lakhs per annum and hence, the information in pursuance of Rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 has not been provided.

30. **Corporate Social Responsibility:**

In absence of applicability of the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility) Rules, 2014, the Company has not constituted a Corporate Social Responsibility Committee.

31. **Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

In absence of applicability of the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has not constituted the Internal Complaints Committee.

32. Secretarial Standards:

The Company has complied with Secretarial Standard 1 and Secretarial Standard 2 relating to Board and General Meetings issued by the Institute of Company Secretaries of India.

Acknowledgement and appreciation:

Your Directors acknowledge and place on record their gratitude and sincere thanks to employees, bankers, business associates, consultants and all internal and external stakeholders; for their continued support extended to the Company during the year.

**For And On Behalf Of The Board Of
Directors**

Sd/-

SANJAY SETHI

Director

DIN-00641243

4th Floor, Raheja Tower, Plot No. C-30,
Block 'G', Bandra Kurla Complex,
Bandra (East), Mumbai 400051

Sd/-

RAJIB DATTARAY

Director

DIN-06704770

4th Floor, Raheja Tower, Plot No. C-30,
Block 'G', Bandra Kurla Complex,
Bandra (East), Mumbai 400051

Place: Mumbai

Date: 14th May, 2020

Annexure 1

Form MGT 9

Extract of Annual Return as on the financial year ended on 31st March, 2020 [Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

(i) CIN:

U55204MH2007PTC168713

(ii) Registration Date:

1	3	0	3	2	0	0	7
Date		Month		Year			

(iii) Name of the Company:

SEAPEARL HOTELS PRIVATE LIMITED

(iv) Category of the Company: [Pl. tick]

1.	Public Company	-
2.	Private Company	✓

Sub Category of the Company: [Please tick whichever are applicable]

1.	Government Company	-
2.	Small Company	-
3.	One Person Company	-
4.	Subsidiary of Foreign Company	-
5.	NBFC	-
6.	Guarantee Company	-
7.	Limited by shares	✓
8.	Unlimited Company	-
9.	Company having share capital	-
10.	Company not having share capital	-
11.	Company Registered under Section 8	-

(v) Address of the Registered Office and contact details:

Address:	Office: 4th Floor, Raheja Tower, Plot No. C-30, Block 'G', Bandra Kurla Complex, Bandra (East), Mumbai 400051 (<i>with effect from 6th March 2020</i>)
Contact No.:	+91-22-26564000

(vi) Whether shares listed on recognized Stock Exchange(s): ~~Yes~~ / No

If 'Yes', the details of Stock Exchanges, where the shares are listed.

Sr. No.	Stock Exchange Name	Code
1.	-	-
2.	-	-

(vii) Name, Address and Contact details of Registrar and Transfer Agent, if any.

Name:	Bigshare Services Private Limited
Address:	1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road Near Keys Hotel, Marol, Andheri – East, Mumbai – 400059
Contact No.	022-62638200

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	--	--	--

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name and Address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% of shares held	Applicable section
1.	Chalet Hotels Limited 4 th Floor, Raheja Tower, Plot No. C-30, Block 'G', Bandra Kurla Complex, Bandra (East), Mumbai 400051	NA	Holding Company *	100	2 (46)

* With effect from 10th February, 2020

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):

i) Category-wise Share Holding:

excess of Rs. 1 lakh.									
c) Others (specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(2):	--	--	--	--	--	--	--	--	--
Total Public Shareholding (B)=(B) (1)+(B) (2)	--	--	--	--	--	--	--	--	--
C. Share held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	52,66,000	--	52,66,000	100%	52,66,000	--	52,66,000	100%	--

(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Seapearl Holdings Ltd.	38,96,840	74%	NIL	--	--	--	74%
2.	AAPC Singapore Pte. Ltd.	13,69,160	26%	NIL	--	--	--	26%
3.	Chalet Hotels Limited	--	--	--	52,66,599	100%	--	100%
4.	Chalet Hotels Limited jointly with Mr. Neel Raheja	--	--	--	1	Negligible	--	--
	Total...	52,66,000	100%	NIL	52,66,000	100%	NIL	--

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

Sl. No.	Shareholder's Name	Shareholding			Increase / (Decrease) in Shareholding	Reason	Cumulative Shareholding during the year (01-04-19 to 31-03-20)	
		No. of shares at the beginning (1 st April, 2019) / end of the year (31 st March, 2020)	% of total shares of the Co.	Date of change			No. of shares	% of total shares of the Company
1.	Seapearl Holdings Ltd.	38,96,840	74%	10.02.2020	38,96,840	sold	0	0%
2.	AAPC Singapore Pte. Ltd.	13,69,160	26%	10.02.2020	13,69,160	sold	0	0%
3.	Chalet Hotels Ltd.	52,66,599	100%	10.02.2020	52,66,599	purchase	52,66,599	100%

Sl. No.	Shareholder's Name	Shareholding			Increase / (Decrease) in Shareholding	Reason	Cumulative Shareholding during the year (01-04-19 to 31-03-20)	
		No. of shares at the beginning (1 st April, 2019) / end of the year (31 st March, 2020)	% of total shares of the Co.	Date of change			No. of shares	% of total shares of the Company
4.	Chalet Hotels Limited jointly with Mr. Neel Raheja	1	Negligible	10.02.2020	1	Purchase	1	Negligible

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

Sl. No.	Shareholder's Name	Shareholding			Increase / (Decrease) in Shareholding	Reason	Cumulative Shareholding during the year (01-04-19 to 31-03-20)	
		No. of shares at the beginning (1 st April, 2019) / end of the year (31 st March, 2020)	% of total shares of the Company	Date of change			No. of shares	% of total shares of the Company
1.	NA	--	--	--	--	--	--	--

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Director's / Key Managerial Personnel Name	Shareholding			Increase / (Decrease) in Shareholding	Reason	Cumulative Shareholding during the year (01-04-19 to 31-03-20)	
		No. of shares at the beginning (1 st April, 2019) / end of the year (31 st March, 2020)	% of total shares of the Company	Date of change			No. of shares	% of total shares of the Company
1.	NA	--	--	--	--	--	--	--

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year.				
i. Principal Amount	--	-	--	-
ii. Interest due but not paid	--	--	--	--
iii. Interest accrued but not due	--	--	--	--
Total (i+ ii + iii)	--	-	--	-
Change in Indebtedness during the financial year.				
Addition (due to exchange rate difference)	--	--	--	--
Reduction	--	--	--	--
Net Change	--	--	--	--
Indebtedness at the end of the financial year.				
i. Principal Amount	--	-	--	-
ii. Interest due but not paid	--	--	--	--
iii. Interest accrued but not due	--	--	--	--
Total (i + ii+ iii)	--	-	--	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

