

Asian Hotels (East) Limited

[CIN No. L15122WB2007PLC162762]

Registered Office: Hyatt Regency Kolkata, JA-1, Sector – 3, Salt Lake City, Kolkata, West Bengal – 700098

Tel No. 033 6820 1346; Fax No. 033 2335 8246;

Email: saumen.chatterjee@ahleast.com; Website: www.ahleast.com

NOTICE OF MEETING OF EQUITY SHAREHOLDERS (CONVENED PURSUANT TO THE ORDER DATED 28th JANUARY, 2021, AS AMENDED BY CORRIGENDUM ORDER DATED 2nd FEBRUARY, 2021 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, KOLKATA BENCH)

| MEETING | |
|--------------|---|
| Day | Wednesday |
| Date | 17th March, 2021 |
| Time | 03:00 P.M. |
| Venue | In view of the ongoing COVID-19 pandemic and related social distancing norms, as per the directions of the Hon'ble National Company Law Tribunal, Kolkata Bench, the meeting shall be conducted through video conferencing / other audio-visual means and is deemed to take place at Hyatt Regency Kolkata, JA-1, Sector – 3, Salt Lake City, Kolkata, West Bengal – 700098 |

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**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,
KOLKATA BENCH
COMPANY APPLICATION NO. CA(CAA) No. 1155/KB/2020**

IN THE MATTER OF:

SECTIONS 230 TO 232 AND OTHER APPLICABLE PROVISIONS, IF ANY, OF THE COMPANIES ACT 2013, READ WITH THE COMPANIES (COMPROMISES, ARRANGEMENTS AND AMALGAMATIONS) RULES 2016.

AND IN THE MATTER OF:

ASIAN HOTELS (EAST) LIMITED [CIN NO. L15122WB2007PLC162762], A COMPANY INCORPORATED UNDER THE PROVISIONS OF COMPANIES ACT, 1956 AND HAVING ITS REGISTERED OFFICE AT HYATT REGENCY KOLKATA, JA-1, SECTOR – 3, SALT LAKE CITY, KOLKATA, WEST BENGAL – 700098, INDIA. Tel No. 033 6820 1346; Fax No. 033 2335 8246; Email: saumen.chatterjee@ahleast.com; Website: www.ahleast.com.

AND IN THE MATTER OF:

SCHEME OF ARRANGEMENT BETWEEN ASIAN HOTELS (EAST) LIMITED (“**DEMERGED COMPANY**”), ROBUST HOTELS PRIVATE LIMITED (“**RESULTING COMPANY**”) AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS FOR INTER ALIA THE DEMERGER OF THE SECURITIES TRADING UNIT OF THE DEMERGED COMPANY (“**DEMERGED UNDERTAKING**”) INTO THE RESULTING COMPANY AND REDUCTION OF CAPITAL.

NOTICE CONVENING MEETING OF THE EQUITY SHAREHOLDERS OF ASIAN HOTELS (EAST) LIMITED (“Notice”)

To

The Equity Shareholders of Asian Hotels (East) Limited (the “Company”)

NOTICE is hereby given that by an Order dated January 28, 2021, as amended by Corrigendum Order dated February 02, 2021 (the “**Order**”), in the above mentioned Company Application No. CA(CAA) No. 1155/KB/2020, the National Company Law Tribunal, Kolkata Bench has directed a Meeting to be held of the Equity Shareholders of the Company (the “**Meeting**”), for the purpose of considering, and if thought fit, approving with or without modification(s), the Scheme of Arrangement between Robust Hotels Private Limited, the Company and their respective shareholders and creditors (the “**Scheme**”).

In pursuance of the said Order and as directed therein, further Notice is hereby given that a Meeting of the Equity Shareholders of the Company will be held at 3.00 PM on Wednesday, the 17th day of March, 2021 through video conferencing (VC) / other audio visual means (OAVM) to transact the business as stated hereunder, and the said Equity Shareholders are requested to attend, and to consider and if thought fit, approve with or without modification(s), the resolutions set out below in this Notice under Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013, read with the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) with the requisite majority.

“**RESOLVED THAT** pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 other applicable enactments, rules, regulations and guidelines, Memorandum and Articles of Association of the Company and subject to the sanction by the National Company Law Tribunal, Kolkata Bench (“**NCLT**”/ “**Tribunal**”) and subject to other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the NCLT, the approval of the Equity Shareholders of the Company be and is hereby accorded to the proposed Scheme of Arrangement between Robust Hotels Private Limited and the Company and their respective shareholders and creditors (the “**Scheme**”).”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be considered requisite, desirable, appropriate or necessary to give effect to this Resolution and effectively implement the arrangements embroiled in the Scheme and to accept such modification, amendments, limitations and conditions, if any, which may be required and/or imposed by the NCLT and /or any other

authority (ies) while sanctioning the Scheme or by any authority under the Law, or as may be required for the purpose of resolving any doubt or difficulties that may arise in giving effect to the Scheme including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper, and to settle any question, difficulty or doubt that may arise in respect of aforesaid without being required to seek any further consent or approval of the Equity Shareholders of Company or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

Due to difficulty in dispatch of the Notice along with the explanatory statement by post or courier, on account of threat posed by COVID-19 pandemic situation and as permitted under the MCA Circulars and the Order, the Company is sending the Notice through electronic mail to Equity Shareholders whose electronic mail address is available with the Company and/or the Registrar and Transfer Agent of the Company. For other Equity Shareholders, Notice is being sent through registered post or speed post or through courier. In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) and pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with rules framed thereunder and the MCA Circulars, the company has extended remote e-voting facility for its members, to enable them to cast their votes electronically in advance of the Meeting. The instructions for remote e-voting are appended to the Notice. The Equity Shareholders can vote on resolutions through remote e-voting prior to the Meeting while the e-voting window is open or voting via VC/OAVM during the Meeting. Only those Equity Shareholders, who are present in the Meeting through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are not otherwise barred from doing so, shall be eligible to vote in the Meeting. It is clarified that casting of votes by remote e-voting shall not disentitle an Equity Shareholder as on the Cut-off Date from attending the Meeting.

Explanatory Statement pertaining to the said Resolution setting out the material facts and reasons thereof under Sections 230 and Section 102 of the Companies Act, 2013, read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, along with copy of the Scheme and other annexures, is enclosed. Copies of the same can also be obtained free of cost by sending a request through email to saumen.chatterjee@ahleast.com.

For Equity Shareholders whose email address are not registered with the Company, they may follow the procedures mentioned in the notes to the Notice for casting their votes and can also get their email address registered with the Company. The Equity Shareholders who have not registered their email addresses with the Company can get the same registered by emailing to saumen.chatterjee@ahleast.com at least 72 hours before the meeting.

The National Company Law Tribunal, Kolkata Bench has appointed Mr. Aishwarya Kumar Awasthi, Advocate, to be the Chairperson of the said meeting.

Ms. Sneha Khaitan, Practicing Company Secretary has been appointed as the scrutinizer to conduct the voting via VC/OAVM at the meeting and remote e-voting in a fair and transparent manner.

The Scheme, if approved by the Shareholders in the Meeting, will be subject to the subsequent approval by the National Company Law Tribunal, Kolkata Bench.

Sd/-

Aishwarya Kumar Awasthi
Chairperson

Dated this 12th day of February 2021

Place: Kolkata

NOTES:

1. In accordance with the Order, this Notice is being sent by email to all Equity Shareholders, whose names appear in the Register of Members/ list of Beneficial Owners as received from [National Securities Depository Limited (“NSDL”)/ Central Depository Services (India) Limited (“CDSL”)] as on February 05, 2021, i.e., the “Cut-off date”, which will be considered for the purposes of remote e-voting and voting at the Meeting. Other Equity Shareholder whose email address is not available with the Company and/or the Registrar and Transfer Agent of the Company, Notice is being sent to them through registered post or speed post or through courier. Voting rights of each Equity

Shareholder shall be reckoned basis the paid-up value of equity shares registered in the name of such Equity Shareholder as on the Cut-off date.

2. A statement pursuant to Section 102 (1) of the Companies Act, 2013, in respect of Special Business as set out above to be transacted at the Meeting is annexed hereto and forms part of this Notice. The Notice, Explanatory Statement and all documents referred to therein shall be available at www.ahleast.com.
3. In view of continuing COVID-19 pandemic and the restrictions imposed on the movement of people, physical attendance of the Equity Shareholders is not required and the meeting is being held through video conferencing ("VC") or other audio visual means ("OAVM"), as allowed by the Tribunal vide the Order, and in compliance with applicable provisions of the Companies Act, 2013 and the Ministry of Corporate Affairs ("MCA") circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020 and 31st December, 2020 (collectively referred to as "MCA Circulars"). The venue of the Meeting shall be deemed to be the Registered Office of the Company.
4. Members who need assistance before or during the meeting, can contact NSDL on evoting@nsdl.co.in/ 1800-222-990 / 1800-1020-900 / 1800-22-44-30 / 1800-1020-990 or send a request to or contact Mr. Amit Vishal, Senior Manager, NSDL at amitv@nsdl.co.in/ +91 9920264780 or Ms. Pallavi Mhatre, Manager at pallavid@nsdl.co.in/ +91-75066 82281, Trade World, A Wing, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai - 400013 at email ID evoting@nsdl.co.in.
5. In terms of the Order, the quorum of the Meeting of the Equity Shareholders of the Company shall be as prescribed under Section 103 of the Companies Act, 2013, and shall therefore be 30 (thirty) Equity Shareholders. Equity Shareholders attending the meeting through VC/OAVM will be counted for the purpose of reckoning the quorum under the Act. In the event the quorum is not present within half-an-hour of the schedule time, the Equity Shareholders present shall constitute a valid quorum.
6. As the Meeting is being conducted through VC/OAVM, the facility to appoint proxy to attend and cast vote is not available for this Meeting. Hence, Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
7. The authorised representative of a Body Corporate or Foreign Institutional Investor ("FII") or Foreign Portfolio Investor ("FPI"), which is a registered Equity Shareholder of the Company may attend and vote at the Equity Shareholders' meeting, provided such Body Corporate or FII or FPI sends a scanned copy (PDF/JPG Format) of the Board Resolution/ power of Attorney/ Authorisation Letter, authorising its representatives to attend and vote at the meeting through VC/OAVM on its behalf pursuant to Section 113 of the Act. The said authorisation shall be sent to the Scrutinizer (along with a copy of such representative's identification proof) by email through its registered email address to snehakhaitan90@gmail.com with a copy marked to evoting@nsdl.co.in, cscorporate@sarafhotels.com and saumen.chatterjee@ahleast.com not later than 48(forty eight) hours prior to the commencement of the Meeting.
8. Registered Equity Shareholders are informed that in case of joint holders attending the Meeting, joint holders whose name stands first in the Register of Members, and in his /her absence, by the next named Equity Shareholder of the Company in respect of such joint holding will be entitled to vote.
9. The material documents referred to in the accompanying Explanatory statement and pursuant to applicable provisions, shall be open for inspection from 10:00 a.m. to 5:00 p.m. on all working days (except Sundays and Public Holidays) upto 1 (one) day prior to the date of the Meeting of the Equity Shareholders at the Registered Office of the Company. Copies of the Scheme of Arrangement and Explanatory Statement can be obtained free of charge at the registered office of the Company or by sending a request through email to saumen.chatterjee@ahleast.com.
10. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to the Registrar and Share Transfer Agent of the Company, viz. M/s. KFin Technologies Private Limited, "Selenium Tower B", Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad 500 032, email: einward.ris@kfintech.com along with the copy of signed request letter mentioning the name and address of the Equity Shareholder, scanned copy of the share certificate (front and back), self-attested copy of the PAN card, and self-attested copy of any document (e.g.: driving license, election identity card, passport) in support of the address of the Equity Shareholder. Equity Shareholders

holding shares in dematerialized mode are requested to register/ update their e-mail addresses with the relevant Depository Participant(s). In case of any queries/ difficulties in registering the e-mail address, Equity Shareholders may write to soumya.saha@ahleast.com.

11. The Scrutinizer shall, immediately after the conclusion of voting at the Meeting, unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to Mr. Aishwarya Kumar Awasthi, being the Chairperson appointed by Hon'ble NCLT Bench Kolkata.
12. The result declared by the Chairperson of the Meeting, along with the Scrutinizer's Report will be available forthwith on the website of the Company at www.ahleast.com and on the website of NSDL at <https://www.evoting.nsdl.com/>. The Company shall simultaneously forward the result to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed."
13. The business of the meeting shall be transacted and the result thereof ascertained accordingly. The aforesaid resolution for approval of the Scheme shall, if passed by a majority in number representing three-fourths in value of all Equity Shareholders of AHEL casting their votes, as aforesaid, shall be deemed to have been duly passed on the date of the said meeting (i.e. 17th March, 2021) of the Equity Shareholders of AHEL under Section 230(1) read with Section 232(1) of the Companies Act, 2013. However, the Scheme shall be acted upon only if the votes cast by public shareholders in favour of the resolution set out above are more than the number of votes cast by the public shareholders against the resolution.
14. The Notice convening the aforesaid Meeting will also be published through advertisement in The Financial Express (Kolkata Edition) in English and Aajkal (Kolkata Edition) in Bengali.

PROCEDURE FOR ATTENDING THE MEETING THROUGH VC / OAVM:

15. Members will be able to attend the Meeting through VC / OAVM by using their remote e-voting login credentials and selecting the EVEN for Company's meeting.
16. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further, Members can also use the OTP based login for logging into the e-voting system of NSDL.
17. Members are requested to join the Meeting through Laptops for better experience and will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connected via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of glitches.
18. The Members can join the meeting in the VC/OAVM mode 30 minutes before the time scheduled to start the Meeting and the Company may close the window for joining the VC/OAVM facility 15 minutes after the scheduled time for the Meeting. The facility of participation at the Meeting through VC/OAVM will be made available for 1000 members on first come first served basis. This restriction will not apply to large Equity Shareholders (shareholders holding 2% or more of the share capital of the Company), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, and Auditors of the Company, who can attend the Meeting without restriction on account of first come first served basis.

PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS DURING THE MEETING:

19. Members who would like to express their views or ask questions during the Meeting may register themselves as a speaker by sending their request not later than 5.00 P.M. on March 12, 2021 at saumen.chatterjee@ahleast.com from their registered email address mentioning their names, DP Id and Client Id / Folio No., PAN, and mobile number. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the Meeting, and only such questions / queries received by the Company till the aforesaid date and time shall be considered and responded during the Meeting. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the Meeting.

PROCEDURE FOR REMOTE E-VOTING AND E-VOTING DURING THE MEETING:

20. In compliance with the Order of the Tribunal, the MCA Circulars, Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations, Master Circular on (i) Scheme of Arrangement by Listed Entities and (ii) Relaxation under Sub-rule (7) of rule 19 of the Securities Contracts (Regulation) Rules, 1957 issued by Securities and Exchange Board of India on December 22, 2020 and the Secretarial Standard on General Meetings (SS- 2) issued by The Institute of Company Secretaries of India, the Company is pleased to provide Members with a facility to attend the Meeting and exercise their right to vote by electronic means for the business to be transacted at the Meeting.
21. The Company is also extending the facility of remote e-voting during the period commencing from Sunday, 14th March, 2021 (9:00 A.M.) and ending on Tuesday, 16th March, 2021 (5:00 P.M.). During this period, Equity Shareholders of the Company holding shares either in physical form or in dematerialized form, as on the Cut-off Date, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Equity Shareholder, the Equity Shareholder shall not be allowed to change it subsequently.
22. Members whose name appears in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the Cut-off Date i.e., Friday, February 05, 2021 shall only be entitled to attend and vote at the Meeting. A person who is not a Member as on the Cut-off Date should treat this Notice of Meeting for information purpose only.
23. Members attending the Meeting who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the Meeting. Members who have voted through remote e-voting shall be eligible to attend the Meeting, however, they shall not be eligible to vote at the meeting.
24. The procedure and instructions for remote e-voting are provided below. The procedure to be followed for e-voting on the day of the Meeting shall be the same as described below for remote e-voting.

Step 1: Log-in to NSDL e-voting system at

URL: <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-voting system.

DETAILS ON STEP 1 TO LOG IN TO NSDL E-VOTING SYSTEM ARE MENTIONED BELOW:

- (i) Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.
- (ii) Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
- (iii) A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e., IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.
- (iv) Your User ID details are given below:

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is: |
|--|--|
| a) For Members who hold shares in demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. |
| b) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****. |

| | |
|---|---|
| c) For Members holding shares in Physical Form. | <p>EVEN Number followed by Folio Number registered with the company</p> <p>For example, if folio number is 001*** and EVEN is 123456 then user ID is 123456001***</p> |
|---|---|

- (v) Your password details are given below:
- If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you by NSDL. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
- (vi) If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- (vii) After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- (viii) Now, you will have to click on "Login" button.
- (ix) After you click on the "Login" button, Home page of e-Voting will open.

DETAILS ON STEP 2 ARE GIVEN BELOW:

- After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
- After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- Select "EVEN" of company for which you wish to cast your vote.
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,
KOLKATA BENCH
COMPANY APPLICATION NO. CA(CAA) No. 1155/KB/2020**

IN THE MATTER OF:

SECTIONS 230 TO 232 AND OTHER APPLICABLE PROVISIONS, IF ANY, OF THE COMPANIES ACT 2013, READ WITH THE COMPANIES (COMPROMISES, ARRANGEMENTS AND AMALGAMATIONS) RULES 2016.

AND IN THE MATTER OF:

ASIAN HOTELS (EAST) LIMITED [CIN NO. L15122WB2007PLC162762], A COMPANY INCORPORATED UNDER THE PROVISIONS OF COMPANIES ACT, 1956 AND HAVING ITS REGISTERED OFFICE AT HYATT REGENCY KOLKATA, JA-1, SECTOR – 3, SALT LAKE CITY, KOLKATA, WEST BENGAL – 700098, INDIA. Tel No. 033 6820 1346; Fax No. 033 2335 8246; Email: saumen.chatterjee@ahleast.com; Website: www.ahleast.com.

AND IN THE MATTER OF:

SCHEME OF ARRANGEMENT BETWEEN ASIAN HOTELS (EAST) LIMITED, ROBUST HOTELS PRIVATE LIMITED AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS FOR INTER ALIA THE DEMERGER OF DEMERGED UNDERTAKING INTO THE RESULTING COMPANY AND REDUCTION OF CAPITAL.

EXPLANATORY STATEMENT UNDER SECTIONS 230 AND 102 OF THE COMPANIES ACT, 2013, READ WITH RULE 6 OF THE COMPANIES (COMPROMISES, ARRANGEMENTS AND AMALGAMATIONS) RULES, 2016

1. The National Company Law Tribunal, Kolkata Bench ("**Tribunal**"), by an Order dated January 28, 2021, as amended by Corrigendum Order dated February 02, 2021 ("**Order**") in the Company Application referred to above, with respect to the Scheme of Arrangement between Robust Hotels Private Limited ("**Resulting Company**") and Asian Hotels (East) Limited ("**Demerged Company**") and their respective shareholders and creditors for demerger and transfer of the Securities Trading Unit of the Demerged Company ("**Demerged Undertaking**") from the Demerged Company into the Resulting Company ("**the Scheme**") has directed the convening of the Meeting of the Equity Shareholders of Asian Hotels (East) Limited to be held at 3.00 p.m. on Wednesday, the 17th day of March 2021, through video conferencing (VC) / other audio visual means (OAVM) which shall be deemed to be held at Hyatt Regency Kolkata, JA-1, Sector – 3, Salt Lake City, Kolkata, West Bengal – 700098.
2. The Order further directs the convening of the meeting of the Unsecured Creditors of the Demerged Company at 4.00 p.m. on Wednesday, the 17th day of March 2021, through VC / OAVM, to consider the Scheme. As the Demerged Company does not have any secured creditors, the requirement of holding a meeting of secured creditors does not arise, as recorded in the Order.
3. Asian Hotels (East) Limited ("**Demerged Company**") is a public limited company incorporated under the Companies Act, 1956, having its registered office at Hyatt Regency Kolkata, JA-1, Sector – 3, Salt Lake City, Kolkata, West Bengal – 700098 and email: saumen.chatterjee@ahleast.com. The Demerged Company was incorporated as Vardhman Hotels Private Limited on 08 January 2007 and was converted into a public limited company on 28 July 2007. The name of Demerged Company was changed to its present name on 16 February 2010. The CIN of the Demerged Company is L15122WB2007PLC162762 and PAN is AACCV4634N. The Equity Shares of the Demerged Company are listed on National Stock Exchange of India Limited ("**NSE**") and BSE Limited ("**BSE**") (together, the "**Stock Exchanges**").
4. The Demerged Company is primarily engaged in two(2) lines of business through separate divisions as follows: (a) Hotel Division engaged in the operation and management of Hyatt Regency Kolkata; and (b) Investment Division which in-turn consists of the "**Securities Trading Unit**" (comprising of treasury/liquid investments which is being regularly traded and bonds, mutual funds, and shares of certain companies, which already are under an agreement of sale, part performance completed) and the "**Strategic Investments Unit**" (comprising inter alia of investment in and loans given to the Resulting Company and GJS Hotels Limited).

5. The share capital structure of the Demerged Company as on December 31, 2020 is as follows:

| Share Capital | Amount in Rs. |
|---|---------------------|
| Authorised Capital | |
| 9,00,00,000 Equity Shares of Rs. 10/- each | 90,00,00,000 |
| 10,00,000 Preference Shares of Rs. 10/- each | 1,00,00,000 |
| Total | 91,00,00,000 |
| Issued, Subscribed and Paid-up Share Capital | |
| 1,15,27,797 Equity Shares of Rs. 10/- each | 11,52,77,970 |
| Total | 11,52,77,970 |

6. Robust Hotels Private Limited ("**Resulting Company**"), is a private limited company incorporated under the Companies Act, 1956, having its registered office at 365, Anna Salai Teynampet, Chennai, Tamil Nadu – 600018, India and Email: thanika@sarafhotels.com. The CIN of the Resulting Company is CIN U55101TN2007PTC062085 and PAN is AADCR5418B. The shares of the Resulting Company are not listed on any stock exchange. The Demerged Company holds 22,41,83,829 equity shares of Rs. 10/- each of the Resulting Company (directly and through its nominees), aggregating to 100% of the total equity share capital of the Resulting Company. Resulting Company is a wholly owned subsidiary of the Demerged Company.
7. The Resulting Company is authorized to engage in the business of operating and management of Hyatt Regency Chennai, a hotel located at 365, Anna Salai, Teynampet in Chennai.
8. The share capital structure of the Resulting Company as on December 31, 2020 is as follows:

| Share Capital | Amount in Rs. |
|---|-----------------------|
| Authorised Capital | |
| 22,50,00,000 Equity Shares of Rs. 10/- each | 2,25,00,00,000 |
| Total | 2,25,00,00,000 |
| Issued, Subscribed and Paid-up Share Capital | |
| 22,41,83,829 Equity Shares of Rs. 10/- each | |
| Total | 2,24,18,38,290 |

9. The Scheme provides for (i) the demerger and transfer of the "Demerged Undertaking" (being the undertaking, business, activities and operations of the Demerged Company pertaining to Securities Trading Unit) from the Demerged Company into and with the Resulting Company as a going concern, in accordance with Sections 230-232 of Companies Act, 2013 and in compliance with Section 2(19AA) of Income-tax Act, 1961 (ii) reorganization and reduction of equity shares of the Resulting Company held by Demerged Company (without payment of consideration), in terms of Section 66 of Companies Act, 2013, and its utilization for wiping out losses of the Resulting Company and (iii) a bonus issue by the Demerged Company of fully paid-up equity shares to its equity shareholders as of the Record Date in 1:2 ratio, that is, 1 (one) new bonus fully paid-up equity share (having face value of Rs. 10/- (Indian Rupees ten)) for every 2 (two) Equity Shares of the Demerged Company (having face value of Rs. 10/- (Indian Rupees ten) each) held by a shareholder of the Demerged Company as of the Record Date, in accordance with Section 63 of the Companies Act, 2013. The "Record Date" shall be a date after the sanction of the Scheme but before the Effective Date, as fixed by the Board of Directors of the Demerged Company in consultation with the Board of Directors of the Resulting Company.
10. The proposed demerger and transfer of the Demerged Undertaking from the Demerged Company into the Resulting Company pursuant to this Scheme shall be in the interest of the Demerged Company and the Resulting Company

and all their concerned stakeholders including shareholders, creditors, employees, and general public in the following ways:

- (i) Unlocking the value of Demerged Company's shares for its shareholders, which is presently getting subdued on account of subdued performance and balance sheet of Resulting Company;
- (ii) Possible release of guarantee(s) presently given by the Demerged Company to the lenders of the Resulting Company. This would clear the contingent liability as appearing in the financial statements of the Demerged Company, and will potentially improve the credit rating of the Demerged Company, thereby enabling reduction in cost of finance for the Demerged Company and better price discovery on the stock market;
- (iii) The Equity Shares of Resulting Company shall also be entitled to the benefit of getting listed on the Stock Exchanges pursuant to the SEBI Circular. Therefore, shareholders of the Demerged Company (as of the Record Date) shall, as a result of the Scheme, hold Equity Shares of 2 (two) listed entities, the Demerged Company and the Resulting Company. Such shareholders would then be able to choose to remain invested in both or either of the Demerged Company and the Resulting Company, giving them greater flexibility in managing / dealing with their investments in different companies, being the Demerged Company and the Resulting Company in view of their respective businesses, and individual risk profiles;
- (iv) Improving the balance sheet of the Resulting Company and its credit rating by providing liquid assets and resources that would enable enhancement in future profitability without any sacrifice of value by the shareholders of the Demerged Company, enabling potential turn-around and/or expansion programs for the Resulting Company, and assist the Resulting Company in supporting and potentially reducing its debt burden and cost of financing;
- (v) Enable unlocking of the true value of the Resulting Company for the shareholders of the Demerged Company (in a separate entity, being the Resulting Company), which does not appear to be reflecting fully and accurately in the present consolidated market valuation of the Demerged Company on account of there being a holding company discount;
- (vi) Provide scope for attracting and accessing targeted funding and investors for the Demerged Company and the Resulting Company and provide better flexibility in pursuing long term growth plans and strategies for the separate companies, instead of the Resulting Company continuing to use Demerged Company's credit rating and guarantees and equity funds;
- (vii) Enable the management of the Demerged Company to evaluate the performance of the Hotel Division on an independent basis and keep its risks (if any) ring-fenced; and
- (viii) Enable enhanced strategic flexibility and focus of the respective managements of the Demerged Company and the Resulting Company, thereby facilitating the separate managements to efficiently exploit opportunities for each of the said businesses.

11. The salient features of the Scheme are as follows:

- A. Appointed date means the Effective Date (beginning of business hours) or such other date as may be directed / approved by the Tribunal(s). The Scheme shall become effective upon the filing of the sanction order of the Scheme with the relevant jurisdictional Registrar of Companies by each of the Demerged Company and the Resulting Company (the "**Effective Date**"), and shall be deemed to have become effective from the Appointed Date.
- B. The Scheme provides inter-alia for demerger and transfer of the Demerged Undertaking from the Demerged Company and into and with the Resulting Company.
- C. Equity Shares to be issued by the Resulting Company to the shareholders of the Demerged Company pursuant to the Scheme in accordance with the Share Entitlement Ratio will be listed on the Stock Exchanges in accordance with the SEBI Circular CFD/DIL3/CIR/2017/21 dated March 10, 2017, as amended from time to time, including vide Circular CFD/DIL 3/CIR/2017/26 dated March 23, 2017 and Circular CFD/DIL3/CIR/2018/2

dated January 03, 2018, read with Master Circular SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020.

The aforesaid are only the salient features of the Scheme. You are requested to read the entire text of the Scheme to get fully acquainted with the provisions thereof.

12. The amounts due to unsecured creditors of the Demerged Company as on 30th June, 2020 is Rs. 5,94,14,816/- (Rupees five crore ninety four lakh fourteen thousand eight hundred sixteen only), and as of January 31, 2021 is Rs. 3,84,15,464.27/- (Rupees three crore eighty four lakhs fifteen thousand four hundred sixty four rupees and twenty seven paise only).
13. The amounts due to unsecured creditors of the Resulting Company as on 31st July, 2020 is Rs. 61,73,62,002/- (Rupees sixty one crore seventy three lakh sixty two thousand two only).
14. The Scheme shall have no adverse effect on any of the directors, key management personnel, promoters, non-promoter members, creditors and employees of the Demerged Company. The Scheme is in the interest of all stakeholders of the Demerged Company.
15. The Scheme shall have no adverse effect on any of the directors, key management personnel, promoters, non-promoter members, creditors and employees of the Resulting Company. The Scheme is in the interest of all stakeholders of the Resulting Company.
16. No investigation proceedings have been instituted or are pending in relation to the Demerged Company and Resulting Company under the Companies Act, 1956 or the Companies Act, 2013.
17. There is no petition pending for winding up of the Demerged Company or the Resulting Company.
18. The details of the promoter and promoter group of the Demerged Company are as under:

| S.No. | Name of the Promoter | Address of the Promoter | No of shares held |
|-------|--------------------------|--|-------------------|
| i. | Saraf Industries Limited | IFS Court, Bank Street, Twentyeight Cyber City, Ebene- 72201, Mauritius | 3630630 |
| ii. | Radhe Shyam Saraf | Flat D20/F Caine Mansion, 80 – 88, Caine Road, Hong Kong. | 3284680 |
| iii. | Ratna Saraf | Flat D20/F Caine Mansion, 80 – 88, Caine Road, Hong Kong | 617347 |
| iv. | Umesh Saraf | H. No. 27-A, Green Avenue Lane Vasant Kunj New Delhi: 110070 | 24731 |
| v. | Arun Kumar Saraf | Grand Hyatt Residences, Juniper Hotel Vakola Pipe Line Road, Vakola, Santacruz East Mumbai: 400055 | 8732 |

19. The Board of Directors of the Demerged Company in its Meeting held on November 14, 2019 approved the Scheme and filing thereof.

The details of the Directors of the Demerged Company who voted in favour of the Resolution, against the Resolution and who did not participate or vote on such Resolution are as under:

| S.No. | Name of Director | Address | Voted for the Resolution | Voted against the Resolution | Did not vote or participate |
|-------|-----------------------|---|--------------------------|------------------------------|-----------------------------|
| i. | Mr. Radhe Shyam Saraf | Flat D20/F Caine Mansion, 80-88, Caine Road, Hong Kong | - | - | - |
| ii. | Mr. Arun Kumar Saraf | Grand Hyatt Residences, Juniper Hotel Vakola Pipe Line Road, Vakola, Santacruz East, Mumbai- 400055 | - | - | Did not Participate |

| S.No. | Name of Director | Address | Voted for the Resolution | Voted against the Resolution | Did not vote or participate |
|-------|--------------------------|--|--------------------------|------------------------------|-----------------------------|
| iii. | Mr. Umesh Saraf | H. No. 27-A, Green Avenue Lane Vasant Kunj, New Delhi-110070 | - | - | - |
| iv. | Mr. Rama Shankar Jhavar# | 22/2A, Gora Chand Road, Kolkata- 700014 | Voted in favour | - | - |
| v. | Mr. A.C. Chakrabortti | 29/13. Ballygunge Park, PO-Ballygunge, Kolkata- 700019 | Voted in favour | - | - |
| vi. | Mr. Padam Kumar Khaitan | 3, Queens Park, Kolkata- 700019 | Voted in favour | - | - |
| vii. | Mrs. Rita Bhimani | 12/4, Sunny Park Apartments 6, Sunny Park, Kolkata- 700019 | Voted in favour | - | - |

****Did not vote / participate, being interested Directors.***

#Late. R S Jhavar ceased to hold the office of Independent Director due to his sudden demise on Wednesday, 14th October, 2020.

Mr. Radhe Shyam Saraf and Mr. Umesh Saraf had sought and was given leave of absence from the above mentioned Meeting and did not attend the Meeting.

20. The details of the promoter and promoter group of the Resulting Company are as under:

| S.No. | Name | Address | No of Equity shares held |
|-------|-----------------------------|--|--------------------------|
| i. | Asian Hotels (East) Limited | Hyatt Regency Kolkata, JA-1, Sector-3, Salt lake City, Kolkata- 700 098 | 22,41,83,829 |
| ii. | Mr. Arun Kumar Saraf | Grand Hyatt Residencies, Juniper Hotel Vakola Pipe Line Road, Vakola, Santacruz East, Mumbai- 400055 | Nil |
| iii. | Mr. Umesh Saraf | H. No. 27-A, Green Avenue Lane Vasant Kunj, New Delhi- 110070 | Nil |
| iv. | Mr. Varun Saraf | Grand Hyatt Residences, Vakola Pipe Line Road, Vakola, Santacruz East Mumbai: 400055 | Nil |

The Board of Directors of the Resulting Company in its Meeting held on January 13, 2020, approved the Scheme and filing thereof.

21. The details of the Directors of the Resulting Company who voted in favour of the Resolution, against the Resolution and who did not participate or vote on such Resolution are as under:

| Sl. No. | Name of Director | Address | Voted for the Resolution | Voted against the Resolution | Did not vote or participate |
|---------|----------------------|--|--------------------------|------------------------------|-----------------------------|
| i. | Mr. Arun Kumar Saraf | Grand Hyatt Residencies, Juniper Hotel Vakola Pipe Line Road, Vakola, Santacruz East, Mumbai- 400055 | - | - | - |

| Sl. No. | Name of Director | Address | Voted for the Resolution | Voted against the Resolution | Did not vote or participate |
|---------|--------------------------|--|--------------------------|------------------------------|-----------------------------|
| ii. | Mr. Umesh Saraf | H. No. 27-A, Green Avenue Lane Vasant Kunj, New Delhi- 110070 | - | - | Did not participate |
| iii. | Mr. Varun Saraf | Grand Hyatt Residencies, Vakola Pipe Line Road, Vakola, Santacruz East, Mumbai- 400055 | - | - | - |
| iv. | Mr. Avali Srinivasan | 45, Sapthagiri Colony, Jafferkhanpet, Chennai- 600083 | - | - | - |
| v. | Mr. Rama Shankar Jhavar# | 29/13. Ballygunge Park, PO- Ballygunge, Kolkata- 700019 | Voted in favour | - | - |
| vi. | Mrs. Rita Bhimani | 12/4, Sunny Park Apartments 6, Sunny Park, Kolkata- 700019 | Voted in favour | - | - |

Mr. Arun Kumar Saraf, Mr. Varun Saraf and Mr. A. Srinivasan had sought and was given leave of absence from the above-mentioned meeting and did not attend the meeting.

****Did not vote / participate, being interested Directors.***

#Late. R S Jhavar ceased to hold the office of Independent Director due to his sudden demise on Wednesday, 14th October, 2020.

22. The details of the Directors of the Demerged Company and their shareholding in the Demerged Company ("A") and the Resulting Company ("B") either singly or jointly are as follows:

| S.No. | Name of Director | Address | Age (Yr) | Position | Equity Shares Held | |
|-------|-------------------------|--|----------|-------------------------|--------------------|---|
| | | | | | A | B |
| i. | Mr. Radhe Shyam Saraf | Flat D20/F Caine Mansion, 80-88, Caine Road, Hong Kong | 90 | Non-Executive Director | 3284680 | - |
| ii. | Mr. Arun Kumar Saraf | Grand Hyatt Residencies, Juniper Hotel Vakola Pipe Line Road, Vakola, Santacruz East, Mumbai- 400055 | 61 | Joint Managing Director | 8732 | - |
| iii. | Mr. Umesh Saraf | H. No. 27-A, Green Avenue Lane Vasant Kunj, New Delhi- 110070 | 56 | Joint Managing Director | 24731 | - |
| iv. | Mr. A.C. Chakrabortti | 22/2A, Gora Chand Road, Kolkata- 700014 | 90 | Independent Director | - | - |
| vi. | Mr. Padam Kumar Khaitan | 3, Queens Park, Kolkata- 700019 | 67 | Independent Director | - | - |
| vii. | Mrs. Rita Bhimani | 12/4, Sunny Park Apartments 6, Sunny Park, Kolkata- 700019 | 75 | Independent Director | - | - |

23. The details of the Directors of the Resulting Company and their shareholding in the Demerged Company ("A") and the Resulting Company ("B") either singly or jointly are as follows:

| S.No. | Name of Director | Address | Age (Yr) | Position | Equity Shares Held | |
|-------|----------------------|--|----------|------------------------|--------------------|--|
| | | | | | A | B |
| i. | Mr. Arun Kumar Saraf | Grand Hyatt Residencies, Juniper Hotel Vakola Pipe Line Road, Vakola, Santacruz East, Mumbai- 400055 | 61 | Non-Executive Director | 8732 | - |
| ii. | Mr. Umesh Saraf | H. No. 27-A, Green Avenue Lane Vasant Kunj, New Delhi- 110070 | 56 | Non-Executive Director | 24731 | - |
| iii. | Mr. Varun Saraf | Grand Hyatt Residencies, Vakola Pipe Line Road, Vakola, Santacruz East, Mumbai- 400055 | 36 | Non-Executive Director | - | - |
| iv. | Mr. Avali Srinivasan | 45, Sapthagiri Colony, Jaffer Khanpet, Chennai- 600083 | 73 | Non-Executive Director | - | 1(One) in the capacity of nominee of Asian Hotels (East) Limited, the Demerged Company |
| vi. | Mrs. Rita Bhimani | 12/4, Sunny Park Apartments 6, Sunny Park, Kolkata- 700019 | 75 | Independent Director | - | - |

24. No Directors or Key Managerial Personnel or their relatives, except in the capacity of being a shareholder of the companies involved in the scheme, are concerned or interested, financially or otherwise, in the Scheme.
25. The Scheme does not affect in any manner nor vary the rights in any manner of the Key Managerial Personnel (as defined under the Companies Act 2013) or Directors of the Demerged Company or the Resulting Company. The Scheme also does not propose any compromise or arrangement with the creditors of the Demerged Company or the Resulting Company.
26. Pre and post Scheme shareholding pattern of the Demerged Company based on the agreed share entitlement ratio is reproduced below:

| Particulars | Pre-Scheme (December 31, 2020) | | Post-Scheme | |
|--------------------|--------------------------------|--------------------|--------------------------|--------------------|
| | Total No. of shares held | Shareholding as a% | Total No. of shares held | Shareholding as a% |
| Promoter | 7566120 | 65.63 | 11349179 | 65.63 |
| Public | 3961677 | 34.37 | 5942517 | 34.37 |
| Total (A+B) | 11527797 | 100.00 | 17291696 | 100.00 |

27. Pre and post Scheme shareholding pattern of the Resulting Company is reproduced below:

| Particulars | Pre-Scheme (December 31, 2020) | | Post-Scheme | |
|--------------------|--------------------------------|--------------------|--------------------------|--------------------|
| | Total No. of shares held | Shareholding as a% | Total No. of shares held | Shareholding as a% |
| Promoter | 224183829 | 100 | 11349179 | 65.63 |
| Public | - | - | 5942517 | 34.37 |
| Total (A+B) | 224183829 | 100.00 | 17291696 | 100.00 |

28. The Scheme is conditional upon and subject to:

- The approval by the requisite majority of the classes of persons, including shareholders, and creditors of the Resulting Company and Demerged Company under Section 230 to 232 of the 2013 Act.
- The scheme being approved by the public shareholders of the Demerged Company in terms of SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March, 10, 2017, read with Master Circular SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020, i.e., the votes cast by the public shareholders of the Company in favour of the resolution approving the Scheme being more than the number of votes cast by the public shareholders of the Company against it.
- The sanctioning of this Scheme by the National Company Law Tribunal, Kolkata Bench, and National Company Law Tribunal, Chennai Bench, whether with or without any modifications or amendments as each of them may deem fit.
- The filing of the certified copies of the relevant orders of the National Company Law Tribunal, Kolkata Bench and National Company Law Tribunal, Chennai Bench with the respective Registrar of Companies, by the Demerged Company and Resulting Company.
- Any other sanctions and orders as may be directed by the National Company Law Tribunal in respect of the Scheme.

29. Corporate Equity Shareholders may participate and vote at the Meeting of Equity Shareholders through their authorized representative by lodging a certified true copy of the Board Resolution/Power of Attorney (along with a copy of the identification proof of the authorised representative) with the Company, not later than 48 (forty-eight) hours before the time of commencement of the Meeting, authorizing such person to attend and vote on its behalf.

30. In the present matter, Mr. Mahim S. Mehta, a Registered Valuer, has provided the Capital Allocation and Share Entitlement Report dated January 13, 2020, and a Fairness Opinion dated January 13, 2020 has been provided by D&A Financial Services (P) Limited.

31. The Demerged Company has not accepted any deposit nor has issued debentures.

32. Copy of the Notice issued to the Equity Shareholders of the Demerged Company, the Scheme of Arrangement and Explanatory Statement under Sections 102 and 230 of the Companies Act, 2013, have been placed on the website of the Demerged Company at www.ahleast.com. A copy of the Scheme, along with Explanatory Statement under Sections 102 and 230 of the Companies Act, 2013 is also being forwarded to the Registrar of Companies, West Bengal.

33. The following documents will be open for inspection by the Equity Shareholders and also for obtaining extracts from, or for making of / obtaining copies of, at the Registered Office of the Demerged Company between 10:00 a.m. to 5:00 p.m. on all working days (except Sundays and Public Holidays) upto 1 (one) day prior to the date of the Meeting of the Equity Shareholders, and shall also be available on the website of the Company www.ahleast.com:

- Explanatory Statement under Section 230, and 102 of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamation) Rules, 2016.
- Copy of the Company Application No. CA(CAA) No.1155/KB/2020.

- (iii) Copy of the Tribunal's Order dated January 28, 2021, as amended by Corrigendum Order dated February 02, 2021 in the above Company Application.
- (iv) Copy of the Memorandum and Articles of Association of the Demerged Company and the Resulting Company.
- (v) Copy of the Scheme.
- (vi) Copy of the Capital Allocation and Share Entitlement Report dated January 13, 2020 issued by Mr. Mahim S. Mehta.
- (vii) Copy of the Fairness Opinion dated January 13, 2020, issued by D&A Financial Services (P) Limited.
- (viii) Complaints Report dated March 02, 2020 and March 13, 2020 submitted by the Demerged Company to the Stock Exchanges.
- (ix) Copy of the Observation Letters dated May 21, 2020 from the National Stock Exchange of India Limited and BSE Limited respectively.
- (x) Report under Section 232(2)(c) of the Companies Act, 2013 adopted by the Board of Directors of Demerged Company.
- (xi) Report under Section 232(2)(c) of the Companies Act, 2013 adopted by the Board of Directors of Resulting Company.
- (xii) Audited Financial Statement of Demerged Company for the period ended March 31, 2020.
- (xiii) Audited Financial Statement of Resulting Company for the period ended March 31, 2020.
- (xiv) Supplementary Accounting Statement of Demerged Company for the period ended September 30, 2020.
- (xv) Supplementary Accounting Statement of Resulting Company for the period ended September 30, 2020.
- (xvi) Copy of the extracts of the Board Resolutions dated November 14, 2019 and January 13, 2020, of the Demerged Company and the Resulting Company respectively approving the Scheme.
- (xvii) Certificate issued by the Auditor of the Demerged Company to the effect that the accounting treatment, if any proposed in the Scheme is in conformity with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013.
- (xviii) List of Equity shareholders of the Demerged Company as on June 30, 2020 and the Cut-off Date i.e. 5th February, 2021.

**SCHEME OF ARRANGEMENT, DEMERGER AND REDUCTION OF CAPITAL
(UNDER SECTION 230 TO 232 AND SECTION 66 OF THE COMPANIES ACT, 2013)**

**AMONGST
ASIAN HOTELS (EAST) LIMITED
AND
ROBUST HOTELS PRIVATE LIMITED
AND
THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS**



1. OVERVIEW, OBJECTS AND BENEFITS OF THE SCHEME

1.1 Brief Overview of the Companies

1.1.1 Asian Hotels (East) Limited ("AHEL"):

- (i) AHEL is a listed public limited company incorporated under the laws of India and having its registered office at Hyatt Regency, JA-1, Sector - 3, Salt Lake City, Kolkata, West Bengal - 700098, India. The CIN of AHEL is L15122WB2007PLC162762. The PAN of AHEL is AACC4634N.
- (ii) AHEL is primarily engaged in two lines of business through separate divisions as follows: (a) Hotel Division engaged in the operation and management of Hyatt Regency, Kolkata; and (b) Investment Division which in-turn consists of the Securities Trading Unit and the Strategic Investments Unit.
- (iii) AHEL was incorporated under the name 'Vardhman Hotels Private Limited' on January 08, 2007 as a private limited with the Registrar of Companies, West Bengal, and was converted into a public limited company on July 28, 2007. The name of AHEL was changed to its present name on February 16, 2010.
- (iv) The shares and securities of AHEL are listed on the Stock Exchanges.

1.1.2 Robust Hotels Private Limited ("RHPL"):

- (i) RHPL is a private limited company incorporated under the laws of India and having its registered office at 365, Anna Salai Teynampet, Chennai, Tamil Nadu - 600018, India. The CIN of RHPL is U55101TN2007PTC062085. The PAN for RHPL is AADCR5418B.
- (ii) RHPL is carrying on the business of operating Hyatt Regency Hotel, a hotel located at 365, Anna Salai, Teynampet in Chennai.
- (iii) RHPL was incorporated on January 19, 2007 with the Registrar of Companies, Chennai.
- (iv) RHPL is a wholly owned subsidiary of AHEL, and the shares and securities of RHPL are not listed on any stock exchange.

1.2 Overview of the Scheme of Arrangement

- 1.2.1 This Scheme contemplates *inter alia* the demerger and transfer of the Demerged Undertaking from AHEL into and with RHPL as a going concern, in accordance with Sections 230-232 of the 2013 Act and in compliance with Section 2(19AA) of IT Act, and reduction and cancellation of equity shares of RHPL held by AHEL (without payment of consideration), in terms of Section 66 of the 2013 Act and used for *inter*



allowing out its losses. In addition, as an integral part of the Scheme, AHEL shall make a bonus issue in accordance with Sections 63 of the 2013 Act of fully paid-up equity shares to its equity shareholders (as of the Record Date) in 1:2 ratio, that is, 1 (one) new bonus fully paid-up equity share having face value of Rs. 10 (Indian Rupees ten) for every 2 (two) Equity Shares of the AHEL having face value of Rs. 10 (Indian Rupees ten) each held by a shareholder of AHEL as of the Record Date.

1.2.2 After the effectiveness of this Scheme, the Share Capital of RHPL consisting of the fully paid-up New Equity Shares of RHPL issued as consideration in terms of Part IV of this Scheme to the shareholders of AHEL shall be listed on the Stock Exchanges in accordance with the provisions of SEBI Circular No. CFD/DIL3/CIR/2017/21, dated March 10, 2017, as amended from time to time. Further, as an integral part of the Scheme, Equity Shares of RHPL (presently held by AHEL) shall stand cancelled and reduced (without payment of consideration) without any further act and deed, and hence this Scheme contemplates approval of the Tribunal(s) in terms of Section 66 of the 2013 Act, in addition to Sections 230-232 of the 2013 Act.

1.2.3 This Scheme is segregated into six parts:

- (i) Part I sets out an overview, objects and benefits of this Scheme and contains the definitions used in this Scheme and the interpretation pertaining in this Scheme;
- (ii) Part II sets out the capital structure of the Scheme Entities;
- (iii) Part III deals with reorganization of capital in AHEL and RHPL, including issuance of Bonus Shares by AHEL to its equity shareholders (as of the Record Date) in 1:2 ratio, that is, 1 (one) new bonus fully paid-up equity share having face value of Rs. 10 (Indian Rupees ten) for every 2 (two) Equity Shares of the AHEL having face value of Rs. 10 (Indian Rupees ten) each held by a shareholder of AHEL as of the Record Date;
- (iv) Part IV deals with the demerger of the Demerged Undertaking from AHEL and its vesting into and with RHPL in accordance with Sections 230-232 of the 2013 Act and in compliance with Section 2(19AA) of the Income-tax Act, and issuance of consideration shares by RHPL to the shareholders of AHEL;
- (v) Part V deals with reduction of capital in RHPL and consequent cancellation of Existing Equity Shares of RHPL held by AHEL without consideration; and
- (vi) Part VI deals with the accounting treatment, taxes, miscellaneous, general terms and conditions applicable to this Scheme, and sets out certain additional arrangements that also form an integral part of this Scheme.

1.3 Objects and Rationale of this Scheme

1.3.1 AHEL primarily operates in two business segments through separate business divisions: (i) its Hotel Division is engaged in the operation and management of the Hyatt Regency, Kolkata; and (ii) its Investment Division comprising of: (a) Strategic Investments Unit,



which *inter alia* includes its investments in and loans given to RHPL and GJS Hotels Limited ("Strategic Investments Unit"); and (b) Securities Trading Unit, which *inter alia* includes its treasury/liquid investments, which are regularly traded, and bonds, mutual funds, and shares of certain companies (which already are under an agreement of sale, part performance completed) ("Securities Trading Unit").

- 1.3.2 Each of the businesses carried on by AHEL by itself and along with its subsidiaries have significant potential for growth and profitability, however, the nature of risk, competition, challenges, opportunities and business methods for AHEL and RHPL are very different. The proposed demerger would result in segregation and transfer of the Securities Trading Unit into RHPL / Resulting Company and continued housing of the Hotel Division in AHEL/ Demerged Company.
- 1.3.3 This Scheme is expected to result in the following benefits for AHEL and/or RHPL (as applicable):
- (i) Unlocking the value of AHEL shares to its shareholders, which is presently getting subdued on account of subdued performance and balance sheet of RHPL;
 - (ii) Possible release of guarantee(s) presently given by AHEL to the lenders of RHPL. This would clear the contingent liability as appearing in the financial statements of AHEL, and will potentially improve the credit rating of AHEL, thereby enabling reduction in cost of finance for AHEL and better price discovery on the stock market;
 - (iii) Pursuant to the Scheme, the Equity Shares of RHPL shall also be entitled to the benefit of getting listed on the Stock Exchanges pursuant to the SEBI Circular. Therefore, shareholders of AHEL (as of the Record Date) shall, as a result of the Scheme, hold Equity Shares of 2 (two) listed entities, AHEL and RHPL. Such shareholders would then be able to choose to remain invested in both or either of AHEL and RHPL, giving them greater flexibility in managing / dealing with their investments in different companies, being AHEL and RHPL in view of their respective businesses, and individual risk profiles;
 - (iv) Improving the balance sheet of RHPL and its credit rating by providing liquid assets and resources that would enable enhancement in future profitability without any sacrifice of value by the shareholders of AHEL, enabling potential turn-around and/or expansion programs for RHPL, and assist RHPL in supporting and potentially reducing its debt burden and cost of financing;
 - (v) Enable unlocking of the true value of the RHPL for the shareholders of AHEL (in a separate entity, being RHPL), which does not appear to be reflecting fully and accurately in the present consolidated market valuation of AHEL on account of there being a holding company discount;
 - (vi) Provide scope for attracting and accessing targeted funding and investors for each of AHEL and RHPL and provide better flexibility in pursuing long term growth



plans and strategies for the separate companies AHEL and RHPL, instead of RHPL continuing to use AHEL's credit rating and guarantees and equity funds;

- (vii) Enable the management of AHEL to evaluate the performance of the Hotel Division on an independent basis and keep its risks (if any) ring-fenced; and
- (viii) Enable enhanced strategic flexibility and focus of the respective managements of AHEL and RHPL, thereby facilitating the separate managements to efficiently exploit opportunities for each of the said businesses.

1.3.4 The Scheme Entities believe that this Scheme is in the best interests of the Scheme Entities and their respective shareholders and creditors, and other stakeholders, as it is expected to provide greater financial strength and flexibility and better access to funds to both AHEL and RHPL.

1.4 Definitions

Terms and expressions which are used in this Scheme but not defined herein shall, unless repugnant or contrary to the context or meaning thereof, have the meaning ascribed to such terms and expressions under the 2013 Act, and if not defined therein then under other relevant statutes, such as the Income Tax Act, 1961, the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992 (including the regulations made there under), the Depositories Act, 1996 and other applicable laws, rules, regulations, bye-laws, as the case may be, including any statutory modification or re-enactment thereof. In this Scheme, unless repugnant to the subject or context or meaning thereof, the following expressions shall have the meanings as set out herein below:

- 1.4.1 "2013 Act" means the Companies Act, 2013 and the rules framed under such a statute and includes any alterations, modifications and amendments made to such a statute or any re-enactment of such a statute;
- 1.4.2 "Accounting Standards" means the applicable accounting standards in force in India from time to time, consistently applied during the relevant period, including the generally accepted accounting principles and standards, Indian Accounting Standard (Ind AS), and all pronouncements including the guidance notes and other authoritative statements of the Institute of Chartered Accountants of India;
- 1.4.3 "AHEL" or "Demerged Company" means Asian Hotels (East) Limited;
- 1.4.4 "Applicable Laws" means relevant and applicable central, state and local laws of India, including all statutes, enactments, acts of legislature, laws, ordinances, rules, by-laws, regulations, notifications, guidelines, Accounting Standards, policies, administration, directions, directives, decisions, orders, executive orders, decrees, judicial decisions, orders of any Governmental Authority or other similar directives made pursuant to such laws, whether in effect on the date of this Scheme or at any time after such date;



- 1.4.5 **"Appointed Date"** means the Effective Date (beginning of business hours) or such other date as may be directed / approved by the Tribunal(s), being the date with effect from which this Scheme shall, post effectiveness of this Scheme, be operative;
- 1.4.6 **"Assets of the Demerged Undertaking"** means all assets and property (wherever located, including in the possession of third parties) pertaining to the Securities Trading Unit (whether movable or immovable, real or personal, corporeal or incorporeal, present, future, contingent, tangible or intangible), including any and all: (i) rights, title and interests in connection with any land (together with the buildings and structures standing thereon), whether freehold or leasehold or any of its equipment; (ii) capital work-in-progress, furniture, fixtures, office equipment, computer software (including assets which are licensed, leased or otherwise), financial assets, cash and bank balance, application monies, current assets, sundry debtors, all outstanding loans granted, deposits made, provisions, advances, receivables, funds, leases of all kinds of property, licences, tenancy rights, premises, hire purchase and lease arrangements;(iii) tax deferrals and benefits (including sales tax and service tax), sales tax credits, CENVAT credits, MAT and other income tax credits, interest tax credits, wealth tax credits, no-objection certificates, any other tax paid in advance or in excess or provisionally or TDS deducted;(iv) benefit of any exemptions, consents, privileges, liberties, advantages, exemptions, incentives receivable under Applicable Laws or in terms of certain schemes or policies of Governmental Authorities, (including in relation to any taxes); (v) rights, title, interests, benefits, entitlement and advantages, contingent rights or benefits belonging to or in the ownership, power, possession or the control of or vested in or granted in favour of or held for the benefit of, or enjoyed by, or to which, AHEL may be entitled in regard to the Securities Trading Unit and all other interests in connection with or relating to such Securities Trading Unit;(vi) and specifically includes Deposits and Balances of the Demerged Undertaking, Investments of the Demerged Undertaking, Contracts of the Demerged Undertaking, IPR of the Demerged Undertaking, Licenses of the Demerged Undertaking, Employees of the Demerged Undertaking, and Books and Records of the Demerged Undertaking;
- 1.4.7 **"Board of Directors"**, in relation to any company, means the board of directors of such a company and, unless contrary to the provisions of Applicable Laws, includes any committee of directors or any person authorised by the board of directors or by such committee of directors;
- 1.4.8 **"Books and Records of the Demerged Undertaking"** means books, records, papers, files, manuals, data, catalogues, sales and advertising materials, lists and other details of present and former customers and suppliers, customer information, customer and supplier pricing information, whether in physical or electronic form, directly or indirectly relating to the Securities Trading Unit;
- 1.4.9 **"Contracts of the Demerged Undertaking"** means contracts, agreements, engagements, memoranda of undertakings, memoranda of agreements, memoranda of agreed points, letters of agreed points, arrangements, undertakings, insurance policies, security arrangements, claims against any third parties, guarantees, letters of credit, reversions, tenancies and other such arrangements or facilities, whether written or otherwise, deeds,



bonds, schemes, powers and facilities of every kind and description whatsoever or other understandings, deeds and instruments of whatsoever nature pertaining to such Securities Trading Unit, including agreements with any Governmental Authority, sale agreements, agreements to sell, equipment purchase agreements, hire purchase agreements, lending agreements and other agreements with the customers, sales orders, purchase orders and other agreements and contracts with the supplier of goods or service providers and all rights, title, interests, claims and benefits, of whatsoever nature, which pertain to such Securities Trading Unit;

- 1.4.10 **"Demerged Undertaking"** means the undertaking, business, activities and operations of the AHEL pertaining to Securities Trading Unit, and specifically including any and all: (i) Assets of the Demerged Undertaking; and (ii) Liabilities of the Demerged Undertaking;
- 1.4.11 **"Deposits and Balances of the Demerged Undertaking"** means deposits and balances with Governmental Authorities, customers and other Persons, advance monies, earnest monies, payment against warrants or other entitlements, security deposits (including interest) paid or received, directly or indirectly, in connection with the Securities Trading Unit;
- 1.4.12 **"Effective Date"** has the meaning assigned to such term in Clause 6.7; Any references in this Scheme to "upon this Scheme becoming effective" or "upon the effectiveness of this Scheme" or "post effectiveness of this Scheme" means and refers to the Effective Date;
- 1.4.13 **"Employees of the Demerged Undertaking"** means employees of AHEL engaged in connection with the Securities Trading Unit;
- 1.4.14 **"Equity Shares"**, in regard to a company, means the fully paid-up equity shares of such a company;
- 1.4.15 **"Existing Equity Shares of RHPL"** means Equity Shares of RHPL having face value of Rs. 10 (Indian Rupees ten each), each of which is held by AHEL;
- 1.4.16 **"Governmental Authority"** means the Government of India, State Government(s) and any competent governmental, quasi-governmental, regulatory, statutory or administrative authority, agency, department, commission or instrumentality (whether local, municipal, national or otherwise), court, board or tribunal of competent jurisdiction or other law, rule or regulation making entity, including SEBI;
- 1.4.17 **"Investment Division"** means the separate 'Investments including investment in Hotel (South)' division of AHEL consisting of (A) the Strategic Investments Unit comprising *inter alia* of investment in and loans given to RHPL and GJS Hotels Limited; and (B) the Securities Trading Unit comprising of treasury/liquid investments which is being regularly traded and bonds, mutual funds, and shares of certain companies (which already are under an agreement of sale, part performance completed);
- 1.4.18 **"Investments of the Demerged Undertaking"** means investments of all kinds (including shares whether in dematerialised or physical form, scrips, stocks, bonds, debenture stock, units, units of mutual fund schemes, pass through certificates or security receipts)



pertaining to the Securities Trading Unit, including all investments made out of shareholders' funds, all cash balances with banks, money at call and short notice, loans, advances, contingent rights or benefits, securitised assets, receivables, benefits of assets or properties or other interest held in trust, benefit of any security arrangements, authority, allotments, approvals, reversions, money market instruments including rated certificates of deposits and commercial papers, repos, reverse repo, treasury bills, call, notice, term money, buildings, structures and offices held for the benefit of, or enjoyed by, or to which, AHEL may be entitled and the depository participant accounts;

1.4.19 **"IPR of the Demerged Undertaking"** means intellectual property rights, registrations, trademarks, trade names, service marks, copyrights, patents, designs, technical know-how, domain names, including applications made in regard to such intellectual property rights with Governmental Authorities, used by or held for use in connection with the Securities Trading Unit, whether or not recorded in the books of accounts, and other intellectual property rights of any nature whatsoever, books, records, files, papers, process information, software licenses (whether proprietary or otherwise), drawings, computer programs, manuals, data, catalogues, quotations, list of present and former customers and suppliers, other customer information, and all other records and documents, whether in physical or electronic form, relating to the Securities Trading Unit;

1.4.20 **"IT Act"** means the Income-tax Act, 1961, the rules and regulations framed under such a statute and includes any alterations, modifications, amendments made thereto, and, or, any re-enactment of such a statute;

1.4.21 **"Liabilities of the Demerged Undertaking"** means debts, borrowings, duties, guarantees, and liabilities including current tax (including but not limited to income tax, goods and services tax, service tax, value added tax, sales tax, etc.) and deferred tax balances, contingent liabilities, present or future, relating to, or arising out of the activities or operations of the Securities Trading Unit, including specific loans and borrowings (if any), advanced received, and any current liabilities incurred and utilised solely for the activities or business or operation of such Securities Trading Unit, all assurances, commitments and obligations of any nature or description, whether fixed, contingent or absolute, asserted or unasserted, matured or unmatured, liquidated or unliquidated, accrued or not accrued, known or unknown, due or to become due, whenever or however arising (including whether arising out of any contract or tort based on negligence or strict liability), whether provided for or not in the books of accounts or disclosed in the financial statements pertaining to such Securities Trading Unit;

1.4.22 **"Licenses of the Demerged Undertaking"** means licences, consents, approvals and permits (including the licenses granted by any Governmental Authorities for the purpose of carrying on the Securities Trading Unit or in connection therewith), authorizations, exemptions, registrations, no-objection certificates, quotas, rights, entitlements, allotments, concessions, certifications, liberties, subsidies, rights to use and avail of all utilities, including telephones, leased line connections and installations, water, electricity and other services and benefits of all rights including memberships, powers and facilities of every kind and description whatsoever, whether statutory or otherwise, and any waiver



of the foregoing, issued by any Governmental Authorities used or held for use in connection with the Securities Trading Unit;

- 1.4.23 **"New Equity Shares of RHPL"** means Equity Shares of RHPL having face value of Rs. 10 (Indian Rupees ten) each;
- 1.4.24 **"Person"** means and includes any natural person, limited or unlimited liability company, corporation, limited or unlimited liability partnership firm, proprietorship firm, Hindu undivided family, trust, union, association or Governmental Authority or any other entity that may be treated as a person under Applicable Laws;
- 1.4.25 **"Public Shareholders"** in regard to a company, means shareholders of such company which are within the meaning of **"public"**, as the term is defined in Rule 2(d) of the Securities Contracts (Regulation) Rules, 1957;
- 1.4.26 **"Record Date"** means the date to be fixed by the Board of Directors of AHEL in consultation with the Board of Directors of RHPL in terms of Clause 6.9 for the purpose of (i) issue of Bonus Shares in terms of Part III of this Scheme; and (ii) issue of fully paid-up New Equity Shares of RHPL by RHPL to the shareholders of AHEL in terms of Part IV of this Scheme;
- 1.4.27 **"Registrar of Companies"** means (i) with respect to AHEL, Registrar of Companies, West Bengal; (ii) with respect to RHPL means the Registrar of Companies, Chennai;
- 1.4.28 **"RHPL" or "Resulting Company"** means Robust Hotels Private Limited;
- 1.4.29 **"Scheme"** means this Scheme of Arrangement and Demerger and Reduction of Capital under Section 230-232 and Section 66 of the 2013 Act, as modified or amended from time to time in accordance with Applicable Laws and with the requisite approval of the Tribunals;
- 1.4.30 **"Scheme Entities"** means AHEL and RHPL collectively;
- 1.4.31 **"SEBI"** means the Securities and Exchange Board of India established under Section 3 of the Securities and Exchange Board of India Act, 1992;
- 1.4.32 **"Share Capital"**, in regard to a company, means the total issued, subscribed and paid-up share capital of such company;
- 1.4.33 **"Share Entitlement Ratio"** has the meaning assigned to such a term in Clause 4.2.2;
- 1.4.34 **"Stock Exchanges"** means collectively BSE Limited and the National Stock Exchange of India Limited; and
- 1.4.35 **"Tribunal"** means National Company Law Tribunal, Kolkata Bench and / or National Company Law Tribunal, Chennai Bench (as applicable), having territorial jurisdiction in the State(s) in which the respective registered offices of the Scheme Entities are located.



1.5 Interpretation

1.5.1 In this Scheme, unless the context otherwise requires:

- (i) the words "including", "include" or "includes" shall be interpreted in a manner as though the words "without limitation" immediately followed the same;
- (ii) the words "directly or indirectly" mean directly or indirectly through one or more affiliates, associates, relatives or other intermediary Persons and "direct or indirect" shall have the correlative meanings;
- (iii) any Person includes that Person's legal heirs, administrators, executors, liquidators, successors, successors-in-interest and permitted assigns, as the case may be;
- (iv) any document or agreement includes a reference to that document or agreement as varied, amended, supplemented, substituted, novated or assigned, from time to time, in accordance with the provisions of such a document or agreement;
- (v) the words "other", "or otherwise" and "whatsoever" shall not be construed ejusdem generis or be construed as any limitation upon the generality of any preceding words or matters specifically referred to;
- (vi) the headings are inserted for ease of reference only and shall not affect the construction or interpretation of this Scheme;
- (vii) the term "Clause" refers to the specified clause of this Scheme;
- (viii) reference to any legislation, statute, regulation, rule, notification or any other provision of law means and includes references to such legal provisions as amended, supplemented or re-enacted from time to time, and any reference to a legal provision shall include any subordinate legislation made from time to time under such a statutory provision;
- (ix) references to one gender includes all genders; and
- (x) words in the singular shall include the plural and *vice versa*.



PART II

2. CAPITAL STRUCTURE

2.1 AHEL

2.1.1 The capital structure of AHEL as on December 31, 2019 is as under:

| Share Capital | Amount in Rs. |
|---|--------------------|
| Authorised Capital | |
| 90,000,000 Equity Shares of Rs. 10 each | 900,000,000 |
| 1,000,000 Preference Shares of Rs. 10 each | 10,000,000 |
| Total | 910,000,000 |
| Issued, Subscribed and Paid-up Share Capital | |
| 11,527,797 Equity Shares of Rs. 10 each | 115,277,970 |
| Total | 115,277,970 |

2.1.2 The Equity Shares of AHEL are listed on the Stock Exchanges.

2.2 RHPL

2.2.1 The capital structure of RHPL as on December 31, 2019 is as under:

| Share Capital | Amount in Rs. |
|---|----------------------|
| Authorised Capital | |
| 225,000,000 Equity Shares of Rs. 10 each | 2,250,000,000 |
| Total | 2,250,000,000 |
| Issued, Subscribed and Paid-up Share Capital | |
| 224,183,829 Equity Shares of Rs. 10 each | 2,241,838,290 |
| Total | 2,241,838,290 |

2.2.2 RHPL is a wholly owned subsidiary of AHEL. AHEL legally and beneficially holds all 224,183,829 Equity Shares of RHPL, representing 100% (one hundred per cent.) of the Share Capital of RHPL.

2.2.3 The shares and securities of RHPL are, at present, not listed on any stock exchange, whether in India or in any other country.



3. REORGANISATION OF CAPITAL

3.1 Issue of Bonus Equity Shares

3.1.1 Upon the Scheme becoming effective, AHEL shall issue and allot by way of bonus, to each equity shareholder whose name is recorded in the Registrar of Members of the Company and/or the records of the depository(ies) as equity shareholder of AHEL on the Record Date, in the ratio of 1:2, that is, 1 (one) new bonus fully paid-up equity share having face value of Rs. 10 (Indian Rupees ten) ("Bonus Shares") for every 2 (two) Equity Shares of the AHEL having face value of Rs. 10 (Indian Rupees ten) each held by a shareholder of AHEL as of the Record Date.

3.1.2 The Bonus Shares to be issued and allotted by AHEL shall be subject to the provisions of the Memorandum of Association and Articles of Association of AHEL and shall rank *pari passu* with the Equity Shares of AHEL in every respect.

3.1.3 As soon as practicable after the issuance of Bonus Shares, AHEL shall take necessary steps towards listing of the Bonus Shares on the Stock Exchanges, subject to all regulatory approvals and Applicable Law.

3.2 Issuance mechanics and other relevant provisions

3.2.1 The issuance and allotment of Bonus Shares to the shareholders of AHEL in terms of Part III of this Scheme is an integral part of the Scheme and shall be deemed to have been carried out as if the procedure laid down under the 2013 Act, including Section 63, as well as all applicable SEBI regulations have been complied with.

3.2.2 Subject to Applicable Laws, the Bonus Shares shall be issued in dematerialised form, unless a shareholder of AHEL gives a notice to AHEL on or before the Record Date, requesting for issuance of Bonus Shares in physical form. The shareholders of AHEL shall provide such confirmation, information and details as may be required by AHEL to issue the Bonus Shares.

3.2.3 For the purpose of the allotment of Bonus Shares, in case any member's holding in AHEL is such that the member becomes entitled to a fraction of a Bonus Share, AHEL shall not issue fractional Bonus Shares to such members, but shall consolidate all such fractions and issue such consolidated number of Bonus Shares (any further fractions being ignored) to a person, who shall act as a trustee of such Bonus Shares for the limited purpose mentioned herein, nominated by the Board of AHEL in that behalf, who shall sell such shares as and when he deems fit, but within a period of one year from the Effective Date, and shall distribute the net sale proceeds (after deduction of the expenses incurred) to the members respectively entitled to the same, in proportion to the respective fractional entitlements in the Bonus Shares.

3.2.4 No Bonus Shares will be issued under this Scheme in respect of any equity shares of AHEL that have been forfeited or partly paid. The issuance of Bonus Shares pursuant to



this Scheme in respect of any equity shares of AHEL which are held in abeyance shall, pending allotment or settlement of dispute by order of Court or otherwise, be held in abeyance by AHEL. The Equity Shares lying in 'Unclaimed Suspense Account' (if any) and the Equity Shares held in the Investor Education and Protection Fund (if any) shall also be eligible for issuance of Bonus Shares and such Bonus Shares shall be dealt with in the same manner as Equity Shares lying in the said Unclaimed Suspense Account and/or the Investor Education and Protection Fund (as the case may be).

- 3.2.5 Bonus Shares shall be granted exclusively to the equity shareholders of AHEL as on the Record Date. This Scheme or Part III hereon does not, in any manner, constitute an offer or an invitation to the public to subscribe to the Bonus Shares / Equity Shares of AHEL. Neither the Scheme nor any related document shall constitute an offer document or prospectus in any manner or for any purpose whatsoever.
- 3.2.6 In the event of there being any pending share transfers, whether lodged or outstanding, of any shareholder of AHEL, the Board of Directors of AHEL shall be empowered in appropriate cases, prior to or even subsequent to the Record Date, to effectuate such a transfer in AHEL as if such changes in registered holder were operative as on the Record Date, in order to remove any difficulties arising to the transferor / transferee of the shares in AHEL and in relation to the issuance of Bonus Shares. The Board of Directors of AHEL shall be empowered to remove such difficulties as may arise in the course of implementation of this Scheme in regard to issuance of Bonus Shares.

3.3 Accounting Treatment

- 3.3.1 The Bonus Shares shall be issued by utilizing (capitalising) the entire amount in the Capital Redemption Reserve Account of AHEL pursuant to which the Capital Redemption Reserve Account shall be left with nil balance; and thereafter to the extent required from the General Reserves of AHEL.



PART IV

4. DEMERGER OF DEMERGED UNDERTAKING FROM AHEL TO AND INTO RHPL AND ISSUE OF CONSIDERATION SHARES BY RHPL

4.1 Demerger and Vesting of the Demerged Undertaking

4.1.1 Upon this Scheme becoming effective and with effect from the Appointed Date, all the present and future assets and liabilities of the Demerged Undertaking as on the Appointed Date, whether known or unknown, and the entire business of the Demerged Undertaking shall stand transferred to and vested in RHPL, as a going concern, without any further act or deed, together with all its properties, assets, rights, benefits and interest therein, in accordance with Sections 230 to 232 of the 2013 Act and other provisions of Applicable Laws, if any, and the provisions contained herein.

4.1.2 Without prejudice to the generality of the above and to the extent applicable, unless otherwise stated herein, upon this Scheme becoming effective and with effect from the Appointed Date:

- (i) all Assets of the Demerged Undertaking that are movable in nature or incorporeal property or are otherwise capable of transfer by physical or constructive delivery and, or, by endorsement and delivery, or by vesting and recordal, including equipment, furniture and fixtures, shall stand vested in and be deemed to be vested in RHPL, wherever located, and shall become the property and an integral part of RHPL in terms of this Scheme. The vesting pursuant to this sub-clause shall be deemed to have occurred by physical or constructive delivery or by endorsement and delivery or by vesting and recordal, pursuant to this Scheme, as appropriate to the property being vested and title to the property shall be deemed to have been transferred accordingly.
- (ii) all Assets of the Demerged Undertaking that are movable properties, other than those described under sub-clause (i) above, including investments in shares and any other securities, money market instruments including rated certificates of deposits and commercial papers, repos, reverse repo, treasury bills, call, notice, term money, sundry debtors, outstanding loans and advances, if any, recoverable in cash or in kind or for value to be received, bank balances and deposits, if any, with Governmental Authorities, customers and other Persons shall, without any further act or deed, become the property of RHPL and the same shall also be deemed to have been transferred by way of delivery of possession of the respective documents in this regard. For the avoidance of doubt, it is clarified that investments of the Demerged Undertaking shall, pursuant to Sections 230 to 232 of the 2013 Act and the provisions of this Scheme, without any further act or deed, be transferred to and vested in or be deemed to have been transferred to and vested in RHPL with effect from the Appointed Date.
- (iii) all Assets of the Demerged Undertaking that are immovable properties (whether owned, or leased / licensed), including any right or interest in the buildings and



structures standing thereon and all lease / license or rent agreements, together with security deposits and advance / prepaid lease / license fee, rights and easements in relation to such properties shall stand transferred to and be vested in and, or, be deemed to have been transferred to and vested in RHPL, without any further act or deed, pursuant to applicable provisions of the 2013 Act and the provisions of this Scheme. RHPL shall be entitled to exercise all rights and privileges attached to the aforesaid immovable properties, if any, and shall be liable to pay the rent and taxes and fulfil all obligations in relation to or applicable to such immovable properties and the relevant landlords, owners and lessors shall continue to comply with the terms, conditions and covenants under all relevant lease / license or rent agreements and shall, in accordance with the terms of such agreements, refund the security deposits and advance / prepaid lease / license fee to RHPL.

- (iv) all Liabilities of the Demerged Undertaking shall, pursuant to Sections 230 to 232 of the 2013 Act and the provisions of this Scheme and, without any further act or deed, become the debts, liabilities, contingent liabilities, duties and obligations of RHPL, without any further act or deed, and RHPL shall, and undertakes to meet, discharge and satisfy the same in terms of their respective terms and conditions, if any. For the avoidance of doubt, it is clarified that it shall not be necessary to obtain the consent of any third party or other person who is a party to any contract or arrangement by virtue of which such debts, liabilities, duties and obligations have arisen in order to give effect to the provisions of this Clause.
- (v) all Contracts of the Demerged Undertaking shall be and remain in full force and effect on, against or in favour of RHPL and may be enforced as fully and effectually as if, instead of AHPL, RHPL had been a party or beneficiary or obligor thereto. All Contracts of the Demerged Undertaking shall stand transferred and vested in favour of RHPL on the same terms and conditions. RHPL and the other parties to such agreements shall continue to comply with the terms, conditions and covenants thereunder.
- (vi) any notices, disputes, pending suits / appeals, legal, taxation, or other proceedings including before any statutory or quasi-judicial authority or tribunal or other proceedings of whatsoever nature relating to Demerged Undertaking, whether pending on the Appointed Date or which may be instituted any time in the future shall not abate, be discontinued or in any way prejudicially affected by reason of demerger and vesting of the Demerged Undertaking in RHPL or anything contained in this Scheme, but the proceedings shall continue and any prosecution shall be enforced by or against RHPL in the same manner and to the same extent as would or might have been continued, prosecuted and, or, enforced by or against Demerged Undertaking, as if this Scheme had not been implemented.
- (vii) all the property, assets and liabilities of the Demerged Undertaking shall be transferred by AHPL to RHPL at the values appearing in the books of account of AHPL on the Appointed Date. The accounts of AHPL and RHPL shall be



reconstructed in accordance with Applicable Laws and the relevant provisions of this Scheme. Upon the Scheme becoming effective, the accounts of AHPL and RHPL shall be restated with effect from the Appointed Date, as specified in the Scheme and as per directions of the Tribunal in this regard (if any). The income-tax returns, GST returns and other returns of each of AHPL and RHPL (as filed for any period after the Appointed Date) may be revised and re-filed accordingly.

- (viii) all Employees of the Demerged Undertaking shall become employees of RHPL with effect from the Effective Date, on such terms and conditions as are no less favourable in aggregate than those on which they are currently engaged by the Demerged Undertaking, without any interruption of service as a result of this demerger and transfer. With regard to provident fund, gratuity, leave encashment and any other special scheme or benefits created or existing for the benefit of such Employees of the Demerged Undertaking, upon this Scheme becoming effective, RHPL shall stand substituted for AHPL for all purposes whatsoever, including with regard to the obligation to make contributions to relevant authorities, such as the Regional Provident Fund Commissioner or to such other funds maintained by AHPL, in accordance with the provisions of Applicable Laws or otherwise. RHPL undertakes that for the purpose of payment of any retrenchment compensation, gratuity and other terminal benefits to the Employees of the Demerged Undertaking, the past services of such Employees of the Demerged Undertaking shall also be taken into account and it shall pay the same accordingly, as and when such amounts are due and payable. Upon this Scheme becoming effective, the Demerged Undertaking will transfer / handover to RHPL, copies of employment information, including but not limited to, personnel files (including hiring documents, existing employment contracts, and documents reflecting changes in an employee's position, compensation, or benefits), payroll records, medical documents (including documents relating to past or on-going leaves of absence, on the job injuries or illness, or fitness for work examinations), disciplinary records, supervisory files relating to its employees and all forms, notifications, orders and contribution / identity cards issued by the concerned authorities relating to benefits transferred pursuant to this sub-clause. RHPL shall continue to abide by any agreement(s) / settlement(s) entered into / by AHPL with any of the Employees of the Demerged Undertaking prior to the Appointed Date and from the Appointed Date till Effective Date. In case of conflict of any positions / designations between the current employees of RHPL and the employees transferred from AHPL as a consequence of this Scheme, the Board of Directors of RHPL shall be entitled to re-classify the designation of any relevant employee to resolve such conflict.
- (ix) all IPFR of the Demerged Undertaking shall stand transferred to and vested in RHPL.
- (x) all Deposits and Balances of the Demerged Undertaking shall stand transferred to and vested in RHPL.



- (xi) all Books and Records of the Demerged Undertaking shall stand transferred to and vested in RHPL.
- (xii) all taxes (including but not limited to advance tax, tax deducted at source, minimum alternate tax, fringe benefit tax, securities transaction tax, self-assessment tax, taxes withheld / paid in a foreign country, value added tax, sales tax, service tax, stamp duty etc.) including any interest, penalty, surcharge and cess, if any, payable by or refundable to or being the entitlement of AHEL in connection with the Demerged Undertaking, including all or any refunds or claims shall be treated as the tax liability or refunds / credits / claims, as the case may be, of RHPL and any tax incentives, advantages, privileges, exemptions, credits, holidays, remissions, reductions, tax losses, including brought forward business loss, unabsorbed depreciation, etc., as would have been available to AHEL in connection with the Demerged Undertaking, shall pursuant to this Scheme becoming effective, be available to RHPL.
- (xiii) all Licences of the Demerged Undertaking shall be in full force and effect in favour of RHPL and may be enforced as fully and effectually as if, instead of AHEL, RHPL had been a party or beneficiary or obligee thereto. For the avoidance of doubt, it is clarified that if the consent of any third party or authority is required to give effect to the provisions of this Clause, the said third party or authority shall be obligated to, and shall make and duly record the necessary substitution / endorsement in the name of RHPL pursuant to the sanction of this Scheme by the Tribunal and upon this Scheme becoming effective in accordance with the terms hereof. For this purpose, RHPL shall file appropriate applications / documents with relevant authorities concerned for information and record purposes.
- (xiv) benefits of any and all corporate approvals as may have already been taken by AHEL in connection with the Demerged Undertaking, including approvals under Sections 42, 62(1A), 180, 185, 186 and 188 of the 2013 Act shall stand transferred to RHPL and the said corporate approvals and compliances shall be deemed to have been taken / complied with by RHPL.
- (xv) all estates, assets, rights, title, interests and authorities accrued to and, or, acquired by AHEL in regard to the Demerged Undertaking shall be deemed to have been accrued to and, or, acquired for and on behalf of RHPL and shall, upon this Scheme becoming effective, pursuant to the provisions of Sections 230 to 232 of the 2013 Act and this Scheme, without any further act or deed, be and stand transferred to or vested in or be deemed to have been transferred to or vested in RHPL to that extent and shall become the estates, assets, right, title, interests and authorities of RHPL.
- (xvi) all cheques and other negotiable instruments, payment orders received and presented for encashment which are in the name of AHEL (insofar as the same pertains to the Demerged Undertaking) after the Effective Date, shall be accepted



by the bankers of RHPL and credited to the accounts of RHPL, if presented by RHPL.

- 4.1.3 It is clarified that no assets, liabilities, deposits and balances, investments, contracts, intellectual property rights, licences, employees and books and records of AHEL, except those pertaining to the Demerged Undertaking (which are transferred to Resulting Company in terms of the Clause 4.1.2), shall be transferred to, or vested in, RHPL in terms of the provisions of Part IV of this Scheme.
- 4.1.4 Upon this Scheme becoming effective and the consequent demerger and vesting of the Demerged Undertaking into and with RHPL, the secured creditors of AHEL, if any, shall not be entitled to any encumbrance over any of the assets of the Demerged Undertaking. It is clarified that all the assets of the Demerged Undertaking shall, subject to Applicable Laws, remain free and available for creation of any security thereon in future in relation to any new indebtedness that may be incurred by RHPL in accordance with the provisions of Applicable Laws. For this purpose, no further consent from the existing secured creditors of AHEL, if any, shall be required and sanction of this Scheme shall be considered as a specific consent of such secured creditors, if any.
- 4.1.5 RHPL shall, at any time after this Scheme becomes effective in accordance with the provisions hereof and as the successor entity of AHEL, in relation to the Demerged Undertaking, if so required under any law or otherwise, execute appropriate deeds of confirmation or other writings or arrangements with any party to any contract or arrangement in relation to the Demerged Undertaking, including any filings with the regulatory authorities, in order to give formal effect to the above provisions. RHPL shall, under the provisions hereof, be deemed to be authorised to execute any such writings in the name of and on behalf of AHEL in relation to the Demerged Undertaking and to carry out or perform all such formalities or compliances referred to above on the part of AHEL *inter alia* in its capacity as the successor-in-interest of AHEL in relation to the Demerged Undertaking.
- 4.1.6 RHPL shall, at any time after this Scheme becoming effective in accordance with the provisions hereof, if so required under any law or otherwise, do all such acts or things as may be necessary to transfer / obtain the approvals, consents, exemptions, registrations, no-objection certificates, permits, quotas, rights, entitlements, licenses and certificates which were held or enjoyed by AHEL in connection with the Demerged Undertaking. It is clarified that if the consent of any third party or Governmental Authority is required to give effect to the provisions of this Clause, the said third party or Governmental Authority shall make and duly record the necessary substitution / endorsement in the name of RHPL pursuant to the sanction of this Scheme by the Tribunals, and upon this Scheme becoming effective. RHPL shall file appropriate applications / documents with the relevant authorities concerned for information and record purposes and RHPL shall, under the provisions of this Scheme, be deemed to be authorised to execute any such writings on behalf of AHEL insofar as the same are in connection with the Demerged Undertaking and to carry out or perform all such acts, formalities or compliances referred to above as may be required in this regard.



4.2 Payment of Consideration for Demerged Undertaking

- 4.2.1 Upon this Scheme coming into effect, the shareholders of AHEL as of Record Date shall be entitled to receive Equity Shares of RHPL as detailed in this Clause 4.2 of this Scheme.
- 4.2.2 AHEL and RHPL have engaged Mr. Mahim S. Mehta, a Registered Valuer (as defined in the Companies (Registered Valuers and Valuation) Rules, 2017), to provide a Capital Allocation Report / Share Entitlement Report. In connection with such engagement, Mr. Mahim S. Mehta has issued a Capital Allocation Report / Share Entitlement Report dated January 13, 2020. AHEL and RHPL had engaged D&A Financial Services (P) Limited, Merchant Bankers, to provide a fairness opinion on Share Entitlement Ratio adopted under this Scheme. In connection with such engagement, D&A Financial Services (P) Limited, Merchant Banker has issued a fairness opinion dated January 13, 2020 ("Fairness Opinion"). The Board of Directors of each of AHEL and RHPL have determined the Share Entitlement Ratio as 1:1, based on their independent judgment and after taking into consideration the aforesaid Capital Allocation Report / Share Entitlement Report and Fairness Opinion ("Share Entitlement Ratio"). Therefore, 1 (one) Equity Share of RHPL having a face value of Rs. 10 (Indian rupees ten) each shall be issued and allotted to shareholders of AHEL for every 1 (one) Equity Share of AHEL having a face value of Rs. 10 (Indian rupees ten) each, held by shareholders of AHEL as of the Record Date.
- 4.2.3 In aggregate RHPL shall issue and allot 17,291,696 (one crore seventy-two lac ninety-one thousand six hundred ninety six) New Equity Shares having a face value of Rs. 10 (Indian rupees ten) each, fully paid-up, to the shareholders of AHEL as on Record Date, in a manner and proportion such that pursuant to such issuance and allotment (and reduction of capital in terms of Part V) on the Effective Date, the shareholding pattern (in terms of number of equity shares) and *inter-se* shareholding percentage of shareholders of RHPL shall mirror the shareholding pattern (in terms of number of equity shares) and *inter-se* shareholding percentage of the shareholders of AHEL, as on the Record Date.

4.3 Issuance mechanics and other relevant provisions

- 4.3.1 There shall be no change in the shareholding pattern of RHPL between the Record Date and the date on which the New Equity Shares are listed in terms of the SEBI Circular, which may affect the status of the observation / no-objection letter issued by the Stock Exchanges in respect of the Scheme (in terms of Regulations 37 of SEBI LODR). Subject to the above, in the event that AHEL and, or, RHPL, as the case may be, change their capital structures prior to the Effective Date, either by way of any increase (by issue of Equity Shares, bonus shares, convertible securities or otherwise), decrease, reduction, reclassification, sub-division, consolidation, or re-organisation in any other manner except as specifically provided in this Scheme itself, which would have the effect of bringing some change to the capital structures of such company(ies), subject to the approval of the Scheme Entities, the Share Entitlement Ratio and / or number consideration shares to be issued (as applicable) shall stand modified / adjusted accordingly to take into account the effect of such corporate actions.



- 4.3.2 Subject to Applicable Laws, the fully paid-up New Equity Shares of RHPL that are to be issued in terms of Clause 4.2 shall be issued in dematerialised form, unless a shareholder of AHPL gives a notice to AHPL and RHPL on or before the Record Date, requesting for issuance of such Equity Shares in physical form. The shareholders of AHPL shall provide such confirmation, information and details as may be required by RHPL to enable it to issue the aforementioned Equity Shares. However, if as of the date of allotment by RHPL, AHPL is unable to provide the details of the demat account of any particular shareholder, subject to applicable law, RHPL shall allot the appropriate number of New Shares to such shareholder in physical form. Notwithstanding the above, if as per Applicable Laws, RHPL is not permitted to issue and allot the New Equity Shares in physical form, and it has still not received the demat account details of certain shareholders of AHPL, it shall issue and allot such shares in lieu of the New Equity Share entitlement of such shareholders, into a demat suspense account, which shall be operated by one of the directors of RHPL, duly authorised in this regard, who shall upon receipt of appropriate evidence from such shareholders regarding their entitlement, will transfer from such demat suspense account into the individual demat accounts of such claimant shareholders, such number of shares as may be required in terms of this Scheme.
- 4.3.3 Equity shares to be issued by RHPL pursuant to Clause 4.2 in respect of Equity Shares of the shareholders of AHPL which are held in abeyance shall also be kept in abeyance.
- 4.3.4 In the event of there being any pending share transfers, whether lodged or outstanding, of any shareholder of AHPL, the Board of Directors of AHPL shall be empowered in appropriate cases, prior to or even subsequent to the Record Date, to effectuate such a transfer in AHPL as if such changes in registered holder were operative as on the Record Date, in order to remove any difficulties arising to the transferor / transferee of the shares in AHPL and in relation to the Equity Shares issued by RHPL upon the effectiveness of this Scheme. The Board of Directors of AHPL and RHPL shall be empowered to remove such difficulties as may arise in the course of implementation of this Scheme and registration of new members in RHPL on account of difficulties faced in the transition period.
- 4.3.5 The New Equity Shares to be issued and allotted by RHPL in terms of Clause 4.2 shall be subject to the provisions of the Memorandum of Association and Articles of Association of RHPL, and shall rank *pari passu* with the Equity Shares of RHPL.
- 4.3.6 The issuance and allotment of Equity Shares by RHPL to the shareholders of AHPL in terms of Part IV of this Scheme is an integral part of the Scheme and shall be deemed to have been carried out as if the procedure laid down under Section 62 and other applicable provisions of the 2013 Act, as well as all applicable SEBI regulations have been complied with.
- 4.3.7 RHPL shall apply to the Stock Exchanges and SEBI for listing and admission of all the Equity Shares of RHPL (including the New Equity Shares of RHPL) to trading in terms of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, read with Applicable Laws. RHPL shall enter into such arrangements, complete such formalities and give such confirmations and/or undertakings to the Stock Exchanges as may be



necessary in accordance with the Applicable Laws for the listing of Equity Shares of RHPL.

- 4.3.8 The New Equity Shares of RHPL issued and allotted pursuant to the Scheme shall remain frozen in the depository system until listing/trading permission is given by the designated Stock Exchange for such New Equity Shares of RHPL.
- 4.3.9 RHPL shall, if and to the extent required, apply for and obtain any approvals from the appropriate authorities including the Reserve Bank of India, for the issue and allotment of Equity Shares of RHPL by RHPL to non-resident equity shareholders of AHEL, if any, in terms of the Applicable Laws, including rules and regulations applicable to foreign investment.

4.4 Accounting Treatment

4.4.1 Accounting treatment in the books of AHEL:

- (i) Upon this Scheme becoming effective, the book value of assets and liabilities of the Demerged Undertaking as appearing in the books of account of AHEL and transferred to RHPL shall be reduced from the book value of assets and liabilities of AHEL as on the close of business on the day immediately preceding the Appointed Date.
- (ii) The difference between the book value of assets and liabilities of the Demerged Undertaking, shall be accounted for under 'Demerger Adjustment Account', which shall be specifically created to account for this balance; and thereafter the same shall be adjusted/set-off first against the amount lying to the credit of the Capital Reserve Account, and thereafter against the amount lying to the credit of the General Reserve Account of AHEL.
- (iii) Notwithstanding the above, the Board of Directors of AHEL, in consultation with its statutory auditors, is authorized to account any of the balances in any other manner, if such accounting treatment is considered more appropriate and is authorized by the Accounting Standards and/or Generally Accepted Accounting Principles.

4.4.2 Accounting treatment in the books of RHPL:

- (i) Upon coming into effect of this Scheme, Transferee Company shall record the assets and liabilities transferred to and vested in it pursuant to this Scheme, at the same book values as appearing in the books of AHEL as on the close of business on the day immediately prior to the Appointed Date.
- (ii) RHPL shall credit its Share Capital Account in its books of account with the aggregate face value of the New Equity Shares issued to the shareholders of AHEL by it in terms of Clause 4.2, and reduce its Share Capital Account to the extent of Equity Shares of RHPL held by AHEL which are reduced and cancelled in terms of Part V of this Scheme.



- (iii) The intangible assets and goodwill transferred or arising as a result of the demerger, if any, shall be amortized in the books of accounts of RHPL in accordance with the Accounting Standards.
- (iv) The surplus or deficit, if any, of the value of the assets over the value of the liabilities of the Demerged Undertaking acquired pursuant to this Scheme by RHPL, shall, after adjusting for the value of the New Equity Shares issued by RHPL to the shareholders of AHEL pursuant to this Scheme, shall be: (a) in case of a surplus, recorded as and credited to the Capital Reserve Account, in the books of RHPL, and (b) in case of a deficit, recorded as and debited to the Goodwill Account in the books of RHPL.

4.4.3 Notwithstanding the above, the Board of Directors of AHEL and/or RHPL, in consultation with its respective statutory auditor(s), is authorized to account any of the balances in any other manner, if such accounting treatment is considered more appropriate and in accordance with the Generally Accepted Accounting Principles (GAAP).



5. REDUCTION OF CAPITAL IN RHPL**5.1 Reduction of Capital in RHPL**

- 5.1.1 The Existing Equity Shares of RHPL held by AHPL shall be reduced and cancelled (without payment of any consideration) as an integral part of the Scheme in order to present a true and fair picture of the capital structure, business, assets and financials of RHPL, in particular, the profits/losses in RHPL. The reduction does not involve either a diminution of liability in respect of share capital not paid-up or payment of paid-up share capital of RHPL to any person.
- 5.1.2 No prejudice will be caused to shareholders and/or creditors of RHPL by the aforesaid reduction of capital. The creditors of RHPL shall not be adversely affected by the proposed reduction of the share capital as there will be no reduction in the amounts payable to any of them, and no payment is involved to any shareholder as well. Further, the reduction of capital would not adversely affect the business or operations of RHPL or its ability to honour its commitments or pay the debts in the ordinary course of business. The Scheme does not in any manner alter, vary or affect the rights of the creditors. The Scheme does not in any manner alter, vary or affect the payment of any dues or outstanding amounts including all or any of the statutory dues payable or outstanding.
- 5.1.3 The consent of the shareholders and creditors of the RHPL to this Scheme shall be deemed to be their consent under the provisions of Section 66 of the 2013 Act as well. RHPL shall not be required to (i) convene separate meeting to seek approval for cancellation of shares; or (ii) add "And Reduced" as suffix to its name; or (iii) otherwise separately comply with the procedure specified in Section 66 of the 2013 Act, and its compliance with applicable provisions of Sections 230-232 of the 2013 Act shall be deemed as adequate compliance with the procedure specified in Section 66 of the 2013 Act. The Tribunal(s)' sanction for this Scheme shall be deemed to be the Tribunal's approval under Section 66 of the 2013 Act, for reduction and reorganisation of capital by RHPL, as contemplated as an integral part of this Scheme.
- 5.1.4 Upon this Scheme becoming effective and after the allotment of the New Equity Shares by RHPL in terms of Clause 4.2, and reduction of Equity Shares of RHPL held by AHPL in terms of this Clause 4.4, the issued, subscribed and paid-up capital of RHPL shall be Rs. 17,29,16,960 (Indian rupees seventeen crore twenty-nine lac sixteen thousand nine hundred sixty only) consisting of 17,291,696 fully paid-up New Equity Shares having a face value of Rs. 10 (Indian rupees ten) each.

5.2 Accounting Treatment in the books of AHPL

Pursuant to such reduction of capital, the investment amount of Rs. 567,00,00,000 (Indian rupees five hundred sixty-seven crore) as appearing in the books of AHPL under the head 'Investments', being shares held in RHPL, shall stand cancelled, and the same shall be adjusted against the amount lying to the credit of the General Reserve Account of AHPL,



pursuant to which the General Reserve Account of AHEL shall be left with nil balance; and thereafter shall be adjusted against the amount lying to the credit of the Profit And Loss Account of AHEL, to the extent required.

5.3 Accounting Treatment in the books of RHPL

Pursuant to such reduction of capital in RHPL, an amount equivalent to the face value of the Existing Equity Shares (of RHPL held by AHEL) which are being reduced shall first be credited to the Capital Reconstruction Reserve Account of RHPL. Thereafter, the debit balance of the Profit And Loss Account of RHPL to the extent of INR 110 Crore consisting of unabsorbed book losses and unabsorbed book depreciation (in equal proportion) shall be adjusted against the amount lying to the credit of the Capital Reconstruction Reserve Account.



PART VI

6. TAXES, MISCELLANEOUS AND GENERAL TERMS AND CONDITIONS

6.1 Upon this Scheme becoming effective, the accounts of AHEL and RHPL, as on the Appointed Date, shall be reconstructed in accordance with the terms of Part III, Part IV, Part V and Part VI of this Scheme. Each of AHEL and RHPL shall be entitled to revise and file their respective income tax returns, wealth tax returns, TDS returns, and other statutory returns, as result of demerger and vesting of the Demerged Undertaking in RHPL.

6.2 Taxes

6.2.1 The provisions of Part IV of this Scheme have been drawn up in compliance with the conditions specified under the tax laws, specifically Section 2(19AA) of IT Act, and other relevant sections of IT Act. If any terms or provisions of Part IV of this Scheme are found or interpreted to be inconsistent with the provisions of the aforesaid section at a later date, including resulting from an amendment of law or for any other reason whatsoever, such provisions shall prevail and this Scheme shall (subject to the provisions of this Scheme, including Clauses 5.1.2, 5.6.6 and 5.6.7), stand modified to the extent determined necessary to comply with the said provisions. Such modification will however not affect the other parts of this Scheme.

6.2.2 Upon this Scheme becoming effective, the accounts of AHEL and RHPL as on the Appointed Date shall be reconstructed in accordance with this Scheme. AHEL and RHPL shall be entitled to revise and refile their respective income tax returns, TDS returns, and other statutory returns and shall also have the right to claim refunds, advance tax credits, credit of tax under Section 115JB of the Income Tax Act, 1961, credit of tax deducted at source, credit of foreign taxes paid / withheld, etc., if any, consequent to implementation of this Scheme.

6.2.3 The Appointed Date shall be deemed to be the 'acquisition date' for all purposes, including for the purposes of accounts of AHEL and RHPL.

6.3 Conduct of business till Effective Date

With effect from the Appointed Date and up to and including the Effective Date:

- (i) the business pertaining to the Demerged Undertaking shall be deemed to have been carried on account of, and the properties and assets of Demerged Undertaking shall be deemed to have been held for and in trust for, RHPL; and
- (ii) all profits or income arising or accruing to or received in regard to the Demerged Undertaking and all taxes paid thereon (including but not limited to advance tax, tax deducted at source, minimum alternate tax, fringe benefit tax, securities transaction tax, taxes withheld / paid in a foreign country, value added tax, sales tax, service tax etc.) or losses arising in or incurred in regard to the Demerged



Undertaking shall, for all purposes, be treated as and deemed to be the profits or income, taxes or losses, as the case may be, of RHPL.

6.4 Alteration of the Memorandum and Articles of Association of RHPL

6.4.1 Amendment of Main Objects

Upon this Scheme becoming effective and with effect from Appointed Date, the main objects clause of the Memorandum of Association of RHPL shall be amended to include the following main objects. Accordingly, the Memorandum of Association of RHPL shall stand modified by inclusion of the following additional paragraph in the main objects as paragraph 4 in Clause III(A) of the Memorandum of Association of RHPL after the existing paragraph 3:

"4. To deal with or to act as an investor by the way of acquiring, holding, selling, buying, transferring, subscribing to any shares, bonds, stocks, debentures or any other securities, of any kind, issued by or guaranteed by any government, public body, incorporated entity, authority, state, sovereign, commissioners, trusts, provincial, municipal body, or otherwise, whether in India or elsewhere, or units issued by mutual funds, and to act as guarantors, financiers, underwriters, and to lend money or deal with money, either with or without interest to such individuals, firms, body corporates and institutions and upon such terms and conditions as the Company may see expedient but not amounting to banking business as defined under the Banking Regulations Act, 1949."

6.4.2 Conversion into Public Company

As of the Appointed Date, RHPL / Resulting Company is a 'deemed public company' in terms of the 2013 Act. Upon this Scheme becoming effective, and as an integral part and consequence thereof, RHPL shall stand converted into a 'public company' in terms of the 2013 Act. As the conversion of RHPL into a 'public company' is an integral part and consequence of the Scheme, the consent of shareholders of the RHPL to this Scheme shall be deemed to be their consent for such conversion as required under the 2013 Act, including in terms of Section 13, Section 14 and Section 18 of the 2013 Act read with Rule 29 and Rule 33 of the Companies (Incorporation) Rules, 2014; *provided that* the Memorandum of Association and Articles of Association of RHPL shall be amended (to the extent) required reflect such conversion, including the name clause, as required in terms of the 2013 Act, and accordingly upon the Scheme becoming effective: (i) Clause I of the Memorandum of Association of RHPL shall stand replaced by inclusion of the following clause: *"The name of the Company is Robust Hotel Limited"* (or such other name as may be approved by Registrar of Companies, Chennai and be acceptable to RHPL); (ii) the word "Private" appearing in the name of the RHPL in the Articles of Association and Memorandum of Association of the RHPL shall stand deleted; and (iii) provisions in the Articles of Association of RHPL: (a) restricting the right to transfer shares; (b) limiting the number of members to 200 (two hundred); and (c) prohibiting any invitation to the public to subscribe for any securities shall stand deleted. Further,



provisions regarding minimum number of directors and minimum number of shareholders shall stand modified as per applicable law.

6.4.3 Deemed Approval of Shareholders for Amendments

The consent of the shareholders of RHPL to this Scheme shall be sufficient for the purposes of effecting each of the amendments contemplated in this Clause 6.4, and no further resolutions or approval, whether under Sections 13, Section 14, Section 18 of the 2013 Act, any other applicable provisions of the 2013 Act or under the Articles of Association of RHPL, shall be required to be separately passed, nor shall RHPL be required to pay any additional registration fees, stamp duty, etc.

6.5 Compliance with Tax Laws

6.5.1 Part IV of this Scheme has been drawn up to comply with the conditions relating to "Demerger" as specified under the tax laws, specifically Section 2(19AA) of the Income-tax Act, 1961 and other relevant sections of the Income-tax Act, 1961.

6.5.2 If any terms or provisions of this Scheme are found to be or interpreted to be inconsistent with any of the said provisions at a later date, whether as a result of any amendment of law or any judicial or executive interpretation or for any other reason whatsoever, the provisions of the tax laws shall prevail. This Scheme shall then stand modified to the extent determined necessary to comply with the said provisions. Such modification will however not affect other parts of this Scheme. Notwithstanding the other provisions of this Scheme, but subject to applicable laws, the power to make such amendments/modifications as may become necessary, whether before or after the effectiveness of the Scheme, shall vest with the Board of Directors of RHPL and AHPL, which power shall be exercised reasonably in the best interests of the Scheme Entities and their shareholders, and which power can be exercised at any time.

6.6 Filing of Applications / Petitions with Tribunal(s)

6.6.1 The Scheme Entities shall, with all reasonable dispatch, make their respective applications or a joint application to the jurisdictional Tribunals under Sections 230 and 232 read with Section 66 of the 2013 Act and other applicable provisions thereof, seeking orders for dispensing with or convening, holding and/or conducting of the meetings of such classes of their respective shareholders and/or creditors and for sanctioning this Scheme with such modifications, as may be approved by the Tribunal(s).

6.6.2 Upon this Scheme being approved by the requisite majority of the shareholders and creditors of each of the Scheme Entities (wherever required), each of the Scheme Entities shall, with all reasonable dispatch, file respective petitions before the jurisdictional Tribunal(s) for sanction of this Scheme under Sections 230 to 232 of the 2013 Act, and other applicable provisions thereof, and for such other order or orders, as Tribunal(s) may deem fit for sanctioning/giving effect to this Scheme. Upon this Scheme becoming effective, the shareholders of each of the Scheme Entities, shall be deemed to have also accorded their approval under all relevant provisions of the 2013 Act, as applicable, for giving effect to the provisions contained in this Scheme.



6.7 Effectiveness of the Scheme

6.7.1 This Scheme is conditional upon, and shall become effective on the happening of the last of the following ("Effective Date"):

- (i) this Scheme being approved by the respective requisite majorities of the various classes of shareholders and/or creditors (if required) of each of the Scheme Entities as required under the 2013 Act;
- (ii) the Scheme being sanctioned by the jurisdictional Tribunal(s) and appropriate orders being passed by the Tribunal(s) pursuant to Sections 230 and 232 of the 2013 Act and other relevant provisions thereof, as applicable; and
- (iii) certified copies of the relevant Orders of the Tribunal(s) being filed with the Registrar of Companies, West Bengal by AHEL, and Registrar of Companies, Chennai by RHPL.

6.7.2 This Scheme shall become effective from the Effective Date, and the provisions of this Scheme shall be applicable and come into operation from the Appointed Date.

6.8 Sequence of Events

Upon the sanction of this Scheme and upon this Scheme becoming effective, the following shall be deemed to have occurred and become effective and operative on Effective Date, only in the sequence and in the order mentioned hereunder:

- (i) issue and allotment of Bonus Shares by AHEL;
- (ii) amendment to the memorandum and articles of association of RHPL as provided in this Scheme;
- (iii) demerger and vesting of the Demerged Undertaking from AHEL into and with RHPL in accordance with Part IV of this Scheme;
- (iv) issue and allotment of fully paid-up New Equity Shares of RHPL to the shareholders of AHEL as of Record Date in accordance with Part IV of this Scheme; and
- (v) reduction and cancellation of Existing Equity Shares of RHPL held by AHEL in accordance with Part V of this Scheme.

6.9 Record Date

After this Scheme is sanctioned but before it becomes effective, the Board of Directors of AHEL shall, in consultation with the Board of Directors of RHPL, determine the record date ("Record Date") for (i) issuance of Bonus Shares; and (ii) the issuance and allotment of Equity Shares of RHPL to the shareholders of AHEL in terms of the Scheme and the direction of the Tribunal in this regard (if any). On determination of Record Date,



AHEL shall provide to RHPL, the list of its shareholders as on such Record Date, who are entitled to receive the Equity Shares in RHPL in terms of this Scheme in order to enable RHPL to issue and allot such Equity Shares to such shareholders of AHEL.

6.10 Binding Effect

Upon this Scheme becoming effective it shall be binding on the Scheme Entities, their respective shareholders, creditors and all other stakeholders.

6.11 Miscellaneous

- 6.11.1 AHEL shall comply with the provisions of SEBI Circular No. CFD/DIL3/CIR/2017/21, dated March 10, 2017, as amended from time to time, while *inter alia* procuring the approval of its public shareholders and shall provide for voting by such public shareholders through postal ballot and e-voting. For the purposes of this Clause 6.11.1, the term 'public' shall have the meaning ascribed to such term under rule 2 of Securities Contracts (Regulation) Rules, 1957. The Scheme is conditional upon being approved by the public shareholders of AHEL through e-voting in terms of Para 9(a) of Part I of Annexure I of SEBI Circular No. CFD/DIL3/CIR/2017/21, dated March 10, 2017 (as amended from time to time) and the Scheme shall be acted upon only if votes cast by the public shareholders of AHEL in favour of the proposal are more than the number of votes cast by the public shareholders of AHEL against it.
- 6.11.2 As an integral part of the Scheme, all rights and liabilities of the Demerged Company in / to a bid presently submitted by the Demerged Company to Mumbai International Airport Limited shall stand transferred to RHPL.
- 6.11.3 The transfer of properties and liabilities to, and the continuance of proceedings in terms of the Scheme, including as envisaged in Part IV of this Scheme shall not affect any transaction or proceedings already concluded by any of the Scheme Entities on or before the Appointed Date, and after the Appointed Date till the Effective Date, to the end and intent that RHPL accepts and adopts all acts, deeds and things done and executed by AHEL in respect thereto as done and executed on behalf of itself.
- 6.11.4 Nothing contained in this Scheme shall affect the business and operations of AHEL other than the Demerged Undertaking, and the residual business(es) of AHEL shall continue to belong to, and be vested in and be managed by, AHEL.
- 6.11.5 Each of the Scheme Entities shall be entitled to declare and pay dividends, whether interim and/or final, to their respective shareholders prior to the Effective Date. The shareholders of Scheme Entities shall not be entitled to dividend (whether interim and/or final), if any, declared and paid by any of the other Scheme Entities prior to the Effective Date. The holders of the shares of each of the Scheme Entities, save as expressly provided otherwise in this Scheme, continue to enjoy their existing rights under their respective Articles of Association, including the right to receive dividends. It is clarified that the aforesaid provision in respect of declaration of dividend is only an enabling provision and shall not be deemed to confer any right on any shareholder of any of the Scheme Entities to demand or claim any dividend.