Sl. no.	Particulars of Remuneration	Names of MD/WTD/ Manager				Total Amount
		--	--	--	--	
		Rs.	Rs.	Rs.	Rs.	Rs.
1.	Gross salary.	-	-	-	-	-
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961.	-	-	-	-	-
	b) Value of perquisites u/s 17(2) Income Tax Act, 1961.	-	-	-	-	-
	c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961.	-	-	-	-	-
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission					
	- as % of profit.	-	-	-	-	-
	- others, specify.	-	-	-	-	-
5.	Others, please specify	-	-	-	-	-
6.	Total (A)	-	-	-	-	-
	Ceiling as per the Act	-	-	-	-	-

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Names of Directors				Total Amount
		-	-	-	-	-
		Rs.	Rs.	Rs.	Rs.	Rs.
1.	Independent Directors					
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
2.	Other Non-Executive Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify.	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B) = (1 + 2)	-	-	-	-	-
3.	Total Managerial Remuneration (Total A+B)	-	-	-	-	-
4.	Overall Ceiling as per the Act	-	-	-	-	-

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO Rs.	CS * Rs	CFO Rs.	Total Rs.
1.	Gross salary	-	-	-	-
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961.	-	1,57,242	-	1,57,242
	b) Value of perquisites u/s 17(2) Income Tax Act, 1961.	-	-	-	-
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961.	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
	a) as % of profit	-	-	-	-
	b) others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total.....	-	1,57,242	-	1,57,242

* Upto 13th February 2020.

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

**For And On Behalf Of The Board Of
Directors**

Sd/-

SANJAY SETHI

Director

DIN-00641243

4th Floor, Raheja Tower, Plot No. C-30,
Block 'G', Bandra Kurla Complex,
Bandra (East), Mumbai 400051

Sd/-

RAJIB DATTARAY

Director

DIN-06704770

4th Floor, Raheja Tower, Plot No. C-30,
Block 'G', Bandra Kurla Complex,
Bandra (East), Mumbai 400051

Annexure 2

Form AOC 2

Form for disclosure of particulars of contracts / arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms' length transactions under third proviso thereto.

[Pursuant to clause (h) of sub-section (3) of section of the Act and rule 8(2) of the Companies (Accounts) Rules 2014.]

1. Details of contracts or arrangements or transactions not at arm's length basis

(a) Name(s) of the related party and nature of relationship.	-
(b) Nature of contracts/arrangements/ transactions.	-
(c) Duration of the contracts/ arrangements/ transactions.	-
(d) Salient terms of the contracts or arrangements or transactions including the value, if any.	-
(e) Justification for entering into such contracts or arrangements or transactions.	-
(f) Date(s) of approval by the Board.	-
(g) Amount paid as advances, if any.	-
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188.	-

2. Details of material contracts or arrangement or transactions at arm's length basis

(a) Name(s) of the related party and nature of relationship.	Chalet Hotels Limited
(b) Nature of contracts/ arrangements/ transactions.	Redemption of Debentures
(c) Duration of the contracts/ arrangements/ transactions.	-
(d) Salient terms of the contracts or arrangements or transactions including the value, if any.	47,30,400 0% Redeemable Non-Convertible Debentures of Rs. 100/- each
(e) Date(s) of approval by the Board.	10 th February 2020
(f) Amount paid as advances, if any.	-

For And On Behalf Of The Board Of Directors

Sd/-

SANJAY SETHI

Director

DIN-00641243

4th Floor, Raheja Tower, Plot No. C-30,
Block 'G', Bandra Kurla Complex,
Bandra (East), Mumbai 400051

Sd/-

RAJIB DATTARAY

Director

DIN-06704770

4th Floor, Raheja Tower, Plot No. C-30,
Block 'G', Bandra Kurla Complex,
Bandra (East), Mumbai 400051

INDEPENDENT AUDITOR'S REPORT
To the Members of Seapearl Hotels Private Limited

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of Seapearl Hotels Private Limited ("the Company"), which comprise the Balance sheet as at March 31 2020, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the Ind AS financial statements, including a summary of 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 Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the 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 March 31, 2020, its loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Ind AS 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 audit opinion on the Ind AS financial statements.

Emphasis of Matter - Liquidation

We draw attention to Note 2(a) of the financial statements regarding the preparation of these financial statements on a liquidation basis, instead of going concern basis, in the absence of any definitive business plans of the Company in foreseeable future.

Our opinion is not modified in respect of the above matter.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report but does not include the Ind AS financial statements and our auditor's report thereon.

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

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such 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.

Responsibilities of Management for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity 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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS financial statements, management is 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.

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

Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS 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 Ind AS 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 Ind AS 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.

- 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 made by management.
- Conclude on the appropriateness of management's 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 Ind AS financial statements, including the disclosures, and whether the Ind AS 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 (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. 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;
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

- (e) The matter described in Emphasis of Matter - Liquidation paragraph above, in our opinion, may have an adverse effect on the functioning of the Company;
- (f) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;
- (g) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (h) The provisions of section 197 read with Schedule V of the Act are not applicable to the Company for the year ended March 31, 2020;
- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Vijay Maniar
Partner
Membership Number: 36738
UDIN: 20036738AAAABT1055
Place of Signature: Mumbai
Date: May 14, 2020

"Annexure 1 Annexure 1" to Independent Auditor's Report

Seapearl Hotels Private Limited ('the Company')

With reference to the "Annexure 1" referred in the independent Auditors report to the members of the Company on the Ind AS financial statements for the year ended 31 March 2020 we report that:

- (i) The Company does not have any fixed assets and hence reporting under clause(i) of the Order is not applicable.
- (ii) The Company does not have any inventory and hence reporting under clause(ii) of the Order is not applicable.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, the provisions of clause 3(iii)(a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us, provisions of section 185 and 186 of the Companies Act 2013 in respect of loans to directors including entities in which they are interested and in respect of loans and advances given, investments made and, guarantees and securities given have been complied with by the Company.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Act for the products or services of the Company.
- (vii) (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, goods and service tax, cess and other statutory dues applicable to it.
(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income-tax, service tax, duty of custom, duty of excise, sales tax, value added tax, goods and service tax, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
(c) According to the information and explanations given to us, there are no dues of income tax, sales-tax, service tax, customs duty, excise duty, value added tax and cess which have not been deposited on account of any dispute.
- (viii) In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowing to a financial institution, bank or government or dues to debenture holders.
- (ix) According to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments and

term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.

- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) According to the information and explanations given by the management, the provisions of section 197 read with Schedule V of the Act are not applicable to the Company and hence reporting under clause 3(xi) of the Order are not applicable and hence not commented upon.
- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 188 of Act where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of sec 177 are not applicable to the Company and accordingly reporting under clause 3(xiii) of the Order insofar as it relates to section 177 of the Act is not applicable to the Company and hence not commented upon.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) of the Order are not applicable to the Company and hence not commented upon.
- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of the Act.
- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Vijay Maniar
Partner
Membership Number: 36738
UDIN: 20036738AAAABT1055
Place of Signature: Mumbai
Date: May 14, 2020

Annexure 2 to the Independent Auditor's report of even date on the Ind AS financial statements of Seapearl Hotels Private Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Seapearl Hotels Private Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting 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 "ICAI"). 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 the 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 Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the ICAI. 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 over financial reporting with reference to these financial statements was established and maintained and if 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 over financial reporting with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these financial statements, 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 judgement, including the assessment of the risks of material misstatement of the 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 internal financial controls over financial reporting with reference to these financial statements.

Meaning of Internal Financial Controls Over Financial Reporting with Reference to these Financial Statements

A company's internal financial control over financial reporting with reference to these 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 control over financial reporting with reference to these financial statements includes 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 authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 Over Financial Reporting with Reference to these Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these 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 over financial reporting with reference to these financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls over financial reporting with reference to these financial statements were operating effectively as at March 31, 2020, based on the internal control over financial reporting 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 ICAI.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Vijay Maniar
Partner
Membership Number: 36738
UDIN: 20036738AAAABT1055
Place of Signature: Mumbai
Date: May 14, 2020

SEAPEARL HOTELS PRIVATE LIMITED

Balance Sheet as at March 31, 2020

Particulars	Note No.	As at	As at	As at
		March 31, 2020 (' in Hundreds)	March 31, 2019 (' in Hundreds)	April 01, 2018 (' in Hundreds)
ASSETS				
1 Non-Current Assets				
Financial assets				
- Loans	4	-	57,55,000.00	57,55,000.00
Advance income tax (net)		-	-	166.03
		-	57,55,000.00	57,55,166.03
2 Current assets				
Financial assets:				
- Cash and cash equivalents	5	1,036.30	785.78	1,559.25
- Bank balances other than cash and cash equivalents above	5	10,16,000.00	7,510.27	16,519.97
- Others financial assets	6	7,835.87	86.15	762.02
Other current assets	7	-	2,113.32	625.03
		10,24,872.17	10,495.52	19,466.27
Total		10,24,872.17	57,65,495.52	57,74,632.30
EQUITY AND LIABILITIES				
1 EQUITY				
Equity share capital	8	5,26,600.00	5,26,600.00	5,26,600.00
Other equity	9	4,94,135.23	52,35,531.36	52,44,634.97
		10,20,735.23	57,62,131.36	57,71,234.97
LIABILITIES				
1 Current Liabilities				
Financial liabilities:				
- Trade payables	10			
- Total outstanding dues to micro enterprises and small enterprises		-	-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises		3,628.16	3,082.97	3,028.95
Provision for Income Tax		167.86	7.42	63.36
Other current liabilities	11	340.92	273.77	305.02
		4,136.94	3,364.16	3,397.33
		4,136.94	3,364.16	3,397.33
Total		10,24,872.17	57,65,495.52	57,74,632.30
Significant Accounting Policies	2			

The accompanying notes (1 - 23) are an integral part of these financial statements

As per our report of even date

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

For and on behalf of the Board of Director

Sd\
per **Vijay Maniar**
Partner
Membership No.: 36738
Place: Mumbai
Date: 14.05.20

Sd\
Sanjay Sethi
Director
DIN: 00641243
Place: Mumbai
Date: 14.05.20

Sd\
Rajib Dattaray
Director
DIN: 06704770

SEAPEARL HOTELS PRIVATE LIMITED

Statement of Profit and Loss for the year ended March 31, 2020

Particulars		Note No.	For the year ended	For the year ended
			March 31, 2020	March 31, 2019
			(' in Hundreds)	(' in Hundreds)
	Income			
I	Other income	12	12,526.65	661.40
	Total Income		12,526.65	661.40
	II Expenses			
	Employee benefits expense	13	1,572.42	1,800.00
	Other expenses	14	17,062.06	9,241.14
	Total expenses		18,634.48	11,041.14
III	Loss before tax (I - II)		(6,107.83)	(10,379.74)
IV	Tax expense			
	Current tax		3,400.00	190.00
	Excess Provision for Income Tax of earlier years		1,488.30	(1,466.13)
	Deferred tax		-	-
			4,888.30	(1,276.13)
V	Loss for the year (III - IV)		(10,996.13)	(9,103.61)
VI	Other Comprehensive Income			
	Items that will not be reclassified to profit or loss		-	-
	Total other Comprehensive Income for the year		-	-
VII	Total Comprehensive loss for the year (VII + VIII)		(10,996.13)	(9,103.61)
VIII	Earning per equity share			
	Basic and diluted earnings per equity share (`)	16	(0.21)	(0.17)
	Significant Accounting Policies	2		

The accompanying notes (1 - 23) are an integral part of these financial statements

As per our report of even date

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

For and on behalf of the Board of Director

Sd\-

per Vijay Maniar

Partner

Membership No.: 36738

Place: Mumbai

Date: 14.05.20

Sd\-

Sanjay Sethi

Director

DIN: 00641243

Place: Mumbai

Date: 14.05.20

Sd\-

Rajib Dattaray

Director

DIN: 06704770

SEAPEARL HOTELS PRIVATE LIMITED

Cash Flow Statement for the year ended March 31, 2020

Particulars	Note No.	For the year ended	For the year ended
		March 31, 2020	March 31, 2019
		(' in Hundreds)	(' in Hundreds)
I. Cash flows from operating activities			
Loss before tax		(6,107.83)	(10,379.74)
Adjustments for:			
Interest income		(12,526.65)	(661.40)
Operating Profit before working capital changes		(18,634.48)	(11,041.14)
Adjustments for:			
Decrease/(Increase) in Receivables and other assets		625.02	0.01
(Decrease)/Increase in Trade and other payables		611.34	22.77
Cash from operations		(17,398.12)	(11,018.36)
Taxes paid (net of refund)		(3,239.56)	(102.08)
Net cash from operating activities		(20,637.68)	(11,120.44)
II. Cash flows from investing activities			
Fixed deposits and margin money matured (not considered as Cash and cash equivalents)		(10,08,489.73)	9,009.70
Interest received on Fixed & security Deposits		4,776.93	1,337.27
Receipt of Intercompany Deposit given		57,55,000.00	-
Net cash used in investing activities		47,51,287.20	10,346.97
III. Cash flows from financing activities			
Redemption of Non Convertible Debentures		(47,30,400.00)	-
Net cash used in from financing activities		(47,30,400.00)	-
Net Increase in cash and cash equivalents		249.52	(773.47)
Cash and cash equivalents at the beginning of the year		785.78	1,559.25
Cash and cash equivalents at the end of year	5	1,036.30	785.78
Net Increase in cash and cash equivalents		249.52	(773.47)

Note:

The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) statement of cash flows.