- 6.11.6 Each of the Scheme Entities (acting through their respective Boards of Directors) may assent to any modifications or amendments to this Scheme, which the Tribunal(s), SEBI, Stock Exchange(s) and/or any other authorities may deem fit to direct or impose or which may otherwise be considered necessary or desirable for settling any question or doubt or difficulty that may arise for implementing and/or carrying out this Scheme. Each of the Scheme Entities(acting through their respective Boards of Directors), are hereby authorised to take such steps and do all acts, deeds and things as may be necessary, desirable or proper to give effect to this Scheme and to resolve any doubts, difficulties or questions, whether by reason of any orders of the Tribunal(s) or SEBI or of any directive or orders of any other authorities or otherwise howsoever arising out of, under or by virtue of this Scheme and/or any matters concerning or connected therewith.
- 6.11.7 Notwithstanding anything else to the contrary in this Scheme, the Scheme Entities (acting through their respective Boards of Directors), shall be at liberty to withdraw from this Scheme in case (i) any condition or alteration imposed by the Tribunal(s) or any other authority; or (ii) any deemed modifications to the Scheme resulting from the Scheme (or any part thereof) being or becoming inconsistent with applicable laws (including resulting from an amendment of law or for any other reason whatsoever) is not acceptable to the Scheme Entities; or (iii) prior to the Effective Date, the Scheme Entities (acting through their respective Board of Directors) mutually agree at any time to withdraw the Scheme for any reason.
- 6.11.8 If any part of this Scheme is invalid, ruled illegal by any court of competent jurisdiction, or unenforceable under present or future laws, then it is the intention of the parties that such part shall be severable from the remainder of this Scheme and this Scheme shall not be affected thereby, unless the deletion of such part shall cause this Scheme to become materially adverse to any party, in which case the Scheme Entities(acting through their respective Board of Directors), shall attempt to bring about appropriate modifications to this Scheme, as will best preserve for the parties, the benefits and obligations of this Scheme, in equitable manner as per the intent and spirit of the Scheme, including but not limited to such part.
- 6.11.9 All costs, charges and expenses, in connection with the Scheme, arising out of or incurred in carrying out and implementing the Scheme and matters incidental thereto upto the Effective Date, shall be borne and paid by AHEL (unless mutually agreed otherwise by the Scheme Entities acting through their respective Board of Directors), and such expenses shall be entitled to be amortised in terms of Applicable Laws.





D & A FINANCIAL SERVICES (P) LIMITED

Merchant Banking & Corporate Advisory Services

Date: 13th January, 2020

The Board of Directors
Asian Hotel (East) Limited
Robust Hotels (P) Limited

Subject: Fairness Opinion for the purpose of Proposed Scheme of Arrangement, Demerger and Reduction of Capital between Asian Hotels (East) Limited (Hereinafter referred to as "AHEL" or Transferor/Demergered Company) and Robust Hotels Private Limited ("RHPL" or Resultant Company") and their respective shareholders and creditors.

Dear Sir/s,

In connection with the proposed Scheme of Arrangement, Demerger and Reduction of Capital between Asian Hotels (East) Limited (Hereinafter referred to as AHEL or Transferor Company/Demergered Company) and Robust Hotels Private Limited ("RHPL" or Resultant Company) (Hereinafter collectively referred to as "Companies") and their respective shareholders and creditors for the proposed Demerger under the provisions of Sections 230 to 232 read with Section 66 of the Companies Act 2013 (the "Scheme" or the "Scheme of Arrangement").

We, M/s D & A Financial Services (P) Ltd, SEBI registered Merchant Banker, having license no. INM000011484, have been engaged by you to give our fairness opinion on the share entitlement ratio required under scheme of Demerger done by Mahim Singh Mehra, Independent Valuer having its office D 21, Geetanjali Enclave, New Delhi-110017, who is appointed valuer for the proposed Scheme of Arrangement of Asian Hotels (East) Limited and Robust Hotels (P) Limited.

The Scheme shall be subject to (i) Receipt of approval from the National Company Law Tribunal ("NCLT") and (ii) other statutory approval(s) as may be required in this regard.

1. Scope and Purpose of the Opinion

The management of Asian Hotels (East) Limited has engaged M/s D & A Financial Services (P) Ltd to submit fairness opinion to the Board of Directors on the proposed Scheme of Arrangement as defined above. The scope of this Fairness Opinion includes commenting on the fairness of the Scheme of Arrangement. The Fairness Opinion is addressed to the Board of Directors of Asian Hotels (East) Limited and Robust Hotels (P) Limited. Further, this Fairness Opinion has been issued as per the requirements of SEBI circular no. CFD/DIL3/CIR/2017/21, dated 10-3-2017 read with SEBI Circular No. CFD/DIL3/CIR/2017/26, dated 23-3-2017 and CFD/DIL3/CIR/2018/2, dated 3-1-2018 ("SEBI Circulars") and as per the SEBI (ICDR) Regulations, 2018 pricing rules.



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• Mumbai • Admedabad CIN : U74899DL1991PTC012709

Disclaimer: We have assumed and relied upon, without independent verification, the accuracy and completeness of all information that was publicly available or provided or otherwise made available to us by the authorized representatives of management of companies for the purpose of this Opinion. We have not carried out any independent verification of the accuracy and completeness of all information as stated above and in the Scheme of Arrangement. We have not reviewed any other documents of the Company other than those stated herein. We have not assumed any obligation to conduct, nor have we carried out any independent physical inspection or title verification of the property, investments etc. interests of Companies and accept no responsibility therefore.

We have not reviewed any internal management information statements or any non-public reports and instead with your consent we have relied upon information that was publicly available or provided or otherwise made available to us by Companies for the purpose of this opinion. We are not experts in the evaluation of litigation or other actual or threatened claims.

2. BRIEF BACKGROUND OF THE COMPANIES

Asian Hotels (East) Limited ("AHEL"):

- i. AHEL is a listed public limited company incorporated under the laws of India and having its registered office at Hyatt Regency, JA-1, Sector - 3, Salt Lake City, Kolkata, West Bengal - 700098, India. The CIN of AHEL is L15122WB2007PLC162762. The PAN of AHEL is AACCV4634N.
- ii. AHEL is primarily engaged in two lines of business through separate divisions as follows: (a) Hotel Division engaged in the operation and management of Hyatt Regency, Kolkata; and (b) Investment Division which in-turn consists of the Securities Trading Unit and the Strategic Investments Unit.
- iii. AHEL was incorporated under the name 'Vardhman Hotels Private Limited' on January 08, 2007 as a private limited with the Registrar of Companies, West Bengal, and was converted into a public limited company on July 28, 2007. The name of AHEL was changed to its present name on February 16, 2010.
- iv. The shares and securities of AHEL are listed on the BSE Limited and National Stock Exchange of India Limited. (Hereinafter referred to as "Stock Exchanges").

Robust Hotels Private Limited ("RHPL"):

- i. RHPL is a private limited company incorporated under the laws of India and having its registered office at 365, Anna Salai Teynampet, Chennai, Tamil Nadu - 600018, India. The CIN of RHPL is U55101TN2007PTC062085. The PAN for RHPL is AADCR5418B.



- ii. RHPL is carrying on the business of operating Hyatt Regency Hotel, a hotel located at 365, Anna Salai, Teynampet in Chennai.
- iii. RHPL was incorporated on January 19, 2007 with the Registrar of Companies, Chennai.
- iv. RHPL is a wholly owned subsidiary of AHEL, and the shares and securities of RHPL are not listed on any stock exchange.

Overview of the Scheme of Arrangement

Asian Hotels (East) Limited is a company listed on the Bombay Stock Exchange and National Stock Exchange. Asian Hotels (East) Limited has three subsidiaries namely; GJS Hotels Limited ("GJS"), Regency Convention Centre and Hotels Limited ("RCC") and Robust Hotels Private Limited ("RHPL"). Over the years, AHEL has also been making substantial investments in mutual funds, bonds, shares etc. As per recent financial statements the company has two divisions, Hotel Business (East), ("Hotel Division") and "Investments including investments in Hotel (South)" which further has two business units viz:

- Strategic Investments Unit: This unit includes loans and investments in RHPL and GJS.
- Securities Trading Unit ("Demerged Undertaking"): This unit comprises of treasury/ liquid investments which are regularly being traded and bonds, mutual funds, and shares of certain companies (which already are under an agreement of sale, part performance completed)

The Scheme of Arrangement provides for demerger of Demerged Undertaking of AHEL into RHPL. Under the Scheme of Arrangement, the whole of assets and liabilities relating to the Demerged Undertaking of AHEL shall be transferred to RHPL.

Salient features of the Scheme of Arrangement

The Scheme of Arrangement is segregated into the following:

- Issuance of bonus shares by AHEL to its equity shareholders (as of the Record Date) in 2:1 ratio, that is, 1 (one) new bonus fully paid-up equity share having face value of INR 10 (Rupees ten) for every 2 (two) Equity Shares of the AHEL having face value of INR 10 (Rupees ten) each held by a shareholder of AHEL as of the Record Date.
- Demerger of the Demerged Undertaking from AHEL into RHPL in accordance with Sections 230-232 of the Companies Act, 2013 and in compliance with Section 2(19AA) of Income Tax Act, 1961 and issuance of consideration shares by RHPL to the shareholders of AHEL.
- Reduction of capital in RHPL and consequent cancellation of existing Equity Shares of RHPL held by AHEL without consideration.



3



The Appointed Date for the determination of Share Entitlement Ratio as per the Scheme of Arrangement shall be same as the Effective Date. The Scheme shall become effective on the happening of the last of the following:

- Upon approval of Scheme by shareholders and/or creditors of each of the Scheme Entities as required under the Companies Act, 2013;
- Upon sanction of Scheme by the Tribunal(s) and appropriate orders being passed by the Tribunal(s) pursuant to Sections 230 and 232 of the Companies Act, 2013; and
- Certified copies of the relevant orders of the Tribunal(s) being filed with the Registrar of Companies.

After the effectiveness of this Scheme, the Share Capital of RHPL consisting of the New Equity Shares of RHPL issued as consideration in terms of the Scheme to the shareholders of AHPL shall be listed on the Stock Exchanges in accordance with the provisions of SEBI Circular No. CFD/DIL3/CIR/2017/21, dated March 10, 2017, as amended from time to time. Further, as an integral part of the Scheme, Equity Shares of RHPL (presently held by AHPL) shall stand cancelled and reduced (without payment of consideration) without any further act and deed, and hence this Scheme contemplates approval of the Tribunal(s) in terms of Section 66 of the 2013 Act, in addition to Sections 230-232 of the 2013 Act.

3. Sources of Information

For arriving at the opinion set forth below, we have relied upon following documents:

- Draft Scheme of Arrangement.
- Share Entitlement Report issued by Mr. Mahim Mehta, an independent valuer dated 13th January, 2020.
- Such other information and explanations as we required and which have been provided by the management of the Companies.
- Shareholding Pattern of companies as of 30th September, 2019.

4. Valuation Report

Based on analysis and as this Demerger creating a mirror shareholding, we are of the opinion that the Share Entitlement Ratio as described below and as recommended by an independent valuer Mr. Mahim Mehta vide his report dated 13th January, 2020, is fair and reasonable for all the shareholders and the Companies involved in the Scheme:

The equity shareholders of AHPL (holding one equity share of INR 10 each fully paid up) will receive 1 (one) equity share of RHPL (INR 10 each fully paid up) for every 1 (one) equity share (INR 10 each



fully paid up) held in AHEL. This Report is recommendatory in nature and provides view as to whether this Share Entitlement Ratio would be fair and equitable to all the stakeholders and is based on the sustainable equity capital in RHPL pursuant to bonus issue by AHEL, demerger of Securities Trading Unit and Cancellation of capital of RHPL.

5. Rationale of scheme

The Management has proposed that every shareholder holding one equity share (including bonus shares) in AHEL will receive one share as consideration of the demerger in the Transferee Company. The value of each share held by a shareholder in AHEL, pre-demerger will be reflected by the combined value of the shares in AHEL (post demerger) and Transferee Company, RHPL. After the implementation of the entire Scheme on the Effective Date, the shareholding pattern in Transferee Company will thus be same as the shareholding pattern of AHEL; this means that the economic interests of the shareholders of AHEL will remain unchanged and the shareholders will have the same degree of control on both the companies, as they had before demerger in AHEL; so is the case regarding value on an aggregate basis.

As per the Scheme of Arrangement, AHEL, RHPL and their respective shareholders stand to gain for the following reasons:

- Unlocking the value of AHEL, shares to its shareholders which is presently getting subdued on account of subdued performance and balance sheet of RHPL.
- Pursuant to the Scheme, the Equity Shares of RHPL shall also be entitled to benefit of getting listed on the Stock Exchanges pursuant to the SEBI Circular. Therefore, shareholders of AHEL (as of the Record Date) shall, as a result of the Scheme, hold Equity Shares of 2 (two) listed entities, AHEL and RHPL. Such shareholders would then be able to choose to remain invested in both or either of AHEL and RHPL, giving them greater flexibility in managing / dealing with their investments in different companies, being AHEL and RHPL in view of their respective businesses, and individual risk profiles.
- Provide scope for attracting and accessing targeted funding and investors for each of AHEL and RHPL and provide better flexibility in pursuing long term growth plans and strategies for the separate companies AHEL and RHPL, instead of RHPL continuing to use AHEL's credit rating and guarantees and equity funds.
- Enable the management of AHEL to evaluate the performance of the Hotel Division on an independent basis and keep its risks (if any) ring-fenced. Improving the balance sheet of RHPL and its credit rating by providing liquid assets and resources that would enable enhancement in future profitability without any sacrifice of value by the shareholders of AHEL, enabling potential turn-around and/or expansion programs for RHPL, and assist RHPL in supporting and potentially reducing its debt burden and cost of financing.



5



- Enable unlocking of the true value of the RHPL for the shareholders of AHEL (in a separate entity, being RHPL), which does not appear to be reflecting fully and accurately in the present consolidated market valuation of AHEL on account of there being a holding company discount.
- Possible release of guarantee(s) presently given by AHEL to the lenders of RHPL. This would clear the contingent liability in the balance sheet of AHEL and improve the credit rating of AHEL, thereby enabling reduction in cost of finance for AHEL and better price discovery on the stock market.
- Enable enhanced strategic flexibility and focus of the respective managements of AHEL and RHPL, thereby facilitating the separate managements to efficiently exploit opportunities for each of the said businesses.

Thus, the Scheme of Arrangement will be advantageous to all the stakeholders owing to higher potential market value of equity shares, on an aggregate basis, improved possibility of raising capital for expansion if required or forming strategic alliances.

Cancellation in Capital in RHPL

The equity shares of RHPL held by AHEL to be reduced and cancelled without any payment of consideration. As a result, the investments held by AHEL in RHPL under the Strategic Investments Unit shall become Nil.

6. Conclusion and Opinion

On the basis of our scope and limitations mentioned in the report and based on our examination of the draft of the Proposed Scheme of Arrangement and Share Entitlement Report dated 13th January, 2020 and on consideration of all the relevant factors as described herein above, we are of the opinion that the ratio as proposed by the independent valuer i.e. the equity shareholders of AHEL (holding one equity share of INR 10 each fully paid up) will receive 1 (one) equity share of RHPL (INR 10 each fully paid up) for every 1 (one) equity share (INR 10 each fully paid up) held in AHEL, is fair.

Thanking You

For D & A Financial Services (P) Ltd

(M K Doogar)

Director

Place: New Delhi



APPENDIX AEXCLUSIONS AND LIMITATIONS

- Our conclusion is based on the information furnished to us being complete and accurate in all material respects.
- We have not conducted any independent valuation or appraisal of any of the assets or liabilities of the Companies.
- Our work does not constitute verification of historical financials or including the working results of the Companies referred to in this Opinion. Accordingly, we are unable to and do not express an opinion on the fairness or accuracy of any financial information referred to in this Opinion.
- Our opinion is not intended to and does not constitute a recommendation to any shareholders as to how such shareholder should vote or act in connection with the Scheme or any matter related therein.
- Our liability (statutory or otherwise) for any economic loss or damage arising out of the rendering this Opinion shall be limited to amount of fees received for rendering this Opinion as per our engagement.
- Our opinion is not, nor should it be construed as our opining or certifying the compliance of the proposed amalgamation with the provisions of any law including companies, taxation and capital market related laws or as regards any legal implications or issues arising thereon.
- We assume no responsibility for updating or revising our opinion based on circumstances or events occurring after the date hereof.
- We do not express any opinion as to the price at which shares of the Companies may trade at any time, including, subsequent to the date of this opinion.



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**ADVISORY REPORT ON CAPITAL ALLOCATION AND SHARE ENTITLEMENT RATIO FOR DEMERGER OF "DEMERGED UNDERTAKING" OF
ASIAN HOTELS (EAST) LIMITED INTO ROBUST HOTELS PRIVATE LIMITED AS PER THE SCHEME OF ARRANGEMENT BETWEEN ASIAN
HOTELS (EAST) LIMITED AND ROBUST HOTELS PRIVATE LIMITED**

January, 2020



Prepared by:

Mahim Singh Mehta, ACA, CMA,

Registered Valuer (Securities or Financial Assets)

D-21, Geetanjali Enclave,

New Delhi-110017

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CHAPTER 1 - DISCLAIMER CLAUSE

This advisory report ("Report") is being furnished by Mahim Singh Mehta ("Registered Valuer") at the request of the Management ("Management") of Asian Hotels (East) Limited ("AHEL"/ "Company"/ "Transferor Company"/ "Demerged Company"). The Management of AHEL is intending a demerger of its Securities Trading Unit ("Demerged Undertaking") which is a unit of "Investments including Investment in Hotel (South)" segment of the Company into its wholly owned subsidiary Robust Hotels Private Limited ("RHPL"/ "Transferee Company"/ "Resulting Company"). A Scheme of Arrangement dealing with (a) demerger and (b) cancellation of capital of RHPL has now been proposed by the Restructuring Committee. The said Scheme of Arrangement ("Scheme") is to be considered by the board of directors of AHEL. The Appointed Date for the determination of Share Entitlement Ratio as per the Scheme of Arrangement shall be same as the Effective Date. AHEL has appointed a Registered Valuer to give their advisory opinion on the Share Entitlement Ratio pursuant to the Scheme of Arrangement between AHEL and RHPL. Accordingly, this Report is being furnished for the purpose of providing an opinion on Share Entitlement Ratio proposed by the Management.

The details of scope of work have been mentioned in Chapter 2 below. This Report must be considered in that context only and not as an advisory document for any other purpose like tax advice or investment advice. The Report shall not be distributed, reproduced, or used, without the express written consent of the Registered Valuer for any purpose other than that mentioned in Chapter 2 below.

The Report has been prepared by the Registered Valuer from information extracted from desk research, published reports, discussions with the Management from time to time and other data provided by the Management and their Financial Advisors. The scope of work does not include verification of data submitted by the Management and we have relied upon the data provided to us. Wherever required, the information and data submitted by AHEL has been duly certified by the Management.

The factual data, business details, financial statements and financial projections have been provided by the Management. While the information provided herein is believed to be accurate and reliable to the best of our knowledge, we do not make any representations or warranties, express or implied, as to the accuracy or completeness of such information.



We do not provide assurance on the achievability of the results forecasted by the client because events and circumstances frequently do not occur as expected; differences between actual and expected results may be material; and achievement of the forecasted results is dependent on actions, plans, and assumptions of Management.

We don't expect any liability of any kind to any party in relation to the issuance of this report. For the purpose of this assignment, we have not attempted a detailed due diligence review for various aspects i.e. commercial, operational, financial, legal, environmental etc. No change of any item in this report shall be made by anyone other than us, and we shall have no responsibility for any such unauthorized change.

In furnishing the Report, the Registered Valuer reserves the right to amend or replace the Report at any time. The information contained herein is based on certain assumptions and analysis of the information available at the time the Report was prepared. The Registered Valuer does not purport to give any representation, warranty or other assurance in relation to this document.

This Report highlights the basis of arriving at the Share Entitlement Ratio pursuant to demerger of AHIL, keeping in view the circumstances prevailing at the time of preparation of this report and arrives at the opinion on the Share Entitlement Ratio considering the facts of the case.

This Report is to be read in whole.



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CHAPTER 2 – BACKGROUND OF SCHEME OF ARRANGEMENT AND SCOPE OF WORK

Brief background of the Scheme of Arrangement

Asian Hotels (East) Limited is a company listed on the Bombay Stock Exchange and National Stock Exchange. Asian Hotels (East) Limited has three subsidiaries namely GJS Hotels Limited ("GJS"), Regency Convention Centre and Hotels Limited ("RCC") and Robust Hotels Private Limited. Over the years, AHEL has also been making substantial investments in mutual funds, bonds, shares etc. As per recent financial statements the company has two divisions, Hotel Business (East) ("Hotel Division"); and "Investments including investments in Hotel (South)" which further has two business units viz:

- Strategic Investments Unit: This unit includes investments in RHPL and GJS. GJS is a part of the Strategic Investments Unit as they are responsible for the development of a Hotel in Odisha;
- Securities Trading Unit ("Demerged Undertaking"): This unit comprises of treasury/ liquid investments which are regularly being traded and shares of certain companies which are held on short term basis; all of these are held as Stock-in-trade.

AHEL's shareholding pattern comprises of Promoters (65.63%) and Public (34.37%) as on September 30, 2019.

The Scheme of Arrangement provides for demerger of Demerged Undertaking of AHEL into RHPL. Under the Scheme of Arrangement, the whole of assets and liabilities relating to the Demerged Undertaking of AHEL shall be transferred to RHPL.

Salient features of the Scheme of Arrangement

The Scheme of Arrangement is segregated into the following:

- Issuance of bonus shares by AHEL to its equity shareholders (as of the Record Date), that is, 1 (one) new bonus fully paid-up equity share having face value of INR 10 (Rupees ten) for every 2 (two) equity shares of the AHEL having face value of INR 10 (Rupees ten) each held by a shareholder of AHEL as of the Record Date.
- Demerger of the Demerged Undertaking from AHEL into RHPL in accordance with Sections 230-232 of the Companies Act, 2013 and in compliance with Section 2(19AA) of Income Tax Act, 1961 and issuance of equity shares as consideration by RHPL to the shareholders of AHEL.
- Cancellation of capital in RHPL and consequent cancellation of existing Equity Shares of RHPL held by AHEL without consideration.



Advisory Report on Capital Allocation and Share Entitlement Ratio pursuant to Scheme of Arrangement

The Appointed Date for the determination of Share Entitlement Ratio as per the Scheme of Arrangement shall be same as the Effective Date (beginning of business hours) or such other date as may be directed/ approved by the Tribunal(s), being the date with effect from which this Scheme shall, post effectiveness of this Scheme, be operative.

Scope of Work

I, Mahim Singh Mehta, vide letter dated November 8, 2019 have been engaged by the Management of AHEL to provide an opinion on the Share Entitlement Ratio proposed by the Management for the demerger. The date of determination of Share Entitlement Ratio is the Appointed Date of demerger which will now be same as the Effective Date. However, the shares will be allotted to the shareholders as on the Record Date as defined in the draft Scheme of Arrangement.

Share Entitlement Ratio

The Audit Committee based on the recommendation of the Management has proposed the ratio for the issue of equity shares in RHPL to the equity shareholders of AHEL. Thus, equity shareholders of AHEL (holding one equity share of INR 10 each fully paid up) will receive 1 (one) equity share of RHPL (INR 10 each fully paid up) for every 1 (one) equity share (INR 10 each fully paid up) held in AHEL. This Report is recommendatory in nature and provides view as to whether this Share Entitlement Ratio would be fair and equitable to all the stakeholders and is based on the sustainable equity capital in RHPL pursuant to bonus issue by AHEL, demerger of Securities Trading Unit and cancellation of capital of RHPL.



CHAPTER 3 – DATA RELIED UPON

For the purpose of this Report, we have relied upon the following information as authenticated and provided to us by the Management:

1. Management certified assets and liabilities of the Demerged Undertaking as on September 30, 2019;
2. Audited financial statements of AHEL as on March 31, 2019, March 31, 2018 and March 31, 2017;
3. Audited financial statements of RHPL as on March 31, 2019, March 31, 2018 and March 31, 2017;
4. Shareholding pattern of AHEL as on September 30, 2019;
5. Shareholding pattern of RHPL as on September 30, 2019;
6. Other facts and data considered necessary to determine the fairness of the Share Entitlement Ratio;
7. Guidelines laid down by Bombay Stock Exchange and National Stock Exchange;
8. Other information provided by the Company from time to time.



CHAPTER 4 - BACKGROUND OF COMPANY

1. Asian Hotels (East) Limited

Asian Hotels (East) Limited ("Demerged Company") is a company listed on the Bombay Stock Exchange and National Stock Exchange. The promoters hold approximately 65.63% in the Company and the balance is held by public shareholders. AHEL was originally incorporated in 2007 as Vardhman Hotels Private Limited. The Company is engaged in the hotel business through "Hyatt Regency Kolkata" a five-star hotel located in Kolkata, India. Currently, AHEL has two business divisions i.e. the Hotel Division and "Investments including Investment in Hotel (South)". The Hotel Division is engaged in the operations and management of the Hyatt Regency, Kolkata; and "Investments including Investment in Hotel (South)" further comprises two business units:

- Strategic Investments Unit: This unit includes investments in BHPL and GJS. AHEL is developing a hotel in Odisha through its subsidiary GJS.
- Securities Trading Unit: This unit comprises of treasury/ liquid investments which are regularly being traded and shares of certain companies which are held on short term basis; all of these are held as Stock-in-trade.

Financial Summary

Standalone Profit and Loss Account of AHEL

| Particulars | 2018-19 | 2017-18 | 2016-17 |
|--|---------|---------|---------|
| Total Revenue | 113.71 | 107.75 | 107.11 |
| Less: Operating Expenses | 84.35 | 83.57 | 79.98 |
| EBITDA | 29.36 | 24.18 | 27.13 |
| Less: Depreciation and Amortisation Expenses | 4.92 | 5.44 | 6.38 |
| Less: Finance Cost | 0.00 | 0.00 | 0.50 |
| Exceptional Items | 0.00 | 0.00 | (3.36) |
| Profit before tax | 24.44 | 18.74 | 16.89 |
| Profit for the year | 17.78 | 14.74 | 12.96 |
| Add: Depreciation | 4.92 | 5.44 | 6.38 |
| Cash Profit | 22.7 | 20.18 | 19.34 |

(INR Cr)



Mahim Singh Mehta

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Standalone Balance Sheet of AHEL

| (INR Cr) | | | | |
|---------------------------------|----------------|----------------|----------------|--|
| Particulars | March 31, 2019 | March 31, 2018 | March 31, 2017 | |
| EQUITY & LIABILITIES | | | | |
| Equity Share Capital | 11.53 | 11.53 | 11.53 | |
| Other Equity | 910.18 | 891.16 | 877.01 | |
| Non-Current Liabilities | 8.92 | 9.01 | 12.36 | |
| Current Liabilities | 28.09 | 23.25 | 13.80 | |
| Total | 958.72 | 934.95 | 914.70 | |
| ASSETS | | | | |
| Non-Current Assets | 505.26 | 503.92 | 503.31 | |
| Current Assets | 453.46 | 431.03 | 411.39 | |
| Total | 958.72 | 934.95 | 914.70 | |

Capital structure of AHEL as on September 30, 2019:

| Authorised Capital | INR Cr | |
|--|---------------------|------------------------|
| 9,00,00,000 Equity Shares of INR 10 each | 90.00 | |
| 10,00,00,000 Preference Shares of INR 10 each | 1.00 | |
| Paid-up Share Capital | INR | Percentage held |
| Promoters (75,66,120 Equity Shares of INR 10 each) | 7,56,61,200 | 65.63% |
| Public (39,61,677 Equity Shares of INR 10 each) | 3,96,16,770 | 34.37% |
| Total | 11,52,77,970 | 100.00% |

Note: AHEL shall make a bonus issue of fully paid-up equity shares to its equity shareholders (as of the Record Date) nearest to the Appointed Date, in a ratio, that is, 1 (one) new bonus fully paid-up equity share having face value of INR 10 (Rupees ten) for every 2 (two) equity shares of the AHEL having face value of INR 10 (Rupees ten) each held by a shareholder of AHEL as of the Record Date.



Mahim Singh Mehta

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2. Robust Hotels Private Limited

Robust Hotels Private Limited ("Resulting Company") is an unlisted company duly incorporated in 2007 under the provisions of the Companies Act, 1956 and has its registered office at Chennai, Tamil Nadu. The Resulting Company offers accommodation and hospitality services and operates a hotel, "Hyatt Regency Chennai", in Chennai, India. The business activities of Resulting Company complement the business activities of Demerged Company. It is currently a wholly owned subsidiary company of the Demerged Company.

Financial Summary

Statement of Profit & Loss of RHPL

| Particulars | 2018-19 | 2017-18 | 2016-17 |
|---|---------|---------|---------|
| Total Revenue | 100.67 | 88.43 | 98.74 |
| Less: Total Expenses | 123.27 | 116.31 | 138.07 |
| Profit Before Tax | (22.60) | (27.88) | (39.33) |
| Add: Depreciation and Amortisation Expenses | 23.03 | 24.39 | 24.59 |
| Cash Profits | 0.43 | (3.49) | (14.74) |

(INR Cr)



Advisory Report on Capital Allocation and Share Entitlement Ratio pursuant to Scheme of Arrangement

Balance Sheet of RHPL

| Particulars | [INR Cr] | | | |
|---------------------------------|----------------|----------------|----------------|--|
| | March 31, 2019 | March 31, 2018 | March 31, 2017 | |
| EQUITY & LIABILITIES | | | | |
| Equity Share Capital | 154.17 | 154.17 | 154.17 | |
| Other equity | 117.48 | 140.07 | 168.11 | |
| Non-Current Liabilities* | 234.13 | 237.57 | 239.70 | |
| Current Liabilities | 77.96 | 71.40 | 45.83 | |
| Total | 583.74 | 603.21 | 607.81 | |
| ASSETS | | | | |
| Non-Current Assets | 566.20 | 587.41 | 592.68 | |
| Current Assets | 17.54 | 15.80 | 15.13 | |
| Total | 583.74 | 603.21 | 607.81 | |

*Note: Non-Current Liabilities earlier included Cumulative Redeemable Preference Shares and Unsecured Non-Convertible Debentures which were converted into Equity shares pursuant to the Scheme of Arrangement between AHIL, RHPL and GUS Hotels Limited.

Capital structure of RHPL as on September 30, 2019:

| Authorised Capital | INR Cr | |
|--|-----------------------|-----------------|
| 22,50,00,000 Equity shares of INR 10 each | 225.00 | |
| Paid up Share Capital of the Company | INR | |
| 22,41,83,829 Equity shares of INR 10 each held by AHIL | 2,24,18,38,290 | Percentage held |
| Total | 2,24,18,38,290 | 100.00% |



Estimated future profits of RHPL after the Effective Date

(INR Lacs)

| Particulars | 2020-21 | 2021-22 | 2022-23 |
|----------------------------------|---------------|---------------|---------------|
| Income from operations | 11,666 | 12,335 | 12,688 |
| Income from Demerged Undertaking | 728 | 861 | 995 |
| Total Income | 12,394 | 13,196 | 13,683 |
| Total Operating Cost | 8,392 | 8,859 | 9,237 |
| Gross Profit (EBIDTA) | 4,002 | 4,337 | 4,446 |
| Finance Cost | 1,370 | 1,174 | 937 |
| Depreciation | 2,330 | 2,347 | 2,363 |
| Profit Before Tax | 302 | 816 | 1,146 |



Source: Projected financial projections as provided by Management

CHAPTER 5 – RATIONALE FOR THE PROPOSED SHARE ENTITLEMENT

The Management has proposed that every shareholder holding one equity share (including bonus shares) in AHEL will receive one share as consideration of the demerger in the Transferee Company. The value of each share held by a shareholder in AHEL pre-demerger will be reflected by the combined value of the shares in AHEL (post demerger) and Transferee Company, RHPL. After the implementation of the entire Scheme on the Effective Date, the shareholding pattern in Transferee Company will thus be the same as the shareholding pattern of AHEL; this means that the economic interests of the shareholders of AHEL will remain unchanged and the shareholders will have the same degree of control on both the companies, as they had before demerger in AHEL; so is the case regarding value on an aggregate basis.

As per the Scheme of Arrangement, AHEL, RHPL and their respective shareholders stand to gain for the following reasons:

- Unlocking the value of AHEL shares to its shareholders which is presently getting subdued on account of subdued performance and balance sheet of RHPL.
- Pursuant to the Scheme, the equity shares of RHPL shall also be entitled to benefit of getting listed on the Stock Exchanges pursuant to the SEBI Circular. Therefore, shareholders of AHEL (as of the Record Date) shall, as a result of the Scheme, hold equity shares of 2 (two) listed entities, AHEL and RHPL. Such shareholders would then be able to choose to remain invested in both or either of AHEL and RHPL, giving them greater flexibility in managing / dealing with their investments in different companies, being AHEL and RHPL in view of their respective businesses, and individual risk profiles.
- Provide scope for attracting and accessing targeted funding and investors for each of AHEL and RHPL and provide better flexibility in pursuing long term growth plans and strategies for the separate companies AHEL and RHPL, instead of RHPL continuing to use AHEL's credit rating and guarantees and equity funds.
- Enable the Management of AHEL to evaluate the performance of the Hotel Division on an independent basis and keep its risks (if any) ring-fenced.
- Improving the balance sheet of RHPL and its credit rating by providing liquid assets and resources that would enable enhancement in future profitability without any sacrifice of value by the shareholders of AHEL, enabling potential turn-around and/or expansion programs for RHPL, and assist RHPL in supporting and potentially reducing its debt burden and cost of financing.



- Enable unlocking of the true value of the RHPL for the shareholders of AHEL (in a separate entity, being RHPL), which does not appear to be reflecting fully and accurately in the present consolidated market valuation of AHEL on account of there being a holding company discount.
- Possible release of guarantee(s) presently given by AHEL to the lenders of RHPL. This would clear the contingent liability in the balance sheet of AHEL and improve the credit rating of AHEL thereby enabling reduction in cost of finance for AHEL and better price discovery on the stock market.
- Enable enhanced strategic flexibility and focus of the respective managements of AHEL and RHPL, thereby facilitating the separate managements to efficiently exploit opportunities for each of the said businesses.

Thus, the Scheme of Arrangement will be advantageous to all the stakeholders owing to higher potential market value of equity shares, on an aggregate basis, improved possibility of raising capital for expansion if required or forming strategic alliances.

Cancellation in capital in RHPL

The equity shares of RHPL held by AHEL to be reduced and cancelled without any payment of consideration. As a result, the investments held by AHEL in RHPL under the Strategic Investments Unit shall become Nil.

This cancellation shall take place pursuant to Part IV of the Scheme. The cancellation shall take place in order to present a true and fair picture of the capital structure, business and financials of RHPL.



We also reproduce the table as prescribed by BSE through circular dated May 29, 2017 and by NSE through circular dated June 01, 2017.

As this demerger is creating a mirror shareholding, the said table may not be applicable.

Computation of Share Exchange Ratio:

| Valuation Approach | Asian Hotels (East) Limited | | Robust Hotels Private Limited | |
|---|-----------------------------|--------|-------------------------------|--------|
| | Value per Share | Weight | Value per Share | Weight |
| Assets Approach | NA | NA | NA | NA |
| Income Approach | NA | NA | NA | NA |
| Market Approach | NA | NA | NA | NA |
| Fair Value | NA | NA | NA | NA |
| Share Entitlement Ratio pursuant to the demerger shall be one share of RHPL for every one share held in AHPL. | | | | |

Note: Consequent to this Scheme of Arrangement, the economic beneficial interest of the shareholders of AHPL shall remain the same. Also, there shall be no change in the shareholding pattern of Demerged Company and the Resulting Company. Hence, this is a value neutral demerger. Thereby, valuation as per above methods is not required.



CHAPTER 6 – CONCLUSION

- For giving an opinion on the fairness of the Share Entitlement Ratio, the following factors have been considered:
 - i. Stock Exchange listing regulations;
 - ii. Impact on shareholding pattern of both the companies i.e. AHEL and RHPL post scheme;
- Pursuant to Part IV of the Scheme, the shares of RHPL held by AHEL shall be reduced and cancelled.
- Further as a condition for demerger, RHPL shall issue its shares as consideration to the shareholders of AHEL in the Share Entitlement Ratio as mentioned below.
- As per Section 2(19AA) of the Income Tax Act, 1961, all the assets and liabilities of the Demerged Undertaking being transferred by the Transferor Company (AHEL) are transferred at values appearing in the books of accounts immediately before the demerger.
- Based on the above, recommended Share Entitlement Ratio on demerger is as follows "for every 1 (one) equity share of face value of INR 10 (Rupees ten only) each held in AHEL as on the record date, the equity shares to be issued to shareholders of AHEL shall be equivalent to 1 (one) equity share of face value INR 10 (Rupees ten only) each fully paid up in RHPL".
- Considering there is no change in the shareholding pattern of RHPL and the effective control remains with the shareholders of AHEL, we recommend that the Share Entitlement Ratio stated above is fair and equitable for all the stakeholders of the companies involved in the Scheme of Arrangement on all parameters specified in this Report.

The Report is to be read in whole.

Date: January 13, 2020

Place: New Delhi



Mahim Singh Mehta, ACA, CMA,
Registered Valuer (Securities or Financial Assets)
Membership No: IBBI/RV/OS/2019/11986
UDIN: 20086117AAAAAAS126

To
The Board of Directors
Asian Hotels (East) Limited,
Hyatt Regency, M-1, Sector -3
Salt Lake City, Kolkata
West Bengal – 700098, India

1. We, M/s Singhi & Co. Chartered accountants the statutory auditors of Asian Hotels (East) Limited (CIN No. L15122WB2007PLC162762) (hereinafter referred to as "the Company"), have examined the proposed accounting treatments as specified in clause 3.3.1, 4.4.1(i), 4.4.1(ii) & 5.2 of the draft "Scheme of Arrangement, Demerger and Reduction of Capital" between Asian Hotels (East) Limited and Robust Hotels Private Limited and their respective shareholders and creditors in terms of the provisions of section(s) 230 to 232 and Section 66 of the Companies Act, 2013 with reference to its compliance with the applicable Accounting Standards notified under the Companies Act, 2013 and other generally accepted accounting principles. The draft scheme has been prepared by the company which has been initiated by us for identification purpose.
2. The responsibility for the preparation of the draft scheme and its compliance with the relevant laws and regulations, including the applicable Accounting Standards as aforesaid, is that of the Board of Directors of the Asian Hotels (East) Limited and Robust Hotels Private Limited. Our responsibility is only to examine and report whether the draft scheme complies with the applicable Accounting Standards and other Generally Accepted Accounting Principles. Nothing contained in this certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the Company. We carried out our examination in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India.
3. Based on our examination and according to the information and explanations given to us, we confirm that the accounting treatments contained in the aforesaid scheme in relation to Asian Hotels (East) Limited as specifically prescribed in the clauses mentioned in Para 1 above are in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued there under and all the applicable Accounting Standards notified by the Central Government under the Companies Act, 2013.

This Certificate is issued at the request of the Asian Hotels (East) Limited pursuant to the requirements of circulars issued under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for onward submission to the National Stock Exchange and Bombay Stock Exchange. This Certificate should not be used for any other purpose without our prior written consent.

Encl: Draft "Scheme of Arrangement, Demerger and Reduction of Capital" for reference

For Singhi & Co.,
Chartered Accountants
Firm Registration No.3020496


(Aditya Singhi)
Partner
Membership No.305161



Place : Kolkata
Date : 13/01/2016

UDIN: 20305161AAAAAD3957

| Pre and post Arrangement shareholding pattern of all companies involved in the scheme | | | AHEL (Demerged Company) | | | | RHPL (Resulting Company) | | | |
|---|---|--|-------------------------|------|------------------|------|--------------------------|------|------------------|------|
| Sr | Description | Name of Shareholder | Pre-arrangement | | Post-arrangement | | Pre-arrangement | | Post-arrangement | |
| | | | No. of shares | % | No. of shares | % | No. of shares | % | No. of shares | % |
| (A) | Shareholding of Promoter and Promoter Group | | | | | | | | | |
| 1 | Indian | | | | | | | | | |
| (a) | Individuals/ Hindu Undivided Family | Umesh Saraf | 24731 | 0.21 | 37096 | 0.21 | - | - | 37096 | 0.21 |
| | | Anu Kumar Saraf | 8732 | 0.08 | 13098 | 0.08 | - | - | 13098 | 0.08 |
| (b) | Central Government/ State Government(s) | Nil | - | - | - | - | - | - | - | - |
| (c) | Bodies Corporate | Asian Hotels (East) Limited (AHEL) | - | - | - | - | 224183823 | 100 | - | - |
| | | Mr. TN Thambachalam (being the nominee of AHEL) | - | - | - | - | 1 | 0.00 | - | - |
| | | Mr. A. Srinivasan (being the nominee of AHEL) | - | - | - | - | 1 | 0.00 | - | - |
| | | Mr. Bimal K. Bhunjurwala (being the nominee of AHEL) | - | - | - | - | 1 | 0.00 | - | - |
| | | Mr. Saumen Chatterjee (being the nominee of AHEL) | - | - | - | - | 1 | 0.00 | - | - |
| | | Mr. Aayush Bhargava (being the nominee of AHEL) | - | - | - | - | - | - | - | - |
| | | Mr. Amit Saraf (being the nominee of AHEL) | - | - | - | - | 1 | 0.00 | - | - |
| (d) | Financial Institutions/ Banks | Nil | - | - | - | - | 1 | 0.00 | - | - |

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| | | | | | | | | | | |
|-----|---|--------------------------|---------|-------|----------|-------|-----------|--------|----------|-------|
| (e) | Any Others | Nil | - | - | - | - | - | - | - | - |
| | Sub Total(A)(1) | | 33463 | 0.29 | 50194 | 0.29 | 224183829 | 100.00 | 50194 | 0.29 |
| 2 | Foreign | | | | | | | | | |
| (a) | Individuals (Non-Residents Individuals/ Foreign Individuals) | Ratna Saraf | 617347 | 5.36 | 926020 | 5.36 | - | - | 926020 | 5.36 |
| | | Rachee Shyam Saraf | 3284680 | 28.49 | 4927020 | 28.49 | - | - | 4927020 | 28.49 |
| (b) | Bodies Corporate | Nil | - | - | - | - | - | - | - | - |
| (c) | Institutions | Nil | - | - | - | - | - | - | - | - |
| (d) | Any Others | Saraf Industries Limited | 3630630 | 31.49 | 5445945 | 31.49 | - | - | 5445945 | 31.49 |
| | Sub Total(A)(2) | | 7532657 | 65.34 | 11298985 | 65.34 | - | - | 11298985 | 65.34 |
| | Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2) | | 7566120 | 65.63 | 11349179 | 65.63 | 224183829 | 100.00 | 11349179 | 65.63 |
| (B) | Public shareholding | | | | | | | | | |
| 1 | Institutions | | | | | | | | | |
| (a) | Mutual Funds/ UTI | | 325 | 0.00 | 486 | 0 | - | - | 486 | 0 |
| (b) | Financial Institutions ¹ / Banks | | 356357 | 3.09 | 534534 | 3.09 | - | - | 534534 | 3.09 |

| | | | | | | | | | | | | |
|-----|---|-----|---------|-------|---------|-------|---|---|---|---------|-------|---|
| (e) | Central Government/ State Government(s) | Nil | - | - | - | - | - | - | - | - | - | - |
| (d) | Venture Capital Funds | Nil | - | - | - | - | - | - | - | - | - | - |
| (e) | Insurance Companies | | 475992 | 4.13 | 713987 | 4.13 | - | - | - | 713987 | 4.13 | - |
| (f) | Foreign Portfolio Investors | | 51689 | 0.45 | 77533 | 0.45 | - | - | - | 77533 | 0.45 | - |
| (g) | Foreign Venture Capital Investors | Nil | - | - | - | - | - | - | - | - | - | - |
| (h) | Any Other | Nil | - | - | - | - | - | - | - | - | - | - |
| | Sub-Total (B)(I) | | 884363 | 7.67 | 1326540 | 7.67 | - | - | - | 1326540 | 7.67 | - |
| 2 | Non-institutions | | | | | | | | | | | |
| (a) | Bodies Corporate | | 1494971 | 12.97 | 2242436 | 12.97 | - | - | - | 2242436 | 12.97 | - |
| (b) | Individuals | | | | | | | | | | | |
| I | Individuals - i. Individual shareholders holding nominal share capital up to Rs. 2 lakh | | 1049888 | 9.11 | 1469697 | 8.50 | - | - | - | 1469697 | 8.50 | - |
| II | Individual shareholders holding nominal share capital in excess of Rs. 2 lakh. | | 262366 | 2.28 | 496263 | 2.87 | - | - | - | 496263 | 2.87 | - |

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| | | | | | | | | | | | |
|-----|--|--|----------|--------|----------|--------|-----------|--------|----------|---------|--------|
| | | NBFCs registered with RBI | 192 | 0.00 | 288 | 0.00 | - | - | - | 288 | 0.00 |
| | | Trusts | 10 | 0.00 | 15 | 0.00 | - | - | - | 15 | 0.00 |
| | | Foreign Corporate Bodies (FCB) | 38803 | 0.34 | 58204 | 0.34 | - | - | - | 58204 | 0.34 |
| | | Non Resident Indians | 105359 | 0.91 | 157996 | 0.91 | - | - | - | 157996 | 0.91 |
| | | Clearing Members | 3173 | 0.03 | 4756 | 0.03 | - | - | - | 4756 | 0.03 |
| | | IEPF | 122552 | 1.06 | 183828 | 1.06 | - | - | - | 183828 | 1.06 |
| | | Fractional Shares | - | - | 2494 | 0.01 | - | - | - | 2494 | 0.01 |
| | | Sub-Total (B)(2) | 3077314 | 26.69 | 4615977 | 26.69 | - | - | - | 4615977 | 26.69 |
| | | Total Public Shareholding (B) ^m (B)(1)+(B)(2) | 3961677 | 34.37 | 5942517 | 34.37 | - | - | - | 5942517 | 34.37 |
| | | TOTAL (A)+(B) | 11527797 | 100.00 | 17291696 | 100.00 | 224183829 | 100.00 | 17291696 | 100.00 | 100.00 |
| (C) | Shares held by Custodians and against which DRs have been issued | Nil | - | - | - | - | - | - | - | - | - |
| | | GRAND TOTAL (A)+(B)+(C) | 11527797 | 100.00 | 17291696 | 100.00 | 224183829 | 100.00 | 17291696 | 100.00 | 100.00 |



[Signature]

ASIAN HOTELS (EAST) LIMITED

Registered Office : Hyatt Regency Kolkata, JA-1, Sector III, Salt Lake City, Kolkata - 700 098, W.B., India

Phone : 033 2335 1234/3517 1012 Fax : 033 2335 8246/2335 1235 www.ahleat.com

CIN: L15122WB2007PLC162762

2nd March, 2020

To,
The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001
Tel: (022-2272 8013)
Fax: (022-2272 3121)

Type of Security: Equity shares
Scrip Code : 533227

Dear Madam/Sir,

Sub: Submission of Report on Complaints

Re: Scheme of Arrangement

Please find attached 'Report on Complaints' pursuant to Annexure III of Para 1A(6) of the SEBI Circular No. CFD/DIL3/CIR/2017/21 dated 10th March, 2017 for the Scheme of Arrangement filed with you on 28th January, 2020.

This is for your kind perusal and record.

Thanking you.

Yours truly,

For Asian Hotels (East) Limited


Saumen Chatterjee
Chief Legal Officer &
Company Secretary

Encl.: as above



ASIAN HOTELS (EAST) LIMITED

Registered Office : Hyatt Regency Kolkata, JA-1, Sector III, Salt Lake City, Kolkata - 700 098, WB., India
Phone : 033 2335 1234/2517 1012 Fax : 033 2335 8246/2335 1235 www.ahleat.com
CIN: L15122WB2007PLC162762

REPORT ON COMPLAINTS

(for the period 6th February, 2020 to 1st March, 2020)

Part A

| Sr. No. | Particulars | Number |
|---------|--|----------------|
| 1. | Number of complaints received directly | Nil |
| 2. | Number of complaints forwarded by Stock Exchange | Nil |
| 3. | Total Number of complaints/comments received (1+2) | Nil |
| 4. | Number of complaints resolved | Not Applicable |
| 5. | Number of complaints pending | Not Applicable |

Part B

| Sr. No. | Name of complainant | Date of complaint | Status (Resolved/Pending) |
|----------------|---------------------|-------------------|---------------------------|
| Not Applicable | | | |

For Asian Hotels (East) Limited


Saumen Chatterjee
Chief Legal Officer &
Company Secretary

2nd March, 2020
Kolkata



ASIAN HOTELS (EAST) LIMITED

Registered Office : Hyatt Regency Kolkata, JA-I, Sector III, Salt Lake City, Kolkata - 700 008, W.B., India

Phone : 033 2335 1234/2517 1012 Fax : 033 2335 8296/2335 1235 www.ahleat.com

CIN: L15122WB2007PLC162762

To,
The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza
Plot No. C/1, G Block,
Bandra – Kurla Complex
Bandra (E), Mumbai – 400 051
Tel: (022) 2659 8235
Fax: (022) 2659 8237

13th March, 2020

NSE Symbol : AHLEAST

Dear Madam/Sir,

Sub: Submission of Report on Complaints

Re: Scheme of Arrangement

Please find attached 'Report on Complaints' pursuant to Annexure III of Para IA(6) of the SEBI Circular No. CFD/DIL3/CIR/2017/21 dated 10th March, 2017 for the Scheme of Arrangement filed with you on 28th January, 2020.

This is for your kind perusal and record.

Thanking you.

Yours truly,

For Asian Hotels (East) Limited


Saumen Chatterjee
Chief Legal Officer &
Company Secretary

Encl.: as above

OWNER OF



**HYATT
REGENCY™**
KOLKATA

ASIAN HOTELS (EAST) LIMITED

Registered Office : Hyatt Regency Kolkata, 4A-1, Sector III, Salt Lake City, Kolkata - 700 098, W.B., India
Phone : 033 2335 1234/2517 1012 Fax : 033 2335 8246/2335 1235 www.ahleat.com
CIN: L35122WB3007PLC182762

REPORT ON COMPLAINTS

(for the period 20th February, 2020 to 12th March, 2020)

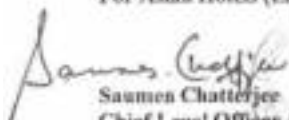
Part A

| Sr. No. | Particulars | Number |
|---------|--|----------------|
| 1. | Number of complaints received directly | Nil |
| 2. | Number of complaints forwarded by Stock Exchange | Nil |
| 3. | Total Number of complaints/comments received (1+2) | Nil |
| 4. | Number of complaints resolved | Not Applicable |
| 5. | Number of complaints pending | Not Applicable |

Part B

| Sr. No. | Name of complainant | Date of complaint | Status (Resolved/Pending) |
|----------------|---------------------|-------------------|---------------------------|
| Not Applicable | | | |

For Asian Hotels (East) Limited

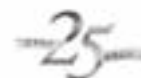

Saumen Chatterjee
Chief Legal Officer &
Company Secretary

13th March, 2020
Kolkata

OWNER OF



**HYATT
REGENCY™**
KOLKATA



National Stock Exchange Of India Limited

Ref: NSE/LIST/23015_II

May 21, 2020

The Company Secretary
Asian Hotels (East) Limited
Hyatt Regency Kolkata, JA-1, Sector-III
Salt Lake City, Kolkata- 700098

Kind Attn.: Mr. Saumen Chatterjee

Dear Sir,

Sub: Observation Letter for Draft Scheme of Arrangement amongst Asian Hotels (East) Limited and Robust Hotels Private Limited and their respective shareholders and creditors

We are in receipt of the Draft Scheme of Arrangement amongst Asian Hotels (East) Limited (AHEL) ("Demerged Company") and Robust Hotels Private Limited (RHPL) ("Resulting Company") and their respective shareholders and creditors vide application dated January 28, 2020.

Based on our letter reference no Ref: NSE/LIST/23015 submitted to SEBI and pursuant to SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 ('Circular'), SEBI vide mail dated May 21, 2020 has given following comments:

- a. *The Company shall ensure that additional information, if any, submitted by the Company, after filing the scheme with the stock exchange, from the date of receipt of this letter, is displayed on the websites of the listed company.*
- b. *The company shall duly comply with various provisions of the Circular.*
- c. *The Company is advised that the observations of SEBI/Stock exchanges shall be incorporated in the petition to be filed before NCLT and the company is obliged to bring the observations to the notice of NCLT.*
- d. *It is to be noted that the petitions are filed by the company before NCLT after processing and communication of comments/observations on draft scheme by SEBI/stock exchange. Hence, the company is not required to send notice for representation as mandated under section 230(5) of Companies Act, 2013 to SEBI again for its comments/observations/representations.*

It is to be noted that the petitions are filed by the company before NCLT after processing and communication of comments/observations on draft scheme by SEBI/ stock exchange. Hence, the company is not required to send notice for representation as mandated under section 230(5) of Companies Act, 2013 to National Stock Exchange of India Limited again for its comments/observations/ representations.

This Document is Digitally Signed



Signer: Jiten Bhargava Patel
Date: Thu, May 21, 2020 16:54:44 IST
Location: NSE

Further, where applicable in the explanatory statement of the notice to be sent by the company to the shareholders, while seeking approval of the Scheme, it shall disclose information about unlisted companies involved in the format prescribed for abridged prospectus as specified in the circular dated March 10, 2017.

Based on the draft scheme and other documents submitted by the Company, including undertaking given in terms of Regulation 11 of SEBI (LODR) Regulations, 2015, we conveyed our "No-objection" in terms of Regulation 94 of SEBI (LODR) Regulations, 2015, so as to enable the Company to file the draft scheme with NCLT.