The accompanying notes (1 - 23) are an integral part of these financial statements

As per our report of even date

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

For and on behalf of the Board of Director

Sd\-

per Vijay Maniar

Partner

Membership No.: 36738

Place: Mumbai

Date: 14.05.20

Sd\-

Sanjay Sethi

Director

DIN: 00641243

Place: Mumbai

Date: 14.05.20

Sd\-

Rajib Dattaray

Director

DIN: 06704770

SEAPEARL HOTELS PRIVATE LIMITED

Statement of Changes in Equity for the year ended March 31, 2020

A) Equity Share Capital

Particulars	No. of Shares	Amount
		(' in Hundreds)
Balance as on April 01, 2018	52,66,000.00	5,26,600.00
Changes in equity share capital during the year		
- Issue of equity shares	-	-
Balance as at March 31, 2019	52,66,000.00	5,26,600.00
Changes in equity share capital during the year		
- Issue of equity shares	-	-
Balance as at March 31, 2020	52,66,000.00	5,26,600.00

B) Other equity

Particulars	Equity component of Fully Compulsorily Convertible Debentures (FCCD)	Reserves and surplus Retained earnings	Total
	(' in Hundreds)	(' in Hundreds)	(' in Hundreds)
Balance at April 1, 2018	47,30,400.00	5,14,234.97	52,44,634.97
Loss for the year	-	(9,103.61)	(9,103.61)
Other comprehensive income for the year, net of income tax	-	-	-
Balance at March 31, 2019	47,30,400.00	5,05,131.36	52,35,531.36
Loss for the year	-	(10,996.13)	(10,996.13)
Other comprehensive income for the year, net of income tax	-	-	-
Conversion of FCCDs to RNCDS	(47,30,400.00)	-	(47,30,400.00)
Balance at March 31, 2020	-	4,94,135.23	4,94,135.23

The accompanying notes (1 - 23) are an integral part of these financial statements

As per our report of even date

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

For and on behalf of the Board of Director

Sd\-

per Vijay Maniar

Partner

Membership No.: 36738

Place: Mumbai

Date: 14.05.20

Sd\-

Sanjay Sethi

Director

DIN: 00641243

Place: Mumbai

Date: 14.05.20

Sd\-

Rajib Dattaray

Director

DIN: 06704770

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

1 Corporate Information

Seapearl Hotels Private Limited ('the Company') incorporated in India having registered office at 4th Floor, Raheja Tower, Plot No. C-30, Block 'G', Bandra Kurla Complex, Bandra (East), Mumbai - 400051. The Company is primarily engaged in the business of owning, operating & managing hotel. The financial statements were authorised for issue in accordance with a resolution of the directors on 14 May, 2020.

2 Significant accounting policies

(a) Basis of preparation of Ind AS Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016 and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable.

These financial statements are Company's first Ind AS financial statements and are covered by Ind AS 101, First-time adoption of Indian Accounting Standards. The transition to Ind AS has been carried out from the accounting principles generally accepted in India ("Indian GAAP") which is considered as the "Previous GAAP" for purposes of Ind AS 101. The date of transition to Ind AS is April 1, 2018. An explanation of how the transition to Ind AS has affected previously reported financial position performance and cash flows of the Company is provided in Note 22. The Financial statement are prepared in Indian rupees rounded off to the nearest hundred except for share data and per share data unless otherwise stated

These financial statements have been prepared on accrual basis and on the assumption that the Company will not be a going concern as the Company is planning to go for voluntary winding up. As a result these financial statements have been prepared stating the current assets and liabilities at which they are realizable/ payable.

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:

- ▶ Certain financial assets and liabilities that are measured at fair value;

The financial statements are presented in INR and all values are rounded to the nearest hundreds (INR 00), except when otherwise indicated.

(b) Current versus non-current classification

Based on the nature of products/activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as twelve months for the purpose of classification of its assets and liabilities as current and non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

(c) Financial Instruments

Financial assets

Initial recognition and measurement

Financial assets are recognised when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial assets at initial recognition.

When financial assets are recognised initially, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss directly attributable transaction costs. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the Statement of Profit and Loss.

Classification

Cash and Cash Equivalents: Cash and cash equivalents 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.

For the purpose of the Statement of Cash Flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

Debt Instruments: The Company classifies its debt instruments as subsequently measured at amortised cost.

Financial assets are subsequently measured at amortised cost if these financial assets are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest. Interest income from these financial assets is included as a part of the Company's income in the Statement of Profit and Loss using the effective interest rate method.

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

De-recognition

A financial asset is derecognised only when the Company has transferred the rights to receive cash flows from the financial asset. Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised.

Where the Company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

Financial liabilities

Initial recognition and measurement

Financial liabilities are recognised when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value, plus, in the case of financial liabilities not at fair value through profit or loss directly attributable transaction costs.

Subsequent measurement

After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised, and through the amortisation process.

De-recognition

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

Loans and borrowings: Borrowings are initially recognised at net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

(d) Provisions & Contingencies:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of past event; it is probable that an outflow of resources embodying economic benefit will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are based on best estimate of the expenditure required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). Provision are discounted using pre tax rate that reflects when appropriate, the risk specific to the liability.

Contingent liability is disclosed in the case of:

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- a present obligation arising from past events, when no reliable estimate is possible;
- a possible obligation arising from past events, unless the probability of outflow of resources is remote.

A contingent asset is disclosed where an inflow of economic benefits is probable.

Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

(e) Revenue recognition

Interest

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financials assets net carrying amount on initial recognition.

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

(f) Employee benefits

Short term obligations

The costs of all short-term employee benefits (that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service) are recognised during the period in which the employee renders the related service. The accruals for employee entitlements to benefits such as salaries, bonuses and annual leave represent the amounts which the Company has a present obligation to pay as a result of the employee's services and the obligation can be measured reliably. The accruals have been calculated at undiscounted amounts based on current salary levels at the Balance Sheet date.

(g) Taxes on income

Income tax expense represents the sum of the tax currently payable and deferred tax.

(a) Current tax:

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. Current income tax relating to items recognised outside profit or loss are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(b) Deferred tax:

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the taxes on income levied by same governing taxation laws.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit and loss (either in other comprehensive income or in equity).

(h) Earnings Per Share

Basic earnings per share is calculated by dividing the net profit/(loss) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of shares outstanding during the year is adjusted for events such as bonus issue that have changed the number of shares outstanding, without a corresponding change in resources.

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

(i) Impairment of non-financial assets:

At the end of each reporting period, the Company assesses whether there is any indication that an asset or a group of assets (cash generating unit) may be impaired. If any such indication exists, the recoverable amount of the asset or cash generating unit is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing the value in use, the estimated future cash flows are discounted at their present value using the pre-tax discount rate that reflects current market assessment of time value of money and the risks specific to the assets for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

(j) 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. 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.

3 Critical accounting estimates and judgements

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements pertain to:

- **Income Taxes:** Deferred tax assets are recognized to the extent that it is regarded as probable that deductible temporary differences can be realized. The Company estimates deferred tax assets and liabilities based on current tax laws and rates and in certain cases, business plans, including management's expectations regarding the manner and timing of recovery of the related assets. Changes in these estimates may affect the amount of deferred tax liabilities or the valuation of deferred tax assets and thereby the tax charge in the Statement of Profit or Loss.

Provision for tax liabilities require judgements on the interpretation of tax legislation, developments in case law 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, cash tax settlements and therefore the tax charge in the Statement of

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

(All amounts are in ` Hundreds, unless otherwise stated)

Note No. 4 -Non-Current Loans

Particulars	As at	As at	As at
	March 31, 2020 (` in Hundreds)	March 31, 2019 (` in Hundreds)	April 01, 2018 (` in Hundreds)
Inter Corporate Deposit (Refer Note no. 18 and 19) Fellow Subsidiary - Belaire Hotels Private Limited	-	57,55,000.00	57,55,000.00
Total	-	57,55,000.00	57,55,000.00

Note No. 5 - Cash and bank balances

Particulars	As at	As at	As at
	March 31, 2020 (` in Hundreds)	March 31, 2019 (` in Hundreds)	April 01, 2018 (` in Hundreds)
a) Cash and cash equivalents			
i) Cash on hand	46.38	46.38	51.38
ii) Balances with bank - In current accounts	989.92	739.40	1,507.87
Total	1,036.30	785.78	1,559.25
b) Other bank balances - In deposit accounts	10,16,000.00	7,510.27	16,519.97
Total	10,16,000.00	7,510.27	16,519.97
* Balances with banks include deposits with remaining maturity of more than 12 months from the balance sheet date.	-	-	-

Note No. 6 - Other Current Financial Assets

Particulars	As at	As at	As at
	March 31, 2020 (` in Hundreds)	March 31, 2019 (` in Hundreds)	April 01, 2018 (` in Hundreds)
Interest receivable on Fixed Deposits	7,835.87	86.15	762.02
Total	7,835.87	86.15	762.02

Note No. 7 - Other current assets

Particulars	As at	As at	As at
	March 31, 2020 (` in Hundreds)	March 31, 2019 (` in Hundreds)	April 01, 2018 (` in Hundreds)
Prepaid expenses	-	625.02	625.03
Income Tax Refund Receivable	-	1,488.30	-
Total	-	2,113.32	625.03

SEAPEARL HOTELS PRIVATE LIMITED
Notes forming part of the Financial Statements for the year ended March 31, 2020
(All amounts are in ` Hundreds, unless otherwise stated)
Note No. 8 - Equity share capital

Particulars	As at March 31, 2020		As at March 31, 2019		As at April 01, 2018	
	No. of shares	(' in Hundreds)	No. of shares	(' in Hundreds)	No. of shares	(' in Hundreds)
a) Authorised share capital Equity shares of ` 10 each	1,20,00,000	12,00,000.00	1,20,00,000	12,00,000.00	1,20,00,000	12,00,000.00
b) Issued, subscribed and fully paid: Equity Shares of ` 10 each with voting rights	52,66,000	5,26,600.00	52,66,000	5,26,600.00	52,66,000	5,26,600.00
Total	52,66,000	5,26,600.00	52,66,000	5,26,600.00	52,66,000	5,26,600.00

i) Reconciliation of the number of Equity shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	No. of shares	(' in Hundreds)
<u>Equity shares with voting rights:</u>		
Balance as at April 1, 2018	52,66,000	5,26,600.00
Fresh issue	-	-
Balance as at March 31, 2019	52,66,000	5,26,600.00
Fresh issue	-	-
Balance as at March 31, 2020	52,66,000	5,26,600.00

ii) Rights attached to equity shares:

- Right to receive dividend as may be approved by the Board / at the Annual General Meeting.
- The equity shares are not repayable except in the case of a buy back, reduction of capital or winding up in terms of the provision of the Companies Act, 2013.
- Every member of the Company holding equity shares has a right to attend the General Meeting of the Company and has a right to speak and on a show of hands, has one vote if he is present in person and on a poll shall have the right to vote in proportion to his share of the paid-up capital of the Company.

iii) Details of Equity shares held by the holding company, its subsidiaries and associates:

Particulars	No. of shares
As at March 31, 2020 Chalet Hotels Limited, the Holding Company w.e.f. Feb 10, 2020	52,66,000
As at March 31, 2019 Seapearl Holdings Limited, Mauritius, the Holding Company	38,96,840
As at March 31, 2018 Seapearl Holdings Limited, Mauritius, the Holding Company	38,96,840

iv) Details of Equity shares held by each shareholder holding more than 5% shares:

Particulars	No. of shares held	% of holding
As at March 31, 2020 Chalet Hotels Limited, the Holding Company w.e.f. Feb 10, 2020	52,66,000	100.00%
As at March 31, 2019 Seapearl Holdings Limited, Mauritius, the Holding Company	38,96,840	74.00%
AAPC Singapore Pte. Limited	13,69,160	26.00%
As at March 31, 2018 Seapearl Holdings Limited, Mauritius, the Holding Company	38,96,840	74.00%
AAPC Singapore Pte. Limited	13,69,160	26.00%

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

(All amounts are in ` Hundreds, unless otherwise stated)

Note No. 9 - Other Equity

Particulars	As at	As at	As at
	March 31, 2020	March 31, 2019	April 01, 2018
	(' in Hundreds)	(' in Hundreds)	(' in Hundreds)
a) Retained earnings	4,94,135.23	5,05,131.36	5,14,234.97
b) Equity component of 0% Fully Compulsory Convertible Debentures (FCCDs)	-	47,30,400.00	47,30,400.00
Balance at the end of the year	4,94,135.23	52,35,531.36	52,44,634.97

Particulars	Equity component of Fully Compulsorily Convertible Debentures (FCCD)	Reserves and surplus Retained earnings	Total
	(' in Hundreds)	(' in Hundreds)	(' in Hundreds)
Balance As at April 1, 2018	47,30,400.00	5,14,234.97	52,44,634.97
Loss for the year	-	(9,103.61)	(9,103.61)
Other comprehensive income for the year, net of income tax	-	-	-
Balance As at March 31, 2019	47,30,400.00	5,05,131.36	52,35,531.36
Loss for the year	-	(10,996.13)	(10,996.13)
Other comprehensive income for the year, net of income tax	-	-	-
Conversion of FCCDs to RNCDs	(47,30,400.00)	-	(47,30,400.00)
Balance As at March 31, 2020	-	4,94,135.23	4,94,135.23

Coupon Rate:

The fully compulsorily convertible debentures ("FCCD") shall carry a coupon rate of 0% per annum.

Ranking:

The FCCDs shall, inter se, rank pari passu without any preference or priority of one over the other or others of them.

Conversion terms:

The FCCD is compulsorily convertible into equity shares of the Company. The Company had FCCD which were mandatorily converted into equity shares of the Company on or before March 31, 2019.

The Board of directors via resolution dated March 18, 2019 have extended the terms of FCCD by 5 years from March 31, 2019 to March 31, 2024.

The extension of the term of conversion has been intimated to RBI via letter dated March 19, 2019.

The FCCDs shall have the option to be exercised at their discretion at any time before that date to convert the FCCDs into equity shares by giving 1 month notice in writing to the Company.

At any time on submission of prior notice for conversion of FCCDs into Equity Shares by the holder of FCCDs, the Company shall convert the FCCDs into Equity Shares as follows:

All FCCDs having face value of Rs 100/- will be mandatorily and automatically converted upon one FCCD holder issuing a conversion notice into 47,304,000 fully paid up Equity Shares of Rs. 10/- each.

On receipt of approval from the shareholder and debentureholder of the Company, Fully Compulsorily Convertible Debentures (FCCDs) were converted into Redeemable Non-Convertible Debentures (RNCDs) on 10th February 2020. Later on 12th Feb, 2020, the RNCDs were redeemed after receiving consent from debenture holders.