However, the listing of equity shares of Robust Hotels Private Limited on the National Stock Exchange India Limited shall be subject to SEBI granting relaxation under Rule 19(2)(b) of the Securities Contract (Regulation) Rules, 1957. Further, Robust Hotels Private Limited shall comply with SEBI Act, Rules, Regulations, directions of the SEBI and any other statutory authorities and Rules, Byelaws and Regulations of the Exchange.

The Company should also fulfill the Exchange's criteria for listing of such company and also comply with other applicable statutory requirements. However, the listing of shares of Robust Hotels Private Limited is at the discretion of the Exchange.

The listing of Robust Hotels Private Limited pursuant to the Scheme of Arrangement shall be subject to SEBI approval & Company satisfying the following conditions:

1. To submit the Information Memorandum containing all the information about Robust Hotels Private Limited and its group companies in line with the disclosure requirements applicable for public issues with NSE for making the same available to the public through website of the companies.
2. To publish an advertisement in the newspapers containing all the information about Robust Hotels Private Limited in line with the details required as per SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017. The advertisement should draw a specific reference to the aforesaid Information Memorandum available on the website of the Company as well as NSE.
3. To disclose all the material information about Robust Hotels Private Limited to NSE on the continuous basis so as to make the same public, in addition to the requirements, if any, specified in SEBI (LODR) Regulations, 2015 for disclosures about the subsidiaries.
4. The following provision shall be incorporated in the scheme:
 - (a) "The shares allotted pursuant to the Scheme shall remain frozen in the depositories system till listing/trading permission is given by the designated stock exchange."
 - (b) "There shall be no change in the shareholding pattern or control in Robust Hotels Private Limited between the record date and the listing which may affect the status of this approval."

However, the Exchange reserves its rights to raise objections at any stage if the information submitted to the Exchange is found to be incomplete/ incorrect/ misleading/ false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Regulations, Guidelines / Regulations issued by statutory authorities.

This Document is Digitally Signed



Signer: Jiten Shantil Patel
Date: Thu, May 21, 2020 18:34:44 IST
Location: NSE



Continuation Sheet

The validity of this "Observation Letter" shall be six months from May 21, 2020, within which the scheme shall be submitted to NCLT.

Yours faithfully,
For National Stock Exchange of India Limited

Jiten Patel
Manager

P.S. Checklist for all the Further Issues is available on website of the exchange at the following URL http://www.nseindia.com/corporates/content/further_issues.htm

This Document is Digitally Signed



Signed: Jiten Bharat Patel
Date: Thu, May 21, 2020 18:34:44 IST
Location: NSE

National Stock Exchange of India Limited | Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051,
India +91 22 26592100 | www.nseindia.com | CIN U67120MH31993PLC061749

DCSIAMAL/JR/R37/1733/2020-21

May 21, 2020

The Company Secretary,
ASIAN HOTELS (EAST) LTD
 Hyatt Regency Kolkata, JA-1, Sector - III, Salt Lake City,
 Kolkata, West Bengal, 700098.

Dear Sir,

Sub: Observation letter regarding the Draft Scheme of Arrangement among Asian Hotels (East) Limited, Robust Hotels Private Limited and their respective shareholders and creditors.

We are in receipt of Draft Scheme of Arrangement by Asian Hotels (East) Limited filed as required under SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017; SEBI vide its Email dated May 21, 2020 has inter alia given the following comment(s) on the draft scheme of arrangement:

- "Company shall ensure that additional information, if any, submitted by the Company, after filing the scheme with the stock exchange, from the date of receipt of this letter is displayed on the websites of the listed company and the stock exchanges."
- "Company shall duly comply with various provisions of the Circular."
- "Company is advised that the observations of SEBI/Stock Exchanges shall be incorporated in the petition to be filed before National Company Law Tribunal (NCLT) and the company is obliged to bring the observations to the notice of NCLT."
- "It is to be noted that the petitions are filed by the company before NCLT after processing and communication of comments/observations on draft scheme by SEBI/stock exchange. Hence, the company is not required to send notice for representation as mandated under section 230(5) of Companies Act, 2013 to SEBI again for its comments / observations / representations."

Accordingly, based on aforesaid comment offered by SEBI, the company is hereby advised:

- To provide additional information, if any, (as stated above) along with various documents to the Exchange for further dissemination on Exchange website.
- To ensure that additional information, if any, (as stated aforesaid) along with various documents are disseminated on their (company) website.
- To duly comply with various provisions of the circulars.

In light of the above, we hereby advise that we have no adverse observations with limited reference to those matters having a bearing on listing/de-listing/continuous listing requirements within the provisions of Listing Agreement, so as to enable the company to file the scheme with Hon'ble NCLT. Further, where applicable in the explanatory statement of the notice to be sent by the company to the shareholders, while seeking approval of the scheme, it shall disclose information about unlisted companies involved in the format prescribed for abridged prospectus as specified in the circular dated March 10, 2017.

However, the listing of equity shares of Robust Hotels Private Limited shall be subject to SEBI granting relaxation under Rule 19(2)(b) of the Securities Contract (Regulation) Rules, 1957 and compliance with the requirements of SEBI circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017. Further, Robust Hotels Private Limited shall comply with SEBI Act, Rules, Regulations, directions of the SEBI and any other statutory authority and Rules, Byelaws, and Regulations of the Exchange.

The Company shall fulfil the Exchange's criteria for listing the securities of such company and also comply with other applicable statutory requirements. However, the listing of shares of Robust Hotels Private Limited is at the discretion of the Exchange. In addition to the above, the listing of Robust Hotels Private Limited pursuant to the Scheme of Arrangement shall be subject to SEBI approval and the Company satisfying the following conditions:

1. To submit the Information Memorandum containing all the information about Robust Hotels Private Limited in line with the disclosure requirements applicable for public issues with BSE, for making the same available to the public through the website of the Exchange. Further, the company is also advised to make the same available to the public through its website.
2. To publish an advertisement in the newspapers containing all the information of Robust Hotels Private Limited in line with the details required as per the aforesaid SEBI circular no. CFV/DIL/3/CIR/2017/21 dated March 10, 2017. The advertisement should draw a specific reference to the aforesaid Information Memorandum available on the website of the company as well as BSE.
3. To disclose all the material information about Robust Hotels Private Limited on a continuous basis so as to make the same public, in addition to the requirements if any, specified in Listing Agreement for disclosures about the subsidiaries.
4. The following provisions shall be incorporated in the scheme:
 - i. The shares allotted pursuant to the Scheme shall remain frozen in the depository system till listing/trading permission is given by the designated stock exchange."
 - ii. "There shall be no change in the shareholding pattern of Robust Hotels Private Limited between the record date and the listing which may affect the status of this approval."

Further you are also advised to bring the contents of this letter to the notice of your shareholders, all relevant authorities as deemed fit, and also in your application for approval of the scheme of Arrangement.

Kindly note that as required under Regulation 37(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the validity of this Observation Letter shall be Six Months from the date of this Letter, within which the scheme shall be submitted to the NCLT.

The Exchange reserves its right to withdraw its 'No adverse observation' at any stage if the information submitted to the Exchange is found to be incomplete / incorrect / misleading / false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Agreement, Guidelines/Regulations issued by statutory authorities.

Please note that the aforesaid observations does not preclude the Company from complying with any other requirements.

Further, it may be noted that with reference to Section 230 (5) of the Companies Act, 2013 (Act), read with Rule 8 of Companies (Compromises, Arrangements and Amalgamations) Rules 2016 (Company Rules) and Section 66 of the Act read with Rule 3 of the Company Rules wherein pursuant to an Order passed by the Hon'ble National Company Law Tribunal, a Notice of the proposed scheme of compromise or arrangement filed under sections 230-232 or Section 66 of the Companies Act 2013 as the case may be is required to be served upon the Exchange seeking representations or objections if any.

In this regard, with a view to have a better transparency in processing the aforesaid notices served upon the Exchange, the Exchange has already introduced an online system of serving such Notice along with the relevant documents of the proposed schemes through the BSE Listing Centre.

Any service of notice under Section 230 (5) or Section 66 of the Companies Act 2013 seeking Exchange's representations or objections if any, would be accepted and processed through the Listing Centre only and no physical filings would be accepted. You may please refer to circular dated February 26, 2019 issued to the company.

Yours faithfully,


Nitinkumar Pujari
Senior Manager

ASIAN HOTELS (EAST) LIMITED

Registered Office : Hyatt Regency Kolkata, JA-1, Sector III, Salt Lake City, Kolkata - 700 098, W.B., India

Phone : 033 2335 1234/2517 1012 Fax : 033 2335 8245/2335 1235 www.ahelnet.com

CIN: L15122WB2007PLC162762

REPORT ADOPTED BY THE BOARD OF DIRECTORS OF ASIAN HOTELS (EAST) LIMITED ON NOVEMBER 14, 2019, EXPLAINING THE EFFECT OF THE SCHEME OF ARRANGEMENT AND DEMERGER ON THE EQUITY SHAREHOLDERS (INCLUDING PROMOTER & NON-PROMOTER SHAREHOLDERS) & THE KEY MANAGERIAL PERSONNEL OF THE COMPANY

The Board of Directors ("Board") of Asian Hotels (East) Limited ("AHEL" or the "Company"), at its meeting held on November 14, 2019, considered and approved the scheme of arrangement, demerger and reduction of share capital between the Company, Robust Hotels Private Limited, a wholly owned subsidiary of the Company ("RHPL" or the "Resulting Company") and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 ("2013 Act") providing *inter-alia* (i) demerger and transfer of the undertaking, business, activities and operations of the Company pertaining to 'Securities Trading Unit' comprising of treasury/liquid investments which are being regularly traded, bonds, mutual funds, and shares of certain companies (which already are under an agreement of sale, part performance completed)("Demerged Undertaking") from the Company into RHPL, as a going concern in compliance with Section 2(19AA) of Income Tax Act, 1961; (ii) capitalization of reserves of the Company and issuance and allotment of fully paid-up bonus equity shares having face value of Rs. 10 (Indian rupees ten) ("Bonus Shares") by the Company to its equity shareholders (as of the Record Date), in the ratio 2:1, meaning 1 (one) Bonus Share for every 2 (two) equity shares of the Company, ranking *pari passu* with the existing equity shares of the Company; and (iii) reorganization and reduction of shares of RHPL held by the Company (without any consideration)("Scheme").

Pursuant to the provisions of Section 232(2)(c) of the 2013 Act, the Board is required to adopt a report explaining the effect of compromise or arrangement on each class of shareholders, key managerial personnel ("KMP"), promoter and non-promoter shareholders, and laying out in particular the share entitlement ratio and specifying special valuation difficulties, if any, and the same is required to be circulated as a part of the notice of the meeting(s) to be held for the purpose of approving the Scheme.

This report of the Board ("Report") is accordingly being made pursuant to the requirements of Section 232(2) (c) of the 2013 Act.

While deliberating on the Scheme, the Board *inter-alia* considered and took on record the following documents along with this report:

- (i) Draft scheme of arrangement, demerger and reduction of share capital;
- (ii) Draft Share Entitlement Report dated November 14, 2019 from Mr. Mahim Singh Mehta, IIBI Registered Valuer (IIBI/RV/05/2019/11986) *inter-alia* describing the methodology adopted by them in arriving at the share entitlement ratio;



ASIAN HOTELS (EAST) LIMITED

Registered Office : Hyatt Regency Kolkata, 4A-1, Sector III, Salt Lake City, Kolkata - 700 096, WB., India

Phone : 033 2335 1234/2517 1012 Fax : 033 2335 8246/2335 1235 www.ahleust.com

CIN: L35122WB2007PLC162762

- (iii) Draft Fairness Opinion dated November 14, 2019 from D&A Financial Services (P) Limited, Merchant Banker;
- (iv) Draft certificate from the statutory auditor of the Company, M/s Singhi & Co., Chartered Accountants confirming that the scheme is in compliance applicable accounting treatment notified under the 2013 Act and other generally accepted accounting principles (the Auditors' Certificate);
- (v) Draft net worth certificate issued by M/s. O.P. Tulyan & Co., Chartered Accountants.
- (vi) Report of the Audit Committee dated November 14, 2019 recommending the Scheme to the Board;

After taking on record the documents / confirmations referred above, the Board of AHEL approved the Scheme, and the draft scheme of arrangement and demerger, as placed before the Board.

Following is the Report with respect to the aforesaid provisions:

I. Share Entitlement Ratio:

Draft Share Entitlement Report dated November 14, 2019 obtained from Mr. Mahim Singh Mehta, IBB1 Registered Valuer (IBBI/RV/05/2019/11986) recommends the following share entitlement

1 (one) fully paid-up Equity Share of RHPL having a face value of Rs. 10 (Indian rupees ten) shall be issued, allotted and credited as fully paid with rights attached thereto for every 1 (one) fully paid-up Equity Share of the Company having a face value of Rs. 10 (Indian rupees ten) held by shareholders of AHEL as of the Record Date (as determined in terms of the Scheme and the 2013 Act).

The D&A Financial Services (P) Limited, Merchant Banker, in its Draft Fairness Opinion dated November 14, 2019 provided an opinion that the aforesaid share entitlement ratio is fair and reasonable to the equity shareholders of AHEL. Further, no special valuation difficulties were reported by Mr. Mahim Singh Mehta in the instant Share Entitlement Report.

II. Effect of the Scheme on the shareholders (including promoter & non-promoter shareholders) of AHEL.

- (i) There is only one class of shareholders, i.e., equity shareholders, which includes the promoter as well as non-promoter shareholders of AHEL.
- (ii) Upon the Scheme becoming effective, AHEL will issue and allot equity shares by way of bonus, to each equity shareholder whose name is recorded in the register of members of the Company and/or the records of the depository (ies) as equity



**HYATT
REGENCY**
KOLKATA

ASIAN HOTELS (EAST) LIMITED

Registered Office : Hyatt Regency Kolkata, 3A-1, Sector III, Salt Lake City, Kolkata - 700 098, W.B., India

Phone : 033 2335 1234/2517 1012 Fax : 033 2335 8246/2335 1235 www.ahlenet.com

CIN: L16122WB2007PLC162762

shareholder of AHEL, on the Record Date, in the ratio of 2:1, meaning 1 (one) Bonus Share for every 2 (two) equity shares of the Company, ranking *pari passu* with the existing equity shares of the Company;

- (iii) Upon the Scheme becoming effective, as consideration for the Demerged Undertaking demerging into the Resulting Company, the Resulting Company will issue and allot its equity shares to each member of the Company whose name is recorded in the register of members on the record date (as may be determined in terms of the Scheme), as per the above mentioned share entitlement ratio.
- (iv) Upon this Scheme becoming effective, there will be a reduction in share capital of RHPL and consequent cancellation of equity shares of RHPL held by the Company without any consideration.
- (v) Accordingly, upon the Scheme becoming effective and pursuant to the issue of consideration shares by RHPL to shareholders of AHEL as on Record Date, the shareholding pattern and inter-se shareholding percentage of shareholders of RHPL shall mirror the shareholding pattern and inter-se shareholding percentage of the shareholders of AHEL as of the Record Date.
- (vi) The equity shares of RHPL to be issued and allotted as above shall be subject to the provisions of the Memorandum and Articles of Association of the Resulting Company.
- (vii) The equity shares of RHPL shall be listed on the stock exchanges i.e. BSE Limited and National Stock Exchange of India ("Stock Exchanges") in accordance with the SEBI Circular No. CFD/DIL3/ CIR/2017/21 dated March 10, 2017, as amended from time to time, and therefore shareholders of AHEL (as of the Record Date) shall, upon the Scheme becoming effective, hold equity shares of 2 (two) listed entities, AHEL and RHPL.
- (viii) There will be no change in the shareholding pattern of the Company, however paid-up and issued equity share capital of the Company shall stand increased pursuant to the issue of bonus shares. Pursuant to the Scheme there would be no change in the shareholding pattern of AHEL.
- (ix) The equity shares of AHEL to be issued by the Company as bonus shares to its shareholders pursuant to the Scheme would rank *pari passu* with existing equity shares of AHEL and be subject to its Memorandum of Association and Articles of Association and be listed on Stock Exchanges, subject to all regulatory approvals and applicable laws.
- (x) Upon the Scheme becoming effective, the shareholders of RHPL (being the shareholders of AHEL as of the Record Date) and their holding proportion in the Resulting Company, as on the record date, will be identical to that of AHEL (as of



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CIN: L15122WB2007PLC140762

the Record Date), and thus, the overall economic interest of equity shareholders of AHEL shall remain the same even after the Scheme becomes effective.

III. Effect of the Scheme on Key Managerial Personal (KMP) of AHEL

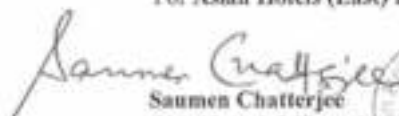
The Scheme will have no effect on KMP of AHEL, except to the extent of their respective shareholding in AHEL, if any, and effect thereon as detailed in Paragraph II above. None of the directors or KMPs or their relatives, except in their capacity as shareholder(s) of AHEL (if applicable), is concerned, or interested financially or otherwise in the Scheme.

There will be no adverse effect of the Scheme on the equity shareholders (including promoters and non-promoter shareholders), or KMPs of the Company.

Adopted at the meeting of the Board of the Company held on November 14, 2019.

On behalf of the Board

For Asian Hotels (East) Limited


Saumen Chatterjee
Chief Legal Officer &
Company Secretary



ROBUST HOTELS PRIVATE LIMITED

CIN-U55101TN2007PTC062085

Regd office: 365, Anna Salai, Teynampet, Chennai – 600018

Tel: +91 44 6100 1234 Email: info@sarafhotels.com

REPORT ADOPTED BY THE BOARD OF DIRECTORS OF ROBUST HOTELS PRIVATE LIMITED ON JANUARY 13, 2020, EXPLAINING THE EFFECT OF THE SCHEME OF ARRANGEMENT AND DEMERGER ON THE EQUITY SHAREHOLDERS (INCLUDING PROMOTER & NON-PROMOTER SHAREHOLDERS) & THE KEY MANAGERIAL PERSONNEL OF THE COMPANY

The Board of Directors ("Board") of Robust Hotels Private Limited ("RHPL" or the "Company"), at its meeting held on January 13, 2020 considered and approved the scheme of arrangement, demerger and reduction of share capital between the Company, Asian Hotels (East) Limited, holding company of the Company ("AHEL") and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 ("2013 Act") providing *inter-alia* (i) demerger and transfer of the undertaking, business, activities and operations of AHEL pertaining to 'Securities Trading Unit' comprising of treasury/liquid investments which are being regularly traded and bonds, mutual funds, and shares of certain companies (which already are under an agreement of sale, part performance completed) ("Demerged Undertaking") from AHEL into the Company, as a going concern in compliance with Section 2(19AA) of Income Tax Act, 1961; (ii) capitalization of reserves of the AHEL and issuance and allotment of fully paid-up bonus equity shares having face value of Rs. 10 (Indian rupees ten) by AHEL to its equity shareholders (as of the Record Date), in the ratio 2:1, meaning 1 (one) Bonus Share for every 2 (two) equity shares of AHEL, ranking *pari passu* with the existing equity shares; and (iii) reorganization and reduction of shares of the Company held by AHEL (without any consideration) with 'Appointed Date' being the same as the Effective date or such other date as may be modified/fixed by the Tribunals ("Scheme").

Pursuant to the provisions of Section 232(2)(c) of the 2013 Act, the Board is required to adopt a report explaining the effect of compromise or arrangement on each class of shareholders, key managerial personnel ("KMP"), promoter and non-promoter shareholders, and laying out in particular the share entitlement ratio and specifying special valuation difficulties, if any, and the same is required to be circulated as a part of the notice of the meeting(s) to be held for the purpose of approving the Scheme.

This report of the Board ("Report") is accordingly being made pursuant to the requirements of Section 232(2)(c) of the 2013 Act.

While deliberating on the Scheme, the Board *inter-alia* considered and took on record the following documents along with this report:

- (i) Draft scheme of arrangement, demerger and reduction of share capital;
- (ii) Share Entitlement Report dated January 13, 2020 from Mr. Mahim Singh Mehta, IBBI Registered Valuer (IBBI/RV/05/2019/11986) *inter-alia* describing the methodology adopted by them in arriving at the share entitlement ratio;
- (iii) Fairness Opinion dated January 13, 2020 from D&A Financial Services (P) Limited, Merchant Banker;
- (iv) Certificate dated 13th January from the statutory auditor of the Company, M/s. P. Lunawat & Associates., Chartered Accountants confirming that the scheme is in compliance with the applicable accounting treatment notified under the 2013 Act and other generally accepted accounting principles (the Auditors' Certificate);



ROBUST HOTELS PRIVATE LIMITED

CIN-U55101TN2007PTC062085

Regd office: 365, Anna Salai, Teynampet, Chennai – 600018

Tel: +91 44 6100 1234 Email: info@sarahotels.com

- (v) Net worth certificate issued by M/s O.P. Tulsyan & Co., Practising Chartered Accountants;
- (vi) Report of the Audit Committee dated January 13, 2020 recommending the draft Scheme, Share Entitlement Report and Fairness Opinion to the Board.

After taking on record the documents / confirmations referred above, the Board of RHPL approved the Scheme, and the draft scheme of arrangement and demerger, as placed before the Board.

Following is the Report with respect to the aforesaid provisions:

I. Share Entitlement Ratio:

Share Entitlement Report dated January 13 2020 obtained from Mr. Mahim Singh Mehta, IBBI Registered Valuer (IBBI/RV/05/2019/11986) recommends the following share entitlement ratio:

1 (one) fully paid-up Equity Share of RHPL, having a face value of Rs. 10 (Indian rupees ten) shall be issued, allotted and credited as fully paid with rights attached thereto for every 1 (one) fully paid-up Equity Share of the AHPL having a face value of Rs. 10 (Indian rupees ten) held by shareholders of AHPL as of the Record Date (as determined in terms of the Scheme and the 2013 Act).

The D&A Financial Services (P) Limited, Merchant Banker, in its Fairness Opinion dated January 13 2020 provided an opinion that the aforesaid share entitlement ratio is fair and reasonable to the equity shareholders of RHPL. Further, no special valuation difficulties were reported by Mr. Mahim Singh Mehta in the instant Share Entitlement Report.

II. Effect of the Scheme on the shareholders (including promoter & non-promoter shareholders) of RHPL

- (i) There is only one class of shareholders, i.e., equity shareholders. RHPL being the wholly owned subsidiary of AHPL, 100% equity shares are held by AHPL and its nominees. Thus, AHPL is the sole beneficial shareholder, and holding company of the Company.
- (ii) Upon the Scheme becoming effective, as consideration for the Demerged Undertaking demerging into the RHPL, the RHPL will issue and allot its equity shares to each member of AHPL whose name is recorded in the register of members on the record date (as may be determined in terms of the Scheme), as per the above mentioned share entitlement ratio.
- (iii) Upon this Scheme becoming effective, there will be a reduction of share capital of RHPL and consequent cancellation of equity shares of RHPL held by the AHPL without any consideration.
- (iv) Accordingly, upon the Scheme becoming effective and pursuant to the issue of consideration shares by the Company to shareholders of AHPL as on Record Date, the shareholding pattern and inter-se shareholding percentage of shareholders of the Company shall mirror the shareholding pattern and inter-se shareholding percentage of the shareholders of AHPL as of the Record Date.



ROBUST HOTELS PRIVATE LIMITED

CIN-U55101TN2007PTC062085

Regd office: 365, Anna Salai, Teynampet, Chennai – 600018

Tel: +91 44 6100 1234 Email: info@sarahotels.com

- (v) The equity shares of the Company to be issued and allotted as above shall be subject to the provisions of the Memorandum and Articles of Association of the Company.
- (vi) The equity shares of the Company shall be listed on the stock exchanges i.e. BSE Limited and National Stock Exchange of India in accordance with the SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017, as amended from time to time, and therefore shareholders of AHEL (as of the Record Date) shall, upon the Scheme becoming effective, hold equity shares of 2 (two) listed entities, AHEL and RHPL.

III. Effect of the Scheme on KMP of RHPL

The Scheme will have no effect on KMP of RHPL, except to the extent of their respective shareholding in AHEL, if any, and effect thereon as detailed in Paragraph II above. Save as otherwise disclosed above, none of the directors or KMPs or their relatives, except in their capacity as shareholder(s) of AHEL (if applicable), is concerned, or interested financially or otherwise in the Scheme.

There will be no adverse effect of the Scheme on AHEL (sole beneficial shareholder and holding company of the Company) or KMPs of the Company.

Adopted at the meeting of the Board of the Company held on January 13, 2020.

On behalf of the Board

For Robust Hotels Private Limited



Manisha Sharma
Company Secretary



ASIAN HOTELS (EAST) LIMITED
CIN: L26100WB0000PLC062702
BALANCE SHEET AS AT 31.03.2022

| Particulars | Note | As at 31.03.2022 | As at 31.03.2021 |
|--|------|----------------------|----------------------|
| ASSETS | | | |
| (1) Non-current assets | | | |
| (a) Property, plant and equipment | 3 | 1,061,794,999 | 1,027,591,805 |
| (b) Capital work in progress | 4 | 3,495,733 | 1,443,479 |
| (c) Intangible Assets | 5 | 8,645,407 | 5,845,403 |
| (d) Financial assets | | | |
| (i) Investments | 5A | 5,714,233,358 | 5,634,475,995 |
| (ii) Other financial assets | 6 | 11,605,005 | 11,448,055 |
| (e) Income tax assets (net) | 7 | 29,711,849 | 85,885,914 |
| (f) Other non-current assets | 8A | 3,047,378 | - |
| | | <u>9,846,165,248</u> | <u>9,552,924,651</u> |
| (2) Current assets | | | |
| (a) Investments | 9 | 18,793,260 | 15,627,974 |
| (b) Financial assets | | | |
| (i) Investments | 10 | 519,347,864 | 499,886,317 |
| (ii) Trade receivables | 11 | 45,848,014 | 48,575,429 |
| (iii) Cash and cash equivalents | 11A | 15,859,349 | 20,143,518 |
| (iv) Other bank balances | 11B | 21,517,238 | 45,309,471 |
| (v) Loans | 12 | 445,386,195 | 3,446,223,864 |
| (vi) Other financial assets | 13A | 15,137,549 | 15,871,411 |
| (c) Other current assets | 13B | 24,534,837 | 45,256,894 |
| (d) Assets classified as held for sale | 13C | 518,174,731 | - |
| | | <u>9,204,896,513</u> | <u>8,434,073,320</u> |
| Total Assets | | <u>9,145,124,528</u> | <u>9,587,997,971</u> |
| EQUITY AND LIABILITIES | | | |
| EQUITY | | | |
| (a) Equity share capital | 14 | 115,477,870 | 115,477,870 |
| (b) Other equity | 15 | 8,427,041,428 | 8,108,505,214 |
| | | <u>8,542,519,298</u> | <u>8,223,983,084</u> |
| LIABILITIES | | | |
| (1) Non-current liabilities | | | |
| (a) Financial liabilities | | | |
| (i) Other financial liabilities | 17 | 594,000 | 1,238,000 |
| (ii) Provisions | 18 | 13,497,617 | 15,286,334 |
| (c) Deferred tax liabilities (net) | 19 | 28,847,617 | 71,118,784 |
| | | <u>312,445,234</u> | <u>87,643,118</u> |
| (2) Current liabilities | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 20 | - | 10,730,380 |
| (ii) Trade payables | 21 | | |
| - Total outstanding dues of Micro and Small Enterprises | | 1,145,890 | 494,811 |
| - Total outstanding dues of creditors other than Micro & Small Enterprises | | 86,050,396 | 34,282,581 |
| (iii) Other financial liabilities | 22 | 49,945,858 | 75,785,675 |
| (b) Provisions | 23 | 11,813,713 | 8,718,602 |
| (c) Other current liabilities | 24 | 269,720,189 | 128,020,400 |
| | | <u>457,925,046</u> | <u>350,850,958</u> |
| Total Equity & Liabilities | | <u>9,145,124,528</u> | <u>9,587,997,971</u> |

The accompanying notes form an integral part of the standalone financial statements.

In terms of our report attached
For Singh & Co,
Chartered Accountants
Firm Registration No. 309040E
Rajiv Singh
Partner
Membership No. : 053518

Place: Kolkata
Date: 30st July 2022



For and on behalf of the Board of Directors
Arjun K. Saraf
Director
DIN No. : 00017962

Umesh Kumar
Director
DIN No. : 00017962

Rama Shankar Dasgupta
Director
DIN No. : 00017962

Chief Financial Officer
CFO & Vice President - Corporate Finance

Radhe Shyam Saraf
Chairman
DIN 00017962

A.C. Chakrabarti
Director
DIN No. : 00017962

Padam K. Khaitan
Director
DIN No. : 00017962

Rita Khosla
Director
DIN No. : 00017962

Chief Legal Officer & Company Secretary

ASIAN HOTELS (EAST) LIMITED

CIN: L15122WB2007PLC162762

STATEMENT OF PROFIT AND LOSS FOR THE PERIOD APRIL 1, 2019 TO MARCH 31, 2020

| Particulars | Note | Amount in Rs | |
|---|------|--------------------------|--------------------------|
| | | Year ended 31.03.2020 | Year ended 31.03.2019 |
| I Revenues from operations | 21 | 931,027,270 | 1,034,424,571 |
| II Other income | 22 | 89,763,985 | 102,698,105 |
| III Total income | | 1,020,791,255 | 1,137,122,676 |
| IV Expenses | | | |
| Consumption of provisions, beverages, smokes & others | 23 | 126,064,103 | 126,557,266 |
| Employee benefits expenses | 24 | 210,658,694 | 208,214,084 |
| Depreciation and amortization expenses | 3 | 29,731,845 | 49,238,742 |
| Other expenses | 25 | 422,033,691 | 508,843,161 |
| Total expenses | | 786,486,333 | 892,853,253 |
| V Profit / (loss) before exceptional items and tax | | 221,404,922 | 244,369,423 |
| VI Exceptional items | | - | - |
| VII Profit / (loss) before tax | | 221,404,922 | 244,369,423 |
| VIII Tax expense | 26 | | |
| (1) Current tax (including previous years) | | 47,372,925 | 78,547,641 |
| (2) Deferred tax | | (15,545,407) | (10,820,673) |
| (3) MAT (Refer Note No 47) | | 50,881,065 | (1,161,517) |
| IX Profit / (loss) for the year | | 128,696,309 | 177,806,079 |
| X Other comprehensive income | | | |
| A (i) Items that will not be reclassified subsequently to profit or loss | | | |
| Remeasurement of defined benefit liability | | (345,793) | 127,826 |
| Equity instruments through other comprehensive income | | (35,137,347) | 47,040,099 |
| (ii) Income tax relating to items that will not be reclassified to profit or loss | | 6,455,573 | (37,223) |
| B (i) Items that will be reclassified to profit or loss | | - | - |
| (ii) Income tax relating to items that will be reclassified to profit or loss | | - | - |
| Other comprehensive income for the year, net of tax | | (29,027,567) | 47,132,693 |
| XI Total comprehensive income for the year | | 109,668,742 | 224,938,765 |
| XII Earnings per equity share | | | |
| (1) Basic | 27 | 12.03 | 15.42 |
| (2) Diluted | 27 | 12.03 | 15.42 |

The accompanying notes form an integral part of the standalone financial statements.

 Radhe Shyam Saraf
 Chairman
 DIN 00017962

 In terms of our report attached
 For Singhi & Co.
 Chartered Accountants
 Firm Registration. No. 302049E

 Rajiv Singh
 Partner
 Membership No. : 053538

 Place: Kolkata
 Date: 31st July 2020


For and on behalf of the Board of Directors

 Arun Kr Saraf
 Director
 DIN No. - 00339772

 Umesh Saraf
 Director
 DIN No. - 00017985

 Rama Shankar Jhawar
 Director
 DIN No. - 00023792

Himat Kr Jhunjhunwala

CFO & Vice President- Corporate Finance

 A.C. Chakraborti
 Director
 DIN No. - 00015622

 Padam Kr Khaitan
 Director
 DIN No. - 00019700

 Rita Bhimani
 Director
 DIN No. - 07106069

 Saumen Chatterjee
 Chief Legal Officer &
 Company Secretary

ASIAN HOTELS (EAAT) LIMITED

20th Anniversary Celebrations

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD APRIL 1, 2008 TO MARCH 31, 2009

| Particulars | Equity Share Capital | Reserves and Surplus | | | Other Comprehensive Income | Total equity attributable to equity holders of the Company |
|--|----------------------|----------------------|-----------------|-----------------|----------------------------|--|
| | | Retained earnings | General Reserve | Special Reserve | Capital Reserve | |
| As at 31.03.2008 | 102,277,370 | 8,514,714,009 | 3,479,327,005 | - | 2,000,000 | 9,496,040,314 |
| Change in equity for the year ended March 31, 2009 | - | 475,868,079 | - | - | - | 475,868,079 |
| Profit for the year | - | (24,819,493) | - | - | - | (24,819,493) |
| Final Dividend paid for the year 2007-08 | - | (5,493,323) | - | - | - | (5,493,323) |
| Dividend distribution tax | - | 90,843 | - | - | - | 90,843 |
| Other comprehensive income (loss) for the year, net of tax | - | - | - | - | 47,243,999 | 47,243,999 |
| Total comprehensive income for the year | - | 3,585,553,309 | - | - | 47,243,999 | 3,632,797,308 |
| Attributions (Appropriations): | - | - | - | - | - | - |
| Transferred to (from) General Reserve | - | (21,000,000) | 15,000,000 | - | - | (6,000,000) |
| Balance as at March 31, 2009 | 102,277,370 | 8,943,879,499 | 3,448,527,005 | - | 2,000,000 | 9,495,633,874 |
| Change in equity for the year ended March 31, 2009 | - | 158,646,319 | - | - | - | 158,646,319 |
| Profit for the year | - | (24,819,493) | - | - | - | (24,819,493) |
| Final Dividend paid for the year 2008-09 | - | (5,493,323) | - | - | - | (5,493,323) |
| Dividend distribution tax | - | 90,843 | - | - | - | 90,843 |
| Other comprehensive income (loss) for the year, net of tax | - | - | - | - | 147,268,813 | 147,268,813 |
| Total comprehensive income for the year | - | 128,634,346 | - | - | 147,268,813 | 275,903,159 |
| Attributions (Appropriations): | - | - | - | - | - | - |
| Transferred to (from) General Reserve | - | (24,000,000) | 19,000,000 | - | - | (5,000,000) |
| Effect of Scheme of Arrangements (Refer Note No. 4) | - | 0,348,348 | - | - | - | 0,348,348 |
| Less: Loss for the period 2008 March 31 to 31st March 2009 | - | - | - | - | - | - |
| Less: Adjustment against General Reserve | - | - | - | - | - | - |
| Balance as at March 31, 2009 | 102,277,370 | 9,031,827,841 | 3,467,527,005 | - | 2,000,000 | 9,503,332,116 |

The accompanying notes form an integral part of the consolidated financial statements.

In terms of our report attached

For Birla & Co.

Chartered Accountants

Prtn Registration No. 300446

Rajiv Singh

Partner

Membership No. : 003018

Place: Kolkata

Date: 30th July 2009



Rajiv Singh
Chairman
DIN 00017962

Ramesh Chandra
Director
DIN No. : 00309779

Arjun K. Sengupta
Director
DIN No. : 00309779

Umesh Kumar
Director
DIN No. : 00309779

Rama Sengupta
Director
DIN No. : 00309779

Rama Sengupta
Director
DIN No. : 00309779

Rama Sengupta
Director
DIN No. : 00309779

Rama Sengupta
Director
DIN No. : 00309779

CEO & Vice President - Corporate Finance

A.C. Chakrabarti
Director
DIN No. : 00000018

A.C. Chakrabarti
Director
DIN No. : 00000018

A.C. Chakrabarti
Director
DIN No. : 00000018

A.C. Chakrabarti
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A.C. Chakrabarti
Director
DIN No. : 00000018

A.C. Chakrabarti
Director
DIN No. : 00000018

ASSAN HOTELS (EAST) LIMITED

COA: 125124W8007PLC06264

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2020

| Particulars | Year ended 31-03-2020 | Year ended 31-03-2019 |
|---|-----------------------|-----------------------|
| A. CASH FLOW FROM OPERATING ACTIVITIES | | |
| Profit before tax | 881,494,403 | 841,350,323 |
| Adjustment for: | | |
| Depreciation/amortisation | 49,731,645 | 49,238,701 |
| Loss/(profit) on sale of PPE (Net) | 1,069,549 | 36,549 |
| Interest expense | - | - |
| Provision for bad and doubtful debts | 1,381,583 | 1,396,507 |
| Provision written back | (16,435,629) | (28,407,804) |
| Provision for gratuity | 1,027,597 | 1,454,806 |
| Provision for leave encashment | (1,387,794) | (71,864) |
| Interest income | (43,318,000) | (33,863,800) |
| Dividend income | (3,543,678) | (11,849,034) |
| Assets written off (Other cash item) | 76,886 | 960,408 |
| Net gain/(loss) on current investments | - | - |
| Fair value loss/(gain) on mutual funds | (30,805,294) | (27,450,492) |
| Operating profit before working capital changes | 882,700,304 | 895,433,303 |
| Movements in working capital: | | |
| Increase/(decrease) in current trade payables | 3,979,000 | 14,416,009 |
| Increase/(decrease) in non-current trade payables | - | - |
| Increase/(decrease) in other current financial liabilities | (8,497,096) | 6,083,879 |
| Increase/(decrease) in other non-current financial liabilities | (357,000) | (345,000) |
| Increase/(decrease) in other current liabilities | 231,745,810 | 44,543,754 |
| Increase/(decrease) in deferred tax liabilities | 0 | - |
| Decrease/(increase) in trade receivables | 40,449,664 | (4,856,277) |
| Decrease/(increase) in inventories | (3,131,096) | 61,454,247 |
| Decrease/(increase) in non-current assets | - | - |
| Decrease/(increase) in non-current financial assets | (38,000) | (38,000) |
| Decrease/(increase) in current financial assets | 437,000 | (21,680,000) |
| Decrease/(increase) in non-current loans | - | - |
| Decrease/(increase) in current loans | - | 136,000 |
| Decrease/(increase) in other assets | 4,395,954 | 18,161,827 |
| Cash generated from/(used in) operations | 918,082,889 | 955,437,937 |
| Less: Direct taxes paid (Net of Refunds) | (10,074,794) | (10,074,794) |
| Net cash flow from/(used in) Operating Activities (A) | 908,008,095 | 945,363,143 |
| B. CASH FLOW FROM INVESTING ACTIVITIES | | |
| Payments for fixed assets | (18,320,398) | (25,609,013) |
| Decrease/(Increase) in capital work in progress | (1,468,054) | (810,386) |
| Decrease/(Increase) in capital advances | (3,547,370) | - |
| Proceeds from sale of PPE | 1,023,058 | 468,331 |
| Effect of Scheme of Arrangement | - | - |
| Investments in assets held for trading | (450,000,000) | - |
| Proceeds from sale of non-current investments | (8) | - |
| Purchase of current investments | (170,318,050) | (201,310,000) |
| Non-current loans (given)/repaid | (11,360,000) | (145,449,200) |
| Interest received | 35,844,374 | 31,314,847 |
| Dividend received | 9,543,000 | 17,849,034 |
| Net cash flow from/(used in) Investing Activities (B) | (708,209,480) | (729,979,481) |
| C. CASH FLOW FROM FINANCING ACTIVITIES | | |
| Repayment of borrowings | (10,730,280) | - |
| Proceeds from borrowings | - | 10,730,280 |
| Interest paid on borrowings | - | - |
| Payment of other borrowing cost | - | - |
| Dividend paid on shares | (18,408,692) | (18,408,692) |
| Tax on dividend paid | (5,093,000) | (5,093,000) |
| Net cash flow from/(used in) Financing Activities (C) | (43,931,972) | (12,771,412) |
| Net increase/(decrease) in Cash and Cash Equivalents (A + B + C) | (3,246,609) | (128,597,849) |
| Cash and Cash Equivalents at the beginning of the year | 80,148,318 | 208,746,167 |
| Transfer in to the Scheme of Arrangement | 165,449 | - |
| Cash and Cash Equivalents at the end of the year | 76,999,349 | 80,148,318 |

Note:

- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Ind AS - 7 "Statement of Cash Flow".
- Figures in bracket represent cash outflow from respective activities.
- Cash and cash equivalent at the end of the year consist of:
- Cash and cash equivalent do not include any amount which is not available to the company for its use.

| Particulars | As at 31st March 2020 | As at 31st March 2019 |
|---|-----------------------|-----------------------|
| a) Cash in hand | 829,948 | 2,398,607 |
| b) Balance with Banks in Current Accounts | 16,175,401 | 17,949,711 |
| | 16,999,349 | 80,148,318 |



5. Change in Liability arising from financing activities

Borrowings (Note 10)

In terms of our report attached
For Singh & Co.
Chartered Accountants
Firm Registration No. 30200481
Rajiv Singh
Partner
Membership No. : 033508

Place: Kolkata
Date: 30th July 2020



| As at 31st April, 2019 | Cash Flow | Foreign Exchange Movement | As at 31st March, 2020 |
|---------------------------|--------------|---------------------------------|------------------------------|
| 10,751,380 | (10,751,380) | - | (0) |

For and on behalf of the Board of Directors

Arjun K. Nair
Director
DIN No. : 00339772

Umesh Sarda
Director
DIN No. : 00079813

Ramya Shankar Shawar
Director
DIN No. : 00023702

Bimal K. Jhurjhumwale
CFO & Vice President:
Corporate Finance

Radhe Shyam Saraf
Chairman
DIN 00017962

A.C. Chakrabarti
Director
DIN No. : 00015523

Pudum K. Khaitan
Director
DIN No. : 00009900

Rita Bhattacharya
Director
DIN No. : 00006069

Suman Chatterjee
Chief Legal Officer & Company
Secretary

ASIAN HOTELS (EAST) LIMITED

CIN: L15102WB2007PLC162762

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31-03-2020**1. Company Overview and Significant Accounting Policies****1.1 Company overview**

Asian Hotels (East) Limited is a Public Limited Company listed with Bombay Stock Exchange and National Stock Exchange and is primarily engaged in the Hotel business through "Hyatt Regency Kolkata" a five-star Hotel situated in the city of Kolkata.

1.2. Basis of preparation of financial statement

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, and the provisions of the Companies Act, 2013 ('Act') (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2018.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The financial statements are approved for issue by the Company's Board of Directors on July 31, 2020

1.3 Functional & Presentation Currency

These financial statements are presented in Indian Rupees (INR) which is also the company's functional currency.

1.4 Use of estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

1.5 Significant Accounting Policies**a. Property Plant & Equipment:**

Property, Plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Each cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Intangible assets are stated at cost less accumulated amortisation and net of impairments, if any. An intangible asset is recognised if it is probable that the expected future economic benefits that are attributable to the asset will flow to the company and its cost can be measured reliably. Intangible assets are amortised on a straight-line basis over their estimated useful lives.

Depreciation on fixed assets is calculated on a straight-line basis using the rates based on the useful lives of the assets as prescribed in Schedule II to the Companies Act, 2013. If the asset is purchased on or before the 15th of month depreciation is charged from the month of purchase, otherwise depreciation is charged from the month following the month of purchase.

b. Investments in Subsidiaries

Subsidiaries are entities controlled by the Company. The Company controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The Company's investment in the equity shares of its subsidiaries are recognised at cost. The company has elected to apply previous GAAP carrying amount of its equity investment in subsidiaries as deemed cost as on the date of transition to Ind AS. However, the debt instruments in subsidiaries are recognised at fair value.

c. Inventories

Inventories are measured at lower of cost and net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion & selling expenses.

d. Trade Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

e. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financials Asset**Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories:

- (i) Financial Asset at amortised cost
- (ii) Financial Asset At Fair Value through other comprehensive income (OCI)
- (iii) Financial Asset at Fair value through profit and loss (PL)



Financial Asset at amortized cost

A 'Financial Asset' is measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized 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 amortization is included in finance income in the statement of profit or loss.

Financial Asset at Fair value through OCI

A 'Financial Asset' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Financial Asset included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

Financial Asset at fair value through profit or loss

FVTPL is a residual category for Financial Assets. Any financial asset, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the company may elect to designate a Financial asset, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Equity Instruments

All equity investments in scope of Ind AS 109 are measured at fair value. For equity instruments, the company may make an irrevocable election to present subsequent changes in the fair value in other comprehensive income. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

Derecognition of Financial asset

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized when:

- The rights to receive cash flows from the asset have expired, or
- The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
- (a) the Company has transferred substantially all the risks and rewards of the asset, or
- (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

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

- Financial assets that are debt instruments, and are measured at amortized cost e.g., loans, debt securities, deposits, trade receivables and bank balances.
- Financial assets that are debt instruments and are measured as at FVTOCI.
- Lease receivables under Ind AS 17.
- Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18 (referred to as 'contractual revenue receivables')
- Loan commitments which are not measured as at FVTPL.
- Financial guarantee contracts which are not measured as at FVTPL.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument.

Financial Liabilities

Initial recognition and measurement

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. For financial liabilities maturing within one year from the balance sheet date, the carrying amount approximates fair value due to the short maturity of these instruments.

Subsequent Measurement

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognized in the profit or loss.

Financial liabilities at amortized cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized 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 amortization is included as finance costs in the statement of profit and loss.



ASIAN HOTELS (EAST) LIMITED

CIN: L27200WB2007PLC162762

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31.03.2019

1. Cash and Cash Equivalents

Cash and Cash Equivalent in balance sheet comprise cash at bank and on hand, unpaid dividend, fixed deposits and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

g. Trade Payables & Other Payables

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

h. Provisions, Contingent liabilities

Provisions are recognised when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A contingent liability is disclosed in 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.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

i. Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Revenue from contract with customer

Ind AS 115 "Revenue from Contracts with Customers" which is effective from 1st April, 2018 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Ind AS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The Company adopted Ind AS 115 using the modified retrospective method of adoption with the date of initial application of 1 April 2018. Under this method, the standard can be applied either to all contracts at the date of initial application or only to contracts that are not completed at this date. The Company elected to apply the standard to all contracts as at 1 April 2018. However, the application of Ind AS 115 does not have any significant impact on the recognition and measurement of revenue and related issues.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Sale of Goods:

Revenue from sale of goods is recognised at the point in time when control of the goods is transferred to the customer. The normal credit term is 30 days upon delivery. The revenue is measured on the basis of the consideration defined in the contract with a customer, including variable consideration, such as discounts, volume rebates, or other contractual concessions. As the period between the date on which the Company transfers the promised goods to the customer and the date on which the customer pays for those goods is generally one year or less, no financing components are taken into account.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated.

Sale of Services:

The Company has applied the guidance in Ind AS 115, Revenue from contract with customer, by applying the revenue recognition criteria for each distinct performance obligation. The arrangements with customers generally meet the criteria for considering space booking and related services as distinct performance obligations. For allocating the transaction price, the Company has measured the revenue in respect of each performance obligation of a contract at its relative standalone selling price. The price that is regularly charged for an item when sold separately is the best evidence of its standalone selling price.

j. Other Income

Other income is comprised primarily of interest income, dividend income, gain on sale of investments and exchange gain/loss on translation of assets and liabilities. For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recognised using the effective interest rate (EIR). Dividend income is recognised when right to receive payment is established.

k. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.



1. Income taxes

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in net profit in the statement of profit and loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income. Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Minimum Alternate Tax ("MAT") credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income-tax during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset, the said asset is created by way of a credit to the statement of profit and loss. The Company reviews the nature of each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income-tax during the specified period.

m. Earnings per share

Basic Earnings per share are calculated by dividing the net profit or loss for the period attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as fraction of equity shares to the extent that they are entitled to participate in dividends relative to a fully paid equity shares during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a right issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earning per share, the net profit or loss for the period attributable to Equity Shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

n. Ind AS 116- Leases

Ind AS 116 superseded Ind AS 17 Leases including its appendices. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognise most leases on the balance sheet.

The Company has adopted Ind AS 116 using the modified retrospective method of adoption under the transitional provisions of the Standards with the date of initial application on 01 April 2019. Accordingly the financial statements for the year ended 31st March, 2019 have not been adjusted. The Company also elected to use the recognition exemption for lease contracts that, at the commencement date, have a lease term of twelve months or less and do not contain a purchase option (short-term leases), and lease contracts for which the underlying asset is of low value (low-value assets). The impact of adoption of Ind AS 116 on the financial statements of the Company has been disclosed under Note 3b.

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

As a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

(ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Short-term lease and lease of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of twelve months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of offices, equipment, etc. that are of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.



n. Fair Value Measurement

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

p. Employee benefits

Provident Fund: Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

Gratuity & Leave Encashment (Unfunded): Provision for gratuity and leave encashment are based on actuarial valuation as on the date of the Balance Sheet. The valuation is done by an independent actuary using the projected unit credit method. Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, including amounts included in net interest on the net defined benefit liability and fair value on plan assets are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

All employee benefits payable wholly within twelve months rendering services are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., and the reported cost of bonus, ex-gratia are recognised during the period in which the employee renders related service.

q. Foreign Currencies

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at their functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

r. Dividend

Final dividend on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

s. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors of Asian Hotels (East) Limited generally assumes the financial performance and position of the company, and makes strategic decisions.

t. Impairment of non-current assets - Ind AS 36 requires that the Company assesses conditions that could cause an asset or a Cash Generating Unit (CGU) to become impaired and to test recoverability of potentially impaired assets. These conditions include internal and external factors such as the Company's market capitalisation, significant changes in the Company's planned use of the assets or a significant adverse change in the expected prices, sales volumes or raw material cost. The identification of CGUs involves judgment, including assessment of where active markets exist, and the level of interdependency of cash inflows. CGU is usually the individual plant, unless the asset or asset group is an integral part of a value chain where no independent prices for the intermediate products exist, a group of plants is combined and managed to serve a common market, or where circumstances otherwise indicate significant interdependencies.

In accordance with Ind AS 36, goodwill and certain intangible assets are reviewed at least annually for impairment. If a loss in value is indicated, the recoverable amount is estimated as the higher of the CGU's fair value less cost to sell, or its value in use. Directly observable market prices rarely exist for the Company's assets, however, fair value may be estimated based on recent transactions on comparable assets, internal models used by the Company for transactions involving the same type of assets or other relevant information. Calculation of value in use is a discounted cash flow calculation based on continued use of the assets in its present condition, excluding potential exploitation of improvement or expansion potential. Determination of the recoverable amount involves management estimates on highly sensitive factors, such as commodity prices and their impact on markets and prices for upgraded products, development in demand, inflation, operating expenses and tax and legal systems. The Company uses internal business plans, quoted market prices and the Company's best estimate of commodity prices, currency rates, discount rates and other relevant information. A detailed forecast is developed over the period of three years with projections thereafter. The Company does not include a general growth factor to volumes or cash flows for the purpose of impairment tests, however, cash flows are generally increased by expected inflation and market recovery towards previously observed volumes.

u. Recent accounting pronouncements New and amended standards adopted by the Company

The Company has applied the following standards and amendments for the first time for their annual reporting period commencing April 1, 2019:

(i) Ind AS 116 - Leases;

(ii) Income tax consequences in case of dividends - Ind AS 12 - Income Taxes (amendments relating to income tax consequences of dividends);

(iii) Accounting for income tax when there is uncertainty over income tax treatment of an item by tax authorities - Ind AS 12 - Income Taxes (amendments relating to uncertainty over income tax treatment);

(iv) Accounting treatment for specific borrowings post capitalisation of corresponding qualifying asset (Ind AS 47 - Borrowing Costs);

(v) Accounting for prepayment features with negative compensation in case of debt instruments (Ind AS 309 - Prepayment Features with Negative Compensation);

(vi) Accounting for plan amendments, curtailment or settlement occurring between the reporting periods in case of long-term employee benefit plans (Ind AS 19 - Plan Amendment, Curtailment or Settlement).

The amendments listed above did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.



1.6 Estimation uncertainty relating to the global health pandemic on COVID-19:

On March 11, 2020, the World Health Organisation declared COVID-19 outbreak as a pandemic. Responding to the potentially serious threat that this pandemic has to public health, the Indian Government has taken a series of measures to contain the outbreak, which included imposing multiple 'lockdowns' across the country from March 22, 2020, and extended up to June 30, 2020. The lockdowns and restrictions imposed on various activities due to COVID-19 pandemic have posed challenges to the business of the Company. Lockdown guidelines issued by Central/State governments mandated closure of hotel operations and cessation of air traffic and other forms of public transport. This has resulted in low occupancy / shutdowns of our hotel. With the lifting of the partial lockdown restrictions, the Company has started re-opening the hotel being in the non-containment zones, after establishing thorough and well-rehearsed safety protocols. The Company expects to become operational in a phased manner after the lockdown is lifted and the confidence of travellers is restored. The Company expects the demand for its services to pick up albeit at a slower pace once lockdown is lifted and recovery in business to be driven by domestic leisure tourism, staycations, domestic business travel and limited international travel. The Company has assessed the potential impact of COVID-19 on its capital and financial resources, profitability, liquidity position, supply chain and demand for its services. The Company has judiciously invoked the Force Majeure clauses for relief during the lock down period and does not foresee any disruption in raw material supplies. The Company has also assessed the potential impact of COVID-19 on the carrying value of property, plant & equipment, right-of-use assets, intangible assets, investments, trade receivables, inventories, and other current assets appearing in the financial statements of the Company. In developing the assumptions and estimates relating to the future uncertainties in the economic conditions because of this pandemic, the Company as at the date of approval of these financial statements has used internal and external sources of information and based on current estimates, expects to recover the carrying amounts of these assets. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes in future economic conditions.