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

(All amounts are in ` Hundreds, unless otherwise stated)

Note No. 10 - Trade Payables

Particulars	As at	As at	As at
	March 31, 2020	March 31, 2019	April 01, 2018
	(' in Hundreds)	(' in Hundreds)	(' in Hundreds)
Other than acceptances			
- Payable to related parties (Refer Note 17)	-	-	-
- Total outstanding dues to micro enterprises and small enterprises	3,628.16	3,082.97	3,028.95
- Total outstanding dues of creditors other than micro enterprises and small enterprises			
Total	3,628.16	3,082.97	3,028.95

Note:

On the basis of information and record available with the management, there are no outstanding dues to the Micro & Small enterprises as defined in Micro, Small & Medium Enterprises Development Act, 2006.

Note No. 11 - Other current liabilities

06-05-2020	As at	As at	As at
	March 31, 2020	March 31, 2019	April 01, 2018
	(' in Hundreds)	(' in Hundreds)	(' in Hundreds)
Payables to statutory authorities	340.92	273.77	305.02
Total	340.92	273.77	305.02

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

(All amounts are in ` Hundreds, unless otherwise stated)

Note No. 12 - Other income

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2018
	(' in Hundreds)	(' in Hundreds)	(' in Hundreds)
Interest income earned on Financial Assets at amortised cost:			
- Interest on Fixed Deposit	12,526.65	650.69	1,272.06
Interest on Income Tax Refund	-	10.71	-
Total	12,526.65	661.40	1,272.06

Note No. 13 - Employee benefits expense

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2018
	(' in Hundreds)	(' in Hundreds)	(' in Hundreds)
Salaries and wages	1,572.42	1,800.00	1,800.00
Total	1,572.42	1,800.00	1,800.00

Note No. 14 - Other expenses

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2018
	(' in Hundreds)	(' in Hundreds)	(' in Hundreds)
Payments to Auditors (Refer Note below)	7,729.60	2,360.00	2,360.00
Insurance Premium	625.02	1,573.33	1,405.16
Legal & Professional Fees	8,421.45	5,116.21	5,632.34
Rates & Taxes	25.00	25.00	25.00
Miscellaneous Expenses	260.99	166.60	97.01
Total	17,062.06	9,241.14	9,519.51
Note:			
Payments to auditors include:			
(a) As auditors	2,000.00	2,000.00	2,000.00
(b) Speacial purpose financial statements	4,500.00	-	-
(c) Other Services	-	-	-
(d) Out of Pocket Expenses	50.51	-	-
(e) GST on above	1,179.09	360.00	360.00
Total	7,729.60	2,360.00	2,360.00

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

(All amounts are in ` Hundreds, unless otherwise stated)

15 Tax Disclosures

A) Tax expense recognised in the Statement of Profit and Loss

Particulars	For the year ended	For the year ended
	March 31, 2020	March 31, 2019
	(' in Hundreds)	(' in Hundreds)
Current tax		
Expense for the year	3,400.00	190.00
Total current tax (A)	3,400.00	190.00
Deferred tax		
Total deferred income tax expense/(credit) (B)	-	-
Total tax expense for the year (C) = (A + B)	3,400.00	190.00
Tax in respect of earlier years (D)	1,488.30	(1,466.13)
Total tax expense/(credit) (C + D)	4,888.30	(1,276.13)

B) Reconciliation between the statutory income tax rate applicable to the Company and effective income tax rate of the Company is as follow:

Loss before tax	(6,107.83)	(10,379.74)
Enacted income tax rate applicable to the Company:	26.00%	26.00%
Income tax expenses calculated at enacted tax rate	(1,588.04)	(2,698.73)
Differences due to:		
Permanent Disallowances	4,844.96	2,870.70
Interest on Income Tax	81.00	10.54
Others	62.07	7.50
Tax in respect of earlier years	1,488.30	(1,466.13)
Income tax expenses recognised in statement of profit and loss	4,888.30	(1,276.13)

Consequent to reconciliation items shown above, the effective tax rates is -80% (March 31, 2019: 12%).

C) The Company does not have any carry forward losses or differences in tax base, thus no deferred tax asset / liability has been recognised.

16 Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent (after adjusting for interest on the convertible preference shares) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	For the year ended	For the year ended
	March 31, 2020	March 31, 2019
	(' in Hundreds)	(' in Hundreds)
Profit for the year attributable to equity shareholders of the company	(10,996.13)	(9,103.61)
Weighted average number of equity shares outstanding	52,66,000	52,66,000
Basic and Diluted Earnings Per Share (Rs.) (Face value of Rs. 10 per share)	(0.21)	(0.17)

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

(All amounts are in ` Hundreds, unless otherwise stated)

17 Related Party Disclosures under IND AS 24

1) List of Related Parties and Relationships with them:

- (a) **Ultimate Holding Company:**
Belaire Holdings Limited , Mauritius, till (Feb 09, 2020)
- (b) **Holding Company:**
Chalet Hotels Limited (w.e.f. Feb 10, 2020)
Seapearl Holdings Limited, Mauritius (till Feb 09, 2020)
- (c) **Company Having Significant Influence:**
AAPC Singapore Pte. Limited (till Feb 09, 2020)
- (d) **Fellow Subsidiary Companies:**
Belaire Hotels Private Limited

2) Details of related party transactions during the year ended 31 March, 2020

Sr. No.	Particulars	For the year ended	For the year ended
		March 31, 2020	March 31, 2019
		(` in Hundreds)	(` in Hundreds)
	Fellow Subsidiary: Belaire Hotels Private Limited - Receipt of Intercompany deposit given (Refer Note 18)	57,55,000.00	-
	Holding Company: Chalet Hotels Limited (w.e.f. Feb 10, 2020) - Redemption of Redeemable Non Convertible Debentures (Refer Note 19)	47,30,400.00	-

3) Outstanding balances:

Sr. No.	Particulars	As at	As at	As at
		March 31, 2020	March 31, 2019	April 01, 2018
		(` in Hundreds)	(` in Hundreds)	(` in Hundreds)
1	Holding Company: Seapearl Holdings Limited, Mauritius (till Feb 09, 2020) - Equity component of Fully Compulsorily Convertible Debentures (Refer Note 19)	-	35,00,496.00	35,00,496.00
2	Company Having Significant Influence: AAPC Singapore Pte. Limited (till Feb 09, 2020) - Equity component of Fully Compulsorily Convertible Debentures (Refer Note 19)	-	12,29,904.00	12,29,904.00
3	Fellow Subsidiary Companies: Belaire Hotels Private Limited - Inter Corporate Deposit given (Refer Note 18)	-	57,55,000.00	57,55,000.00

Notes:

(i) All transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances for receivables, payables and are unsecured, interest free and settlement occurs in cash. The Company has not recorded any impairment of balances relating to amounts owed by related parties during the year ended 31 March, 2020 (31 March, 2019: Nil and 1 April, 2018: Nil). The assessment is undertaken each financial year through evaluating the financial position of the related party and the market in which the related party operates.