2. Key Accounting Estimates & Judgements

The preparation of the Company's financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. The estimate about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimate uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

a. Income taxes

Deferred tax assets are recognised for unused tax losses/MAT carry forward to the extent it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies including amount expected to be paid / recovered for uncertain tax positions.

b. Property, Plant and Equipment and Useful Life of PPE and Intangible Assets

Property, Plant and Equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual value of Company's assets are determined by the management at the time the asset is acquired and reviewed periodically, including at each financial year end. The life based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technical or commercial obsolescence arising from changes or improvements in production or from a change in market demand of the products or service output of the asset.

c. Defined Benefit Plans

Post-employment benefits represents obligation that will be settled in future and require assumptions to project benefit obligations. Post-employment benefit accounting is intended to reflect the recognition of future benefit cost over the employee's approximate service period, based on the terms of plans and the investment and funding decisions made. The accounting require the Company to make assumptions regarding variables such as discount rate, rate of as at and for the year ended March 31, 2020.

d. Fair value measurement of Financial Instruments

When the fair value of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques, including the discounted cash flow model, which involve various judgements and assumptions.

e. Provisions and Contingencies

Legal proceedings covering a range of matters are pending against the Company. Due to the uncertainty inherent in such matters, it is often difficult to predict the final outcomes. The cases and claims against the Company often raise difficult and complex factual and legal issues that are subject to many uncertainties and complexities, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law, in the normal course of business. The Company consults with legal counsel and certain other experts on matters related to litigations. The Company assesses a liability when it is determined that an adverse outcome is probable and the amount of the loss can be reasonably estimated. In the event an adverse outcome is possible or an estimate is not determinable, the matter is disclosed.



ARAY HOTELS (KAT) LIMITED

639, Lakshmi Narayan, P. O. Box 100

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDING MARCH 31, 2016

3. PROPERTY, PLANT & EQUIPMENT & INTANGIBLE ASSETS

| Tangible Assets | Landhold | Building | Furniture & Equipment | Furniture & Fixtures | Vehicle | Total |
|------------------------------|-------------|---------------|-----------------------|----------------------|------------|---------------|
| Green Block (at cost) | | | | | | |
| As at 31.03.2015 | 970,442,314 | 1,049,715,341 | 400,235,375 | 108,475,545 | 5,715,470 | 2,534,584,035 |
| Additions | - | 703,751 | 5,743,127 | 1,149,124 | 18,644,370 | 25,240,312 |
| Disposals | - | - | 89,885 | 808,284 | 77,947 | 1,076,916 |
| As at 31.03.2016 | 970,442,314 | 1,050,419,092 | 390,368,598 | 109,816,485 | 18,811,787 | 2,559,858,296 |
| Additions | - | 737,433 | 10,704,423 | 64,114 | - | 11,516,970 |
| Disposals | - | - | 23,233,573 | 735,251 | 39,880 | 24,008,704 |
| As at 31.03.2016 | 970,442,314 | 1,051,156,525 | 367,139,448 | 109,845,348 | 18,811,787 | 2,557,395,322 |
| Depreciation | | | | | | |
| As at 31.03.2015 | - | 844,833,448 | 351,476,433 | 101,098,758 | 8,221,457 | 1,305,730,136 |
| Charge for the year | - | 12,948,363 | 25,914,435 | 8,221,435 | 5,445,387 | 47,638,583 |
| Disposals | - | - | - | - | - | - |
| As at 31.03.2016 | - | 857,781,811 | 377,390,868 | 109,320,193 | 13,666,844 | 1,358,559,526 |
| Charge for the year | - | 10,473,343 | 7,873,418 | 3,493,235 | 8,221,435 | 30,061,534 |
| Disposals | - | - | 23,488,513 | 383,046 | - | 23,871,569 |
| As at 31.03.2016 | - | 868,255,154 | 364,775,773 | 113,110,368 | 21,888,279 | 1,368,029,574 |
| Net Block | | | | | | |
| As at 31.03.2015 | 970,442,314 | 205,881,893 | 48,758,943 | 7,376,790 | 11,544,048 | 1,233,804,294 |
| As at 31.03.2016 | 970,442,314 | 193,384,674 | 33,948,675 | 1,524,153 | 15,122,937 | 1,215,402,753 |
| Intangible Assets | | | | | | |
| Goodwill (at cost) | | | | | | |
| As at 31.03.2015 | 9,751,648 | | | | | 9,751,648 |
| Additions | - | | | | | - |
| Disposals | - | | | | | - |
| As at 31.03.2016 | 9,751,648 | | | | | 9,751,648 |
| Additions | 1,000,000 | | | | | 1,000,000 |
| Disposals | - | | | | | - |
| As at 31.03.2016 | 10,751,648 | | | | | 10,751,648 |
| Amortisation | | | | | | |
| As at 31.03.2015 | 1,479,383 | | | | | 1,479,383 |
| Charge for the year | 300,000 | | | | | 300,000 |
| Disposals | - | | | | | - |
| As at 31.03.2016 | 1,779,383 | | | | | 1,779,383 |
| Charge for the year | 400,000 | | | | | 400,000 |
| Disposals | - | | | | | - |
| As at 31.03.2016 | 2,179,383 | | | | | 2,179,383 |
| Net Block | | | | | | |
| As at 31.03.2015 | 1,479,383 | | | | | 1,479,383 |
| As at 31.03.2016 | 2,179,383 | | | | | 2,179,383 |

4. CAPITAL WORK IN PROGRESS

| Particulars | Building | Furniture & Equipment | Furniture & Fixtures | Total |
|------------------|-----------|-----------------------|----------------------|-----------|
| As at 31.03.2015 | 914,200 | - | - | 914,200 |
| Additions | 847,370 | - | - | 847,370 |
| Capitalisation | - | - | - | - |
| As at 31.03.2016 | 1,761,570 | - | - | 1,761,570 |
| Additions | 1,070,554 | 847,370 | - | 1,917,924 |
| Capitalisation | - | - | - | - |
| As at 31.03.2016 | 2,832,124 | 847,370 | - | 3,679,494 |

5A. INVESTMENTS

| Particulars | Sum - 2015/16 | Sum - 2016/17 |
|---|------------------|------------------|
| Unquoted | As at 31.03.2015 | As at 31.03.2016 |
| Investment in Equity Shares (called at cost) | | |
| Investment in equity shares of subsidiary - GHS Hotels (India) (Bharat Hotel No. 42) | | |
| 2,00,000 (previous year: 1,00,000) equity shares of Rs. 10/- each fully paid up | 20,000,000 | 20,000,000 |
| Investment in equity shares of subsidiary - Rajasthali Hotels (India) (Bharat Hotel No. 44) | | |
| 400,000 (previous year: 200,000) equity shares of Rs. 10/- each fully paid up | 40,000,000 | 40,000,000 |
| Investment in equity shares of subsidiary - Regency Convention Centre & Hotels (India) (Bharat Hotel No. 45) | | |
| 100,000 (previous year: 50,000) equity shares of Rs. 10/- each fully paid up | 10,000,000 | 10,000,000 |
| | 70,000,000 | 70,000,000 |
| Investment in Preference Shares (called at amortised cost) | | |
| Investment in preference shares of subsidiary - Rajasthali Hotels Pvt. Ltd. (Bharat Hotel No. 42) | | |
| 4,00,000 (previous year: 2,00,000) 12% cumulative redeemable preference shares of Rs. 10/- each fully paid up | - | 40,000,000 |
| | - | 40,000,000 |
| Quoted | | |
| Investment carried at FVOCI | | |
| Investment in equity shares of Arun Hotels (India) Limited | | |
| 100,000 (previous year: 50,000) equity shares of Rs. 10/- each fully paid up (Bharat Hotel No. 43) | - | 10,000,000 |
| Investment carried at amortised cost | | |
| Investment in Bonds of Indian Railways Financial Corporation Limited | | |
| 100,000 (previous year: 100,000) 6.5% tax free Bonds of Rs. 1000/- each (Bharat Hotel No. 41) | - | 40,000,000 |
| | - | 40,000,000 |
| | 70,000,000 | 1,50,000,000 |
| Aggregate value of quoted investments | - | 50,000,000 |
| Aggregate value of unquoted investments | 70,000,000 | 1,50,000,000 |



ASIAN HOTELS (EAST) LIMITED

CIN: L26200WB2005PLC000006

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2020

3B. INVESTMENTS

| Particulars | Amount in Rs. | | | |
|---|---------------|------------------|------------------|------------------|
| | As at | | Current | |
| | 31.03.2020 | As at 31.03.2019 | As at 31.03.2020 | As at 31.03.2019 |
| | No. of units | No. of units | Rs. | Rs. |
| Quoted, fully paid up | | | | |
| Investment carried at FVTPL (Held for Trading) | | | | |
| Investment in Equity Shares (Quoted Shares) Face value (FV) of Rs 10 each, unless otherwise stated | | | | |
| Boji Finance Limited (FV Rs 1) | 507 | - | 507,000 | - |
| South Bank Ltd | 800 | - | 807,075 | - |
| Shree Sanyam Ltd | 15 | - | 105,252 | - |
| Credit Access Commerce Ltd | 254 | - | 89,650 | - |
| DPH Food Ltd (FV Rs 1) | 254 | - | 48,123 | - |
| Neon Technologies (India) Ltd | 10 | - | 68,117 | - |
| Gadgil Properties Ltd (FV Rs 1) | 315 | - | 100,517 | - |
| HTPC Asset Management Company Ltd (FV Rs 1) | 507 | - | 315,194 | - |
| HTPC Bank Ltd (FV Rs 1) | 195 | - | 16,023 | - |
| SCCI Bank Ltd (FV Rs 1) | 1,333 | - | 431,559 | - |
| Indo Edge India Ltd | 110 | - | 421,905 | - |
| Leas Leasing Ltd | 429 | - | 100,380 | - |
| MAS Financial Services Ltd | 190 | - | 87,825 | - |
| Tata Consumer Products Ltd (FV Rs 1) | 343 | - | 101,124 | - |
| T D Power Systems Ltd | 1,875 | - | 107,504 | - |
| Trust Ltd (FV Rs 1) | 1,247 | - | 514,415 | - |
| Ujwain Financial Services Ltd | 311 | - | 45,165 | - |
| United System Ltd (FV Rs 1) | 580 | - | 970,420 | - |
| VIP Industries Ltd (FV Rs 1) | 450 | - | 108,657 | - |
| | | | 3,843,209 | - |

Quoted, fully paid up

Investment carried at FVTPL (Held for Trading)

Investment in units of mutual funds (Face value (FV) of Rs 10 each, unless otherwise stated)

| | | | | |
|--|------------|------------|--------------------|--------------------|
| Franklin India Ultra Short Bond Fund-GP-DOM | - | 487,348 | - | 4,715,146 |
| Franklin India Liquid Fund-Super Institutional Plan-DOM (FV Rs 1000) | 50,435 | 196,468 | 50,434,100 | 196,458,994 |
| Aditya Birla Franklin Fund-Tenr Plan-Series GII (Tenr Days)-Regular Growth | 8,163,400 | 8,163,400 | 88,689,824 | 86,821,228 |
| UTI Fixed Term Income Fund - Series XXIX - IX (1109 Days)-Growth Plan | 9,595,704 | 9,595,704 | 91,472,550 | 101,327,016 |
| UTI Short Term Income Fund-Institutional Plan-Growth | 11,632,027 | 11,607,280 | 147,791,154 | 148,795,487 |
| UTI Treasury Advantage Fund - Invest-Plan-Daily Dividend Reinvestment (FV Rs 1000) | - | 8,308 | - | 8,216,814 |
| ICICI Liquid Fund-Direct Plan-Growth Option (FV Rs 1000) | 1,410 | - | 1,274,892 | - |
| ICICI Prudential Savings Fund-Growth (FV Rs 100) | 201,654 | - | 79,761,710 | - |
| | | | 214,075,483 | 500,588,327 |

Investment carried at FVTPL (Held for Trading)

Investment in Bonds of Indian Railway Financial Corporation Limited

450,000 (previous year: 150,000) 4.25% tax free bonds of Rs 1000/- each- FV as on 31/03/2020: Rs

105,125,000

Investment carried at FVOCI (Held for Trading)

Investment in equity shares of Asian Hotels (WFOE) Limited

314,428 (previous year: 314,428) equity shares of Rs 10/- each fully paid up

314,428,000

314,428,000

314,428,000

Aggregate amount of quoted investments

311,147,884

Aggregate amount of unquoted investments

500,588,327

Aggregate amount of adjustments to impairment in value of investments

-

Note 3A: The Company has commenced the business of dealing in Securities with effect from 01 July 2019 and as a result the investments in below mentioned

Securities have been classified and recognised as Held for Trading purposes:

(a) Investment held in Mutual Funds and tax free bonds have been converted into Stock in Trade and have therefore been classified as Held for Trading purposes under Current Investments. With effect from the said date, the Fair Value of mutual funds and bonds are recognised through Profit & Loss account.

(ii) The Investment in Quoted Equity shares have also been converted into Stock in Trade and are therefore classified as assets held for trading purposes under Current Investments. With effect from the said date, all quoted shares are recognised at Fair value through Profit & Loss Account, except equity shares held in Asian Hotels (WFOE) Ltd, whose Fair Value is recognised through Other Comprehensive Income due to the irrevocable option exercised at the inception date of application of Ind AS.



AGAN HOTELS (EAST) LIMITED

CIN: L26209WB1997PLC00476

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2019

8. OTHER FINANCIAL ASSETS

| | Amount in Rs. | |
|-------------------|------------------|------------------|
| | Non-current | |
| Particulars | As at 31.03.2019 | As at 31.03.2018 |
| Security deposits | 15,627,000 | 10,445,000 |
| | 15,627,000 | 10,445,000 |

| | Amount in Rs. | |
|------------------------------|------------------|------------------|
| | Current | |
| Particulars | As at 31.03.2019 | As at 31.03.2018 |
| Interest accrued but not due | 1,864,312 | 12,991,869 |
| Interest accrued and due | 8,445,112 | 7,474,343 |
| Accrued Revenue | 97,604 | 186,000 |
| | 95,307,028 | 19,652,212 |

9. INCOME TAX ASSETS (Net)

| | Amount in Rs. | |
|---|------------------|------------------|
| | Non-current | |
| Particulars | As at 31.03.2019 | As at 31.03.2018 |
| Income Tax Asset (Net) | | |
| Opening balance | 83,889,000 | 94,712,640 |
| Less: Tax payable for the year | (47,217,000) | (71,000,000) |
| Add: Taxes paid | 58,000,000 | 75,474,300 |
| ADD/(Less): Refund/adjustment for earlier years | (16,842,714) | (10,405,622) |
| Closing balance | 87,719,290 | 88,781,320 |

10. OTHER NON-CURRENT ASSETS

| | Amount in Rs. | |
|------------------|------------------|------------------|
| | Non-current | |
| Particulars | As at 31.03.2019 | As at 31.03.2018 |
| Capital Advances | 3,517,000 | - |
| | 3,517,000 | - |

11. OTHER ASSETS

| | Amount in Rs. | |
|------------------------------------|------------------|------------------|
| | Current | |
| Particulars | As at 31.03.2019 | As at 31.03.2018 |
| Advances to suppliers | 3,405,000 | 9,118,717 |
| Prepaid expenses | 5,216,000 | 12,475,478 |
| Balance with statutory authorities | 3,672,000 | 3,851,000 |
| | 12,293,000 | 25,445,195 |

12. Assets Classified as held for Sale

| | Amount in Rs. | |
|---|------------------|------------------|
| | Current | |
| Particulars | As at 31.03.2019 | As at 31.03.2018 |
| Investment in equity shares of (a) (b) (c) - Regency Convention Centre & Hotels Limited (BSE Item No. 44) | 308,174,740 | - |
| 100,000 (previous year: 0) equity shares of Rs. 10/- each fully paid up | 308,174,740 | - |

13. INVENTORIES

| | Amount in Rs. | |
|---|------------------|------------------|
| | Non-current | |
| Particulars | As at 31.03.2019 | As at 31.03.2018 |
| Inventory at cost or net realizable value whichever is lower) | | |
| Food, Liquor & Tobacco | 12,000,000 | 12,000,000 |
| General Stores and Spares | 3,000,000 | 100,000 |
| | 15,000,000 | 12,100,000 |

14. TRADE RECEIVABLES

| | Amount in Rs. | |
|---------------------------------------|------------------|------------------|
| | Current | |
| Particulars | As at 31.03.2019 | As at 31.03.2018 |
| Trade Receivables | | |
| - Unsecured, uncollateralized good | 41,045,000 | 40,000,000 |
| - Significant increase in credit risk | - | - |
| - Credit Impaired | 3,000,000 | 1,400,000 |
| | 44,045,000 | 41,400,000 |
| Less: Allowance for Credit Impaired | (3,000,000) | (1,000,000) |
| | 41,045,000 | 40,400,000 |

15. CASH & CASH EQUIVALENTS & OTHER BANK BALANCES

| | Amount in Rs. | |
|--------------------------------|------------------|------------------|
| | Current | |
| Particulars | As at 31.03.2019 | As at 31.03.2018 |
| 15A. Cash and Cash Equivalents | | |
| Balance with banks | 15,000,000 | 17,000,000 |
| In current accounts | 700,000 | 3,000,000 |
| Cash-in-hand | 10,000,000 | 10,000,000 |
| | 25,700,000 | 30,000,000 |

15B. OTHER BANK BALANCES

| | Amount in Rs. | |
|--|------------------|------------------|
| | Current | |
| Particulars | As at 31.03.2019 | As at 31.03.2018 |
| Other Bank Balances | | |
| Fixed Deposits with original maturity of more than 3 months & having remaining maturity of less than 12 months from the Balance Sheet date | 31,123,400 | 21,000,000 |
| Deposited dividend accounts (BSE Note No. 40) | 3,000,000 | 4,200,000 |
| | 34,123,400 | 25,200,000 |



ARIAN HOTELS (KAT) LIMITED

CIN: L41404W/2000/PL/COL/0000

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2020
18. LIABILITIES

| Particulars | Amount in Rs. | |
|--|--------------------|----------------------|
| | As at 31.03.2020 | As at 31.03.2019 |
| Liabilities to subsidiary companies | | |
| GRT Hotels Limited (Refer Note No. 42) | 45,714,838 | 3,437,344,344 |
| Regency Convention Centre and Hotels Limited (Refer Note at a below) | - | 40,341,344 |
| Radisson Hotels Pvt. Ltd. | 225,604,000 | 225,604,000 |
| Other loans and advances | | |
| Advance for acquisition of shares from shareholders of Regency Convention Centre & Hotels Ltd. (Refer Note 43) | 33,445,672 | 33,445,672 |
| | 804,764,510 | 3,696,735,360 |

18.1 No loans and advances are due from directors or other officers of the company either severally or jointly with any other person.

18.2 The Company had given unsecured interest free loans to subsidiary, Regency Convention Centre & Hotels Limited (RCC) for the purpose of Company's day to day operations/working capital. The unsecured balance due as on 31st March 2019 was Rs. 4,03,73,536/-. The Board of Directors of RCC vide resolution dated 19th February 2019 confirmed the price at which shares of RCC had been transferred by its shareholders in the recent past as the basis for determining the fair value price of Rs 3.22 per share as the abhorrent Jatin Hotels (Pvt) Limited was the sole shareholder and the said loan was converted into Equity Shares of RCC.

19. SHARE CAPITAL

| Particulars | Amount in Rs. | |
|---|-------------------------|-------------------------|
| | As at 31.03.2020 | As at 31.03.2019 |
| Authorized Share | | |
| 10,000,000 Equity shares of Rs 10/- each | 100,000,000 | 100,000,000 |
| 1,000,000 Preference shares of Rs 10/- each | 10,000,000 | 10,000,000 |
| Issued, subscribed & paid up | | |
| 11,077,797 (previous year: 11,077,797) Equity Shares of Rs 10/- each | 110,777,970 | 110,777,970 |
| Total | 120,777,970 | 110,777,970 |
| Reconciliation of the shares outstanding at the beginning and at the end of the reporting year | | |
| Equity Shares | As at 31.03.2019 | As at 31.03.2018 |
| At the beginning of the year | 11,077,797 | 11,077,797 |
| Issued during the year | - | - |
| Cancelled during the year | - | - |
| At the end of the year | 11,077,797 | 11,077,797 |

Terms/rights attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

No Equity Shares have been reserved for issue under option and contracts/commitments for the sale of shares/dividend as at the Balance Sheet date.

The company has neither allotted any equity shares for consideration other than cash nor has issued any bonus shares nor has bought back any shares during the period of five years preceding the date at which Balance Sheet is prepared.

No securities which are convertible into Equity/Preference shares have been issued by the Company during the year.

No calls are unpaid by any directors or officers of the company during the year.

Details of shareholders holding more than 5% shares in the Company

| Equity shares | As at 31.03.2020 | | As at 31.03.2019 | |
|--------------------------------|------------------|--------------|------------------|-------------|
| | N. of Holding | % of Holding | N. of Shares | % of Shares |
| Sard Industries Limited | 31,497 | 31.49% | 3,020,035 | 3.02% |
| Radha Raman Sank | 15,497 | 15.49% | 1,514,540 | 1.51% |
| Ratna Sank | 5,247 | 5.25% | 517,347 | 0.52% |
| Radhika Stocks Private Limited | 5,247 | 5.25% | 517,347 | 0.52% |

20. OTHER RESERVE

| Particulars | Amount in Rs. | |
|----------------------------|----------------------|----------------------|
| | As at 31.03.2020 | As at 31.03.2019 |
| Capital reserve | 477,995,303 | 477,995,303 |
| Capital redemption reserve | 3,000,000 | 3,000,000 |
| General reserve | 4,877,031,410 | 3,741,531,552 |
| PVTOCI reserve | 82,503,934 | 95,481,727 |
| Retained earnings | 3,411,301,586 | 3,003,875,479 |
| | 9,849,832,233 | 8,321,883,061 |

Note statement of changes in Equity for movement details

Nature and purpose of reserve

(a) Capital Reserve: During incorporation, the excess of net assets applied, over the cost of contribution paid is treated as capital reserve.

(b) Capital Redemption Reserve: This Reserve has been transferred to the Company in the course of business re-organization and can be utilized in accordance with the provisions of the Companies Act, 2013.

(c) General Reserve: This Reserve is created by an appropriation from the surplus of profits (including Retained Earnings) to reserves, not being in form of Other Comprehensive Income. The same can be utilized in accordance with the provisions of the Companies Act, 2013.

(d) Retained Earnings: Retained earnings are the profits that the Company has earned till date, less any transfer to general reserve, dividends or other distributions paid to shareholders.

(e) Reserve of Other Comprehensive Income:

(i) Remeasurements of Net Defined Benefit Plans: Differences between the interest income on plan assets and the interest actually received, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plan, are recognized in other comprehensive income and are adjusted to retained earnings.

(ii) Equity Instrument through Other Comprehensive Income: The fair value change of the Equity Instrument measured at fair value through other comprehensive income is recognized in Equity Instrument through Other Comprehensive Income.



ARIAN HOTELS (EAST) LIMITED
CIN: L28229WB2005PLC06876

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2020

| 15. BORROWINGS | Amount in ₹ | |
|---|------------------|------------------|
| | As at 31.03.2020 | As at 31.03.2019 |
| Particulars | | |
| Secured | | |
| Overdraft Account with IDBI Bank Limited* | - | 10,726,980 |
| | - | 10,726,980 |

* The Company maintains an overdraft account and is secured against fixed deposits. The interest rate on Overdraft Account is 8.25%

16. TRADE PAYABLES

| Particulars | Amount in ₹ | |
|--|------------------|------------------|
| | As at 31.03.2020 | As at 31.03.2019 |
| Trade payables (Refer Note No 38 for details of dues of micro & small enterprises) | 53,304,180 | 31,652,793 |
| | 53,304,180 | 31,652,793 |
| Classification as required by MMSME Act | | |
| Total Outstanding dues of Micro Enterprises and Small Enterprises* | 1,145,500 | 409,511 |
| Total Outstanding dues of Creditors other than Micro Enterprises and Small Enterprises | 52,158,680 | 31,243,282 |
| Total Trade Payables | 53,304,180 | 31,652,793 |

* Details of dues to Micro Enterprises and Small Enterprises as defined under Micro, Small & Medium Enterprises Development Act, 2006 (MSME Act) are based on information made available to the Company. Neither was there any delay in payment nor is any interest due and remaining unpaid on the above.

17. OTHER FINANCIAL LIABILITIES

| Particulars | Amount in ₹ | |
|------------------|------------------|------------------|
| | As at 31.03.2020 | As at 31.03.2019 |
| Security deposit | 10,000 | 1,00,000 |
| | 10,000 | 1,00,000 |

| Particulars | Amount in ₹ | |
|--|------------------|------------------|
| | As at 31.03.2020 | As at 31.03.2019 |
| Salary payable | 18,345,370 | 9,097,383 |
| Contract Payroll Payable | 4,744,330 | 8,090,289 |
| Unclaimed dividends (Refer Note No 46) | 3,886,489 | 4,266,521 |
| Expenses payable | 30,266,850 | 30,756,820 |
| | 49,943,039 | 72,711,013 |

18. PROVISIONS

| Particulars | Amount in ₹ | |
|---|------------------|------------------|
| | As at 31.03.2020 | As at 31.03.2019 |
| Provision for gratuity (Refer Note No 30) | 12,427,017 | 12,426,382 |
| Provision for leave benefits (Refer Note No 31) | - | 3,091,431 |
| | 12,427,017 | 15,517,813 |

| Particulars | Amount in ₹ | |
|---|------------------|------------------|
| | As at 31.03.2020 | As at 31.03.2019 |
| Provision for gratuity (Refer Note No 30) | 9,394,920 | 7,090,314 |
| Provision for leave benefits (Refer Note No 31) | 2,705,683 | 1,633,608 |
| | 11,940,603 | 8,723,922 |

19. DEFERRED TAX LIABILITIES

| Particulars | Amount in ₹ | |
|---|------------------|------------------|
| | As at 31.03.2020 | As at 31.03.2019 |
| Deferred Tax Liabilities | | |
| On fiscal allowances of fixed assets | 129,434,707 | 145,515,307 |
| On Fair value gain on current investments | 1,011,567 | 15,025,621 |
| | 130,446,274 | 160,540,928 |

| Particulars | Amount in ₹ | |
|--|------------------|------------------|
| | As at 31.03.2020 | As at 31.03.2019 |
| Deferred Tax Assets | | |
| On Employees' separation and retirement etc. | 6,977,364 | 5,886,796 |
| On Provision for doubtful debts / advances | 88,305 | 435,388 |
| On Provision for VAT | 30,225,479 | 32,791,498 |
| On Provision for Service Tax and Other Tax | 1,807,617 | 2,491,681 |
| On Other Differences | 896,994 | - |
| MAF Credit Settlement (Refer Note No 47) | - | 10,229,513 |
| | 31,698,747 | 88,665,444 |
| | 99,647,527 | 71,115,194 |

Note 19.1: As a matter of prudence no deferred tax asset has been created on long term capital loss. Similarly, deferred tax liability has not been taken on the unrealised long term capital gain in the amount of long term capital loss carried forward in the books.



Movement in Deferred Tax Liabilities

| Particulars | On fiscal allowances of fixed assets | On fair value gains on capital investments | Total |
|---------------------------------|--------------------------------------|--|--------------|
| As at 31.03.2018 | 147,084,204 | 5,349,472 | 152,433,676 |
| Charged/(credited): | | | |
| - to profit and loss | (1,115,907) | 7,994,190 | 6,878,283 |
| - to Other comprehensive income | - | - | - |
| As at 31.03.2019 | 145,968,297 | 13,343,662 | 159,311,959 |
| Charged/(credited): | | | |
| - to profit and loss | (17,445,860) | (17,444,862) | (34,890,722) |
| - to Other comprehensive income | - | 5,358,544 | 5,358,544 |
| As at 31.03.2020 | 128,522,437 | 1,256,344 | 129,778,781 |

Movement in Deferred Tax Assets

| Particulars | On Employee separation and retirement etc. | On Provision for doubtful debts / advances | On Provision for VAT | On Provision for Service Tax and Other Tax and Others | MAX Credit Set Off amount | Total |
|---------------------------------|--|--|----------------------|---|---------------------------|--------------|
| As at 31.03.2018 | 6,797,834 | 18,247 | 16,797,221 | - | 25,074,102 | 48,687,304 |
| Charged/(credited): | | | | | | |
| - to profit and loss | 825,185 | 405,719 | (1,044,027) | 3,438,985 | (1,028,301) | 8,602,561 |
| - to Other comprehensive income | (127,222) | - | - | - | - | (127,222) |
| As at 31.03.2019 | 6,670,612 | 423,966 | 15,753,194 | 3,438,985 | 24,045,801 | 46,326,558 |
| Charged/(credited): | | | | | | |
| - to profit and loss | (1,005,400) | 445,049 | (1,385,942) | (748,370) | 24,379,812 | (27,065,051) |
| - to Other comprehensive income | 87,664 | - | - | - | - | 87,664 |
| As at 31.03.2020 | 5,672,276 | 869,015 | 14,367,252 | 2,690,615 | 24,425,613 | 43,404,171 |

30. OTHER CURRENT LIABILITIES

| Particulars | Amount in Rs. | |
|--|--------------------|--------------------|
| | As at 31.03.2020 | As at 31.03.2019 |
| Advance from customers | 18,073,447 | 17,070,345 |
| Statutory dues | 141,093,284 | 114,499,031 |
| Advance for sale of land/building/ property (Refer Note No 42) | 230,000,000 | - |
| Others | 5,300,000 | 3,000,000 |
| | <u>394,466,731</u> | <u>234,569,376</u> |

31. REVENUE FROM OPERATIONS

| Particulars | Amount in Rs. | |
|---|----------------------------|----------------------------|
| | Year Ended 31st March 2020 | Year Ended 31st March 2019 |
| Sale of products | 469,481,074 | 515,005,310 |
| Sale of services | 479,795,000 | 529,606,981 |
| | <u>949,276,074</u> | <u>1,044,612,291</u> |
| Set out below is the disaggregation of the Company's revenue from operations: | | |
| Sale of products | | |
| Beverages, wines and liquor | 76,077,220 | 84,112,815 |
| Food and drinks | <u>393,403,854</u> | <u>430,892,495</u> |
| Sale of services | | |
| Room | 400,084,008 | 431,184,315 |
| Banquet Income (only rental portion) | 10,443,818 | 15,705,310 |
| Health & Spa | 14,486,044 | 15,176,951 |
| Luxury & Day Cheering | 11,520,874 | 16,458,870 |
| Service Charge | 7,311,230 | 8,761,407 |
| Auto Rental | 6,478,874 | 7,116,160 |
| Commutations | 618,772 | 408,257 |
| Other operating revenue | <u>16,177,586</u> | <u>17,730,110</u> |
| | <u>479,795,000</u> | <u>529,606,981</u> |
| | <u>949,276,074</u> | <u>1,044,612,291</u> |

The company has presented revenue based on the type of goods or services provided to the customers. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of our revenues and cash flows are affected by industry, market and other economic factors.

32. OTHER INCOME

| Particulars | Amount in Rs. | |
|---|----------------------------|----------------------------|
| | Year Ended 31st March 2020 | Year Ended 31st March 2019 |
| Interest Income from MPEL Bond | 5,073,785 | 12,345,000 |
| Interest Income from Loans & Advances | (8,243,434) | 12,804,643 |
| Interest Income from Fixed Deposits | 11,245,208 | 3,834,421 |
| Interest on Income Tax Refund | 10,804,000 | 5,000,235 |
| Dividend | 8,543,275 | 11,446,054 |
| Fair value changes on investment measured at fair value through profit and loss account | 10,201,764 | 27,402,418 |
| Profit on sale of Mutual Fund | 396,430 | - |
| Provisions/ Liabilities written back | 15,425,520 | 18,407,804 |
| Miscellaneous Income | 44,471 | 100,000 |
| | <u>89,086,999</u> | <u>103,436,175</u> |



ASIAN HOTELS (EAST) LIMITED

CIN: L26200WB2007PLC068764

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2020
23. CONSUMPTION OF PROVISIONS, BEVERAGES, SMOKE & OTHERS

| Particulars | Amount in Rs | |
|---|-------------------------------|-------------------------------|
| | Year Ended 31st March 2020 | Year Ended 31st March 2019 |
| Opening Stock | 12,696,310 | 21,289,268 |
| Add : Purchases | 108,452,700 | 117,054,214 |
| | 121,149,010 | 138,343,582 |
| Less : Closing Stock | 13,106,013 | 12,595,310 |
| Total Consumption of Provisions, Beverages, Smokes & Others | 108,042,997 | 125,748,272 |

24. EMPLOYER BENEFIT EXPENSES

| Particulars | Amount in Rs | |
|---|-------------------------------|-------------------------------|
| | Year Ended 31st March 2020 | Year Ended 31st March 2019 |
| Salaries, wages & bonus | 109,295,573 | 109,563,348 |
| Contribution to provident & other funds | 11,497,323 | 11,779,258 |
| Staff welfare expenses | 18,811,658 | 26,530,958 |
| | 139,504,554 | 147,873,564 |

25. OTHER EXPENSES

| Particulars | Amount in Rs | |
|---|-------------------------------|-------------------------------|
| | Year Ended 31st March 2020 | Year Ended 31st March 2019 |
| Contract labour and service | 44,697,314 | 52,383,371 |
| Room, catering & other supplies | 40,953,344 | 44,811,413 |
| Linen & operating equipments consumptions | 8,581,721 | 16,598,887 |
| Fuel, power & light | 90,214,804 | 103,801,489 |
| Repairs, maintenance & refurbishing | 21,809,971 | 34,473,318 |
| Satellite & television charges | 1,015,375 | 1,787,084 |
| Rent | 18,348,776 | 18,328,776 |
| Rates & taxes | 11,824,355 | 63,058,050 |
| Insurance | 3,058,554 | 2,730,445 |
| Directors' sitting fees | 1,400,000 | 1,340,000 |
| Legal & professional expenses | 20,391,808 | 11,944,701 |
| Payment to auditors | - | - |
| - At Audit | 850,000 | 900,000 |
| - For Tax Audit | 150,000 | 150,000 |
| - For Certification | 85,000 | 80,000 |
| - For Other Services | 85,000 | 30,000 |
| Pricing & stationery | 1,637,620 | 2,196,704 |
| Guest transportation | 11,161,298 | 19,549,034 |
| Travelling & conveyance | 11,003,542 | 14,228,758 |
| Communication expenses | 4,597,952 | 5,888,000 |
| Technical services | 30,358,037 | 27,880,345 |
| Advertisement & publicity | 25,940,253 | 85,944,999 |
| Commission & brokerage | 24,771,289 | 51,734,888 |
| CSR expenditure | 3,490,000 | 3,500,000 |
| Charity & donation | 100,000 | - |
| Bank charges and commission | 411,054 | 344,042 |
| Provision for bad & doubtful debts | 2,197,583 | 1,205,697 |
| Loss on Sale of Equity Shares | 97,928 | - |
| Loss on Sale of Mutual Funds | 880,407 | - |
| Net loss on foreign exchange | 538,300 | 103,149 |
| PPF written off | 70,886 | 950,418 |
| Loss on sale of PPF | 2,058,549 | 28,349 |
| Miscellaneous expenses | 4,310,084 | 5,843,735 |
| | 432,933,599 | 508,643,861 |

26. TAX EXPENSE

| Particulars | Amount in Rs | |
|--|-------------------------------|-------------------------------|
| | Year Ended 31st March 2020 | Year Ended 31st March 2019 |
| Current Tax (including earlier years) | 47,375,943 | 78,547,641 |
| Deferred Tax | (21,000,580) | (34,783,454) |
| MAT | 30,681,196 | (1,893,317) |
| Income Tax Expense | 56,056,559 | 41,870,870 |
| Profit before income tax | 331,404,998 | 344,393,323 |
| Enacted Tax rates in India | 18.17% | 25.17% |
| Computed expected tax expenses | 55,793,791 | 71,464,405 |
| Effect of non-deductible expenses | (25,728,834) | 5,745,975 |
| Effect of exempt non operating income | (1,893,018) | (5,777,589) |
| Effect of other items not subject of tax | (4,865,813) | (7,894,056) |
| MAT | 20,841,065 | (1,163,317) |
| Tax for earlier years | 55,417 | 819,353 |
| Total | 56,056,559 | 63,669,674 |

27. EARNINGS PER SHARE (BASIC & DILUTED)

| Particulars | Amount in Rs | |
|--|-------------------------------|-------------------------------|
| | Year Ended 31st March 2020 | Year Ended 31st March 2019 |
| (i) Profit available for Equity Shareholders | 128,494,309 | 177,806,079 |
| (ii) Weighted average number of Equity Shares @ Rs 10 each | 11,587,797 | 11,207,297 |
| (iii) Earnings/(Loss) per share (Rs) | 11.10 | 15.87 |



ASIAN HOTELS (EAST) LIMITED

CNO: Laguna/Wharfedale/PLC/04/06

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2009
28. FINANCIAL INSTRUMENTS

Financial instruments by category

The carrying value and fair value of financial instruments by category as on March 31, 2009 are as follows:

| Amount in Rs. | | | | | |
|-----------------------------|--------------------|------------------------|------------------------|----------------------|----------------------|
| Particulars | Amortized Cost | Fair Value through P/L | Fair Value through OCI | Total Carrying Value | Total Fair Value |
| Assets: | | | | | |
| Investments | | | | | |
| In Equity Shares | - | 3,895,000 | 149,454,815 | 153,349,815 | 153,349,815 |
| In Preference shares | - | - | - | - | - |
| In Tax Free Bonds | - | 995,350,000 | - | 995,350,000 | 995,350,000 |
| In Mutual Funds | - | 34,129,443 | - | 34,129,443 | 34,129,443 |
| Loans | 445,899,105 | - | - | 445,899,105 | 445,899,105 |
| Cash & Cash equivalents | 16,999,349 | - | - | 16,999,349 | 16,999,349 |
| Other bank balances | 315,077,598 | - | - | 315,077,598 | 315,077,598 |
| Trade Receivables | 45,948,014 | - | - | 45,948,014 | 45,948,014 |
| Other Financial Assets | 37,744,579 | - | - | 37,744,579 | 37,744,579 |
| Total | 851,248,436 | 784,374,523 | 149,454,815 | 1,794,078,599 | 1,794,078,599 |
| Liabilities: | | | | | |
| Borrowings | - | - | - | - | - |
| Trade Payables | 63,394,086 | - | - | 63,394,086 | 63,394,086 |
| Other Financial Liabilities | 30,094,036 | - | - | 30,094,036 | 30,094,036 |
| Total | 93,488,122 | - | - | 93,488,122 | 93,488,122 |

The carrying value and fair value of financial instruments by category as on March 31, 2009 are as follows:

| Amount in Rs. | | | | | |
|-----------------------------|----------------------|------------------------|------------------------|----------------------|----------------------|
| Particulars | Amortized Cost | Fair Value through P/L | Fair Value through OCI | Total Carrying Value | Total Fair Value |
| Assets: | | | | | |
| Investments | | | | | |
| In Equity Shares | - | - | 184,602,176 | 184,602,176 | 184,602,176 |
| In Preference shares | 813,374,000 | - | - | 813,374,000 | 813,374,000 |
| In Tax Free Bonds | 126,000,000 | - | - | 126,000,000 | 126,000,000 |
| In Mutual Funds | - | 499,886,317 | - | 499,886,317 | 499,886,317 |
| Loans | 3,845,833,809 | - | - | 3,845,833,809 | 3,845,833,809 |
| Other bank balances | 45,895,871 | - | - | 45,895,871 | 45,895,871 |
| Cash & Cash equivalents | 35,142,128 | - | - | 35,142,128 | 35,142,128 |
| Trade Receivables | 68,585,259 | - | - | 68,585,259 | 68,585,259 |
| Other Financial Assets | 31,019,287 | - | - | 31,019,287 | 31,019,287 |
| Total | 4,877,831,044 | 699,886,317 | 184,602,176 | 5,452,479,539 | 5,452,479,539 |
| Liabilities: | | | | | |
| Borrowings | 16,756,384 | - | - | 16,756,384 | 16,756,384 |
| Trade Payables | 54,654,792 | - | - | 54,654,792 | 54,654,792 |
| Other Financial Liabilities | 77,894,875 | - | - | 77,894,875 | 77,894,875 |
| Total | 149,677,849 | - | - | 149,677,849 | 149,677,849 |

Fair value hierarchy

This section explains the estimates and judgments made in determining the fair value of financial instruments that are measured at fair value and amortized cost and for which fair value are disclosed in financial statements. To provide an indication about reliability of the inputs used in determining the fair value, the company has classified its financial instruments into the three levels prescribed under accounting standards. An explanation of each level follows underneath the table.

Level 1: Includes financial instruments measured using quoted prices (unadjusted) in active markets for identical assets and liabilities that the entity can access at the measurement date.

Level 2: Includes financial instruments which are not traded in active markets but for which all significant inputs required to fair value the instrument are observable. The fair value is calculated using the valuation techniques which maximize the use of observable market data.

Level 3: Includes those instruments for which one or more significant inputs are not based on observable market data.

The following table presents fair value hierarchy of assets and liabilities measured at fair value as of March 31, 2009:

| Particulars | Fair Value | Fair value measurement using | | |
|-----------------------------|----------------------|------------------------------|----------|--------------------|
| | | Level 1 | Level 2 | Level 3 |
| Assets: | | | | |
| Investments | | | | |
| In Equity Shares | 153,349,815 | 153,349,815 | - | - |
| In Preference shares | - | - | - | - |
| In Tax Free Bonds | 995,350,000 | 995,350,000 | - | - |
| In Mutual Funds | 34,129,443 | 34,129,443 | - | - |
| Loans | 445,899,105 | - | - | 445,899,105 |
| Other bank balances | 315,077,598 | - | - | 315,077,598 |
| Cash & Cash equivalents | 16,999,349 | - | - | 16,999,349 |
| Trade Receivables | 45,948,014 | - | - | 45,948,014 |
| Other Financial Assets | 37,744,579 | - | - | 37,744,579 |
| Total | 1,794,078,599 | 911,247,858 | - | 882,830,741 |
| Liabilities: | | | | |
| Borrowings | - | - | - | - |
| Trade payables | 63,394,086 | - | - | 63,394,086 |
| Other financial liabilities | 30,094,036 | - | - | 30,094,036 |
| Total | 93,488,122 | - | - | 93,488,122 |



ARIAN HOTELS (KAT) LIMITED

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NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2020

The following table presents fair value hierarchy of assets and liabilities measured at fair value as of March 31, 2020

| Particulars | Fair Value | Fair value measurement using | | |
|-----------------------------|----------------------|------------------------------|--------------------|----------------------|
| | | Level 1 | Level 2 | Level 3 |
| Assets: | | | | |
| Investments | | | | |
| In Equity shares | 154,404,128 | 154,404,128 | - | - |
| In Preference shares | 603,374,160 | - | - | 603,374,160 |
| In Tax free bonds | 126,000,000 | - | 126,000,000 | - |
| In Mutual Funds | 590,886,207 | 590,886,207 | - | - |
| Loans | 3,446,822,889 | - | - | 3,446,822,889 |
| Other bank balances | 45,841,071 | - | - | 45,841,071 |
| Cash & cash equivalents | 30,141,128 | - | - | 30,141,128 |
| Trade receivables | 58,585,209 | - | - | 58,585,209 |
| Other financial assets | 31,013,260 | - | - | 31,013,260 |
| Total | 5,433,076,139 | 875,288,495 | 126,000,000 | 4,431,787,644 |
| Liabilities: | | | | |
| Borrowings | 10,730,389 | - | - | 10,730,389 |
| Trade payables | 34,861,793 | - | - | 34,861,793 |
| Other financial liabilities | 73,094,873 | - | - | 73,094,873 |
| Total | 146,677,055 | - | - | 146,677,055 |

The carrying amount of cash and cash equivalents, other bank balances, trade receivables, loans, other financial assets, borrowings, trade payables and other financial liabilities are considered to be the same as their fair value due to their short term nature and are close approximation of fair value.

The Company's investment in the equity shares of its subsidiaries is recognized at cost.

25. FINANCIAL RISK MANAGEMENT
Financial risk factors

The Company's activities expose it to a variety of financial risks: market risk, liquidity risk and credit risk.

Market risk

Market risk is the risk that the changes in market prices such as foreign exchange rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimizing the return.

a. Foreign Currency risk

The Company is exposed to foreign exchange risk through its purchases from overseas suppliers and payment for services availed in various foreign countries. The Company pays off its foreign exchange exposure within a short period of time, thereby mitigates the risk of material changes in exchange rate on foreign currency exposure.

The following table analyses foreign currency risk from financial instruments as of 31st March 2020 and 31st March 2019.

| Particulars | 31st March 2020 | 31st March 2019 |
|---------------------------------------|-----------------|-----------------|
| | Amount in INR | Amount in INR |
| Trade payables (USD converted to INR) | 42,840,798 | 13,849,664 |

For the year ended 31st March 2020 and 31st March 2019, the effect of every percentage point depreciation/appreciation in the exchange rate between the Indian rupee and

| | Change in USD Rate | Effect on Profit before Tax | |
|-------------------------------|--------------------|-----------------------------|-----------------|
| | 1% | 31st March 2020 | 31st March 2019 |
| Appreciation in Exchange Rate | 1% | (126,000) | (124,000) |
| Depreciation in Exchange Rate | -1% | 126,000 | 122,000 |

b) Other Market Price Risks

The Company's exposure to equity investment price risk arises from investments held by the Company and classified in the balance sheet at fair value through Other Comprehensive Income and Fair value through profit/loss. If the equity prices of quoted investments are 5% higher/lower, the Other Comprehensive Income for the year ended March 31, 2020 would increase/decrease by INR 14,34,548 (for the year ended March 31, 2019: increase/decrease by INR 14,46,012) and profit or loss for the year ended March 31, 2020 would increase/decrease by INR 70,12,382 (for the year ended March 31, 2019: increase/decrease by INR 14,46,012).

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting its obligations associated with its financial liabilities.

The Company's principal source of liquidity are cash and cash equivalent, cash flows from operations and investment in mutual funds. The Company has no outstanding bank borrowings as on 31st March 2020. The Company believes that working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived.

The table below provides details regarding the contractual maturities of financial liabilities as of March 31, 2020:

| Particulars | Amount in INR | | | |
|-----------------------------|---------------|---------------|-----------|------------|
| | 0-3 Months | 3 Months-1 yr | 1-3 years | Total |
| Borrowings | - | - | - | - |
| Trade payables | 61,304,086 | - | - | 61,304,086 |
| Other financial liabilities | 21,790,704 | 20,747,094 | - | 42,537,798 |



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NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2020

The table below provides details regarding the contractual maturity of financial liabilities as of March 31, 2019:

| Particulars | Amount in Rs | | | | |
|-----------------------------|--------------|----------------|-----------|------------|------------|
| | 0-3 Months | 3 Months- 1 yr | 1-5 years | 5-10 years | Total |
| Borrowings | 16,730,380 | - | - | - | 16,730,380 |
| Trade payables | 34,652,793 | - | - | - | 34,652,793 |
| Other Financial Liabilities | 23,024,525 | 25,270,668 | - | - | 77,294,678 |

Credit Risk

Credit risk is the risk that counter party will not meet its obligation under a financial instrument leading to a financial loss. The company is exposed to credit risk from investments, trade receivables, cash and cash equivalents, loans and other financial assets.

The Company's credit risk is minimised as the Company's financial assets are carefully allocated to counter parties reflecting the credit worthiness.

The maximum exposure of financial asset to credit risk are as follows:

| Particulars | Amount in Rs | |
|------------------------|-----------------|-----------------|
| | 31st March 2020 | 31st March 2019 |
| Investments | 8,524,070,122 | 4,545,374,379 |
| Trade Receivables | 45,948,014 | 68,525,259 |
| Loans | 445,800,105 | 3,646,523,869 |
| Other financial assets | 27,744,370 | 31,010,367 |

Credit risk on investments primarily include investments in liquid mutual fund units, quoted bonds and investment in subsidiaries. Loans are provided to subsidiary and are in the nature of short term as the same is repayable on demand.

Risk towards Global Pandemic COVID-19

Financial instruments carried at fair value as at March 31, 2020 is Rs 91,12,47,664 and financial instruments carried at amortised cost as at March 31, 2020 is Rs 82,13,28,636. A significant part of the financial assets are classified as Level 1 having fair value of Rs 91,12,47,664 as at March 31, 2020. The fair value of these assets is marked to an active market which factors the uncertainties arising out of COVID-19. The financial assets carried at fair value by the Company are mainly investments in equity shares of listed entities wherein the uncertainties arising out of COVID-19 has already been factored by the stock market as at March 31, 2020 and liquid debt securities wherein no material volatility is expected.

Trade receivables of Rs 4,59,48,014 as at March 31, 2020 forms a significant part of the financial assets carried at amortised cost. The Debtor does not have any concentrated risk and the Company does expect to recover these outstanding in due course. Further, adequate credit loss provision has been created based on the policy of the Company. The Company has specifically evaluated the potential impact with respect to customers in Airline and Travel Agents segments which could have an immediate impact through the outstanding is not significant. Further, we expect that there could be some delay in payments from debtors, over and above the credit cycle. Based on internal assessment and the stringent provisioning policy of the Company, the management assessment for the allowance for doubtful trade receivables of Rs 25,01,647 as at March 31, 2020 is considered adequate.

20. CAPITAL MANAGEMENT

For the purpose of managing capital, Capital includes issued equity share capital and reserves attributable to the equity holders.

The objective of the company's capital management are as:

- Safeguard their ability to continue as going concern so that they can continue to provide benefits to their shareholders.
- Maximisation the wealth of the shareholders.
- Maintain optimum capital structure to reduce the cost of the capital.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and requirement of financial covenants. In order to maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, loans and borrowings, less cash and cash equivalents.

Gearing Ratio is as follows:

| Particulars | Amount in Rs | |
|---------------------------|-----------------|-----------------|
| | 31st March 2020 | 31st March 2019 |
| Net debt | - | 16,730,380 |
| Total Net Debt and Equity | 8,547,219,398 | 9,227,834,124 |
| Gearing Ratio | 0.02% | 0.12% |

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the loans and borrowings that define capital structure requirements. There have been no breaches in the financial covenants of any loans and borrowing in the current period.

No change were made in the objectives, policies or processes for managing capital during the years ended 31 March 2020 and 31 March 2019.



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Notes to Financial Statements for the year ended 31st March 2020

31. Gratuity and other post-employment benefit plans

The Company has classified the various benefits provided to employees as under:-

a) Defined contribution plans

i. Provident fund

Contribution to Defined Contribution Plans, recognized as expense for the year is as under:-

| Particulars | 31 st March 2020 | 31 st March 2019 |
|---|-----------------------------|-----------------------------|
| Employer's Contribution to Provident Fund | 73,51,014 | 64,89,243 |
| Employer's Contribution to Pension Scheme | 33,18,271 | 33,48,409 |

b) Defined benefit plans

i. Contribution to Gratuity fund

ii. Compensated absences Earned leave

In accordance with Indian Accounting Standard 19, Employee Benefits, actuarial valuation was done in respect of the aforesaid defined benefit plans based on the following assumptions: -

Economic Assumptions

The discount rate and salary increases assumed are key financial assumptions and should be considered together; it is the difference or 'gap' between these rates which is more important than the individual rates in isolation.

Discount Rate

The discounting rate is based on the gross redemption yield on medium to long-term risk free investments. For the current valuation a discount rate of 6.92 % p.a. compound, has been used.

Salary Escalation Rate

The salary escalation rate usually consists of at least three components, viz. Regular increments, price inflation and promotional increases. In addition to this any commitments by the management regarding future salary increases and the Company's philosophy towards employee remuneration are also to be taken into account. Again a long-term view as to the trend in salary increase rates has to be taken rather than be guided by the escalation rates experienced in the immediate past, if they have been influenced by unusual factors.

i. Change in Benefit Obligations:

| Particulars | Gratuity (Unfunded) | |
|--|-----------------------------|-----------------------------|
| | 31 st March 2020 | 31 st March 2019 |
| Present value of obligations as at the beginning of the year | 2,11,80,457 | 1,88,53,457 |
| Current service cost | 2,853,094 | 27,18,340 |
| Interest cost | 1,622,423 | 14,70,570 |
| Benefit Paid | (3,438,120) | (17,34,684) |
| Actuarial (gain)/ loss on obligation | 345,793 | (1,27,826) |
| Present value of obligations as at the year end | 22,563,647 | 2,11,80,457 |
| Current liability | 9,076,030 | 76,85,574 |
| Non-Current liability | 13,487,617 | 1,34,94,883 |
| Total | 22,563,647 | 2,11,80,457 |



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Notes to Financial Statements for the year ended 31st March 2020

ii. Expenses recognized in the Statement of Profit and Loss:

| Particulars | Gratuity (Unfunded) | |
|---|-----------------------------|-----------------------------|
| | 31 st March 2020 | 31 st March 2019 |
| Current Service Cost | 2,853,094 | 27,18,340 |
| Interest Cost | 1,622,423 | 14,70,570 |
| Actuarial (Gain) / loss recognized during the year | - | - |
| Expenses recognised in Statement of Profit and Loss | 44,75,517 | 41,88,910 |

iii. Amount recognized in Other Comprehensive Income (OCI):

| Particulars | Gratuity (Unfunded) | |
|--|-----------------------------|-----------------------------|
| | 31 st March 2020 | 31 st March 2019 |
| Actuarial Gain / (loss) recognized during the year | (345,793) | 1,27,826 |

iv. Principal Actuarial Assumptions :

| Particulars | Refer Note Below | Year ended 31.03.2020 | Year ended 31.03.2019 |
|-------------------------------|------------------|-----------------------|-----------------------|
| Discount rate (p.a.) | 1 | 6.92 % | 7.66% |
| Salary Escalation Rate (p.a.) | 2 | 6.00 % | 6.00% |

v. A quantitative sensitivity analysis for significant assumption as at March 31, 2020 is as shown below:
Gratuity Plan

| Particulars | 31-March -20 | | 31-March -20 | |
|--------------------------------------|---------------|---------------|---------------|---------------|
| | Discount Rate | | Future Salary | |
| Sensitivity Level | 0.5% Increase | 0.5% Decrease | 0.5% Increase | 0.5% Decrease |
| Impact on defined Benefit obligation | (317,216) | 331,470 | 332,800 | (321,385) |

A quantitative sensitivity analysis for significant assumption as at March 31, 2019 is as shown below:
Leave

| Particulars | 31-March -19 | | 31-March -19 | |
|--------------------------------------|---------------|---------------|---------------|---------------|
| | Discount Rate | | Future Salary | |
| Sensitivity Level | 0.5% Increase | 0.5% Decrease | 0.5% Increase | 0.5% Decrease |
| Impact on defined Benefit obligation | (331,337) | 346,052 | 349,916 | (337,978) |



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Notes to Financial Statements for the year ended 31st March 2020

Maturity Profile of Defined Benefit Obligation

| | Particulars | Gratuity 31 st March 2020 |
|----|----------------|---|
| a) | 0 to 1 Year | 9,076,030 |
| b) | 1 to 2 Year | 1,645,722 |
| c) | 2 to 3 Year | 1,836,800 |
| d) | 3 to 4 Year | 5,111,196 |
| e) | 4 to 5 Year | 782,643 |
| f) | 5 to 6 Year | 507,928 |
| h) | 6 Year Onwards | 3,603,328 |

Notes:

1. The discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of obligations.
2. The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.
3. The gratuity plan and earned leave is unfunded.

Demographic assumptions:

- a. Retirement age: 58 years
- b. Mortality rate : Published rates under Indian Assured Lives Mortality (IALM) Ultimate table

32. C.I.F. Value of Imports :

| Particulars | 31 st March 2020 | 31 st March 2019 |
|-----------------|-----------------------------|-----------------------------|
| Stores & Spares | - | 5,68,892 |
| Capital Goods | 24,19,493 | 14,04,073 |
| Total | 24,19,493 | 19,72,765 |

33. Expenditure in Foreign Currency (on payment basis)

| Particulars | 31 st March 2020 | 31 st March 2019 |
|---------------------------|--------------------------------|-----------------------------|
| Commission & Brokerage | 91,33,793 | 1,65,43,888 |
| Technical Services | 52,11,601 | 54,57,392 |
| Advertisement & Publicity | 1,33,38,947 | 1,26,16,367 |
| Recruitment & Training | 8,15,404 | 9,89,155 |
| Others | 1,05,67,107 | 1,27,86,181 |
| Total | 3,90,66,852 | 4,83,92,983 |

34. Earnings in Foreign Currency (on receipt basis)- Rs 14,69,71,054 (Previous Year: Rs 18,25,25,199)



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35. The Company has paid dividend in respect of shares held by Non-Residents. The total amount remitted in this respect is given herein below:-

| Particulars | 31 st March 2020 | 31 st March 2019 |
|---|-----------------------------|-----------------------------|
| Number of Non Resident Shareholders | 454 | 472 |
| Number of Equity Shares held by Non Resident Shareholders | 77,58,649 | 77,08,082 |
| Amount of Dividend Paid | 1,93,96,602 | 1,94,20,205 |
| Year to which Dividend Relates | 2018-2019 | 2017-2018 |

36. Leases:

The Company has entered into Operating lease agreements for letting out space. The lease agreements are made for specific period as per agreement. Lease payments received recognised in the Statement of Profit & Loss for the year ended amounted to Rs 18,08,967/-.

The future receipts for operating lease are as follows:

| Particulars | 31 st March 2020 | 31 st March 2019 |
|---|-----------------------------|-----------------------------|
| Not Later than 1 year | 13,64,910 | 22,81,230 |
| Later than one year and not later than five years | 17,00,499 | 33,20,080 |
| Later than five years | - | - |

Since, the lease is an operating lease and not a finance lease, the Company is duly accounting the rental income in their books as per the requirements of Ind AS 116 which says that the lease rental in case of an operating lease should be recorded in a systematic manner over the period of the lease term.

The Company has entered into leave & license agreement for premises. The lease agreements are made for specific period as per agreement. Lease payments paid are recognised in the Statement of Profit & Loss for the year ended amounted to Rs 180,00,000/-.

The future Payments for operating lease are as follows:

| Particulars | 31 st March 2020 | 31 st March 2019 |
|---|-----------------------------|-----------------------------|
| Not Later than 1 year | - | 30,00,000 |
| Later than one year and not later than five years | - | - |
| Later than five years | - | - |

The Company has terminated the leave and license agreement w.e.f 31st March 2020 and hence, there will not be impact due to Ind AS 116.

37. The operating segments (Ind AS 108) of the Company are as follows:

- a) Hotel Business (East): The hotel Business (East) includes namely the operating hotel "Hyatt Regency" in Kolkata.
 b) Investments including investments in Hotel (South): It consists of (i) Securities Trading Unit & (ii) Strategic Investment Unit.

Securities Trading Unit comprising of treasury/liquid investments which are being regularly traded, bonds, mutual funds, and shares of certain companies (Refer Note No 5A & Note No 5B)

Strategic Investment Unit includes the loan & investment in its wholly owned subsidiary (Robust Hotels Pvt. Ltd.) having an operating hotel namely Hyatt Regency, Chennai and the loans and investment in its wholly owned subsidiary (GSS Hotels Ltd.)



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Notes to Financial Statements for the year ended 31st March 2020

for exploring business opportunities in Hotel in Bhubaneswar, Odisha. (Refer Note No 5A & Note No 5B)

| Sr No | ASIAN HOTELS (EAST) LTD | | | | | |
|-------------|--|-------------------------|-----------------------|-----------------------|-----------------------|-----------|
| | REGD OFFICE: HYATT REGENCY KOLKATA, 3A -I, SECTOR III, BALY LAKE CITY, KOLKATA-700 098 | | | | | |
| | CIN No. - L15122WB2007PLC162762 | | | | | |
| | STATEMENT OF STANDALONE AUDITED RESULTS FOR THE QUARTER & YEAR ENDED 31st MARCH 2020 | | | | | |
| | QEs in lakhs, except share and per share data) | | | | | |
| Particulars | Quarter Ended | | Year Ended | | | |
| | 31.03.2020 Audited | 31.12.2019 Unaudited | 31.03.2019 Audited | 31.03.2020 Audited | 31.03.2019 Audited | |
| 1 | Segment Revenue | | | | | |
| | Revenue from Operations | | | | | |
| | Hotel Business (East) | 2,288.25 | 2,342.32 | 2,984.38 | 8,250.27 | 10,344.23 |
| | Investments including investments in Hotel (South) | - | - | - | - | - |
| | Total (A) | 2,288.25 | 2,342.32 | 2,984.38 | 8,250.27 | 10,344.23 |
| | Other Income | | | | | |
| | Hotel Business (East) | 30.12 | 45.84 | 1.30 | 275.27 | 313.67 |
| | Investments including investments in Hotel (South) | 219.39 | 185.15 | 189.35 | 513.77 | 604.01 |
| | Other Unallocable Income | - | 33.28 | - | 109.60 | 50.76 |
| | Total (B) | 309.51 | 264.05 | 290.65 | 897.64 | 1,028.89 |
| | Total Revenue (A+B) | 2,597.74 | 2,774.57 | 3,591.54 | 10,107.61 | 11,571.33 |
| 2 | Segment Results (EBITDA) | | | | | |
| | Hotel Business (East) | 836.78 | 716.87 | 819.89 | 2,102.15 | 2,646.74 |
| | Investments including investments in Hotel (South) | 352.14 | 159.01 | 195.89 | 488.89 | 659.19 |
| | Total Segment Profit before Interest, Tax, Depreciation & Amortisation | 888.92 | 855.88 | 815.58 | 2,845.04 | 3,798.93 |
| 3 | Segment Result (EBIT) | | | | | |
| | Hotel Business (East) | 543.30 | 662.91 | 340.98 | 2,060.83 | 2,116.72 |
| | Investments including investments in Hotel (South) | 312.14 | 159.01 | 195.89 | 488.89 | 659.19 |
| | Total Segment Profit Before Tax | 855.44 | 821.92 | 536.87 | 2,547.72 | 2,880.54 |
| | a) Other Unallocable Cost | (158.59) | (189.80) | (106.13) | (442.26) | (411.54) |
| | b) Other Unallocable Income | - | 33.28 | - | 109.60 | 50.76 |
| | Profit Before Tax | 796.85 | 755.40 | 430.74 | 2,215.06 | 2,469.76 |
| | a) Current Tax (including previous years) | 51.44 | 206.61 | 295.82 | 673.73 | 381.48 |
| | b) Deferred Tax | (140.43) | 14.78 | (156.63) | (155.47) | (138.21) |
| | c) MAT | 110.49 | (1.68) | (11.44) | 508.85 | (11.94) |
| | Profit After Tax | 515.47 | 531.87 | 308.19 | 1,768.65 | 1,778.87 |
| 4 | Segment Assets | | | | | |
| | Hotel Business (East) | 15,594.41 | 15,254.38 | 15,745.84 | 15,594.41 | 15,745.84 |
| | Investments including investments in Hotel (South) | 71,896.94 | 76,068.79 | 82,128.34 | 71,896.94 | 82,128.34 |
| | Total Segment Assets | 87,491.35 | 91,323.17 | 97,874.18 | 87,491.35 | 97,874.18 |
| 5 | Segment Liabilities | | | | | |
| | Hotel Business (East) | 3,718.82 | 3,459.02 | 3,780.60 | 3,718.82 | 3,780.60 |
| | Investments including investments in Hotel (South) | 2,500.33 | 2,500.16 | 0.29 | 2,500.33 | 0.29 |
| | Total Segment Liabilities | 6,219.15 | 5,959.18 | 3,780.94 | 6,219.15 | 3,780.94 |



ASIAN HOTELS (EAST) LIMITED**CIN No. – L15122WB2007PLC162762**

Notes to Financial Statements for the year ended 31st March 2020

38. The disclosures relating to Micro, Small & Medium Enterprises Development Act, 2006 are as under :-

i. The amount due to Micro and Small Enterprises as defined in "The Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the Auditors.

ii. The disclosures relating to Micro and Small Enterprises are as under :-

| Particulars | 31 st March 2020 | 31 st March 2019 |
|--|-----------------------------|-----------------------------|
| The principal amount remaining unpaid to supplier as at the end of the accounting year. | 11,43,890 | 4,09,811 |
| The interest due thereon remaining unpaid to Supplier as at the end of the accounting year. | NIL | NIL |
| The amount of interest paid in terms of Section 16 alongwith the amount of payment made to the Supplier beyond the appointed day during the year. | NIL | NIL |
| The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding interest specified under this Act. | NIL | NIL |
| The amount of interest accrued during the year and remaining unpaid at the end of the accounting year. | NIL | NIL |
| The amount of further interest due and payable even in the succeeding year, until such date when interest dues as above are actually paid. | NIL | NIL |

39. Contingent Liabilities:

| Contingent Liabilities | 31 st March 2020 | 31 st March 2019 |
|--|-----------------------------|-----------------------------|
| Corporate Guarantee to IDBI Bank for Robust Hotels Pvt. Ltd. | 109,500,000 | 109,500,000 |
| Corporate Guarantee to HDPC Limited for Robust Hotels Pvt. Ltd. | 1,500,000,000 | 1,500,000,000 |
| Letter of Credit issued by IDBI Bank Ltd. in favour of West Bengal Electricity Distribution Company Limited | 1,95,00,000 | 1,95,00,000 |
| Service Tax under the Finance Act, 1994 pertaining to prior to F.Y. 2004-05 (The Company has opted for SVLDRS and the application has been accepted) | - | 4,379,735 |



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| | | |
|--|----------------|-------------|
| Service Tax under the Finance Act, 1994 pertaining to F.Y. 2007-08 to F.Y. 2009-10 | 26,753,749 | 26,753,749 |
| Service Tax under the Finance Act, 1994 pertaining to F.Y. 2008-09 to F.Y. 2012-13 | 6,836,585 | 6,836,585 |
| Service Tax under the Finance Act, 1994 pertaining to F.Y. 2013-14 to F.Y. 2016-17 | 7,644,193 | 7,644,193 |
| Service Tax under the Finance Act, 1994 pertaining to F.Y. 2014-15 to F.Y. 2016-17 (Assistant Commissioner-Tech Kolkata Audit-I CGST & CX Commissionerate has dropped the demand vide Intimation dated 30th September 2019) | - | 3,86,32,924 |
| Income Tax under the Income Tax Act, 1961 for the F.Y. 2011-12 (ITAT has passed an order in favour of the company vide order dated 10th June 2020)- For FY 2011-12, FY 2012-13 & FY 2013-14) | - | 1,68,41,387 |
| Income Tax under the Income Tax Act, 1961 for the F.Y. 2012-13 (ITAT has passed an order in favour of the company vide order dated 10th June 2020) | - | 1,17,93,677 |
| Income Tax under the Income Tax Act, 1961 for the F.Y. 2013-14 (ITAT has passed an order in favour of the company vide order dated 10th June 2020) | - | 1,21,41,837 |
| Income Tax under the Income Tax Act, 1961 for the F.Y. 2014-15 (CIT- Appeals has passed an order in favour of the company vide order dated 2nd August 2019) | - | 69,76,470 |
| Sales Tax under West Bengal Sales Tax Act, 1994 pertaining to F.Y. 2012-13 | 5,683,418 | 5,683,418 |
| Value Added Tax under West Bengal VAT Act, 2003 pertaining to F.Y. 2012-13 (Senior Joint Commissioner- Commercial Taxes has modified the Order of Joint Commissioner and for the balance amount payable, the Company has created a provision for it separately) | - | 396,345 |
| VAT Under WBVAT Act 2003 for the F.Y 2014-15 Commercial Taxes has modified the Order of Joint Commissioner and a refund amounting to Rs 99,075 has been determined. The Company has made an application for the refund of the same). | - | 1,81,215 |
| VAT Under WBVAT Act 2003 for the F.Y 2011-12 (the Company has preferred an appeal against the demand) | Rs 3,69,75,792 | - |
| The West Bengal Value Added Tax Rules, 2003 for the F.Y 15-16 (Joint Commissioner- Commercial Taxes has issued a modified Order dated 19/12/2019 and a refund amounting to Rs 77,411 has been determined and it was received by us on 17/01/2020). | - | 13,09,677 |
| Foreign Trade Development Regulation Act, 1992. | 3,96,36,944 | 3,96,36,944 |



ASIAN HOTELS (EAST) LIMITED
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Notes to Financial Statements for the year ended 31st March 2020

40. The Hon'ble Supreme Court (SC) of India by their order dated 28th February 2019 set out the principles based on which allowances paid to the employees should be identified for inclusion in basic wages for the purposes of computation of Provident Fund contribution. Subsequently, a review petition against this decision has been filed and is pending before the SC for disposal. The Company is awaiting the outcome of the review petition, and further clarification in the matter to assess any potential impact on the Company and consequently no adjustments have been made in the books of account.

41. Payments to Auditors

| Particulars | 31 st March 2020 | 31 st March 2019 |
|---------------------------|-----------------------------|-----------------------------|
| Statutory Audit Fees | 850,000 | 700,000 |
| Tax Audit Fees | 150,000 | 150,000 |
| Fees for other services | 65,000 | 20,000 |
| Reimbursement of Expenses | 85,640 | 30,250 |

42. As far as the Regency Convention Centre and Hotels Limited (Regency)'s legal suit No. 6846 of 1999 with the Airport Authority of India (AAI) & Ors in the High Court of Judicature at Bombay is concerned and its slow progress in more than last 20 years and pursuant to the discussion and understanding with Mumbai International Airport Limited (MIAL), the company considered the prospect of amicable settlement of the dispute through MIAL and accordingly Regency, the Company and MIAL have executed a Share Purchase Agreement dated 20th April 2019 (SPA) wherein MIAL has agreed to buy the Company's 100% investment in the Regency at a purchase consideration of Rs.64 crores against which the company has received an advance of Rs.23 crores from MIAL. The SPA is subject to fulfilment of certain conditions including withdrawal of the legal suit by the HCC. However, the terms of the SPA could not be fulfilled by the Long Stop Date 30th June 2019 mentioned therein and now MIAL has extended the Long Stop Date to 31st March 2021 to pay the balance consideration of Rs.41 crores with an interest at the rate of 8.25% p.a. for the period commencing from 1st July 2019 till the revised Long Stop Date to complete the transaction. Further notwithstanding the above development, the company is always open to consider a hotel project in future at the CSH Airport, Mumbai subject to a suitable opportunity, terms, process, business and economic environment. The Regency shall pursue the legal case till the completion of the transaction.

43. In accordance with the Indian Accounting Standard on "Related Party Disclosures" (IndAS - 24), the disclosures in respect of Related Parties and transactions with them are as follows:-

Related Party Disclosures

(i) List of Related Parties

(a) Subsidiaries:

GJS Hotels Limited, wholly owned subsidiary
 Regency Convention Centre & Hotels Limited
 Robust Hotels Private Limited (w.e.f. 24th July 2019, the direct wholly owned subsidiary of the Company)

(b) Key Management Personnel:

Mr Radhe Shyam Saraf, Chairman
 Mr Arun Kumar Saraf, Joint Managing Director
 Mr Umesh Saraf, Joint Managing Director

(c) Independent Directors:

Mr. A.C Chakraborti
 Mrs. Ritu Bhatnani
 Mr. Ram Shankar Jhawar
 Mr. Padam Kumar Khaitan



(d) Entities over which directors or their relatives can exercise significant influence / control:

- Juniper Hotels Private Limited
- Unison Hotels Private Limited

ASIAN HOTELS (EAST) LIMITED

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Notes to Financial Statements for the year ended 31st March 2020

- iii. Chartered Hotels Private Limited
- iv. Chartered Hampi Hotels Private Limited
- v. Unison Hotels South Private Limited
- vi. Salkia Estate Development Pvt Ltd
- vii. Juniper Investments Limited
- viii. Vedic Hotels Limited
- ix. Blue Energy Private Limited
- x. Unison Power Limited
- xi. Footsteps of Buddha Hotels Private Limited
- xii. Samra Importex Private Limited
- xiii. Taragon Regency Hotels Limited, Nepal
- xiv. Yak & Yeti Hotels Limited, Nepal
- xv. Nepal Travel Agency Pvt. Ltd., Nepal
- xvi. Sara International limited, Hong Kong
- xvii. Sara Hospitality Limited, Hong Kong
- xviii. Saraf Hotels Limited, Mauritius
- xix. Saraf Investments Limited, Mauritius
- xx. Saraf Industries Limited, Mauritius
- xxi. Khaitan & Co

(ii) Details of Transactions with Related Parties during the year:



Notes to Financial Statements for the year ended 31st March 2020

Notes to Financial Statements for the year ended 31st March 2020

ASIAN HOTELS (EAST) LIMITED
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Notes to Financial Statements for the year ended 31st March 2020

*The Post Employment benefits of KMPs excludes gratuity which cannot be separately identified from the composite amount advised by the actuary.

44. EFFECT OF THE SANCTIONED SCHEME OF ARRANGEMENT:

The Scheme of Arrangement between the Company, GJS Hotels Limited (GJS) and Robust Hotels Private Limited (RHPL) and their respective shareholders and creditors under sections 230 and 232 of the Companies Act, 2013 for Demerger of investment division of GJS, a wholly-owned subsidiary into the Company and reorganization of share capital of RHPL has been sanctioned by the NCLT Benches, Kolkata and Chennai Bench vide its order dated 6th February, 2019 and 24th June, 2019 respectively.

The Scheme had become effective from 24th July, 2019 being the Effective Date with effect from 31st March, 2016 being the Appointed Date. Requisite steps have been taken by the Company to give effect to the Scheme.

The accounting effect of the scheme has been taken on 1st April 2019 and which effect is given below.



ASIAN HOTELS (EAST) LIMITED
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Notes to Financial Statements for the year ended 31st March 2020

| The Net Impact of Scheme of Arrangement on the financials is tabulated as under: | |
|---|--------------------|
| Particulars | Amount in INR |
| Assets | |
| Non-Current Investments (Refer Note No 1 below) | 2,45,09,08,198 |
| Loans/advance to subsidiary companies -Current Investment (Refer Note No 2 below) | (3,19,20,63,861) |
| Other financial assets | 20,000 |
| Income Tax Assets | 4,13,078 |
| Cash and Bank Balances | 1,53,440 |
| | (74,04,89,145) |
| Liabilities | |
| Reserves and Surplus | (74,35,01,145,000) |
| Profit & Loss (Refer Note No 3 below) | (13,08,515,000) |
| Deferred tax liabilities | (3,52,282,000) |
| Trade Payables | 46,71,800,000 |
| | (74,04,89,145,000) |
| a) Non-Current Investments | |
| <p>i) Equity Shares of Robust Hotels Pvt Ltd (RHPL)</p> <p>A) 18,41,83,800 nos of Equity shares of RHPL of Rs 30,732-43 lakh has been transferred from GJS Hotels Ltd (Investment Division) as per Clause 11.2 of Scheme of Arrangement</p> <p>B) 43,00,000 nos of 10% Preference shares issued by RHPL converted into 3,20,35,000 nos of equity shares of Rs 20/- worth Rs 6407 lakh as per Clause 14.1(i) & Clause 17.3 of Scheme of Arrangement</p> <p>C) 1,55,00,000 nos of 0.1% Debentures issued by RHPL converted into 3,79,75,000 equity shares of Rs 20/- worth Rs 7595 lakh as per Clause 14.1(ii) & Clause 17.3 of Scheme of Arrangement</p> | 5,37,34,43,328 |
| <p>ii) 12% Preference Shares of RHPL (43,00,000 nos of 12% Preference shares issued by RHPL converted into 3,20,35,000 nos of equity shares of Rs 20/- worth Rs 6407 lakh as per Clause 14.1(ii) & Clause 17.3 of Scheme of Arrangement & difference of Rs (153.26) lakh has been adjusted with Reserves & Surplus</p> | (61,53,74,060) |
| <p>iii) Equity Shares of GJS Hotels Ltd -Investment in 1,07,30,978 nos of equity shares of GJS Hotels Ltd (Investment Division) @ Rs 215 each has been cancelled after demerger of Investment Division of GJS Hotels Ltd into Asian Hotels (East) Ltd. as per clause 11.4 of Scheme of Arrangement</p> | (2,30,71,50,270) |
| | 2,45,09,08,198 |
| a) Loans/advance to Subsidiary Companies - Current Investment | |
| <p>i) All Assets and Liabilities of Investment Division of GJS Hotels Limited has been transferred to Asian Hotels (East) Limited as per Clause 11.2 of Scheme of Arrangement. So advance given to GJS hotels ltd (Investment Division) adjusted in Scheme of Arrangement</p> | (3,19,20,63,861) |
| | |
| g) Profit & Loss | |
| Other Income | 2,45,903 |
| Employee Benefit Expense | (12,04,930) |
| Other Expenses | (2,40,401) |
| | (13,08,515) |



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Notes to Financial Statements for the year ended 31st March 2020

Consequent to giving effects of the Scheme, all the securities held by GIS in RHPL transferred to the Company and accordingly RHPL became a direct wholly owned subsidiary of the Company.

45- STATUS OF ONGOING SCHEME OF ARRANGEMENT

On 14th November, 2019 the Board of Directors of the Company approved a Scheme of Arrangement, Demerger and Reduction of Capital between the Company and its wholly –owned subsidiary Robust Hotels Private Limited(RHPL) and their respective shareholders and creditors under Sections 230-232, 66 of the Companies Act, 2013 ("the Scheme") for inter alia :

- i) demerger and transfer of the undertaking, business activities and operations of the Company pertaining to 'Securities Trading Unit' comprising of treasury/liquid investments which are being regularly traded, bonds, mutual funds, and shares of certain companies (which already are under an agreement of sale, part performance completed)("Demerged Undertaking") from the Company into RHPL, as a going concern in compliance with Section 2(19AA) of Income Tax Act, 1961
- ii) capitalization of reserves of the Company and issuance and allotment of fully paid-up bonus equity shares having face value of Rs. 10/- each ("Bonus Shares") by the Company to its equity shareholders (as of the Record Date), in the ratio 2:1, meaning 1 (one) Bonus Share for every 2 (two) equity shares of the Company, making pari passu with the existing equity shares of the Company;
- iii) reorganization and reduction of shares of RHPL held by the Company (without any consideration) with 'Appointed Date' being the same as the Effective date or such other date as may be modified/fixed by the Tribunal;
- iv) upon effectiveness of the Scheme RHPL shall issue & allot equity shares to the shareholders of the Company in the ratio of 1:1 i.e., 1(one) fully paid-up equity share of having a face value of Rs. 10/- each for every 1 (one) fully paid-up equity share of the Company having a face value of Rs. 10/- held by a shareholder of the Company as on the Record Date (to be determined in terms of the Scheme and the 2013 Act) and the shares of RHPL shall be listed and admitted for trading on all the stock exchanges where the equity shares of the Company are listed.

The Scheme along with necessary documents was filed by the Company on 28th January, 2020 with the stock exchanges where the equity shares of the Company are listed. The Company has received Observation Letters dated 21.05.2020 from BSE Limited (BSE), being the designated stock exchange of the Company and National stock Exchange of India Ltd (NSE) so as to file the Scheme with the Hon'ble National Company Law Tribunal Benches, Kolkata & Chennai.

In compliance with the requirement mentioned in the observation letters received from BSE and NSE dated 21st May, 2020, the Company Application has been filed through e-mode with the Hon'ble NCLT Bench, Kolkata on Tuesday, 21st July, 2020 having filing no. 1908134/00063/2020 for receiving necessary Directions/Orders in respect of convening the meeting of the equity shareholders and creditors for approval of the Scheme.

Further, RHPL is in the process of filing the application with the Hon'ble NCLT Bench, Chennai for receiving Orders in respect of convening/dispensing with the meeting of its equity shareholders and creditors for approval of the Scheme.

All stakeholders can see the Scheme documents including the observation letters dated 21.05.2020 in the Company's website at www.ahel.com and website of the BSE at <https://www.bseindia.com/corporates/NOCLTorder.aspx> and NSE at <https://www2.nseindia.com/corporates/corporateHome.html?Id=schemeofarrangement>



ASIAN HOTELS (EAST) LIMITED
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Notes to Financial Statements for the year ended 31st March 2020

46. Pursuant to the provisions of Section 124 & 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund (IEPF) Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (the Rules), Rs. 8,54,110/- and 14626 shares have been transferred to the IEPF for the dividend declared in the financial year ended 2011-12 and the respective shares whose dividend remained unpaid or unclaimed for seven consecutive years. Further, Rs. 18,599 of F.Y 2011-12 and its 4,130 shares of F.Y 2011-12 being restrained shares could not be transferred to the IEPF pursuant to Rule 6(3)(b) of the Rules, the due date of transfer of which was August 24, 2019.
47. The Government of India vide Taxation Laws (Amendment) Ordinance, 2019 dated 20th September 2019 has inserted Section 115BAA in the Income Tax Act, 1961 which provides an option of reduced rate effective from April 1, 2019 subject to certain conditions. The Company has elected to exercise the option of lower tax rate of 25.163% (inclusive of surcharge and cess) under section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance 2019. The full impact of this change has been recognized in tax expense in the current year ended 31st March, 2020. In view of the above, the MAT Credit Entitlement will not be available in future years, hence the same is reversed to the tune of Rs 5,10,48,965 liab. The deferred tax expense has reduced by Rs 1,58,60,813 liab due to exercise of aforementioned option of lower tax rate.
48. The spread of COVID-19 has severely impacted businesses around the globe, including India. There has been severe disruption of regular business operations due to lock-down, disruption in transportation, supply chain and other emergency measures. The company's offices are under lockdown since 24th March, 2020 and the Hotel is running with curtailed manpower as per requisite permission from local administration. As a result the Hotel Operations for the month of March 2020 and also the performance for the F.Y 2020-21 will be severely impacted due to Covid-19. The company is monitoring the situation closely and operations are being ramped up in a phased manner taking into account directives from the Government. The management has considered internal and certain external sources of information up to the date of approval of the financial statements in determining the impact of COVID-19 pandemic on various elements of its financial statements. The management has used the principles of prudence in applying judgments, estimates and assumptions and based on the current estimates, the management expects to fully recover the carrying amount of inventories, trade receivables, investments and other assets. The eventual outcome of impact of the global health pandemic may be different from those estimated as on the date of approval of these financial statements. The Company has already initiated action plans including control of fixed overheads to reduce the impact on the profitability.
49. Estimated amount of Capital Contracts pending to be executed (Net of Advances – Rs 75,93,124 (Previous Year – Rs. 13,81,699/-)
50. The Auditors have commented on the need for and necessity of carrying out an evaluation of impairment of the investment and loans given by the Company to its wholly owned subsidiary Robust Hotels Pvt. Ltd., Chennai (RHPL). Sometimes back RHPL had undertaken valuation of its assets which exceeded the Company's investments in and loans to it. During last 5 years, RHPL has improved its performance and also generated cash profits and as a result RHPL was able to fulfill its financial obligations to banks/financial institutions and accordingly the loan outstanding has come down from Rs.150 Cr. to Rs.114 Cr. as on 31st March 2020. Unfortunately, the entire Hotel industry is now devastated on account of Covid-19 pandemic and also long lockdown declared by the Government.

These events have created uncertainty and unpredictability in the future of the Hotel industry across the country. The entire Hotel industry is grappling with the situation and therefore in the present adverse circumstances it is difficult to carry out the impairment test.

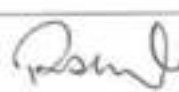
However, the management is confident that the recoverable value of the investment and loans given to RHPL will not be less than the amount at which they have been stated in the balance sheet. The operating performance of the RHPL has been satisfactory and the management of the subsidiary has taken reasonable steps in reducing the overheads especially the manpower cost and utility cost to safeguard itself from huge operating losses on account of Covid-19. The present adverse business conditions due to outbreak of Covid pandemic is temporary and it has become difficult to have the future projections of revenue/cash flows from the business for the purpose of Impairment as this industry has been affected badly. The management is optimistic that the long term prospects/fundamentals of RHPL is good and it expects quick recovery in the performance after business conditions are restored to its prior position. Hence, the management does not anticipate any impairment to the carrying amount of the asset.



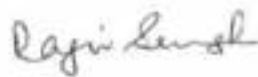
ASIAN HOTELS (EAST) LIMITED
CIN No. – L15122WB2007PLC162762

Notes to Financial Statements for the year ended 31st March 2020

51. Previous Year figures have been regrouped / reclassified, wherever necessary

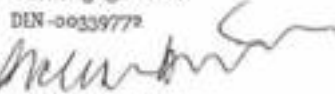
 Radhe Shyam Sengupta
Chairman
DIN 00017962


For Singhi & Co.
Chartered Accountants
Firm Registration No. 302049E



Rajiv Singhi
Partner
Membership No.: 053518

Place: Kolkata
Date: 31st July 2020



Arun Kr Saraf
Jt. Managing Director
DIN - 00339772

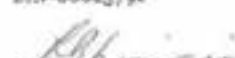

A.C Chakrabortti
Director
DIN - 00015622


Padam Kr Khaitan
Director
DIN - 00019700


Bimal Kr Jhunjhunwala
CFO & Vice President- Corporate Finance


Umesh Saraf
Jt. Managing Director
DIN 00017985


Rama Shankar Jhawar
Director
DIN - 00023792


Rita Bhimani
Director
DIN - 07106069


Saumen Chatterjee
Chief Legal Officer & Company Secretary



| ANAN HOTELS (PVT) LIMITED | | | | | | |
|---|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-----------------------|
| REGD OFFICE: HYATT REGENCY KOLKATA, 1A & 1B, SECTOR 10, SALT LAKE CITY, KOLKATA-700 098 | | | | | | |
| CIN No. : LajazzWhosarPLCoamtn | | | | | | |
| STATEMENT OF STANDALONE UNAUDITED RESULTS FOR THE QUARTER & HALF YEAR ENDED 30th SEPTEMBER 2020 | | | | | | |
| DU in lakhs, except share and per share data) | | | | | | |
| Particulars | Standalone | | | | | |
| | Quarter Ended | | | Half Year Ended | | Year Ended |
| | 30.09.2020 Unaudited | 30.09.2020 Unaudited | 30.09.2019 Unaudited | 30.09.2020 Unaudited | 30.09.2019 Unaudited | 31.03.2020 Audited |
| 1. Income | | | | | | |
| a. Net Sales/ Income from Operations | 300.87 | 335.23 | 2,298.06 | 479.34 | 4,389.32 | 9,430.07 |
| b. Other Income | 304.31 | 479.05 | 340.26 | 633.48 | 831.39 | 897.64 |
| Total Income | 605.18 | 814.28 | 2,638.32 | 1,112.82 | 5,220.71 | 10,327.71 |
| 2. Expenses | | | | | | |
| a. Cost of Materials Consumed | 33.85 | 38.06 | 303.05 | 71.31 | 440.55 | 1,390.84 |
| b. Employee Benefit Expense | 310.54 | 390.45 | 345.80 | 645.39 | 1,077.09 | 2,156.59 |
| c. Depreciation and Amortization Expense | 77.40 | 76.47 | 75.74 | 153.48 | 148.78 | 397.32 |
| d. Fuel, Power & Light | 65.30 | 71.31 | 295.33 | 196.31 | 329.34 | 364.15 |
| e. Repairs, Maintenance & Refurbishing | 40.70 | 35.79 | 133.36 | 78.43 | 115.11 | 418.30 |
| f. Operating and General Expenses | 108.48 | 114.44 | 613.43 | 295.88 | 1,738.34 | 6,330.09 |
| Total Expenses | 736.26 | 836.52 | 2,066.61 | 1,340.80 | 4,749.81 | 7,865.29 |
| 3. Profit/(Loss) from ordinary activities before exceptional items and tax (1-a) | (131.08) | (22.24) | 571.71 | (227.98) | 1,470.90 | 2,462.42 |
| 4. Exceptional Items | - | - | - | - | - | - |
| 5. Profit/(Loss) from ordinary activities before tax (1-a) | (131.08) | (22.24) | 571.71 | (227.98) | 1,470.90 | 2,462.42 |
| 6. Tax Expense | | | | | | |
| - Current Tax (including previous years) | - | - | 45.81 | - | 210.48 | 473.73 |
| - Deferred Tax | (18.60) | 7.44 | - | (11.34) | - | (155.45) |
| - MAT | - | - | 104.06 | - | (26.80) | 308.81 |
| 7. Net Profit/(Loss) for the period (1-a) | (131.08) | (14.80) | 721.58 | (239.32) | 1,233.62 | 2,603.66 |
| 8. Other Comprehensive Income/(Loss) (net of Tax) | | | | | | |
| A. (i) Items that will not be reclassified to profit or loss | | | | | | |
| Reversal of deferred benefit liability | 0.47 | (0.80) | 0.32 | (0.30) | 0.54 | (2.45) |
| Equity Instruments through other comprehensive income | (41.70) | (27.80) | 3.41 | (70.30) | (94.91) | (334.27) |
| (ii) Income tax relating to items that will not be reclassified to profit or loss | (0.30) | 0.33 | (0.30) | 0.30 | (0.45) | 84.26 |
| B. (i) Items that will be reclassified to profit or loss | - | - | - | - | - | - |
| (ii) Income tax relating to items that will be reclassified to profit or loss | - | - | - | - | - | - |
| 9. Total Comprehensive Income/(Loss) (7+8) | (171.61) | (15.27) | 721.58 | (239.32) | 1,233.62 | 2,603.66 |
| 10. Paid-up Equity Share Capital (Face value Rs 10/-) | 1,132.78 | 1,132.78 | 1,132.78 | 1,132.78 | 1,132.78 | 1,132.78 |
| 11. Other Equity | - | - | - | - | - | 84,379.41 |
| 12. Earnings per equity share (Face Value of Rs 10/- each) | | | | | | |
| (a) Basic | (0.15) | (0.14) | 0.64 | (0.21) | 1.18 | 2.29 |
| (b) Diluted | (0.15) | (0.14) | 0.64 | (0.21) | 1.18 | 2.29 |



Q. K. Sanyal

Notes:

* The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 10th November 2020 as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Statutory Auditors of the Company have carried out a Limited Review of the aforesaid results.

* Regarding the ongoing Scheme of Arrangement, Demerger and Reduction of Capital between the Company and its wholly owned subsidiary Robust Hotels Private Limited (RHPL) and their respective shareholders and creditors under Sections 230-232, 66 of the Companies Act, 2013 ("the Scheme") and pursuant to the Observation Letters dated 25th May, 2020, issued by BSE and NSE, the Company had instituted an Application through e-mode with the Hon'ble NCLT Bench, Kolkata on 21st July, 2020 for receiving necessary direction/order for convening, holding and conducting of the meetings of the equity shareholders and creditors to agree to the Scheme. The Company has been following up the matter with the Hon'ble NCLT Bench, Kolkata regularly but due to the ongoing pandemic situations and restrictive working conditions, till date the matter has not been listed before it.

Further, the Company's wholly owned subsidiary, Robust Hotels Private Limited, Chennai (RHPL) has also instituted the scheme application with the Hon'ble NCLT Bench, Chennai on 25th August, 2020 through e-mail for receiving necessary direction/dispatchation, as the case may be, for convening, holding and conducting of the meetings of the equity shareholders, secured creditors and unsecured creditors to agree to the Scheme. RHPL has also filed an urgency application on 17th September, 2020 wherein it has prayed before the Tribunal to list the above matter urgently and thereafter complied with the other conditions as prescribed by the Tribunal in this regard. The urgency application was listed before the Hon'ble NCLT Bench, Chennai on 12th October, 2020 wherein the Bench allowed the urgency application and reserved its order. The order is awaited.

3 The Auditors have commented on the need for and necessity of carrying out an evaluation of impairment of the investment and loans given by the Company to its wholly owned subsidiary Robust Hotels Pvt. Ltd., Chennai (RHPL). Against this comment, it is hereby submitted that sometimes back RHPL had undertaken valuation of its assets which exceeded the Company's investments in and loans to it. During last 5 years, RHPL has improved its performance and also generated cash profits and as a result RHPL was able to fulfill its financial obligations to banks/financial institutions and accordingly the loan outstanding has come down from Rs.150 Cr. to Rs.121 Cr. as on 30th Sept 2020. Unfortunately, the entire Hotel industry is now devastated on account of Covid-19 pandemic and also long lockdown declared by the Government.

These events have created uncertainty and unpredictability in the future of the Hotel industry across the country. The entire Hotel industry is grappling with the situation and therefore in the present adverse circumstances it is difficult to carry out the impairment test.

However, the management is confident that the recoverable value of the investment and loans given to RHPL will not be less than the amount at which they have been stated in the balance sheet. The operating performance of the RHPL, has been satisfactory and the management of the subsidiary has taken reasonable steps in reducing the overheads especially the manpower cost and utility cost to safeguard itself from huge operating losses on account of Covid-19. The present adverse business conditions due to outbreak of Covid pandemic is temporary and it has become difficult to have the future projections of revenue/cash flows from the business for the purpose of impairment as this industry has been affected badly. The management is optimistic that the long term prospects/fundamentals of RHPL is good and it expects quick recovery in the performance after business conditions are restored to its prior position. Hence, the management does not anticipate any impairment to the carrying amount of the asset.

4 The spread of COVID-19 has severely impacted businesses around the globe, including India. There has been severe disruption of regular business operations due to lock-down, disruption in transportation, supply chain and other emergency measures. The company's offices are under lockdown since 24th March, 2020 and the Hotel is running with curtailed manpower as per requisite permission from local administration. As a result the Hotel Operations for the month of March 2020 and also the performance for the F.Y 2020-21 will be severely impacted, due to Covid-19. The company is monitoring the situation closely and operations are being ramped up in a phased manner taking into account directives from the Government. The management has considered internal and certain external sources of information up to the date of approval of the financial statements in determining the impact of COVID-19 pandemic on various elements of its financial statements. The management has used the principles of prudence in applying judgments, estimates and assumptions and based on the current estimates, the management expects to fully recover the carrying amount of inventories, trade receivables, investments and other assets. The eventual outcome of impact of the global health pandemic may be different from those estimated as on the date of approval of these financial statements. The Company has already initiated action plans including control of fixed overheads to reduce the impact on the profitability.

5 This Statement is as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Statement of Assets and Liabilities as on 30th September 2020 and the Statement of Cash Flow for the period ended 30th September 2020 are annexed herewith.

* Figures of the previous periods are regrouped, wherever necessary, to correspond with the current period's classification / disclosure.

Kolkata
10th November 2020



By order of the Board of Directors
For Asian Hotels (East) Limited

Joint Managing Director

ASIAN HOTELS (EAST) LIMITED
REGD OFFICE: HYATT REGENCY KOLKATA, JA-1, SECTOR III, SALT LAKE CITY, KOLKATA-700 098
CIN No. - L15122WB2007PLC162762

STATEMENT OF ASSETS AND LIABILITIES

(Rs in lakhs)

| Sl. No. | Particulars | Standalone | |
|----------|---|--|----------------------------------|
| | | As at 30th September 2020 Unaudited | As at 31st March 2020 Audited |
| A | ASSETS | | |
| 1 | Non-Current Assets | | |
| | a) Property, plant and equipment | 10,845.53 | 10,877.25 |
| | b) Intangible Assets | 34.33 | 29.41 |
| | c) Capital work - in - progress | 25.86 | 39.11 |
| | d) Financial assets | | |
| | (i) Investments | 57,128.22 | 57,128.22 |
| | (ii) Other Financial Assets | 115.98 | 106.07 |
| | e) Income tax assets (net) | 314.83 | 297.12 |
| | f) Other non current assets | 16.93 | 35.47 |
| | Total Non-Current Assets | 68,481.66 | 68,482.65 |
| 2 | Current Assets | | |
| | a) Inventories | 133.78 | 187.99 |
| | b) Financial assets | | |
| | (i) Investments | 8,589.74 | 9,122.48 |
| | (ii) Trade Receivables | 349.21 | 459.48 |
| | (iii) Cash & Cash Equivalents | 38.82 | 199.59 |
| | (iv) Other Bank Balances | 3,350.66 | 3,150.19 |
| | (v) Loans | 4,386.33 | 4,450.59 |
| | (vi) Other Financial Assets | 93.99 | 161.38 |
| | c) Other current assets | 225.55 | 249.35 |
| | d) Assets classified as held for sale | 5,083.08 | 5,081.75 |
| | Total Current Assets | 22,081.37 | 23,028.70 |
| | TOTAL - ASSETS | 90,563.03 | 91,491.35 |
| B | EQUITY & LIABILITIES | | |
| 1 | Equity | | |
| | a) Equity Share Capital | 1,152.78 | 1,152.78 |
| | b) Other Equity | 83,247.86 | 84,319.41 |
| | Total - Equity | 84,400.64 | 85,472.19 |
| 2 | Liabilities | | |
| | Non-Current Liabilities | | |
| | a) Financial liabilities | | |
| | (i) Other financial liabilities | 15.38 | 9.81 |
| | b) Provisions | 117.28 | 154.88 |
| | c) Deferred tax liabilities (net) | 955.14 | 955.48 |
| | Total - Non Current Liabilities | 1,177.80 | 1,141.17 |
| | Current Liabilities | | |
| | a) Financial liabilities | | |
| | (i) Trade Payables | | |
| | - Total outstanding dues of Micro, Small and Medium Enterprise | 11.44 | 11.44 |
| | - Total outstanding dues of creditors other than Micro, Small and Medium Enterprise | 483.17 | 681.60 |
| | (ii) Other financial liabilities | 847.79 | 499.45 |
| | b) Provisions | 105.39 | 118.13 |
| | c) Other Current Liabilities | 3,556.86 | 3,627.39 |
| | Total - Current Liabilities | 4,344.59 | 4,877.99 |
| | TOTAL - EQUITY & LIABILITIES | 90,563.03 | 91,491.35 |



✓ *[Signature]*

| Sl. No. | ASIAN HOTELS (EAST) LTD | | | | | | |
|--|---|--------------------------|--------------------------|--------------------------|--------------------------|------------------------|--|
| | REGD OFFICE: HYATT REGENCY KOLKATA, 2A -A, SECTOR 30, EAST LANE CITY, KOLKATA-700 098 | | | | | | |
| | CIN No. : 191001WNP01049709 | | | | | | |
| | STATEMENT OF STANDALONE UNAUDITED RESULTS FOR THE QUARTER ENDED 30TH SEPTEMBER 2020 | | | | | | |
| Particulars | Quarter Ended | | | Half Year Ended | | Year Ended | |
| | 30-sep-2020 Unaudited | 30-sep-2019 Unaudited | 30-sep-2020 Unaudited | 30-sep-2020 Unaudited | 30-sep-2019 Unaudited | 31-may-2020 Audited | |
| (Rs in lakhs, except share and per share data) | | | | | | | |
| 1. Revenue | | | | | | | |
| Revenue From Operations | | | | | | | |
| Hotel Business (Foot) | 399.85 | 126.27 | 6,328.06 | 833.38 | 6,289.24 | 5,014.97 | |
| Investments including investments in Hotel (Foot) | - | - | - | - | - | - | |
| Total (A) | 399.85 | 126.27 | 6,328.06 | 833.38 | 6,289.24 | 5,014.97 | |
| Other Income | | | | | | | |
| Hotel Business (Foot) | 50.53 | 54.28 | 8.41 | 117.85 | 126.22 | 375.37 | |
| Investments including investments in Hotel (Foot) | 120.00 | 284.43 | 128.00 | 145.30 | 388.22 | 1,039.77 | |
| Other Unavailable Income | - | - | 96.00 | - | 75.38 | 108.50 | |
| Total (B) | 270.53 | 438.71 | 232.41 | 363.15 | 590.82 | 1,523.64 | |
| Total Revenue (A+B) | 670.38 | 565.98 | 6,560.46 | 1,196.53 | 6,880.06 | 6,538.61 | |
| 2. Expenses | | | | | | | |
| Hotel Business (Foot) | 117.54 | 1,277.04 | 439.47 | 1,434.93 | 954.30 | 1,128.11 | |
| Investments including investments in Hotel (Foot) | 40.45 | 491.84 | 471.37 | 397.30 | 114.07 | 486.86 | |
| Total Expense (Foot before Interest, Tax, Depreciation & Amortisation) | 158.00 | 1,768.88 | 910.84 | 1,832.23 | 1,068.37 | 1,614.97 | |
| 3. Depreciation & Amortisation | | | | | | | |
| Hotel Business (Foot) | 1,125.82 | 1,400.20 | 339.71 | 1,288.43 | 834.71 | 1,100.89 | |
| Investments including investments in Hotel (Foot) | 40.45 | 491.84 | 471.37 | 397.30 | 114.07 | 486.86 | |
| Total Depreciation & Amortisation (Foot before Tax) | 1,166.27 | 1,892.04 | 811.08 | 1,685.73 | 948.78 | 1,587.75 | |
| 4. Other Unavailable Cost | 1,400.00 | 1,400.00 | 1,400.00 | 1,400.00 | 1,400.00 | 1,400.00 | |
| Other Unavailable Income | - | - | 96.00 | - | 75.38 | 108.50 | |
| Profit/(Loss) Before Tax | (495.89) | 1,677.87 | (290.82) | (290.82) | 896.47 | 1,453.59 | |
| 5. Interest Tax (including previous years) | - | - | 50.81 | - | 50.88 | 471.73 | |
| 6. Income Tax | (18.00) | 7.46 | - | (11.43) | - | 750.43 | |
| 7. MAT | - | - | 11.60 | - | 11.60 | 116.00 | |
| Profit/(Loss) After Tax | (513.89) | 1,685.33 | (352.23) | (312.25) | 833.99 | 1,225.43 | |
| 8. Revenue Assets | | | | | | | |
| Hotel Business (Foot) | 11,434.73 | 11,276.24 | 11,276.24 | 11,434.73 | 11,276.24 | 11,276.24 | |
| Investments including investments in Hotel (Foot) | 71,276.24 | 71,276.24 | 71,276.24 | 71,276.24 | 71,276.24 | 71,276.24 | |
| Total Revenue Assets | 82,710.97 | 82,552.48 | 82,552.48 | 82,710.97 | 82,552.48 | 82,552.48 | |
| 9. Revenue Liabilities | | | | | | | |
| Hotel Business (Foot) | 3,444.96 | 3,444.96 | 3,444.96 | 3,444.96 | 3,444.96 | 3,444.96 | |
| Investments including investments in Hotel (Foot) | 5,200.00 | 5,200.00 | 5,200.00 | 5,200.00 | 5,200.00 | 5,200.00 | |
| Total Revenue Liabilities | 8,644.96 | 8,644.96 | 8,644.96 | 8,644.96 | 8,644.96 | 8,644.96 | |

Notes

1. The operating segments (Foot A+B) of the Company are as follows:

a) Hotel Business (Foot): The hotel business (Foot) includes namely the operating hotel "Hyatt Regency" in Kolkata.

b) Investments including investments in Hotel (Foot): It consists of (i) Strategic Trading Unit in (ii) Strategic Investment Unit.

Strategic Trading Unit includes all the investment of the Company in mutual funds, bonds, listed equity shares including equity shares of Asian Hotels (Foot) Limited & wholly owned subsidiary (Bengal Corporation Union and Hotels Ltd.).

Strategic Investment Unit includes the investment in its wholly owned subsidiary (Bengal Hotels Pvt. Ltd.) having an operating hotel namely Hyatt Regency, Chennai and the same and investment in its wholly owned subsidiary (Bengal Hotels Ltd.) for exploring business opportunities in Hotel in Bhubaneswar, Odisha.

2. Other available income for the quarter ended September 2020, half year ended September 2020 & for the year ended March 2020 represents income on Income Tax refund.

Kolkata
10th November 2020



By Order of the Board of Directors
For Asian Hotels (East) Limited

[Signature]
Joint Managing Director

| Particulars | (Rs in lakhs) | |
|---|---|---|
| | Period ended 30.09.2020 (Unaudited) | Period ended 30.09.2019 (Unaudited) |
| A. CASH FLOW FROM OPERATING ACTIVITIES | | |
| Profit/(Loss) before tax | (310.92) | 666.00 |
| Adjustment for : | | |
| Depreciation/amortization | 153.48 | 149.78 |
| Provision for bad and doubtful debts | 0.53 | 3.35 |
| Excess provision written back | (9.11) | (164.36) |
| Provision for gratuity | (17.99) | (4.99) |
| Provision for leave encashment | (12.74) | 5.87 |
| Interest income | (198.30) | (212.12) |
| Dividend income | (2.67) | (75.80) |
| Assets written off (Non cash item) | - | 0.71 |
| Fair value loss (gain) on mutual funds | (417.51) | 213.71 |
| Operating profit before working capital changes | (845.13) | 582.05 |
| Movements in working capital : | | |
| Increase/(decrease) in current trade payables | (208.43) | (53.30) |
| Increase/(decrease) in other current financial liabilities | (214.47) | (194.73) |
| Increase/(decrease) in other non-current financial liabilities | 5.57 | - |
| Increase/(decrease) in other current liabilities | (66.50) | 2,381.70 |
| Decrease/(increase) in trade receivables | 309.75 | 85.98 |
| Decrease/(increase) in inventories | 54.12 | (0.97) |
| Decrease/(increase) in non current assets | 18.55 | - |
| Decrease/(increase) in non-current financial assets | 0.09 | (0.11) |
| Decrease/(increase) in current financial assets | 0.41 | (2,268.85) |
| Decrease/(increase) in current loans | (0.25) | (0.60) |
| Decrease/(increase) in other assets | 23.79 | 40.10 |
| Cash generated from/(used in) operations | (906.50) | 571.37 |
| Less: Direct taxes paid (Net of Refunds) | 27.72 | (65.50) |
| Net cash flow from/ (used in) Operating Activities (A) | (924.22) | 756.93 |
| B. CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Payments for fixed assets | (192.20) | (89.32) |
| Decrease/(Increase) in capital work in progress | 13.25 | - |
| Proceeds from sale of PPE | 5.52 | - |
| Investments in assets held for trading | (1.33) | (5,081.75) |
| Investment in Non Current Investment | - | 5,830.12 |
| Proceeds from sale/maturity of current investments | 628.19 | (1,769.83) |
| Non-current loans given/(repaid) | 70.31 | 194.92 |
| Dividend received | 265.18 | 402.96 |
| Dividend received | 2.67 | 75.80 |
| Net cash flow from/(used in) Investing Activities (B) | 791.59 | (437.80) |
| C. CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Repayment of borrowings | - | (22.52) |
| Dividend paid on shares | (8.14) | (392.93) |
| Tax on dividend paid | - | (39.24) |
| Net cash flow from/(used in) in Financing Activities (C) | (8.14) | (374.68) |
| Net increase/(decrease) in Cash and Cash Equivalents (A + B + C) | (140.77) | (55.55) |
| Cash and Cash Equivalents at the beginning of the year | 169.59 | 201.41 |
| Add: Transfer In in the Scheme of Arrangement | - | 1.63 |
| Cash and Cash Equivalents at the end of the Period | 28.82 | 147.51 |

Note:

The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Ind AS - 7 "Statements of Cash Flow".