18 The Company had granted in earlier years, interest free loans aggregating to `57,55,000 to Belaire Hotels Private Limited, a fellow subsidiary, which was repayable on demand and outstanding as at March 31, 2019. However, during the year, the fellow subsidiary has paid the loan and the outstanding balance as on March 31, 2020 is Nil.

19 The Company had Fully Compulsorily Convertible Debentures (FCCD's) issued to Seapearl Holding Limited and AAPC Singapore Pte. Limited outstanding as on March 31, 2019 amounting to Rs 35,00,496 and Rs 12,29,904 respectively.

On February 10, 2020, the Company was acquired by Chalet Hotels Limited and these FCCD's were converted into Redeemable Non-Convertible Debentures (RNCD's) on approval of shareholders in EGM on February 10, 2020 amounting to Rs 47,30,400. These RNCD's were redeemed by Chalet Hotels Limited during the year ended March 31, 2020.

20 Segment Information

(i) The Company is exclusively engaged in the business of "hotel services". This in the context of Ind Accounting Standard (Ind AS 108) "Operating Segment", constitutes single primary segment.

(ii) There is no geographical segment to be reported since all the operations are undertaken in India

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

(All amounts are in ` Hundreds, unless otherwise stated)

21 Fair Value Measurement

All the financial assets and financial liabilities of the Company are carried at amortised cost.

The management assessed that financial instruments such as cash and cash equivalents, other bank balances, other financial assets, trade payables, other financial liabilities approximate their carrying value largely due to the short-term maturities of these instruments.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

Categories of financial instruments

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018	Fair Value Hierarchy
Financial assets				
Measured at Amortised Cost				
– Current Loan	-	57,55,000.00	57,55,000.00	Level 3
– Cash and bank balances	10,17,036.30	8,296.05	18,079.22	Level 3
– Other financial assets	7,835.87	86.15	762.02	Level 3
Measured at fair value through profit and loss (FVTPL)	-	-	-	NA
Measured at fair value through other comprehensive income (FVTOCI)	-	-	-	NA
Financial liabilities				
Measured at Amortised Cost				
– Trade payable	3,628.16	3,082.97	3,028.95	Level 3
– Other current financial liabilities	-	-	-	Level 3

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

(All amounts are in ` Hundreds, unless otherwise stated)

22 Financial Instruments

I Capital management

Risk Management

The company had no debts thus the Company do not foresee any capital risk.

Dividend

The Company has not paid any dividend for the current year as well as previous year.

II Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

(A) Credit risk

Credit risk arises from the possibility that counterparty to financial instruments may not be able to meet their obligations. To manage this, the Company periodically assesses the financial reliability of counter party, taking into account the financial condition, current economic trends, analysis of historical bad debts and ageing of accounts receivable. Credit risks arises from cash and cash equivalents, deposits with banks, and others, as well as credit exposures to customers, including outstanding receivables.

The Company's policy is to place cash and cash equivalents and short term deposits with reputable banks.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an on-going basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition.

The Company measures the expected credit loss of financial assets based on historical trend, industry practices and the business environment in which the Company operates. Loss rates are based on actual credit loss experience and past trends.

(B) Liquidity risk

Liquidity risk management

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 Company's reputation.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Company does not breach borrowing limits or covenants on any of its borrowing facilities. Such forecasting takes into consideration the Company's debt financing plans, covenant compliance and compliance with internal statement of financial position ratio targets.

Financing arrangements

The Company does not have any borrowing facilities.

Maturities of financial liabilities - other than borrowings

(` in Hundreds)

Particulars	0 - 3 months	3 - 6 months	6 - 12 months	beyond 12 months	Total
31 March, 2020					
Trade Payables	3,628.16	-	-	-	3,628.16
Other Current Financial Liabilities	340.92	-	-	-	340.92
Total	3,969.08	-	-	-	3,969.08
31 March, 2019					
Trade Payables	3,082.97	-	-	-	3,082.97
Other Current Financial Liabilities	273.77	-	-	-	273.77
Total	3,356.74	-	-	-	3,356.74
1 April, 2018					
Trade Payables	3,028.95	-	-	-	3,028.95
Other Current Financial Liabilities	305.02	-	-	-	305.02
Total	3,333.97	-	-	-	3,333.97

22 Financial Instruments (Contd....)

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. 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 forming part of the Financial Statements for the year ended March 31, 2020

(All amounts are in ` Hundreds, unless otherwise stated)

23 First-time adoption of Ind AS

These are the Company's first financial statements prepared in accordance with Ind AS.

A. Overall principle:

The Company has prepared the opening Balance Sheet as per Ind AS as of 1 April, 2018 (the transition date) by recognizing all assets and liabilities whose recognition is required by Ind AS, not recognizing items of assets and liabilities which are not permitted by Ind AS, by reclassifying items from previous GAAP to Ind AS as required under Ind AS, and applying Ind AS in measurement of recognized assets and liabilities. However, this principle is subject to certain exceptions and certain optional exemptions availed by the Company as detailed below:

Mandatory exceptions:

(i) Accounting estimates:

The Company's estimates in accordance with Ind AS at the date of transition are consistent with previous GAAP (after adjustments to reflect any difference in accounting policies) or are required under Ind AS but not under previous GAAP.

(ii) De-recognition of financial assets and financial liabilities:

The Company has applied the de-recognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after 1 April, 2018 (the transition date).

(iii) Classification and measurement of financial assets:

The Company has determined the classification and measurement of financial assets in terms of whether they meet the amortised cost criteria or the fair value criteria based on the facts and circumstances that existed as on the transition date.

B. Transition to Ind AS - Reconciliations

The following reconciliations provide a quantification of the effect of significant differences arising from the transition from previous GAAP to Ind AS as required under Ind AS 101:

- I. Reconciliation of Balance sheet as at April 1, 2018
- II. Reconciliation of Balance sheet as at March 31, 2019
- III. Reconciliation of Statement of Profit and Loss for the year ended March 31, 2019
- IV. Reconciliation of Equity as at April 1, 2018 and March 31, 2019
- V. Reconciliation of the Total Comprehensive Income for the year ended March 31, 2019
- VI. Impact to Statement of Cash Flows

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

(All amounts are in ` Hundreds, unless otherwise stated)