Kolkata
10th November 2020



By Order of the Board of Directors
For Asian Hotels (East) Limited

[Signature]
Joint Managing Director

| AGRIAN HOTELS (P) LTD. | | | | | | |
|--|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-----------------------|
| REGD OFFICE: HAVRY RESIDENCY BOKARA, 43-A, SECTOR III, RAIL LANE CITY, BOKARA-834001 | | | | | | |
| CIN No. : U63000Bihar2019PL000000 | | | | | | |
| STATEMENT OF COMPREHENSIVE UNAUDITED RESULTS FOR THE QUARTER & HALF YEAR ENDED 30th SEPTEMBER 2020 | | | | | | |
| (Rs in lakhs, except share and per share data) | | | | | | |
| Particulars | Quarter Ended | | | Half Year Ended | | Year Ended |
| | 30-09-2020 Unaudited | 30-09-2020 Unaudited | 30-09-2020 Unaudited | 30-09-2020 Unaudited | 30-09-2020 Unaudited | 30-09-2020 Audited |
| 1. Income | | | | | | |
| a) Revenue from Operations | 2,951.25 | 2,721.25 | 5,672.50 | 5,672.50 | 9,325.25 | 25,695.50 |
| b) Other Income | 255.50 | 255.50 | 255.50 | 255.50 | 511.00 | 1,022.00 |
| c) Total Income | 3,206.75 | 2,976.75 | 5,928.00 | 5,928.00 | 9,836.25 | 26,717.50 |
| 2. Expenses | | | | | | |
| a) Cost of Materials Consumed | 250.00 | 250.00 | 500.00 | 500.00 | 1,000.00 | 3,000.00 |
| b) Depreciation Expense | 225.00 | 225.00 | 450.00 | 450.00 | 900.00 | 2,700.00 |
| c) Finance Cost | 222.50 | 222.50 | 445.00 | 445.00 | 890.00 | 2,665.00 |
| d) Repairs and Maintenance Expense | 275.75 | 275.75 | 551.50 | 551.50 | 1,103.00 | 3,309.00 |
| e) Fuel, Power & Light | 150.00 | 150.00 | 300.00 | 300.00 | 600.00 | 1,800.00 |
| f) Repairs, Maintenance & Subsidies | 74.50 | 74.50 | 149.00 | 149.00 | 298.00 | 894.00 |
| g) Other Expenses | 200.00 | 200.00 | 400.00 | 400.00 | 800.00 | 2,400.00 |
| h) Total Expenses | 1,378.25 | 1,378.25 | 2,756.50 | 2,756.50 | 5,501.00 | 16,708.00 |
| 3. Profit/(Loss) from ordinary activities before exceptional items and tax (3-a) | 1,828.50 | 1,598.50 | 3,171.50 | 3,171.50 | 4,335.25 | 10,009.50 |
| 4. Exceptional Items | - | - | - | - | - | - |
| 5. Profit/(Loss) from ordinary activities before tax (3+4) | 1,828.50 | 1,598.50 | 3,171.50 | 3,171.50 | 4,335.25 | 10,009.50 |
| 6. Tax Expense | - | - | - | - | - | - |
| - Current Tax Expense (income tax) | - | - | - | - | - | - |
| - Deferred Tax | 25.00 | 25.00 | 50.00 | 50.00 | 100.00 | 300.00 |
| - WTD Tax | - | - | - | - | - | - |
| 7. Net Profit/(Loss) for the period from Continuing Operations (5-6) | 1,803.50 | 1,573.50 | 3,121.50 | 3,121.50 | 4,235.25 | 9,709.50 |
| 8. Net Profit/(Loss) from discontinued operations | 10.00 | 10.00 | 20.00 | 20.00 | 40.00 | 100.00 |
| 9. Net Profit/(Loss) for the period (7+8) | 1,813.50 | 1,583.50 | 3,141.50 | 3,141.50 | 4,275.25 | 9,809.50 |
| 10. Other Comprehensive Income/(Loss) (10A-10D) of Year | | | | | | |
| a. (i) Items that will not be reclassified to profit or loss | - | - | - | - | - | - |
| Reassessment of defined benefit liability | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Equity instruments at fair value through comprehensive income | 143.75 | 143.75 | 287.50 | 287.50 | 575.00 | 1,725.00 |
| (ii) Items that will not be reclassified to profit or loss | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| (iii) Items that will be reclassified to profit or loss | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| (iv) Items that will be reclassified to profit or loss | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| (v) Items that will be reclassified to profit or loss | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| 11. Total Comprehensive Income/(Loss) (9+10) | 1,813.50 | 1,583.50 | 3,141.50 | 3,141.50 | 4,275.25 | 9,809.50 |
| Profit attributable to: | | | | | | |
| Shareholders of the Company | 1,813.50 | 1,583.50 | 3,141.50 | 3,141.50 | 4,275.25 | 9,809.50 |
| Non-Controlling Interest | - | - | - | - | - | - |
| Total Comprehensive Income for the period attributable to: | | | | | | |
| Shareholders of the Company | 1,813.50 | 1,583.50 | 3,141.50 | 3,141.50 | 4,275.25 | 9,809.50 |
| Non-Controlling Interest | - | - | - | - | - | - |
| Total Comprehensive Income for the period attributable to: | | | | | | |
| Shareholders of the Company | 1,813.50 | 1,583.50 | 3,141.50 | 3,141.50 | 4,275.25 | 9,809.50 |
| Non-Controlling Interest | - | - | - | - | - | - |
| 12. Earnings Before Interest, Taxes, Depreciation and Amortization | 3,141.50 | 3,141.50 | 6,283.00 | 6,283.00 | 12,566.00 | 37,695.00 |
| 13. Other Equity | - | - | - | - | - | - |
| 14. Earnings Per Share (EPS) of Rs. value of Rs. 10 each | | | | | | |
| 15. Dividend | 10.00 | 10.00 | 20.00 | 20.00 | 40.00 | 100.00 |
| 16. Dividend | 10.00 | 10.00 | 20.00 | 20.00 | 40.00 | 100.00 |



Signature

Notes:

- 1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 30th November 2020 as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Statutory Auditors of the Company have carried out a Limited Review of the aforesaid results.

- 2 Regarding the ongoing Scheme of Arrangement, Demerger and Reduction of Capital between the Company and its wholly owned subsidiary Robust Hotels Private Limited (RHPL) and their respective shareholders and creditors under Sections 230-232, 66 of the Companies Act, 2013 ("the Scheme") and pursuant to the Observation Letters dated 21st May, 2020, issued by BSE and NSE, the Company had instituted an Application through e-mode with the Hon'ble NCLT Bench, Kolkata on 21st July, 2020 for receiving necessary direction/order for convening, holding and conducting of the meetings of the equity shareholders and creditors to agree to the Scheme. The Company has been following up the matter with the Hon'ble NCLT Bench, Kolkata regularly but due to the ongoing pandemic situations and restrictive working conditions, till date the matter has not been listed before it.

Further, the Company's wholly owned subsidiary, Robust Hotels Private Limited, Chennai (RHPL) has also instituted the scheme application with the Hon'ble NCLT Bench, Chennai on 25th August, 2020 through e-mail for receiving necessary direction/dispensation, as the case may be, for convening, holding and conducting of the meetings of the equity shareholders, secured creditors and unsecured creditors to agree to the Scheme. RHPL has also filed an urgency application on 17th September, 2020 where it has prayed before the Tribunal to list the above matter urgently and thereafter complied with the other conditions as prescribed by the Tribunal in this regard. The urgency application was listed before the Hon'ble NCLT Bench, Chennai on 12th October, 2020 wherein the Bench allowed the urgency application and reserved its order. The order is awaited.

- 3 The Auditors have commented on the need for and necessity of carrying out an evaluation of impairment of the goodwill on consolidation.

However, the management is confident that the realizable value of the goodwill on consolidation will not be less than the amount at which they have been stated in the balance sheet. The operating performance of the subsidiaries has been satisfactory. The present adverse business conditions due to outbreak of Covid pandemic is temporary and it has become difficult to have the future projections of revenue/cash flows from the business for the purpose of impairment as this industry has been affected badly. The management is optimistic that the long term prospects/fundamentals of the subsidiaries is good and it expects quick recovery in the performance after business conditions are restored to its prior position. Hence, the management does not anticipate any impairment to the carrying amount of the intangible asset.

Unfortunately, the entire Hotel industry is now devastated on account of Covid-19 pandemic and also long lockdown declared by the Government. These events have created uncertainty and unpredictability in the future of the Hotel industry across the country. The entire Hotel industry is grappling with the situation and therefore this is not the appropriate time to carry out the impairment test.

- 4 The spread of COVID-19 has severely impacted businesses around the globe, including India. There has been severe disruption of regular business operations due to lock-down, disruption in transportation, supply chain and other emergency measures. The company's offices are under lockdown since 24th March, 2020 and the Hotel is running with curtailed manpower as per requisite permission from local administration. As a result the Hotel Operations for the month of March 2020 and also the performance for the FY 2020-21 will be severely impacted due to Covid -19. The company is monitoring the situation closely and operations are being ramped up in a phased manner taking into account directives from the Government. The management has considered internal and certain external sources of information up to the date of approval of the financial statements in determining the impact of COVID-19 pandemic on various elements of its financial statements. The management has used the principles of prudence in applying judgments, estimates and assumptions and based on the current estimates, the management expects to fully recover the carrying amount of inventories, trade receivables, investments and other assets. The eventual outcome of impact of the global health pandemic may be different from those estimated as on the date of approval of these financial statements. The Company has already initiated action plans including control of fixed overheads to reduce the impact on the profitability.
- 5 This Statement is as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Statement of Assets and Liabilities as on 30th September 2020 and the Statement of Cash Flow for the period ended 30th September 2020 are annexed herewith.
- 6 Figures of the previous periods are regrouped, wherever necessary, to correspond with the current period's classification / disclosure.

Kolkata
16th November 2020

By order of the Board of Directors
For Asian Hotels (East) Limited



[Signature]
Joint Managing Director

ASIAN HOTELS (EAST) LIMITED
REGD OFFICE: HYATT REGENCY KOLKATA, 3A-1, SECTOR III, SALT LAKE CITY, KOLKATA-700 098
CIN No. - L15122WB2007PLC162762

STATEMENT OF ASSETS AND LIABILITIES

(Rs in lakhs)

| Sl. No. | Particulars | Consolidated | |
|----------|---|-----------------------------------|----------------------------------|
| | | As at 30th Sept 2020 Unaudited | As at 31st March 2020 Audited |
| A | ASSETS | | |
| 1 | Non-Current Assets | | |
| | a) Property, plant and equipment | 62,247.56 | 63,052.51 |
| | b) Intangible Assets | 95.87 | 85.63 |
| | c) Capital work - in - progress | 227.10 | 233.84 |
| | d) Goodwill on Consolidation | 9,991.04 | 9,991.04 |
| | e) Financial assets | | |
| | (i) Investments | 321.60 | 418.72 |
| | (ii) Other Financial Assets | 348.66 | 370.47 |
| | f) Income tax assets (net) | 344.83 | 297.42 |
| | g) Other non-current assets | 1,528.92 | 1,547.47 |
| | Total Non-Current Assets | 75,076.98 | 75,996.80 |
| 2 | Current Assets | | |
| | a) Inventories | 252.33 | 311.65 |
| | b) Financial assets | | |
| | (i) Investments | 8,589.74 | 9,112.48 |
| | (ii) Trade Receivables | 687.08 | 1,304.05 |
| | (iii) Cash & Cash Equivalents | 92.86 | 219.28 |
| | (iv) Other Bank Balances | 3,390.66 | 3,150.18 |
| | (v) Loans | 334.73 | 334.48 |
| | (vi) Other Financial Assets | 12.62 | 88.62 |
| | c) Income tax assets | 627.49 | 704.61 |
| | d) Other current assets | 430.64 | 530.95 |
| | e) Assets classified as held for sale | 5,083.08 | 5,081.75 |
| | Total Current Assets | 19,491.93 | 20,838.05 |
| | TOTAL - ASSETS | 94,568.91 | 96,834.85 |
| B | EQUITY & LIABILITIES | | |
| 1 | Equity | | |
| | a) Equity Share Capital | 1,152.78 | 1,152.78 |
| | b) Other Equity | 72,561.33 | 74,792.68 |
| | Total - Equity | 73,714.11 | 75,945.46 |
| 2 | Liabilities | | |
| | Non-Current Liabilities | | |
| | a) Financial liabilities | | |
| | (i) Borrowings | 10,356.46 | 9,681.00 |
| | (ii) Other financial liabilities | 15.38 | 9.81 |
| | b) Provisions | 197.41 | 233.93 |
| | c) Deferred tax liabilities (net) | 985.14 | 996.48 |
| | Total - Non Current Liabilities | 11,554.39 | 10,921.22 |
| | Current Liabilities | | |
| | a) Financial liabilities | | |
| | (i) Borrowings | 156.92 | 15.53 |
| | (ii) Trade Payables | | |
| | - Total outstanding dues of Micro, Small and Medium Enterprise | 217.77 | 238.37 |
| | - Total outstanding dues of creditors other than Micro, Small and Medium Enterprise | 1,247.45 | 1,414.63 |
| | (iii) Other financial liabilities | 3,806.13 | 4,227.08 |
| | b) Provisions | 105.92 | 118.73 |
| | c) Other Current Liabilities | 3,765.33 | 3,953.83 |
| | Total - Current Liabilities | 9,299.51 | 9,968.17 |
| | TOTAL - EQUITY & LIABILITIES | 94,568.91 | 96,834.85 |



✓ *[Signature]*

ASIAN HOTELS (EAST) LIMITED

CIN: 1151004WBB000PLC062764

CONSOLIDATED CASH FLOW STATEMENT FOR THE PERIOD ENDED 30th SEPTEMBER 2020

| Particulars | (Rs in lakhs) | |
|---|---|---|
| | Period ended 30.09.2020 (Unaudited) | Period ended 30.09.2019 (Unaudited) |
| A. CASH FLOW FROM OPERATING ACTIVITIES | | |
| Profit/(Loss) before tax | (2,09,72) | (208.08) |
| Adjustment for:- | | |
| Depreciation/amortisation | 968.64 | 1,393.03 |
| Loss/(profit) on sale of fixed assets | - | 494.84 |
| Interest expense | (87.03) | 790.07 |
| Provision for bad and doubtful debts | 9.33 | 1.35 |
| Provision written back | (9.31) | (164.36) |
| Provision for gratuity | (48.68) | (5.07) |
| Provision for leave encashment | (10.74) | 5.85 |
| Interest Income | (909.42) | (128.08) |
| Dividend Income | (2.57) | (75.80) |
| Assets written off (Net cash item) | - | 0.75 |
| Fair value gain on mutual funds | (497.54) | 212.71 |
| Fair value gain on non-current investments | 59.22 | - |
| Operating profit before working capital changes | (1,080.42) | 1,761.99 |
| Adjustments in working capital:- | | |
| Increase/(decrease) in current trade payables | (55.48) | (28.63) |
| Increase/(decrease) in other current financial liabilities | (138.14) | (334.07) |
| Increase/(decrease) in other non-current financial liabilities | 5.37 | - |
| Increase/(decrease) in other current liabilities | (61.05) | 2,380.83 |
| Increase/(decrease) in Provisions | (144.94) | 1.24 |
| Decrease/(increase) in trade receivables | 606.48 | 298.34 |
| Decrease/(increase) in investments | 29.50 | (15.98) |
| Decrease/(increase) in non-current financial assets | 25.86 | (8.01) |
| Decrease/(increase) in current financial assets | 6.36 | (3,350.06) |
| Decrease/(increase) in current loans | (0.25) | (0.74) |
| Decrease/(increase) in other assets | 100.33 | 91.79 |
| Decrease/(increase) in other non-current assets | 85.54 | - |
| Cash generated from/(used in) operations | (1,054.78) | 1,920.49 |
| Less: Direct taxes paid | (89.49) | (156.72) |
| Net cash flow from/(used in) Operating Activities (A) | (944.27) | 3,077.13 |
| B. CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Payments for fixed assets | (27.35) | (191.16) |
| Decrease/(Increase) in capital work in progress | 25.45 | - |
| Proceeds from sale of fixed assets | 5.39 | 23.90 |
| Investments in assets held for trading | (3.23) | (3,085.75) |
| Proceeds from sale of National Saving Certificates | - | 0.05 |
| Purchase/sale of current investments | 495.38 | (1,764.83) |
| Purchase of non-current investments | - | 5,839.32 |
| Non-current loans repaid / (given) | (9.76) | 184.92 |
| Interest received | 268.35 | 335.08 |
| Dividend Received | 2.67 | 75.80 |
| Net cash flow from/(used in) Investing Activities (B) | 716.80 | (784.87) |
| C. CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Repayment of borrowings | 685.15 | (564.09) |
| Proceeds from short term borrowings | 141.39 | 304.34 |
| Interest paid on borrowings | (279.30) | (851.14) |
| Dividend paid on shares | (8.14) | (999.83) |
| Tax on dividend paid | - | (19.25) |
| Net cash flow from/(used in) in Financing Activities (C) | (429.10) | (1,409.77) |
| Net increase/(decrease) in Cash and Cash Equivalents (A + B + C) | (166.47) | (167.51) |
| Cash and Cash Equivalents at the beginning of the year | 209.28 | 236.96 |
| Cash and Cash Equivalents at the end of the period | 98.86 | 168.44 |

The accompanying notes form an integral part of the consolidated financial statements.

1. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Ind AS - 7 "Statement of Cash Flow".

 Kolkata
 30th November 2020

 By Order of the Board of Directors
 For Asian Hotels (East) Limited

 Joint Managing Director

| Sr No | ASIAN HOTELS (EAST) LTD | | | | | | |
|-------|---|--|-------------------------|-------------------------|-------------------------|-------------------------|-----------------------|
| | REGD OFFICE: HYATT REGENCY KOLKATA, 14-A, SECTOR 10, EAST LAKE CITY, KOLKATA-700 098 | | | | | | |
| | CIN No. - 16100W/WHAR/PL/CL/0000 | | | | | | |
| | STATEMENT OF CONSOLIDATED UNAUDITED RESULTS FOR THE QUARTER & HALF YEAR ENDED 30TH SEPTEMBER 2020 | | | | | | |
| | | (Rs in lakhs, except share and per share data) | | | | | |
| | Particulars | Quarter Ended | | | Half Year Ended | | Year Ended |
| | | 30.09.2020 Unaudited | 30.09.2019 Unaudited | 30.09.2019 Unaudited | 30.09.2020 Unaudited | 30.09.2019 Unaudited | 31.03.2020 Audited |
| 1 | Segment Revenue | | | | | | |
| | Revenue from Operations | | | | | | |
| | Hotel Business (East) | 301.82 | 326.31 | 3,338.06 | 628.31 | 3,379.37 | 3,379.37 |
| | Investments including investments in Hotel (South) | 381.76 | 384.34 | 3,345.75 | 379.31 | 3,333.38 | 3,375.30 |
| | Total (A) | 683.58 | 710.65 | 6,683.81 | 1,007.62 | 6,712.75 | 6,754.67 |
| | Other Revenue | | | | | | |
| | Hotel Business (East) | 33.55 | 34.35 | 3.40 | 33.32 | 33.32 | 33.32 |
| | Investments including investments in Hotel (South) | 209.84 | 209.88 | 333.33 | 209.34 | 209.31 | 209.31 |
| | Other Unavailable Income | - | - | 33.33 | - | 33.34 | 33.34 |
| | Total (B) | 243.39 | 244.23 | 369.83 | 242.66 | 275.97 | 275.97 |
| | Total Revenue (A+B) | 926.97 | 954.88 | 7,053.64 | 1,250.28 | 6,988.72 | 7,030.64 |
| 2 | Segment Results (EBITDA) | | | | | | |
| | Hotel Business (East) | 327.54 | 327.40 | 3,333.33 | 327.54 | 3,333.33 | 3,333.33 |
| | Investments including investments in Hotel (South) | 327.54 | 327.40 | 3,333.33 | 327.54 | 3,333.33 | 3,333.33 |
| | Total Segment Profit before Interest , Tax, Depreciation & Amortisation | 655.08 | 654.80 | 6,666.66 | 655.08 | 6,666.66 | 6,666.66 |
| 3 | Segment Results (EBIT) | | | | | | |
| | Hotel Business (East) | 327.54 | 327.40 | 3,333.33 | 327.54 | 3,333.33 | 3,333.33 |
| | Investments including investments in Hotel (South) | 327.54 | 327.40 | 3,333.33 | 327.54 | 3,333.33 | 3,333.33 |
| | Total Segment Profit/(Loss) Before Tax | 655.08 | 654.80 | 6,666.66 | 655.08 | 6,666.66 | 6,666.66 |
| | 4 Other Unavailable Cost | 327.54 | 327.40 | 3,333.33 | 327.54 | 3,333.33 | 3,333.33 |
| | 5 Other Unavailable Income | - | - | 33.33 | - | 33.34 | 33.34 |
| | 6 Finance Cost | 327.54 | 327.40 | 3,333.33 | 327.54 | 3,333.33 | 3,333.33 |
| | 7 Financial Result | - | - | - | - | - | - |
| | Profit/(Loss) Before Tax | 327.54 | 327.40 | 3,333.33 | 327.54 | 3,333.33 | 3,333.33 |
| | 8 Finance Tax | - | - | 33.33 | - | 33.33 | 33.33 |
| | 9 Deferred Tax | 327.54 | 327.40 | - | 327.54 | - | 327.54 |
| | 10 MTD Credit Settlement | - | - | 33.33 | - | 33.33 | 33.33 |
| | Profit/(Loss) After Tax | 327.54 | 327.40 | 3,333.33 | 327.54 | 3,333.33 | 3,333.33 |
| 4 | Segment Assets | | | | | | |
| | Hotel Business (East) | 327.54 | 327.40 | 3,333.33 | 327.54 | 3,333.33 | 3,333.33 |
| | Investments including investments in Hotel (South) | 327.54 | 327.40 | 3,333.33 | 327.54 | 3,333.33 | 3,333.33 |
| | Total Segment Assets | 655.08 | 654.80 | 6,666.66 | 655.08 | 6,666.66 | 6,666.66 |
| 5 | Segment Liabilities | | | | | | |
| | Hotel Business (East) | 327.54 | 327.40 | 3,333.33 | 327.54 | 3,333.33 | 3,333.33 |
| | Investments including investments in Hotel (South) | 327.54 | 327.40 | 3,333.33 | 327.54 | 3,333.33 | 3,333.33 |
| | Total Segment Liabilities | 655.08 | 654.80 | 6,666.66 | 655.08 | 6,666.66 | 6,666.66 |

Notes

1 The operating segments (and all) of the Company are as follows:

a) Hotel Business (East): The Hotel Business (East) includes namely the operating hotel "Hyatt Regency" in Kolkata.

b) Investments including investments in Hotel (South): It consists of GO Securities Trading Unit & GO Strategic Investment Unit.

Securities Trading Unit includes all the investment of the Company in mutual funds, bonds, listed equity shares including equity shares of Asian Hotels (West) Limited & wholly owned subsidiary (Chengdu Convention Centre and Hotels Ltd).

Strategic Investment Unit includes the loan & investment in its wholly owned subsidiary (Kolkata Hotels Pvt. Ltd.) having an operating hotel namely Hyatt Regency, Chennai and the loan and investment in its wholly owned subsidiary (Kolkata Hotels Ltd.) for exploring business opportunities in Hotel in Kochi, Kerala.

2 Other available income for the quarter ended September 2020, half year ended September 2020 & for the year ended March 2020 represents interest on loan Tax refund.

Kolkata
with New issue



By Order of the Board of Directors
For Asian Hotels (East) Limited

[Signature]
Joint Managing Director

ROBUST HOTELS PRIVATE LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2020

(Amount in Rs.)

| Particulars | Note No. | As at 31st March, 2020 | As at 31st March, 2019 |
|--|----------|------------------------|------------------------|
| ASSETS | | | |
| Non - current Assets | | | |
| (a) Property, Plant and Equipment | 3 | 5,170,694,293 | 5,392,096,305 |
| (b) Other Intangible Assets | 4 | 5,621,944 | 5,327,837 |
| (c) Financial Assets | | | |
| (i) Investments | 5 | 41,871,637 | 35,522,200 |
| (ii) Other Financial Assets | 6 | 25,407,060 | 28,410,770 |
| (d) Other Non Current Assets | 7 | 151,200,000 | 151,530,424 |
| Total Non-Current Assets | | 5,394,794,934 | 5,613,087,536 |
| Current Assets | | | |
| (a) Inventories | 8 | 12,375,089 | 8,340,117 |
| (b) Financial Assets | | | |
| (i) Trade Receivables | 9 | 84,456,634 | 113,617,113 |
| (ii) Cash and Cash Equivalents | 10 | 4,676,392 | 5,389,670 |
| (iii) Loans | 11 | - | 49,400 |
| (iv) Other Financial Assets | 12 | 964,475 | 948,356 |
| (c) Current Tax Assets | 13 | 70,460,519 | 59,813,728 |
| (d) Other Current Assets | 14 | 28,161,693 | 36,147,174 |
| Total Current Assets | | 201,094,802 | 224,305,560 |
| Total Assets | | 5,595,889,736 | 5,837,393,096 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| (a) Equity Share Capital | 15 | 2,241,838,290 | 1,541,738,290 |
| (b) Other Equity | 16 | 1,487,550,885 | 1,174,768,931 |
| Total Equity | | 3,729,389,175 | 2,716,507,221 |
| Liabilities | | | |
| Non - current Liabilities | | | |
| (a) Financial Liabilities | | | |
| Borrowings | 17 | 968,100,000 | 2,333,150,918 |
| (b) Provisions | 18 | 9,905,752 | 8,117,062 |
| Total Non-current Liabilities | | 978,005,752 | 2,341,267,980 |
| Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 19 | 373,052,966 | 373,374,616 |
| (ii) Trade Payables | 20 | | |
| Total outstanding dues of micro enterprises & small enterprises | | 22,693,508 | 14,809,359 |
| Total outstanding dues of creditors other than micro enterprises & small enterprises | | 79,302,556 | 58,905,491 |
| (iii) Other Financial Liabilities | 21 | 340,792,175 | 286,300,890 |
| (b) Other Current Liabilities | 22 | 32,593,644 | 44,169,431 |
| (c) Provisions | 23 | 59,960 | 58,108 |
| Total Current Liabilities | | 888,494,809 | 779,617,894 |
| Total Equity and Liabilities | | 5,595,889,736 | 5,837,393,096 |

The accompanying notes form an integral part of the Financial Statements.

As per our report of even date attached
For **P LUNAWAT & ASSOCIATES**
Chartered Accountants
Firm Registration No.: 328946E

P LUNAWAT

(Pankaj Lunawat)
Proprietor
Membership No.: 067104
Place: Kolkata
Date: 24.07.2020



FOR AND ON BEHALF OF THE BOARD

[Signature]
Director

[Signature]
Director

[Signature]
Company Secretary

[Signature]
Vice President &
Chief Financial Officer

ROBUST HOTELS PRIVATE LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2020

Amount in Rs.

| Particulars | Note No. | Year ended 31st March, 2020 | Year ended 31st March, 2019 |
|---|----------|-----------------------------|-----------------------------|
| Income | | | |
| (a) Revenue from Operations | 24 | 927,698,815 | 989,614,832 |
| (b) Other Income | 25 | 35,141,712 | 17,049,433 |
| Total | | 962,840,527 | 1,006,664,264 |
| Expenditure | | | |
| (a) Consumption of Provisions, Beverages, Smokes & Others | 26 | 114,680,292 | 108,785,289 |
| (b) Employee Benefits Expense | 27 | 178,746,798 | 173,257,309 |
| (c) Finance Costs | 28 | 157,454,609 | 243,417,529 |
| (d) Depreciation and Amortization Expense | | 230,183,675 | 230,266,246 |
| (e) Other Expenses | 29 | 494,541,645 | 476,977,209 |
| Total | | 1,175,607,019 | 1,232,703,582 |
| Profit/(Loss) Before Exceptional Items and Tax | | (212,766,492) | (226,039,318) |
| Exceptional Items | | (4,650,000) | - |
| Profit/(Loss) Before Tax | | (208,116,492) | (226,039,318) |
| Tax Expense | | | |
| Current Tax | | - | - |
| Profit/(Loss) for the year | | (208,116,492) | (226,039,318) |
| Other Comprehensive Income | | | |
| Items that will not be reclassified to profit or loss | | | |
| Remeasurement of defined benefit liability | | (652,472) | 90,680 |
| Total Comprehensive Income for the year | | (208,768,964) | (225,948,638) |
| Earnings per Equity Share (Nominal value per Equity Share Rs. 10/-) (Refer Note No. 47) | | | |
| (a) Basic | | (0.93) | (1.01) |
| (b) Diluted | | (0.93) | (1.01) |

The accompanying notes form an integral part of the Financial Statements.

As per our report of even date attached
For **P LUNAWAT & ASSOCIATES**
Chartered Accountants
Firm Registration No.: 328946E

P. Lunawat

(Pankaj Lunawat)
Proprietor
Membership No.: 067104
Place: Kolkata
Date: 24.07.2020



FOR AND ON BEHALF OF THE BOARD

[Signature]
Director

[Signature]
Director

[Signature]
Company Secretary

[Signature]
Vice President &
Chief Financial Officer

| ROBUST HOTELS PRIVATE LIMITED | | | | | |
|---|-----------------|---------------|--------------------------------|----------------------------|----------------------|
| STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2020 | | | | | |
| A. EQUITY SHARE CAPITAL | | | | | Amount in Rs. |
| Particulars | Capital Reserve | Share Premium | Other Equity Retained Earnings | Other Comprehensive Income | Equity Share Capital |
| Balance as at 1st April, 2018 | - | 2,423,396,281 | (1,211,160,727) | (3,717,885) | 1,541,738,290 |
| Charges in equity share capital during the year | - | - | - | 90,680 | - |
| Balance as at 1st April, 2019 | - | - | (226,010,318) | - | 1,541,738,290 |
| Shares issued pursuant to the scheme of Arrangement between Asian Hotel (East) Limited, GJS Hotels Limited and Robust Hotels Private Limited | - | 2,623,396,281 | (1,445,230,045) | (3,627,305) | 790,101,000 |
| Balance as at 31st March, 2020 | - | - | - | (652,672) | 2,241,838,285 |
| A. OTHER EQUITY | | | | | |
| Particulars | Capital Reserve | Share Premium | Other Equity Retained Earnings | Other Comprehensive Income | Total |
| Balance as at 1st April, 2018 | - | 2,423,396,281 | (1,211,160,727) | (3,717,885) | 1,408,517,669 |
| Reimbursement of the net defined benefit liability/assets | - | - | - | 90,680 | 90,680 |
| Profit/(Loss) for the year | - | - | (226,010,318) | - | (226,010,318) |
| Balance as at 1st April, 2019 | - | 2,423,396,281 | (1,445,230,045) | (3,627,305) | 1,174,766,801 |
| Reimbursement of the net defined benefit liability/assets | - | - | - | (652,672) | (652,672) |
| Impact pursuant to the scheme of Arrangement between Asian Hotel (East) Limited, GJS Hotels Limited and Robust Hotels Private Limited | 579,600,000 | 790,100,000 | (754,340,002) | - | 521,550,918 |
| Profit/(Loss) for the period | - | - | (200,116,492) | - | (200,116,492) |
| Balance as at 31st March, 2020 | 579,600,000 | 3,213,496,281 | (2,411,408,619) | (4,279,777) | 1,487,580,885 |
| Notes and Purpose of Reserves | | | | | |
| 1. Securities Premium | | | | | |
| This Reserve represents the premium on issues of shares and can be utilized in accordance with the provisions of the Companies Act, 2013. | | | | | |
| 2. Capital Reserve | | | | | |
| This Reserve represents the difference between value of the net assets transferred to the Company in the course of Scheme of arrangement and the consideration paid for such arrangement. | | | | | |
| 3. Retained Earnings | | | | | |
| This Reserve represents the cumulative profit of the Company and effects of revaluation of defined benefit obligations. This Reserve can be utilized in accordance with the provisions of the Companies Act, 2013. | | | | | |
| The accompanying notes form an integral part of the Financial Statements. | | | | | |
| As per our report of even date attached for P LUNAWAT & ASSOCIATES Chartered Accountants Firm Registration No.: 3289448 | | | | | |
| <div style="display: flex; justify-content: space-between;"> <div> <p>(Pankaj Lunawat) Proprietor Membership No.: 067134 Place: Kolkata Date: 24.07.2020</p> </div> <div> <p>FOR AND ON BEHALF OF THE BOARD</p> <p><i>[Signature]</i> Director</p> <p><i>[Signature]</i> Company Secretary</p> <p><i>[Signature]</i> Vice President & Chief Financial Officer</p> </div> </div> | | | | | |

ROBUST HOTELS PRIVATE LIMITED
STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2020

| Particulars | Year Ended 31st March, 2020 | (Amount in Rs.) Year Ended 31st March, 2019 |
|---|--------------------------------|---|
| A. CASH FLOW FROM OPERATING ACTIVITIES | | |
| Profit/(Loss) before tax | (208,116,492) | (226,039,316) |
| Adjustment for: | | |
| Depreciation/amortization | 230,183,675 | 230,266,286 |
| Loss/(profit) on sale of fixed assets | 46,970,492 | 21,309,043 |
| Interest Expense on Borrowings | 138,595,308 | 143,151,998 |
| Provision for Gratuity | 2,676,598 | 1,891,390 |
| Provision for Leave Encashment | 1,645,892 | 1,926,497 |
| Interest Income | (1,316,100) | (1,397,465) |
| Interest on Debentures | (4,650,000) | 1,550,000 |
| Sundry balances written back (net) | - | (685,133) |
| Fair value (Gain)/Loss on Investment | (4,630,437) | (3,829,320) |
| Interest on Debentures and Preference Shares | - | 83,435,813 |
| Operating profit before working capital changes | 201,359,335 | 251,605,736 |
| Movements in working capital: | | |
| Increase/(decrease) in trade payables in Financial Liabilities | 28,283,213 | (778,828) |
| Increase/(decrease) in other current liabilities | (11,575,787) | (19,332,667) |
| Increase/(decrease) in other current financial liabilities | 38,241,285 | (42,679,707) |
| Increase/(decrease) in non current provisions | (3,186,672) | (3,589,313) |
| Increase/(decrease) in current provisions | 1,852 | (373,297) |
| Decrease/(increase) in trade receivables in Financial Assets | 28,160,481 | (26,450,361) |
| Decrease/(increase) in inventories in Current Assets | (4,054,972) | 10,904,307 |
| Decrease / (increase) in other Financial Assets | 3,003,710 | (3,047,707) |
| Decrease / (increase) in other Financial Assets under current asset | (1,6119) | (239,497) |
| Decrease / (increase) in loans in Financial Assets | 49,400 | 9,000 |
| Decrease / (increase) in other Current Assets | 7,885,481 | (3,730,151) |
| Decrease / (increase) in other Non current asset | 350,424 | 371,560 |
| Cash generated from/(used in) operations | 289,599,631 | 162,468,919 |
| Less: Direct taxes paid (net of refunds) | 10,646,791 | 13,326,503 |
| Net cash flow from/(used in) Operating Activities (A) | 278,952,840 | 149,142,416 |
| B. CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Purchase of Fixed Assets | (58,602,763) | (24,080,665) |
| Proceeds from sale of fixed assets | 2,556,500 | 5,501,000 |
| Purchase of current investments | (1,724,000) | (3,575,000) |
| Sale of current investments | - | 2,660,000 |
| Purchase of National Saving Certificates | (3,000) | - |
| Sale of National Saving Certificates | 10,000 | - |
| Interest received | 1,516,300 | 1,397,465 |
| Net cash flow from/(used in) Investing Activities (B) | (56,249,163) | (18,097,200) |
| C. CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Repayment of Long Term Borrowings | (87,150,800) | (95,300,000) |
| Proceeds from Short Term Borrowings - CC | (11,321,600) | (33,003,090) |
| Proceeds from Short Term Borrowings - Unsecured Loan | 9,000,000 | 140,000,000 |
| Interest paid on borrowings | (138,595,308) | (143,151,998) |
| Interest paid on Debentures | 4,650,000 | (1,550,000) |
| Net cash flow from/(used in) in Financing Activities (C) | (223,416,958) | (133,255,889) |
| Net increase/(decrease) in Cash and Cash Equivalents (A + B + C) | (713,279) | (3,969,872) |
| Cash and Cash Equivalents at the beginning of the year | 5,389,670 | 7,359,542 |
| Cash and Cash Equivalents at the end of the year | 4,676,392 | 3,389,670 |

Note:

- (1) This above Cash Flow Statement should be read in conjunction with the accompanying notes.
- (2) The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Ind AS- 7 on Statement of Cash Flows.
- (3) Figures for the previous year have been regrouped/rearranged wherever necessary.

As per our report of even date attached
For P LUNAWAT & ASSOCIATES
Chartered Accountants
Firm Registration No.: 328966L

P. Lunawat
(Pankaj Lunawat)
Proprietor
Membership No.: 967104
Place: Kolkata
Date: 24.07.2020



FOR AND ON BEHALF OF THE BOARD

[Signature] Director
[Signature] Director
[Signature] Company Secretary
[Signature] Vice President & Chief Financial Officer

ROBUST HOTELS PRIVATE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

Note 1: Significant Accounting Policies

1. Company Overview and Significant Accounting Policies

1.1 Company Overview

The Company was incorporated in the year 2007 as a Private Limited Company under the provisions of the Companies Act, 1956 applicable in India and subsequently became a subsidiary of GJS Hotels Limited in the year 2012. GJS Hotels Limited is a wholly owned subsidiary of Asian Hotels (East) Limited, shares of which are listed in BSE Ltd., and National Stock Exchange Ltd. Asian Hotels (East) Limited holds directly 19% shares and GJS Hotels Limited holds 81% shares prior to the scheme of arrangement. Consequent to the demerger of the Demerged Undertaking of GJS with AHEL under the Scheme, all the preference shares and debentures of the company stands converted in to equity shares and all shares held by GJS in RHPL stands transferred to AHEL. Hence, RHPL has become a wholly owned subsidiary of AHEL.

The Company is primarily engaged in the Hotel business and operating Hotel "Hyatt Regency Chennai" a five star deluxe premium hotel situated in the city of Chennai. The registered office of the Company is located at 365, Anna Salai, Teynampet, Chennai -600 018, India.

1.2 Basis of Preparation of Financial Statement

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, and the provisions of the Companies Act, 2013 ('the Act') (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules and other relevant provisions of the Act and Rules there under, as amended from time to time.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency



ROBUST HOTELS PRIVATE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

Note 1: Significant Accounting Policies (Contd.)

1.3 Use of Estimates

The preparation of the financial statements in conformity with Ind AS requires the management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the year.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

1.4. Fair Value measurement

The Company measures financial instruments at fair value at each Balance Sheet date.

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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest



ROBUST HOTELS PRIVATE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

Note 1: Significant Accounting Policies (Contd.)

and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

1.5. Property, Plant & Equipment

Property, Plant & Equipment are stated at cost, less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the Property, Plant & Equipment are ready for use as intended by management. The Company depreciates Property, Plant & Equipment over their estimated useful lives using the straight-line method.

The estimated useful lives of the assets are as follow:

| | | |
|------------------------|---|----------|
| ► Building | - | 60 years |
| ► Plant and Equipment | - | 15 years |
| ► Intangibles | - | 6 years |
| ► IT Hardwares | - | 3 years |
| ► Office Equipment | - | 5 years |
| ► Furniture & Fixtures | - | 8 years |
| ► Motor Cars | - | 8 years |

The residual values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed periodically, including at each financial year end.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Advances paid towards the acquisition of Property, Plant and Equipment outstanding at each Balance Sheet date is classified as capital advances and other non-current assets and the cost of assets not put to use before such date are disclosed under "Capital work-in-progress". Subsequent expenditure relating to Property, Plant and Equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and Maintenance costs are recognized in net profit / loss in the Statement of Profit and Loss when incurred. The cost and related



ROBUST HOTELS PRIVATE LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

Note 1: Significant Accounting Policies (Contd.)

accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss. Assets to be disposed of are reported at the lower of carrying value or the fair value less cost to sell.

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1st April, 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

1.6. Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the



Note 1: Significant Accounting Policies (Contd.)

indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is de-recognised.

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its intangible assets recognized as at 1st April, 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of the Intangible Assets.

1.7. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity

Financial Assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction cost that are directly attributable to the acquisition of financial asset measured at fair value through Profit or loss are recognized immediately in Statement of Profit or Loss.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories:

- (i) Financial Assets at Amortized Cost
- (ii) Financial Assets at Fair Value through OCI
- (iii) Financial Assets at Fair value through P&L



Note 1: Significant Accounting Policies (Contd.)

Financial Asset at Amortized Cost

A 'Financial Asset' is measured at the amortized cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the Effective Interest Rate (EIR) method. Amortized 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 amortization is included in finance income in the Statement of Profit and Loss.

Financial Asset at fair value through profit or loss

FVTPL is a residual category for Financial Assets. Any financial asset, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a Financial Asset, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Equity Instruments

All equity investments in scope of Ind AS 109 are measured at fair value. For equity instruments, the Company may make an irrevocable election to present subsequent changes in the fair value in other comprehensive income. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.



Note 1: Significant Accounting Policies (Contd.)

There is no recycling of the amounts from OCI to the Statement of Profit and Loss, even on sale of investments in equity instruments.

De-recognition of Financial Asset

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either

(a) the Company has transferred substantially all the risks and rewards of the asset, or

(b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of Financial Assets

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

- a) Financial Assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance.
- b) Financial Assets that are debt instruments and are measured as at FVTOCI.
- c) Lease receivables under Ind AS 116.
- d) Trade Receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115 (referred to as 'contractual revenue receivables')
- e) Loan commitments which are not measured as at FVTPL.
- f) Financial guarantee contracts which are not measured as at FVTPL.



Note 1: Significant Accounting Policies (Contd.)

Simplified Approach

The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade Receivables.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

General Approach

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves, such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-months ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument.

Financial Liabilities

Initial recognition and measurement

Financial Liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss and financial liabilities at amortised cost, as appropriate.

All financial liabilities are recognised initially at fair value and, in case of liabilities subsequently measured at amortised cost, they are measured net of directly attributable transaction cost. In case of Financial liabilities measured at fair value through profit or loss, transaction cost directly attributable to the acquisition of financial liabilities are recognised immediately in the statement of profit or loss.

The Company's Financial Liabilities include trade and other payables, loans and borrowings.



Note 1: Significant Accounting Policies (Contd.)

Subsequent Measurement

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial Liabilities at Amortized 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.

Financial Guarantee

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make the payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction cost that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount initially recognized less cumulative income recognized in accordance with principles of Ind AS 115.

Derecognition

A financial liability is derecognised 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 the derecognition of the original liability and the recognition of a new



ROBUST HOTELS PRIVATE LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

Note 1: Significant Accounting Policies (Contd.)

liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

1.8 Provisions, Contingent Liabilities & Contingent Assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The expense relating to a provision is presented in the Statement of Profit and Loss.

A contingent liability is disclosed in 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.

The Company does not recognise a contingent liability but discloses its existence in the financial statements. The Contingent Assets are neither recognised nor disclosed in the financial statements.

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

Contingent Assets are not recognised but are disclosed when an inflow of economic benefits is probable.

1.9 Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

- I. Revenue from rendering of hospitality services is recognized when the related services are performed and billed to the Customers.
- II. Interest income is recognized on time proportion basis taking into account the amount outstanding and the rate applicable.

However, Value Added Tax (VAT)/ Goods and Services Tax (GST) are not received by the Company on its own account. Rather, it is tax collected on behalf of the



Note 1: Significant Accounting Policies (Contd.)

government on value added to the commodity by the seller. Accordingly, it is excluded from revenue.

The specific recognition criteria described below must also be met before revenue is recognized.

a) Revenue from sale of goods and services

Revenue including service charge, if any, from sale of goods and services is recognized when the significant risks and rewards of ownership have passed to the buyer, usually on delivery of the goods and services. Revenue from the sale of goods and services is measured at the fair value of the consideration received or receivable, net of returns, allowances and trade discounts.

b) Interest Income

For all Financial Assets measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial assets or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instruments (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the Statement of Profit and Loss.

c) Dividend

Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

1.10 Income Tax

A. Current Income Tax

Income Tax expense is recognized in net Profit/(Loss) in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other Comprehensive Income.



ROBUST HOTELS PRIVATE LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

Note 1: Significant Accounting Policies (Contd.)

Current Income Tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been substantively enacted, at the Balance Sheet date.

B. Deferred Tax

Deferred Income Tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred Tax Assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized. Deferred Income Tax Assets and liabilities are measured using tax rates and tax laws that have been substantively enacted, at the Balance Sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effective changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. Deferred Income Tax Asset is recognized to the extent that future probable profits will be available against which the deductible temporary differences and tax losses can be utilized. The Company offsets current tax assets and current tax liabilities where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. The Income tax provision for the interim period is made based on the best estimate of the annual average tax rate applicable for the full financial year. Tax benefits of deductions earned on exercise of employee share options in excess of compensation charged to income are credited to share premium.

1.11Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.



ROBUST HOTELS PRIVATE LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

Note 1: Significant Accounting Policies (Contd.)

1.12 Employee Benefits

Provident Fund: The contribution to provident fund is in the nature of defined contribution plan. The Company makes contribution to statutory provident fund in accordance with the Employees Provident Fund and Miscellaneous Provisions Act, 1952. The contribution paid or payable is recognized as an expense in the period in which services are rendered.

Gratuity (Unfunded): Gratuity is in the nature of defined benefit plan. The cost is determined using the projected unit credit method with actuarial valuation being carried at each Balance Sheet date by an independent actuary. The retirement benefits obligation recognized in the Balance Sheet represent the present value of defined benefit obligation as adjusted for recognized past service cost

Actuarial gains and losses are recognized in full in the other comprehensive income for the period in which they occur

All employee benefits payable wholly within twelve months are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., and the expected cost of bonus, ex-gratia are recognised during the period in which the employee renders related service.

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered the service entitling them to the contribution.

1.13 Inventories

Inventories are valued at the lower of cost or net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

1.14. Cash and Cash Equivalents

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



Note 1: Significant Accounting Policies (Contd.)

1.15. Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to Equity Shareholders by the weighted average number of Equity Shares outstanding during the year. Diluted earnings per share are calculated by dividing the net profit or loss for the year attributable to Equity Shareholders by the weighted average number of Equity Shares considered for deriving basic earnings per equity share and also the weighted average number of Equity Shares that could have been issued upon conversion of all dilutive potential Equity Shares. Dilutive potential Equity Shares are deemed converted as of the beginning of the period unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

1.16 . Foreign Currency Transaction

Foreign currency denominated monetary assets and liabilities are translated into the relevant functional currency at exchange rates in effect at the Balance Sheet date. The gains or loss resulting from such transactions are included in the net Profit/ (Loss) in the Statement of Profit and Loss. Non-monetary assets and monetary liabilities denominated in a foreign currency are measured at fair value or translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

1.17 Hedging

The Company has certain liabilities in Foreign Currencies. These are not hedged as the same is naturally hedged against foreign inward remittance from foreign guests. But, the Gain / Loss on such liabilities has been provided for in the books of accounts at the end of the financial year and the same has been credited / debited to the Statement of Profit and Loss of the Company.



ROBUST HOTELS PRIVATE LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

Note 1: Significant Accounting Policies (Contd.)

1.18 Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Leases as lessee (Assets taken on lease)

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Leases as lessor (assets given on lease)

When the company acts as lessor, it determines at the lease commencement whether lease is finance lease or operating lease.

Rental income from operating lease is recognised on a straight line basis over the term of the relevant lease except where another systematic basis is more representative of the time pattern of the benefit derived from the asset given on lease.

All assets given on finance lease are shown as receivables at an amount equal to net investment in the lease. Principal component of the lease receipts are adjusted against outstanding receivables and interest income is accounted by applying the interest rate implicit in the lease to the net investment.

If an arrangement contains lease and non-lease components, the Company applies Ind AS 115 Revenue to allocate the consideration in the contract.

1.19 New Standard/amendments and other changes effective 1st April, 2019

(a) Ind AS 116 , Leases

The Company has adopted this Ind AS w.e.f, 1st April, 2019. However the company has not entered into any lease arrangements. Thus there is no impact of the amendment.



ROBUST HOTELS PRIVATE LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

Note 1: Significant Accounting Policies (Contd.)

(b) Amendment to Ind AS 12 — Income Taxes Appendix C – Uncertainty over Income Tax Treatment

The Company has adopted the amendments w.e.f 1st April, 2019. The impact of this amendment is not material.

(c) Amendment to Ind AS 19 — Employee Benefits relating to Plan amendment, curtailment or settlement

The Company has adopted the amendments w.e.f 1st April, 2019. As there is no change in employee benefit plans, there is no effect of this amendment.

(d) Amendment to Ind AS 23, Borrowing Costs

The Company has adopted the amendments w.e.f 1st April, 2019. The Company has not incurred any borrowing costs during the year. Thus there is no effect of this amendment.

2. Standards issued but not yet effective

Ministry of Corporate Affairs notifies new standard or amendments to the existing standards. During the year, no new standards or modifications in existing standards has been notified which will be applicable from 1st April, 2020 or thereafter.



ROBERT HOTELS PRIVATE LIMITED

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

3. **Property, Plant and Equipments**

(Amount in Rs.)

| | Freehold Land | Building | Fleet and Equipments | Furniture and Fixtures | Office Equipments | Vehicles | Total |
|---|---------------|---------------|----------------------|------------------------|-------------------|-----------|---------------|
| Carrying Amount: | | | | | | | |
| As at 1st April, 2018 | 1,540,385,212 | 3,128,262,171 | 1,887,681,825 | 387,817,640 | 13,688,878 | 1,688,688 | 6,548,512,844 |
| Additions | - | - | 21,253,679 | 1,798,873 | 17,312 | - | 23,170,664 |
| Deletions/Adjustments | - | - | 43,707,388 | - | - | - | 43,707,388 |
| As at 1st April, 2019 | 1,540,385,212 | 3,128,262,171 | 1,945,638,174 | 389,735,214 | 13,706,190 | 1,688,688 | 6,909,185,119 |
| Additions | - | 3,887,389 | 41,805,252 | 6,214,388 | 2,619,212 | - | 50,506,241 |
| Deletions/Adjustments | - | - | 91,684,270 | - | - | - | 91,684,270 |
| As at 31st March, 2020 | 1,540,385,212 | 3,132,149,560 | 1,897,159,157 | 395,949,602 | 16,325,402 | 1,688,688 | 6,983,647,511 |
| Accumulated Depreciation and Impairment | | | | | | | |
| As at 1st April, 2018 | - | 286,629,987 | 608,562,119 | 400,688,752 | 14,378,371 | 2,283,904 | 1,394,423,779 |
| For the year | - | 48,038,278 | 104,242,110 | 14,719,680 | 896,799 | 138,313 | 225,934,980 |
| Impairment | - | - | - | - | - | - | - |
| Deletions/Adjustments | - | - | 18,681,764 | - | - | - | 18,681,764 |
| As at 1st April, 2019 | - | 334,668,265 | 696,443,181 | 415,408,432 | 15,275,170 | 2,422,217 | 1,575,285,344 |
| For the year | - | 48,038,278 | 103,929,022 | 71,087,431 | 673,685 | 138,313 | 224,996,780 |
| Impairment | - | - | - | - | - | - | - |
| Deletions/Adjustments | - | - | 41,537,388 | - | - | - | 41,537,388 |
| As at 31st March, 2020 | - | 382,706,543 | 798,372,203 | 486,495,863 | 15,948,855 | 2,560,530 | 1,777,153,344 |
| Net Carrying Amount | | | | | | | |
| As at 1st April, 2018 | 1,540,385,212 | 2,841,632,184 | 1,279,126,705 | 389,146,762 | 13,691,819 | 1,686,400 | 5,956,268,244 |
| As at 31st March, 2020 | 1,540,385,212 | 2,749,442,997 | 1,098,786,954 | 399,453,739 | 16,376,547 | 1,688,158 | 6,206,499,507 |

4. **Intangible Assets**

| | Software |
|---|------------|
| Carrying Amount | |
| As at 1st April, 2018 | 40,076,134 |
| Additions | 1,843,803 |
| Deletions/Adjustments | - |
| As at 1st April, 2019 | 41,919,937 |
| Additions | 678,260 |
| Deletions/Adjustments | - |
| As at 31st March, 2020 | 42,598,197 |
| Accumulated Depreciation and Impairment | |
| As at 1st April, 2018 | - |
| For the year | 35,475,412 |
| Impairment | 939,843 |
| Deletions/Adjustments | - |
| As at 1st April, 2019 | 36,415,257 |
| For the year | 780,693 |
| Impairment | - |
| Deletions/Adjustments | - |
| As at 31st March, 2020 | 37,195,950 |
| Net Carrying Amount | |
| As at 1st April, 2018 | 40,076,134 |
| As at 31st March, 2020 | 5,402,247 |

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ROBUST HOTELS PRIVATE LIMITED
Notes forming part of the Financial Statements for the year ended 31st March, 2020

| | | (Amount in Rs.) | |
|--|--|---------------------------|---------------------------|
| | | As at 31st March, 2020 | As at 31st March, 2019 |
| 5 Investments | | | |
| Unquoted Equity Shares | | | |
| Investments carried at fair value through Profit and Loss - fully paid | | | |
| 6,54,000 (Previous Year: 6,54,000) Class-A Equity Shares of Maple Renewable Power Private Limited of Rs. 10/- each | | 29,873,442 | 29,835,480 |
| 3,35,900 (Previous Year: 1,63,500) Class-A Equity Shares of Iris Ecopower Venture Private Limited of Rs. 10/- each | | 11,993,195 | 5,676,720 |
| In Government Securities | | | |
| Investments carried at cost | | | |
| National Savings Certificate | | 5,000 | 10,000 |
| | | <u>41,871,637</u> | <u>35,522,200</u> |
| 6 Other Financial Assets | | | |
| (Unsecured, considered good by the management) | | | |
| Security Deposits with | | | |
| - Government Department | | 17,617,420 | 17,064,880 |
| - Others | | 3,792,000 | 3,302,000 |
| Fixed Deposit with Bank* | | 3,997,640 | 8,043,890 |
| | | <u>25,407,060</u> | <u>28,410,770</u> |
| *Includes Margin Money deposit - NIL (Previous Year: Rs. 80,43,890) | | | |
| 7 Other Non-Current Assets | | | |
| Deposits with High Court | | 151,200,000 | 151,200,000 |
| Balances with Statutory Authorities | | - | 330,424 |
| | | <u>151,200,000</u> | <u>151,530,424</u> |
| 8 Inventories | | | |
| (As taken valued and certified by the management) | | | |
| (Valued at cost or Net Realisable Value, whichever is lower) | | | |
| Food, Beverages & Tobacco | | 11,721,879 | 6,980,363 |
| General Stores, Spares & Other supplies | | 653,210 | 1,359,754 |
| | | <u>12,375,089</u> | <u>8,340,117</u> |
| 9 Trade Receivables | | | |
| (Unsecured, considered good by the management) | | | |
| (includes Rs.11,56,386/- (Previous Year Rs. 39,96,408) from Related Parties Refer Note 37) | | 84,456,634 | 113,617,115 |
| | | <u>84,456,634</u> | <u>113,617,115</u> |

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Refer Note 37 for Trade or Other Receivables due from Subsidiaries or from firms or private companies respectively in which any director is a partner, a director or a member.