23 First-time adoption of Ind AS (Contd....)

I. Reconciliation of Balance sheet as at April 1, 2018

Particulars	Notes to first time adoption	Indian GAAP	Ind AS Adjustments	Ind AS
		(' in Hundreds)	(' in Hundreds)	(' in Hundreds)
ASSETS				
1 Non-Current Assets				
Financial assets				
Loans		57,55,000.00	-	57,55,000.00
Advance income tax (net)		166.03	-	166.03
		57,55,166.03	-	57,55,166.03
2 Current assets				
Financial assets:				
Cash and cash equivalents		1,559.25	-	1,559.25
Bank balances other than (ii) above		16,519.97	-	16,519.97
Others financial assets		762.02	-	762.02
Other current assets		625.03	-	625.03
		19,466.27	-	19,466.27
Total		57,74,632.30	-	57,74,632.30
EQUITY AND LIABILITIES				
EQUITY				
a) Equity share capital		5,26,600.00	-	5,26,600.00
b) Other equity	(a)	5,14,234.97	47,30,400.00	52,44,634.97
		10,40,834.97	47,30,400.00	57,71,234.97
LIABILITIES				
1 Non-Current Liabilities				
Financial liabilities:				
Borrowings	(a)	47,30,400.00	(47,30,400.00)	-
		47,30,400.00	(47,30,400.00)	-
2 Current Liabilities				
Financial liabilities:				
Trade payables				
- Total outstanding dues to micro enterprises and small enterprises		-	-	-
- Total outstanding dues of creditors OTHER than micro enterprises and small enterprises		3,028.95	-	3,028.95
Provision for Income Tax		63.36	-	63.36
Other current liabilities		305.02	-	305.02
		3,397.33	-	3,397.33
		47,33,797.33	(47,30,400.00)	3,397.33
Total		57,74,632.30	-	57,74,632.30

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

(All amounts are in ` Hundreds, unless otherwise stated)

23 First-time adoption of Ind AS (Contd....)

II. Reconciliation of Balance sheet as at March 31, 2019

Particulars	Notes to first time adoption	Indian GAAP	Ind AS Adjustments	Ind AS
		(' in Hundreds)	(' in Hundreds)	(' in Hundreds)
ASSETS				
1 Non-Current Assets				
Financial assets				
Loans		57,55,000.00	-	57,55,000.00
Advance income tax (net)		-	-	-
		57,55,000.00	-	57,55,000.00
2 Current assets				
Financial assets:				
Cash and cash equivalents		785.78	-	785.78
Bank balances other than (ii) above		7,510.27	-	7,510.27
Others financial assets		86.15	-	86.15
Other current assets		2,113.32	-	2,113.32
		10,495.52	-	10,495.52
Total		57,65,495.52	-	57,65,495.52
EQUITY AND LIABILITIES				
EQUITY				
a) Equity share capital		5,26,600.00	-	5,26,600.00
b) Other equity	(a)	5,05,131.36	47,30,400.00	52,35,531.36
		10,31,731.36	47,30,400.00	57,62,131.36
LIABILITIES				
1 Non-Current Liabilities				
Financial liabilities:				
Borrowings	(a)	47,30,400.00	(47,30,400.00)	-
		47,30,400.00	(47,30,400.00)	-
2 Current Liabilities				
Financial liabilities:				
Trade payables		-	-	-
- Total outstanding dues to micro enterprises and small enterprises		-	-	-
- Total outstanding dues of creditors OTHER than micro enterprises and small enterprises		3,082.97	-	3,082.97
Provision for Income Tax		7.42	-	7.42
Other current liabilities		273.77	-	273.77
		3,364.16	-	3,364.16
		47,33,764.16	(47,30,400.00)	3,364.16
Total		57,65,495.52	-	57,65,495.52

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

(All amounts are in ` Hundreds, unless otherwise stated)

23 First-time adoption of Ind AS (Contd....)

III. Reconciliation of Statement of Profit and Loss for the year ended March 31, 2019

Particulars		Notes to first time adoption	Indian GAAP	Ind AS	Ind AS
			(' in Hundreds)	Adjustments (' in Hundreds)	(' in Hundreds)
	Income				
I	Other income		661.40	-	661.40
II	Total Income		661.40	-	661.40
	Expenses				
	Employee benefits expense		1,800.00	-	1,800.00
	Other expenses		9,241.14	-	9,241.14
	Total expenses (III)		11,041.14	-	11,041.14
IV	Loss before tax (II - III)		(10,379.74)	-	(10,379.74)
	Tax expense				
	Current tax		190.00	-	190.00
	Excess Provision for Income Tax of earlier years		(1,466.13)	-	(1,466.13)
	Deferred tax		-	-	-
			(1,276.13)	-	(1,276.13)
VI	Loss for the year (IV - V)		(9,103.61)	-	(9,103.61)
VII	Other Comprehensive Income				
	Items that will not be reclassified to profit or loss		-	-	-
	Total other Comprehensive Income for the year		-	-	-
VIII	Total Comprehensive loss for the year (VI + VII)		(9,103.61)	-	(9,103.61)

SEAPEARL HOTELS PRIVATE LIMITED

Notes forming part of the Financial Statements for the year ended March 31, 2020

(All amounts are in ` Hundreds, unless otherwise stated)

23 First-time adoption of Ind AS (Contd....)**IV. Reconciliation of Equity**

Particulars	Note	As at	As at
		March 31, 2019 (` in Hundreds)	April 01, 2018 (` in Hundreds)
Total equity as per previous GAAP (Indian GAAP)		10,31,731.36	10,40,834.97
Adjustments impact:			
Reclassification 0% Fully Compulsory Convertible Debentures (FCCDs) as Equity component	(a)	47,30,400.00	47,30,400.00
Total IND AS adjustment		47,30,400.00	47,30,400.00
Total equity under Ind AS		57,62,131.36	57,71,234.97

V. Reconciliation of Income Statement for the year ended March 31, 2019

Particulars	Note	For the year ended
		March 31, 2019 (` in Hundreds)
Net loss for the year as per Previous GAAP (Indian GAAP)		(9,103.61)
Adjustments:		
Total adjustment		-
Net loss for the year as per Ind AS		(9,103.61)
Other comprehensive income		-
Items that will not be reclassified to profit or loss		-
Total comprehensive income/(loss) for the year as per Ind AS		(9,103.61)

VI. The Ind AS adjustments are either non cash adjustments or are regrouping among the cash flows from operating, investing and financing activities. Consequently, Ind AS adoption has no impact on the net cash flow for the year ended 31st March 2019 as compared with the previous GAAP.

Notes to first time adoption

The following explains the material adjustments made while transition from previous accounting standards to IND AS,

(a) Reclassification 0% Fully Compulsory Convertible Debentures (FCCDs) as Equity component

Under the previous GAAP, FCCDs were treated as Long term borrowings. Under Ind AS, FCCDs as being compulsorily convertible into equity shares, the same are classified as equity component and grouped under other equity.

The net effect of these changes are:

Increase in other equity by ` 4,730,400.00 as at 1st April, 2018 and 31st March, 2019.

(b) Regrouping

Reclassified/regrouped wherever necessary to conform with Financial Statements prepared under Ind AS.

(c) Other Equity

Other Equity as at 1st April, 2018 & 31st March, 2019 has been adjusted consequent to the above Ind AS transition adjustments. (IV. Reconciliation of Equity)

As per our report of even date

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

For and on behalf of the Board of Director

Sd/-
per Vijay Maniar
Partner

Membership No.: 36738

Place: Mumbai

Date: 14.05.20

Sd/-
Sanjay Sethi
Director
DIN: 00641243
Place: Mumbai
Date: 14.05.20

Sd/-
Rajib Dattaray
Director
DIN: 06704770