ROBUST HOTELS PRIVATE LIMITED

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

| | (Amount in Rs.) | |
|--|---------------------------|---------------------------|
| | As at 31st March, 2020 | As at 31st March, 2019 |
| 10 Cash and Cash Equivalents | | |
| Balance with Banks | | |
| - In Current Accounts | 4,034,165 | 4,999,710 |
| - Cheques on hand | 142,376 | - |
| Cash on hand (as certified by the management) | 499,851 | 389,960 |
| | <u>4,676,392</u> | <u>5,389,670</u> |
| 11 Loans | | |
| (Unsecured, considered good by the management) | | |
| Advance to employees | - | 49,400 |
| | <u>-</u> | <u>49,400</u> |
| 12 Other Financial Assets | | |
| Interest accrued on Term deposits | 25,104 | 30,009 |
| Interest accrued on EB deposits | 939,338 | 912,897 |
| Interest accrued on NSC | 33 | 5,450 |
| | <u>964,475</u> | <u>948,356</u> |
| 13 Current Tax Assets | | |
| Income Tax Refundable | 59,814,519 | 48,865,207 |
| Tax Deducted at Source and Tax Collected at Source | 10,646,000 | 10,948,521 |
| | <u>70,460,519</u> | <u>59,813,728</u> |
| 14 Other Current Assets | | |
| Balances with Statutory Authorities | 6,967,525 | 2,834,514 |
| Prepaid Expenses | 10,861,461 | 14,874,425 |
| Advance to Suppliers | 10,016,210 | 18,438,234 |
| Other Receivables | 316,497 | - |
| | <u>28,161,693</u> | <u>36,147,174</u> |



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ROBUST HOTELS PRIVATE LIMITED

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

| | (Amount in Rs.) | |
|--|-----------------------------|-----------------------------|
| | As at 31st March, 2020 | As at 31st March, 2019 |
| 15 Share Capital | | |
| a) Authorised (Refer Note 46) | | |
| 22,50,00,000 (Previous year: 15,50,00,000) Equity Shares of Rs. 10 each | 2,250,000,000 | 1,550,000,000 |
| NIL (Previous year: 43,00,000) Preference Shares of Rs. 100 each | - | 430,000,000 |
| NIL (Previous year: 1,40,00,000) Preference Shares of Rs. 10 each | - | 140,000,000 |
| | 2,250,000,000 | 2,120,000,000 |
| Issued, Subscribed & Paid Up | | |
| 22,41,83,829 (Previous year: 15,41,73,829) Equity Shares of Rs. 10 each fully paid up | 2,241,838,290 | 1,541,738,290 |
| NIL (Previous year: 43,00,000) 12% Cumulative Redeemable Preference Shares of Rs.100/- each fully paid up | - | 430,000,000 |
| | 2,241,838,290 | 1,971,738,290 |
| Paid up Equity Share Capital | | |
| 22,41,83,829 (Previous year: 15,41,73,829) Equity Shares of Rs.10/- each fully paid up in cash | 2,241,838,290 | 1,541,738,290 |
| | 2,241,838,290 | 1,541,738,290 |
| b) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year | | |
| Equity Shares | | |
| At the beginning of the year | 154,173,829 | 154,173,829 |
| Shares issued pursuant to the scheme of Arrangement between Asian Hotel (East) Limited, GJS Hotels Limited and Robust Hotels Private Limited (Refer Note 46) | 70,010,000 | - |
| At the end of the year | 224,183,829 | 154,173,829 |
| Shares held by Holding/ultimate Holding Company and/or their subsidiaries/associates | | |
| Out of Equity Shares issued by the Company, shares held by its Holding Company are as below: | | |
| GJS Hotels Limited | | |
| NIL (Previous Year: 12,41,63,829) shares of Rs.10/- each fully paid | - | 1,241,638,290 |
| Asian Hotels (East) Limited | | |
| 22,41,83,823 (Previous Year: 3,00,10,000) shares of Rs.10/- each fully paid | 2,241,838,230 | 300,100,000 |
| c) The Company has only one class of Equity Shares having a par value of Rs. 10/- each. Each shareholder is entitled to one vote per share. | | |
| d) The shareholders have the right to declare and approve dividend, as proposed by the Board of Directors for any financial year, to be paid to the members according to their rights and interest in the profits. However, no larger dividend shall be declared than is recommended by the Board of Directors. | | |
| e) The details of shareholders holding more than 5% shares | | |
| Name of the shareholder | As at March, 2020 | As at March, 2019 |
| Equity Shares | No. of Shares % held | No. of Shares % held |
| GJS Hotels Limited | - - | 124,163,829 81 |
| Asian Hotels (East) Limited | 224,183,823 100 | 30,010,000 19 |
| As per records of the Company, including its register of shareholders/members and other declarations received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares. | | |
| f) There are 6 more nominee shareholders holding 1 share each, as nominated by Asian Hotels (East) Private Limited | | |



ROBUST HOTELS PRIVATE LIMITED
Notes forming part of the Financial Statements for the year ended 31st March, 2020

| | (Amount in Rs.) | |
|--|---------------------------|---------------------------|
| | As at 31st March, 2020 | As at 31st March, 2019 |
| 16 Other Equity | | |
| A. Reserves & Surplus | | |
| Capital Reserve | | |
| Shares issued pursuant to the scheme of Arrangement between Asian Hotel (East) Limited, GJS Hotels Limited and Robust Hotels Private Limited (Refer Note 46) | 579,800,000 | - |
| Securities Premium | | |
| Opening Balance | 2,623,596,281 | 2,623,596,281 |
| Shares issued pursuant to the scheme of Arrangement between Asian Hotel (East) Limited, GJS Hotels Limited and Robust Hotels Private Limited (Refer Note 46) | 700,100,000 | - |
| Closing Balance | 3,323,696,281 | 2,623,596,281 |
| Retained Earnings | | |
| Opening Balance | (1,445,200,045) | (1,219,160,727) |
| Shares issued pursuant to the scheme of Arrangement between Asian Hotel (East) Limited, GJS Hotels Limited and Robust Hotels Private Limited (Refer Note 46) | (758,349,082) | - |
| Profit/ (Loss) for the year | (208,116,492) | (726,098,318) |
| Closing Balance | (2,411,665,619) | (1,945,259,045) |
| Total Reserves and Surplus | 1,491,830,662 | 1,178,336,236 |
| B. Other Comprehensive Income | | |
| Opening Balance | (3,627,305) | (3,717,985) |
| Remeasurement of Defined Benefit Liability | (652,472) | 90,680 |
| Closing Balance | (4,279,777) | (3,627,305) |
| | 1,487,550,885 | 1,174,768,931 |
| 17 Non-current Liabilities | | |
| Borrowings (Refer Note 46) | | |
| NIL (Previous year: 43,00,000) 12% Cumulative Redeemable Preference Shares of Rs.100/- each fully paid up | - | 430,000,000 |
| Term Loan (Secured) (Refer Note 'a' below & Note 48) | | |
| From HDFC Limited | 1,142,400,000 | 1,229,500,000 |
| Less: Repayable within one year | 174,300,000 | 118,050,000 |
| | 968,100,000 | 1,111,500,000 |
| Unsecured - Debentures (Refer Note 46) | | |
| NIL (Previous year: 1,35,00,000) 0.1% Unsecured Non-Convertible Debentures of Rs. 100/- each | - | 791,600,918 |
| | 968,100,000 | 2,333,150,918 |

a) Security Clause

The above term loan is secured by pari passu first charge by way of hypothecation of entire movable properties both present and future and equitable mortgage by way of deposit of title deeds of immovable properties together with buildings & structures, plant & equipment, furniture & fittings installed/to be installed thereon situated at 365 Anna Salai, Teynampet, Chennai in the state of Tamil Nadu with IDBI Bank Ltd. Above securities are ranking pari passu for the Bank Guarantee facility availed by the Company and further, secured by way of second charge on all bank debts, operating cash flows, revenues, commission and receivables both present and future, having first charge of IDBI Bank Ltd for Cash Credit facility granted to the Company. The Cash credit facility from IDBI Bank Ltd, BG facility from IDBI Bank Ltd and Term Loan from HDFC Ltd are further secured by corporate guarantee of Asian Hotels (East) Limited, Kolkata.

Terms of Repayment

The loan is repayable in 42 Quarterly installments being:

- 2 Quarterly installments of Rs. 90,00,000 each commenced from 31st March, 2015 and ended on 30th June, 2015.
- 4 Quarterly installments of Rs. 94,50,000 each commenced from 30th September, 2015 and ended on 30th June, 2016.
- 4 Quarterly installments of Rs. 1,30,00,000 each commenced from 30th September, 2016 and ended on 30th June, 2017.
- 4 Quarterly installments of Rs. 1,95,00,000 each commenced from 30th September, 2017 and ended on 30th June, 2018.
- 4 Quarterly installments of Rs. 2,53,50,000 each commenced from 30th September, 2018 and ending on 30th June, 2019.
- 4 Quarterly installments of Rs. 3,09,00,000 each commencing from 30th September, 2019 and ending on 30th June, 2020.
- 4 Quarterly installments of Rs. 3,75,00,000 each commencing from 30th September, 2020 and ending on 30th June, 2021.
- 4 Quarterly installments of Rs. 4,50,00,000 each commencing from 30th September, 2021 and ending on 30th June, 2022 and 12 Quarterly installments of Rs. 6,25,50,000 each commencing from 30th September, 2022 and ending on 30th June, 2025 as per Repayment Schedule letter dated 16th August, 2012.



ROBUST HOTELS PRIVATE LIMITED
Notes forming part of the Financial Statements for the year ended 31st March, 2020

| | (Amount in Rs.) | |
|---|---------------------------|---------------------------|
| | As at 31st March, 2020 | As at 31st March, 2019 |
| 18 Non Current Provisions | | |
| For Gratuity | 5,641,926 | 4,310,717 |
| For Leave Travel Allowance | 3,011,992 | 2,374,091 |
| For Leave Benefits | 1,251,834 | 1,432,254 |
| | <u>9,905,752</u> | <u>8,117,062</u> |
| 19 Borrowings | | |
| Secured | | |
| Cash Credit Account with IDBI Bank Limited (Refer Note 'a' below) | 1,552,966 | 12,874,616 |
| Unsecured | | |
| Loan from Holding Company repayable on demand (Refer Note 37) | 371,500,000 | 362,500,000 |
| | <u>373,052,966</u> | <u>375,374,616</u> |
| a) The above facility is secured by first charge by way of hypothecation of entire stocks of raw materials, semi finished and finished goods, consumable stores and spare parts including book debts, bills whether documentary or clear, outstanding monies receivable, both present and future and second charge in favour of HDFC Limited for Term Loan granted to the Company. The above facility is further secured by a pari passu second charge by way of hypothecation of entire movable properties including movable machineries, tools & accessories present and future and Equitable Mortgage on Immovable property situated at 365, Anna Salai, Chennai - 600018 with HDFC Ltd for the Term Loan facility and Corporate Guarantee of Asian Hotels (East) Limited. | | |
| 20 Trade Payables | | |
| - Total outstanding dues of micro enterprises & small enterprises | 22,693,508 | 14,809,359 |
| - Total outstanding dues of creditors other than micro enterprises & small enterprises (Includes Related Parties Rs.16,66,461 ; Previous Year : Rs.26,39,329 -Refer Note 37) | 79,302,556 | 58,905,491 |
| | <u>101,996,064</u> | <u>73,714,850</u> |
| 21 Other Current Financial Liabilities | | |
| Current Maturities of Long Term Debt (Refer Note 48) | 174,300,000 | 118,050,000 |
| Interest Accrued and due on Loan and Cash Credit (Refer Note No. 37) | 19,363,125 | 7,414,911 |
| Salary Payable | 10,344,523 | 13,307,606 |
| Contract Payroll Payable | 1,731,539 | 1,966,788 |
| Electricity Expenses Payable | 3,209,278 | 6,754,448 |
| Other Payables | 171,843,710 | 138,807,137 |
| | <u>380,792,175</u> | <u>286,300,890</u> |
| 22 Other Current Liabilities | | |
| Advance from Customers | 11,531,103 | 19,966,118 |
| Other Current Liabilities (Includes Related Parties Rs. 1,59,784 ; Previous Year Rs. 1,59,784- Refer Note 37) | 3,724,499 | 4,406,695 |
| Statutory Dues | 17,338,042 | 19,796,618 |
| | <u>32,593,644</u> | <u>44,169,431</u> |
| 23 Provisions | | |
| <u>For Employee Benefits</u> | | |
| For Gratuity | 48,752 | 42,825 |
| For Leave Benefits | 11,208 | 15,283 |
| | <u>59,960</u> | <u>58,108</u> |

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ROBUST HOTELS PRIVATE LIMITED
Notes forming part of the Financial Statements for the year ended 31st March, 2020

| | Year ended 31st March, 2020 | (Amount in Rs.) Year ended 31st March, 2019 |
|---|--------------------------------|---|
| 24 Revenue from Operations | | |
| Sale of Products | | |
| Soft Beverages, Wines and Liquor | 59,665,675 | 55,629,171 |
| Food and Smokes | 352,322,702 | 331,801,379 |
| | <u>391,988,377</u> | <u>387,430,550</u> |
| Sale of Services | | |
| Rooms Revenue | 437,928,936 | 484,060,546 |
| Banquet Income | 45,469,926 | 58,242,014 |
| Health & Spa Revenue | 6,575,475 | 8,930,810 |
| Laundry Revenue | 4,923,826 | 5,431,400 |
| Auto Rental Revenue | 8,072,758 | 9,496,589 |
| Communications | 398,189 | 404,030 |
| Equipment Revenue | 1,175,981 | 3,706,637 |
| Service Charge Revenue | 10,043,554 | 10,509,478 |
| Other Operating Revenue | 21,121,793 | 21,402,779 |
| | <u>535,710,438</u> | <u>602,184,282</u> |
| | <u>927,698,815</u> | <u>989,614,832</u> |
| 25 Other Income | | |
| Interest Income (Gross) | | |
| (Tax deducted at source Rs. 10,099 (Previous Year Rs. 14,237)) | | |
| From Term Deposits | 399,430 | 538,876 |
| From Others | 916,670 | 858,589 |
| Miscellaneous Income | 3,300,234 | 8,802,155 |
| (Tax deducted at source Rs. 2,10,383 (Previous Year Rs. 3,02,896)) | | |
| Insurance claim received | 25,894,941 | |
| Fair value gain on Investment | 4,630,437 | 6,160,680 |
| Sundry Balances written Back (Net) | - | 689,133 |
| Total | <u>35,141,712</u> | <u>17,049,433</u> |
| 26 Consumption of Provisions, Beverages, Smokes & Others | | |
| Opening Stock | 6,980,363 | 11,237,572 |
| Add : Purchases | 119,421,808 | 104,528,081 |
| | <u>126,402,171</u> | <u>115,765,652</u> |
| Less : Closing Stock | 11,721,879 | 6,980,363 |
| Total Cost of Consumption | <u>114,680,292</u> | <u>108,785,289</u> |
| 27 Employee Benefits Expense | | |
| Salaries, Wages & Bonus etc | 146,129,791 | 142,658,141 |
| Contribution to Provident & Other Funds | 9,542,052 | 9,593,987 |
| Staff Welfare Expenses * | 20,337,139 | 18,733,188 |
| Recruitment & Training | 2,737,816 | 2,273,993 |
| | <u>178,746,798</u> | <u>173,257,309</u> |

*Includes cost of provisions consumed in staff cafeteria



ROBUST HOTELS PRIVATE LIMITED

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

| | (Amount in Rs.) | |
|--|--------------------------------|--------------------------------|
| | Year ended 31st March, 2020 | Year ended 31st March, 2019 |
| 28 Finance Costs | | |
| Interest | | |
| - On Term Loan | 136,283,111 | 141,110,693 |
| - On Cash Credit | 2,312,197 | 2,041,305 |
| - On Unsecured Debentures | - | 84,985,813 |
| - On Unsecured Loan | 18,243,033 | 13,814,041 |
| - On Others | - | 69,899 |
| Other Borrowing Cost | 616,268 | 1,395,778 |
| | 157,454,609 | 243,417,529 |
| 29 Other Expenses | | |
| Contract Labour and Service | 60,102,568 | 66,683,780 |
| Linen, Room, Catering, other supplies | 40,125,727 | 41,170,522 |
| Operating Equipments Consumption | 24,592,133 | 16,264,271 |
| Fuel, Power & Light | 85,620,682 | 98,655,020 |
| Repairs & Maintenance: | | |
| - To Building | 8,909,769 | 7,166,986 |
| - To Plant & Equipment | 33,495,575 | 34,236,464 |
| - To Others | 2,074,174 | 3,917,252 |
| Equipment Hiring Charges | 4,930,274 | 3,968,330 |
| Rates & Taxes | 33,865,467 | 20,288,512 |
| Advertisement & Publicity | 43,071,074 | 34,675,093 |
| Insurance | 2,949,615 | 5,030,261 |
| Net Loss on Foreign Currency Transaction and Translation | 4,809,264 | 8,853,342 |
| Printing & Stationery | 2,775,248 | 3,178,884 |
| Directors' Sitting Fees | 61,325 | 24,000 |
| Travelling & Conveyance | 11,666,046 | 11,941,912 |
| Professional and Consultancy Fees | 5,399,714 | 6,350,180 |
| Filing Fees* | 1,035,585 | 22,800 |
| Communication Expenses | | |
| Cost of Calls | 1,958,676 | 3,360,884 |
| Telephone Charges | 41,183 | 39,523 |
| Lease Line Rentals | 107,153 | 800,866 |
| Technical Services | 28,359,020 | 32,730,030 |
| Brokerage & Commission | 41,842,448 | 48,794,655 |
| Payment to Auditors | | |
| - As Auditor | 490,000 | 350,000 |
| - For Tax Audit | 100,000 | 100,000 |
| - For Other Services | 5,000 | - |
| Loss on sale of Fixed Assets (net) | 46,970,492 | 21,339,043 |
| Loss on sale of Investments | - | 2,331,360 |
| Miscellaneous Expenses | 9,183,433 | 4,703,239 |
| | 494,541,645 | 476,977,209 |

* Filing fee includes Rs.10,14,000 paid towards increasing authorised share capital of the company

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ROBUST HOTELS PRIVATE LIMITED

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

Other Notes

30. Contingent Liabilities and Commitments not provided for

| | As at 31 st March, 2020 Rs. | As at 31 st March, 2019 Rs. |
|---|--|--|
| i) Bank Guarantees | - | 34,67,373 |
| ii) Commitments Estimated amount of Capital Contracts pending to be executed | 1,04,69,898 | 1,81,47,271 |
| iii) Claims against the Company not acknowledged as debt | 34,680 | 82,180 |
| iv) Disputed Excise Duty and Penalty from April 2012 to October 2015 | - | 49,30,507 |
| v) Pending claims from IOC Limited for non-submission of 'C' forms for purchase of diesel | 4,00,000 | 4,00,000 |

31. As 43,00,000 Preference shares of Rs,100/- each are covered into Equity shares under the scheme of arrangement between GJS Hotels Limited, Asian Hotels (East) Limited and the company, the dividend on these preference shares is no more payable by the company. Hence the Company is not required to disclose Contingent liability as done till last year.

32. Rs.2,26,93,508 (Previous year- Rs.1,48,09,359) is due to Micro, Small and Medium enterprises (identified based on information made available during the year by such enterprises to the Company). No interest in terms of Micro, Small and Medium Enterprises Development Act, 2006 has been either paid or accrued during the year.

33. Defined Benefit Plans / Long Term Compensated Absences - As per Actuarial Valuation as on 31st March, 2020 and recognized in the financial statements in respect of Employee Benefit Scheme



ROBUST HOTELS PRIVATE LIMITED

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

| | | Gratuity Unfunded | | Leave Encashment Unfunded | |
|-----|--|---|---|---|---|
| I | Components of Employer Expense | Year ended 31 st March, 2020 | Year ended 31 st March, 2019 | Year ended 31 st March, 2020 | Year ended 31 st March, 2019 |
| | | Rs. | Rs. | Rs. | Rs. |
| | 1 Current Service Cost | 17,77,724 | 13,07,011 | 3,73,382 | 6,96,351 |
| | 2 Interest Cost | 2,46,802 | 2,53,435 | 35,667 | 52,488 |
| | 3 Actuarial (Gains)/Losses | 6,52,472 | (90,680) | 12,36,843 | 11,77,658 |
| | 4 Total expense recognised in the statement of Profit and Loss | 20,24,526 | 19,82,070 | 16,45,892 | 19,26,497 |
| II | Net Asset/(Liability) recognised in Balance Sheet as at 31st March | | | | |
| | 1 Present Value of Defined Benefit Obligation | 56,90,678 | 43,53,542 | 12,63,042 | 14,47,537 |
| | 2 Status (Surplus/ Deficit) | (56,90,678) | (43,53,542) | (12,63,042) | (14,47,537) |
| | 3 Net Asset/(Liability) recognised in Balance Sheet | (56,90,678) | (43,53,542) | (12,63,042) | (14,47,537) |
| III | Change in Defined Benefit Obligation (DBO) during the year | | | | |
| | 1 Present Value of DBO at the beginning of the year | 43,53,542 | 41,03,510 | 14,47,537 | 18,38,761 |
| | 2 Current Service Cost | 17,77,724 | 13,07,011 | 3,73,382 | 6,96,351 |
| | 3 Interest Cost | 2,46,802 | 2,53,435 | 35,667 | 52,488 |
| | 4 Actuarial (Gains)/Losses | 6,52,472 | (90,680) | 12,36,843 | 11,77,658 |
| | 5 Benefits Paid | 13,39,862 | 16,41,358 | 18,30,387 | 23,17,721 |
| | 6 Present Value of DBO at the end of the year | 56,90,678 | 43,53,542 | 12,63,042 | 14,47,537 |
| IV | Actuarial Assumptions | | | | |
| | 1 Mortality Table | IALM(2006-08) Ultimate | IALM(2006-08) Ultimate | IALM(2006-08) Ultimate | IALM(2006-08) Ultimate |
| | 2 Discount Rate (per annum) | 6.70% | 7.72% | 6.70% | 7.72% |
| | 3 Rate of escalation in Salary (per annum) | 6.00% | 6.00% | 6.00% | 6.00% |
| V | Amount Recognized in Other Comprehensive Income (OCI): | | | | |
| | Actuarial (Gain) /Loss recognized during the year | 6,52,472 | (90,680) | - | - |



ROBUST HOTELS PRIVATE LIMITED

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

Defined Benefit Plans / Long Term Compensated Absences – As per Actuarial Valuation as on 31st March, 2020 and recognized in the financial statements in respect of Employee Benefit Scheme (Contd...)

| Experience adjustment on account of actuarial assumption of Gratuity: | 2019-20 | 2018-19 | 2017-18 |
|---|------------|-----------|------------|
| | Rs. | Rs. | Rs. |
| 1. Defined Benefit Obligation as at 31st March | 56,90,678 | 43,53,542 | 41,03,510 |
| 2. Plan Assets as at 31 st March | | | - |
| 3. Surplus/ (Deficit) | (6,52,472) | 90,680 | (8,62,800) |
| Experience adjustment of Obligation | (2,82,852) | (59,104) | 10,05,479 |

Note:

1. The discount rate is based on the prevailing market yields of Indian Government Securities as at the Balance Sheet date for the estimates term of obligations.
2. The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.
3. The gratuity plan and earned leave is unfunded.
34. In the opinion of the Management, the value of realization of Current and Non Current Assets in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.
35. The timing difference relating mainly to depreciation and unabsorbed losses result in net deferred tax asset as per IND AS 12 "Income Taxes". As a prudent measure, the net Deferred Tax Assets relating to the above has not been recognized in the financial statements.
36. The Company does not have more than one reportable segment in accordance with the principle outlined in IND AS 108, the disclosure requirements on "Segment Reporting" is not applicable. The Company operates presently only in India.
37. Disclosure in respect of related parties as defined in Indian Accounting Standard 24 are given below:-
 - A. Key Managerial Personnel
 - a. Mr. Arun Kumar Saraf, Director
 - b. Mr. A. Srinivasan, Director
 - c. Mr. Umesh Saraf, Director
 - d. Mr. Varun Saraf, Director
 - e. Mr. Pawan Kumar Kakarania , Independent Director (resigned w.e.f 09.11.2019)
 - f. Mr. Soumya Saha, Independent Director (resigned w.e.f 13.01.2020)



ROBUST HOTELS PRIVATE LIMITED

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

- g. Mr. Rama Shankar Jhavar, Independent Director (appointed w.e.f 13.01.2020)
- h. Ms. Rita Bhimani, Independent Director (appointed w.e.f. 13.01.2020)
- i. Mr. T.N. Thanikachalam , Vice President & CFO
- j. Ms. N. Muthulakshmi (resigned w.e.f. 08.10.2018)
- k. Ms. T Ramyaa, Company Secretary (resigned w.e.f. 26.06.2019)
- l. Ms. Manisha Sharma, Company Secretary (appointed w.e.f. 29.06.2019)

37. Disclosure in respect of related parties as defined in Indian Accounting Standard 24 are given below:- (Contd...)

B. Holding Company:

- a. Asian Hotels (East) Limited (AHEL)

C. Enterprises over which Key Managerial Personnel are able to exercise Significant Influence :

- a. Asian Hotels (East) Limited (AHEL)
- b. GJS Hotels Limited (GJS)
- c. Juniper Hotels Private Limited (JHPL)
- d. Juniper Investments Limited (JIL)
- e. Chartered Hotels Private Limited (CHPL)
- f. Chartered Hampi Hotels Private Limited (CHHPL)
- g. Unison Hotels Limited (UHL)
- h. Taragaon Regency Hotels Limited (TRHL)
- i. Samra Importex Private Limited
- j. Blue Energy Private Limited
- k. Polygon Management Advisory Private Limited
- l. Bodhgaya Guest House Pvt. Ltd.
- m. Salkia Estate Development Pvt. Ltd.
- n. Yak & Yeti Hotel Ltd
- o. Nepal Travel Agency (P) ltd

D. Disclosure of Transactions during the year

| Name of Person | Nature of Transactions | Year Ended | Year Ended |
|----------------|---|------------------|------------------|
| | | 31st March, 2020 | 31st March, 2019 |
| | | Rs. | Rs. |
| AHEL | Reimbursement of Expenses(Net) | 6,78,689 | 5,16,209 |
| | Sales Promotion | - | 15,116 |
| | Sale of Services | 1,69,584 | 36,88,243 |
| | Interest on Unsecured Loan (TDS deducted Rs. 18,24,303/-) | 1,82,43,033 | 1,38,14,041 |



ROBUST HOTELS PRIVATE LIMITED

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

| Name of Person | Nature of Transactions | Year Ended | Year Ended |
|--------------------------|--------------------------------------|------------------|------------------|
| | | 31st March, 2020 | 31st March, 2019 |
| | | Rs. | Rs. |
| | Receipt of service | 22,30,774 | - |
| | Loan taken | 90,00,000 | 14,00,00,000 |
| | Reimbursement of Expenses | 7,19,972 | 98,264 |
| JHPL | Sale of Services | 68,982 | 5,29,047 |
| | Sales Promotion | 53,017 | 1,83,600 |
| UHL | Reimbursement of Expenses | - | 19,037 |
| CHPL | Sale of Services | 40,423 | 5,06,544 |
| | Reimbursement of Expenses | 42,280 | 17,702 |
| THHL | Reimbursement of Expenses | - | 78,883 |
| | Interest on Debentures | - | 15,50,000 |
| GJS | Debt interest refunded as per scheme | 46,50,000 | - |
| Mr. A. Srinivasan | Legal Consultancy Fee | 6,00,000 | 6,00,000 |
| | Sitting Fee | 1,000 | 4,000 |
| Mr. Arun Kumar Saraf | Sitting Fee | 5,000 | 5,000 |
| Mr. Umesh Saraf | Sitting Fee | 9,000 | 9,000 |
| Mr. Soumya Saha | Sitting Fee | 10,000 | 3,000 |
| Mr. Pawan Kumar Kakarnia | Sitting Fee | 5,000 | 1,000 |
| Mr. Varun Saraf | Sitting Fee | 1,000 | 2,000 |
| Mr. Rama Shankar Ihawar | Sitting Fee | 15,000 | - |
| Ms. Rita Bhimani | Sitting Fee | 15,000 | - |
| Mr. T.N.Thanikachalam | Remuneration* | 37,27,640 | 37,94,179 |
| Ms. N. Muthulakshmi | Remuneration* | - | 10,24,297 |
| Ms. Ramyaa Thirumaran | Remuneration* | 1,40,613 | 2,82,830 |
| Ms. Manisha Sharma | Remuneration* | 3,34,565 | - |

* The post employment benefits of KMPs excludes gratuity which cannot be separately identified from the composite amount advised by the actuary.

E. Balances as at year end

| Name of Person | Nature of Balances | Year Ended | Year Ended |
|----------------|---------------------|------------------|------------------|
| | | 31st March, 2020 | 31st March, 2019 |
| | | Rs. | Rs. |
| AHEL | Corporate Guarantee | 1,60,95,00,000 | 1,60,95,00,000 |
| | Unsecured Loan | 37,15,00,000 | 36,25,00,000 |
| | Trade Payables | 2,37,018 | 19,66,957 |
| | Trade Receivables | 0 | 28,29,236 |



ROBUST HOTELS PRIVATE LIMITED

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

| | | | |
|-------|---|-----------|--------------|
| | Interest accrued and due (net of TDS Rs. 8,22,260/-) | 82,40,134 | 74,00,342 |
| JHP/L | Trade Payables | 14,29,443 | 6,54,671 |
| | Trade Receivables | 6,05,038 | 5,72,188 |
| UHL | Other Payables | 1,59,784 | 1,59,784 |
| | Trade Receivables | 17,682 | 17,682 |
| CHL | Trade Payables | - | 17,702 |
| | Trade Receivables | 1,18,413 | 4,98,418 |
| TRHL | Trade Receivables | 78,883 | 78,883 |
| GJS | 0.1% Unsecured Cumulative Non- Convertible Debentures | - | 79,16,50,918 |

38. Earnings in Foreign Currency (Net):-

| | | |
|-------------------------|--------------|--------------|
| -On Receipt Basis*(Rs.) | 24,08,90,789 | 29,30,92,674 |
|-------------------------|--------------|--------------|

*On the basis of Foreign Inward Remittance Certificates received.

39. The outbreak of Corona virus (COVID-19) globally and in India has impacted business and economic activities in general. The spread of COVID-19, along with nationwide lockdown starting from 25th March, 2020, has caused serious threat to human lives and resulted in reduction in global demand and disruption in supply chain, which has forced the business to restrict the operations in short term. The Company is engaged in Hotel business. The Hotel business is impacted due to COVID-19 since end of February, 2020. Though this has impacted only the performance of 4th quarter in FY 2019-20, the performance for 2020-21 will be severely impacted due to COVID-19. The company has already initiated action plans including control of fixed overheads to reduce the impact on the profitability.



ROBUST HOTELS PRIVATE LIMITED
Notes forming part of the Financial Statements for the year ended 31st March, 2020

40 FINANCIAL INSTRUMENTS

Financial Instruments by category

The carrying value and fair value of financial instruments by categories as on 31st March, 2020 are as follows:

| Particulars | Amortised Cost | Fair Value through PL | Fair Value through OCI | Total Carrying Value | (Amount in Rs.) Total Fair Value |
|-----------------------------------|----------------------|--------------------------|---------------------------|-------------------------|--|
| | | | | | |
| ASSETS | | | | | |
| Non - current Assets | | | | | |
| i) Investments | 5,000 | 41,866,637 | - | 41,871,637 | 41,871,637 |
| ii) Other Financial Assets | 25,407,060 | - | - | 25,407,060 | 25,407,060 |
| | 25,412,060 | 41,866,637 | - | 67,278,697 | 67,278,697 |
| Current Assets | | | | | |
| i) Trade Receivables | 84,456,634 | - | - | 84,456,634 | 84,456,634 |
| ii) Cash and Cash Equivalents | 4,676,392 | - | - | 4,676,392 | 4,676,392 |
| iii) Other Financial Assets | 964,475 | - | - | 964,475 | 964,475 |
| | 90,097,501 | - | - | 90,097,501 | 90,097,501 |
| Total | 115,509,561 | 41,866,637 | - | 157,376,198 | 157,376,198 |
| LIABILITIES | | | | | |
| Non - current Liabilities | | | | | |
| (i) Borrowings | 968,100,000 | - | - | 968,100,000 | 968,100,000 |
| | 968,100,000 | - | - | 968,100,000 | 968,100,000 |
| Current Liabilities | | | | | |
| (i) Borrowings | 373,052,966 | - | - | 373,052,966 | 373,052,966 |
| (ii) Trade Payables | 101,996,063 | - | - | 101,996,063 | 101,996,063 |
| (iii) Other Financial Liabilities | 380,792,175 | - | - | 380,792,175 | 380,792,175 |
| | 855,841,205 | - | - | 855,841,205 | 855,841,205 |
| | 1,823,941,205 | - | - | 1,823,941,205 | 1,823,941,205 |



ROBUST HOTELS PRIVATE LIMITED
Notes forming part of the Financial Statements for the year ended 31st March, 2020

40 FINANCIAL INSTRUMENTS (Contd...)

Financial Instruments by category

The carrying value and fair value of financial instruments by categories as on 31st March, 2019 are as follows:

| Particulars | Amortised Cost | Fair Value through PL | Fair Value through OCI | Total Carrying Value | (Amount in Rs.) Total Fair Value |
|--|----------------------|-----------------------|------------------------|----------------------|-------------------------------------|
| ASSETS | | | | | |
| Non - current Assets | | | | | |
| i) Investments | 10,000 | 35,512,200 | - | 35,522,200 | 35,522,200 |
| ii) Other Financial Assets | 28,410,770 | - | - | 28,410,770 | 28,410,770 |
| | 28,420,770 | 35,512,200 | - | 63,932,970 | 63,932,970 |
| Current Assets | | | | | |
| i) Trade Receivables | 113,617,115 | - | - | 113,617,115 | 113,617,115 |
| ii) Cash and Cash Equivalents | 5,389,670 | - | - | 5,389,670 | 5,389,670 |
| iii) Loans | 49,400 | - | - | 49,400 | 49,400 |
| iv) Other Financial Assets | 948,356 | - | - | 948,356 | 948,356 |
| | 120,004,541 | - | - | 120,004,541 | 120,004,541 |
| Total Assets | 148,425,311 | 35,512,200 | - | 183,937,511 | 183,937,511 |
| LIABILITIES | | | | | |
| Non - current Liabilities | | | | | |
| i) Borrowings | 1,111,500,000 | - | - | 1,111,500,000 | 1,111,500,000 |
| ii) 12% Cumulative Redeemable Preference Shares of 100/- each fully paid up in cash | 430,000,000 | - | - | 430,000,000 | 430,000,000 |
| iii) Unsecured Debentures | - | 791,650,918 | - | 791,650,918 | 791,650,918 |
| | 1,541,500,000 | 791,650,918 | - | 2,333,150,918 | 2,333,150,918 |
| Current Liabilities | | | | | |
| (i) Borrowings | 375,374,616 | - | - | 375,374,616 | 375,374,616 |
| (ii) Trade Payables | 73,714,850 | - | - | 73,714,850 | 73,714,850 |
| (iii) Other Financial Liabilities | 286,300,890 | - | - | 286,300,890 | 286,300,890 |
| | 735,390,356 | - | - | 735,390,356 | 735,390,356 |
| Total | 2,276,890,356 | 791,650,918 | - | 3,068,541,274 | 3,068,541,274 |



ROBUST HOTELS PRIVATE LIMITED

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

41 Fair value hierarchy

This explains the estimates and judgements made in determining the fair values of Financial Instruments that are measured at fair value and amortised cost and for which fair values are disclosed in the financial statements. To Provide an indication about reliability of the inputs used in determining the fair values, the company has classified its financial instruments into the three levels prescribed under accounting standards. An explanation of each level follows underneath the table:

Level 1 : Includes Financial Instruments measured using quoted prices (unadjusted) in active markets for identical assets and liabilities that the entity can access at the measurement date.

Level 2 : Includes Financial Instruments which are not traded in active market but for which all significant inputs required to fair value the instruments are observable. The fair value is calculated using the valuation technique which maximises the use of observable market data.

Level 3: Includes those instruments for which one or more significant input are not based on observable market data.

The following table presents fair value hierarchy of assets and liabilities measured at fair value as of 31st March, 2020:

| Particulars | Fair Value | Fair value measurement using | | |
|-----------------------------------|----------------------|------------------------------|-------------------|----------------------|
| | | Level 1 | Level 2 | Level 3 |
| ASSETS | | | | |
| Non - current Assets | | | | |
| i) Investments | 41,871,637 | - | 41,866,637 | 5,000 |
| ii) Other Financial Assets | 25,407,060 | - | - | 25,407,060 |
| | 67,278,697 | - | 41,866,637 | 25,412,060 |
| Current Assets | | | | |
| i) Trade Receivables | 84,456,634 | - | - | 84,456,634 |
| ii) Cash and Cash Equivalents | 4,676,392 | - | - | 4,676,392 |
| iii) Other Financial Assets | 964,475 | - | - | 964,475 |
| | 90,097,501 | - | - | 90,097,501 |
| Total | 157,376,198 | - | 41,866,637 | 115,509,561 |
| LIABILITIES | | | | |
| Non - current Liabilities | | | | |
| i) Term Loan | 968,100,000 | - | - | 968,100,000 |
| | 968,100,000 | - | - | 968,100,000 |
| Current Liabilities | | | | |
| (i) Term Loan | 373,052,966 | - | - | 373,052,966 |
| (ii) Trade Payables | 101,996,063 | - | - | 101,996,063 |
| (iii) Other Financial Liabilities | 380,792,175 | - | - | 380,792,175 |
| | 855,841,205 | - | - | 855,841,205 |
| Total | 1,823,941,205 | - | - | 1,823,941,205 |



ROBUST HOTELS PRIVATE LIMITED
Notes forming part of the Financial Statements for the year ended 31st March, 2020

41 Fair value hierarchy (Contd...)

The following table presents fair value hierarchy of assets and liabilities measured at fair value as of 31st of March 2019

| Particulars | Fair Value | (Amount in Rs.) Fair value measurement using | | |
|---|----------------------|---|--------------------|----------------------|
| | | Level 1 | Level 2 | Level 3 |
| ASSETS | | | | |
| Non - current Assets | | | | |
| i) Investments | 35,522,200 | - | 35,512,200 | 10,000 |
| ii) Other Financial Assets | 28,410,770 | - | - | 28,410,770 |
| | <u>63,932,970</u> | <u>-</u> | <u>35,512,200</u> | <u>28,420,770</u> |
| Current Assets | | | | |
| i) Trade Receivables | 113,617,115 | - | - | 113,617,115 |
| ii) Cash and Cash Equivalents | 5,389,670 | - | - | 5,389,670 |
| iii) Loans | 49,400 | - | - | 49,400 |
| iv) Other Financial Assets | 948,356 | - | - | 948,356 |
| | <u>120,004,541</u> | <u>-</u> | <u>-</u> | <u>120,004,541</u> |
| Total | <u>183,937,511</u> | <u>-</u> | <u>35,512,200</u> | <u>148,425,311</u> |
| LIABILITIES | | | | |
| Non - current Liabilities | | | | |
| i) Term Loan | 1,111,500,000 | - | - | 1,111,500,000 |
| ii) 12% Cumulative Redeemable Preference Shares of 100/- each fully paid up in cash | 430,000,000 | - | - | 430,000,000 |
| iii) Unsecured Debentures | 791,650,918 | - | 791,650,918 | - |
| | <u>2,333,150,918</u> | <u>-</u> | <u>791,650,918</u> | <u>1,541,500,000</u> |
| Current Liabilities | | | | |
| (i) Term Loan | 375,374,616 | - | - | 375,374,616 |
| (ii) Trade Payables | 73,714,850 | - | - | 73,714,850 |
| (iii) Other Financial Liabilities | 286,300,890 | - | - | 286,300,890 |
| | <u>735,390,356</u> | <u>-</u> | <u>-</u> | <u>735,390,356</u> |
| Total | <u>3,068,541,274</u> | <u>-</u> | <u>791,650,918</u> | <u>2,276,890,356</u> |

The carrying amount of cash and cash equivalents, trade receivables, loans, other financial assets, trade payables and other financial liabilities are considered to be the same as their fair value due to their short term nature and are in close approximation of fair value.

42 FINANCIAL RISK MANAGEMENT

Financial risk factors

The Company's activities expose it to liquidity risk and credit risk.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting its obligations associated with its financial liabilities.

The Company maintains sufficient cash and cash equivalents to manage day to day operation. The Company has financial support from Asian Hotels (East) Limited, the holding company, to meet its financial liabilities for repayment.



ROBUST HOTELS PRIVATE LIMITED

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

42 FINANCIAL RISK MANAGEMENT (Contd...)

The table below provides details regarding the contractual maturities of financial liabilities as of 31st March, 2020

| Particulars | less than 3 months | 3 months to 1 year | 1 - 5 years | 5 to 20 years | Amount in Rs. Total |
|-----------------------------|--------------------|--------------------|--------------|---------------|------------------------|
| Term Loan | - | 37,30,32,966 | 90,33,50,000 | 6,25,50,000 | 1,34,11,52,966 |
| Trade payables | - | - | - | - | - |
| Other Financial Liabilities | - | 38,07,92,175 | - | - | 38,07,92,175 |

The table below provides details regarding the contractual maturities of financial liabilities as of 31st March, 2019:

| Particulars | less than 3 months | 3 months to 1 year | 1 - 5 years | 5 to 20 years | Amount in Rs. Total |
|---|--------------------|--------------------|--------------|---------------|------------------------|
| Term Loan | - | 37,53,74,616 | 79,87,50,000 | 31,27,50,000 | 1,48,68,74,616 |
| 12% Cumulative Redeemable Preference Shares of 100/- each fully paid up in cash | - | - | - | 43,00,00,000 | 43,00,00,000 |
| Unsecured Debentures | - | - | - | 79,16,50,918 | 79,16,50,918 |
| Trade payables | - | - | - | - | - |
| Other Financial Liabilities | - | 28,63,00,890 | - | - | 28,63,00,890 |

Credit Risk

Credit risk is the risk that counter party will not meet its obligation under a financial instrument leading to a financial loss. The Company is exposed to credit risk from investments, trade receivables, cash and cash equivalents loans and other financial assets.

The Company's credit risk is minimised as the Company's financial assets are carefully allocated to counter parties reflecting the credit worthiness.

The Company's credit risk is minimised as the Company's financial assets are carefully allocated to counter parties reflecting the credit worthiness.

The maximum exposure of financial asset to credit risk are as follows :

| Particulars | 31st March 2020 | 31st March 2019 |
|-------------------------|-----------------|-----------------|
| Investments | 4,18,71,637 | 3,55,22,200 |
| Trade Receivables | 8,44,56,634 | 11,36,17,115 |
| Cash & cash equivalents | 46,75,392 | 53,89,670 |
| Loans | - | 49,400 |
| Other Financial Assets | 2,63,71,535 | 2,93,59,126 |

43 CAPITAL MANAGEMENT

For the purpose of managing capital, Capital includes issued equity share capital and reserves attributable to the equity holders.

The objective of the company's capital management are to:

- Safeguard their ability to continue as going concern so that they can continue to provide benefits to their shareholders.
- Maximisation of wealth of the shareholder.
- Maintain optimum capital structure to reduce the cost of the capital.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and requirement of financial covenants. In order to maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, loans and borrowings.

Gearing Ratio is as follows :

| Particulars | 31st March 2020 | 31st March 2019 |
|---------------------------|-----------------|-----------------|
| Net debt | 96,81,00,000 | 2,33,31,50,918 |
| Total net debt and equity | 4,69,74,89,175 | 5,04,96,58,139 |
| Gearing Ratio | 20.61% | 46.20% |

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the loans and borrowings that define capital structure requirements. There have been no breaches in the financial covenants of any loans and borrowing in the current period.



ROBUST HOTELS PRIVATE LIMITED

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

44. C. I. F. Value of Capital Goods imported

| Particulars | Year Ended 31 st March, 2020 | Year Ended 31 st March, 2019 |
|--|--|--|
| | Rs. | Rs. |
| C.I.F. Value of Capital Goods Imported | 9,24,455 | - |

45. Expenditure in Foreign Currency:-

| Expenditure | Year Ended 31 st March, 2020 | Year Ended 31 st March, 2019 |
|------------------------------------|--|--|
| | Rs. | Rs. |
| Fees for Technical Services | 1,54,22,625 | 91,15,096 |
| Travelling Expenses | - | 2,38,555 |
| Commission | 2,47,61,425 | 2,69,21,806 |
| Management Fee | 2,33,93,469 | 32,730,031 |
| Business Promotion & Advertisement | 46,42,720 | - |
| Professional & Consultancy | 4,90,985 | - |
| Others | 4,59,453 | 250,075 |

46. Pursuant to Sections 230 and 232 of the Companies Act, 2013 the Board of Directors of the Company (RHPL) have approved a Scheme of Arrangement on 10th February, 2017 for (1) demerger of the investment division (Demerged Undertaking) of its holding company GJS Hotels Limited (GJS) for merger with Asian Hotels (East) Limited AHEL (the holding company of GJS) and (2) to reorganise the Share Capital and Debentures of RHPL with effect from the Appointed Date, being close of business hours on 31st March, 2016. The said scheme was approved by the Hon'ble National Company Law Tribunal (NCLT) Kolkata & Chennai Bench vide orders dated 6th February 2019 and 24th June 2019 respectively.

As per the sanction order of the scheme, all the preference shares and debentures of the company has been converted into equity shares. Also, consequent to the demerger of the Demerged Undertaking of GJS with AHEL under the Scheme, all shares held by GJS in RHPL stand transferred to AHEL and RHPL has become a wholly owned subsidiary of AHEL.



ROBUST HOTELS PRIVATE LIMITED

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

The accounting of this arrangement was done as per the Scheme and the same has been given effect to in the financial statements as under:

- a) Consequent to demerger of demerged undertaking of GJSHL to AHIL in terms of the Scheme, AHIL become the holder of all Preference Shares and Debentures of the Company.
- b) All shares held by GJSHL in the Company stand transferred to AHIL.
- c) Authorised Share Capital of the Company reorganized and increased to Rs. 2,25,00,00,000/- divided into 22,50,00,000 Equity Shares of Rs. 10/- each and Clause V (Capital Clause) of the Memorandum of Association altered accordingly.
- d) 43,00,000 12% Cumulative Redeemable Preference Shares of Rs. 100/- each (Specified Preference Shares) converted into 3,20,35,000 Equity Shares of Rs. 20/- each (Face value of Rs.10/- each & premium of Rs. 10/- each).
- e) 1,55,00,000 0.1% Unsecured Cumulative Non-Convertible Debentures of Rs. 100/- each (Specified Debentures) converted into 3,79,75,000 Equity Shares of Rs. 20/- each (Face value of Rs.10/- each & premium of Rs. 10/- each).
- f) The above equity shares have been allotted to AHIL in full and final satisfaction of all claims in respect of Specified Preference Shares and Specified Debentures including in lieu of the amount paid up thereon and all arrears of dividends and interest thereon.
- g) Consequent to conversion of Specified Preference Shares and Specified Debentures balance sum of Rs. 57,98,00,000 had been credited to Business Reconstruction Reserve Account. Which is adjusted against Capital Reserve of the Company as per the Scheme.

47. Earnings Per Share

| <u>Numerator</u> | | |
|--|----------------|----------------|
| Profit/(Loss) for the year (Rs.) | (20,81,16,492) | (22,60,39,318) |
| <u>Denominator</u> | | |
| Weighted average number of Equity Shares | 22,41,83,829 | 22,41,83,829 |
| Face Value per Share (Rs.) | 10 | 10 |
| Earnings Per Share (Rs.) | | |
| -Basic | (0.93) | (1.01) |
| -Diluted | (0.93) | (1.01) |

EPS of the previous period re-instated accordance with the approved scheme.



ROBUST HOTELS PRIVATE LIMITED

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

48. The company in pursuance of RBI circular DOR.No.BP.BC.47/ 21.04.048/2019-20 dated March 27, 2020 & Circular DOR.No.BP.BC.71/21.04.048/2019-20 dated May 23, 2020 giving relief to the Term Loan borrower across the nation on account of COVID-19 has opted for moratorium of interest and principal payments on the term loan taken from HDFC Limited which become due during March 2020 to August 2020.
49. The Board of Directors approved a Scheme of Arrangement, Demerger and Reduction of Capital between the Company and its holding Company, Asian Hotels (East) Limited (AHEL) and their respective shareholders and creditors under sections 230-232 and 66 of the Companies Act, 2013 (the Scheme) for inter alia:
- (i) demerger and transfer of the undertaking, business, activities and operations of AHEL pertaining to 'Securities Trading Unit' comprising of treasury/liquid investments from AHEL into the Company, as a going concern in compliance with Section 2(19AA) of Income Tax Act, 1961;
 - (ii) capitalization of reserves of the AHEL and issuance and allotment of fully paid-up bonus equity shares having face value of Rs. 10 (Indian rupees ten) by AHEL to its equity shareholders (as of the Record Date), in the ratio 2:1 that is, 1 (one) new bonus fully paid-up equity share having face value of Rs. 10/- (Ten) each for every 2 (two) Equity Shares of the AHEL having face value of Rs. 10 /- (Ten) each held by a shareholder of AHEL as of the Record Date;
 - (iii) reorganization and reduction of shares of the Company held by AHEL (without any consideration) with 'Appointed Date' being the same as the Effective date or such other date as may be modified/fixed by the Tribunal; and
 - (iv) upon effectiveness of the Scheme the Company shall issue & allot 1(one) fully paid-up equity share of the Company having a face value of Rs. 10/- each for every 1 (one) fully paid-up equity share of the AHEL having a face value of Rs. 10/- held by a shareholder of AHEL as on the Record Date (as determined in terms of the Scheme and the 2013 Act) and the shares of the Company shall be listed and admitted for trading on all the stock exchanges where the equity shares of AHEL are listed.

AHEL has received Observation Letters from National stock Exchange of India Ltd (NSE) and BSE Limited (BSE) vide their letters dated 21.05.2020 so as to file the Scheme with the Hon'ble National Company Law Tribunal Benches, Kolkata & Chennai.



ROBUST HOTELS PRIVATE LIMITED

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

50. Derivative instruments and foreign currency exposures

- a. Foreign currency exposure outstanding as at the Balance Sheet date is Rs. 8,05,20,455/- (previous year Rs. 5,81,07,813)
- b. Particulars of un-hedged foreign currency exposures as at the Balance Sheet date is NIL (previous year NIL)

51. Previous year figures have been regrouped / rearranged wherever necessary.

Signature to Notes 1 to 51

As per our Report annexed
For P.Lunawat & Associates
Chartered Accountants
Firm Registration No.:328946E



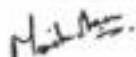
(Pankaj Lunawat)
Proprietor
Membership No.: 067104
Place: Kolkata
Date: 24.07.2020



FOR AND ON BEHALF OF THE BOARD



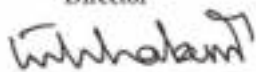
Director



Company Secretary



Director



Vice President &
Chief Financial Officer

ROBUST HOTELS PRIVATE LIMITED
HYATT REGENCY CHENNAI, 305 ANNA SALAI, TEYNAMPET, CHENNAI - 600 038

STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER/HALF YEAR ENDED 30TH SEPTEMBER 2020

(Rs. in lakhs, except share and per share data)

| Particulars | STANDALONE | | | | | |
|--|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-----------------------|
| | Quarter Ended | | | Half Year Ended | | Year Ended |
| | 30.09.2020 Unaudited | 30.06.2020 Unaudited | 30.09.2019 Unaudited | 30.09.2020 Unaudited | 30.09.2019 Unaudited | 31.03.2020 Audited |
| A Occupancy% | 23.22% | 18.08% | 78.30% | 20.67% | 74.62% | 68.2% |
| B Average Room rent (ARR) | 2,368 | 3,201 | 5,343 | 2,734 | 5,346 | 5,400 |
| 1 Revenue from Operations | 287.76 | 284.35 | 2,636.75 | 572.15 | 4,933.38 | 9,276.99 |
| 2 Other Income | 124.56 | 21.40 | 11.24 | 145.96 | 23.14 | 351.42 |
| 3 Total Income (1+2) | 412.32 | 305.79 | 2,627.99 | 718.11 | 4,956.52 | 9,628.41 |
| 4 Expenses | | | | | | |
| a) Cost of Materials Consumed | 34.59 | 20.03 | 303.11 | 54.61 | 576.36 | 1,146.80 |
| b) Employee Benefits Expense | 166.47 | 214.95 | 452.86 | 381.42 | 895.95 | 1,787.47 |
| c) Finance Costs | 399.66 | 373.14 | 400.47 | 772.80 | 801.14 | 1,574.55 |
| d) Depreciation and Amortisation Expense | 395.73 | 448.43 | 578.20 | 845.16 | 1,153.26 | 2,305.84 |
| e) Fuel, Power & Light | 68.94 | 66.07 | 235.83 | 133.01 | 465.25 | 856.21 |
| f) Repairs, Maintenance & Refurbishing | 51.47 | 32.10 | 121.85 | 63.57 | 237.93 | 444.80 |
| g) Operating and General Expenses | 181.87 | 158.07 | 855.34 | 319.94 | 1,992.65 | 3,644.41 |
| Total Expenses | 1,239.73 | 1,313.78 | 3,045.64 | 2,572.51 | 6,122.54 | 11,756.07 |
| 5 Profit from operations before exceptional items and tax (3-4) | (847.41) | (1,006.99) | (417.64) | (1,854.40) | (1,166.02) | (2,127.66) |
| 6 Exceptional Items | - | - | - | - | (46.52) | (46.50) |
| 7 Profit/(Loss) from ordinary activities before tax (5-6) | (847.41) | (1,006.99) | (417.64) | (1,854.40) | (1,212.52) | (2,081.16) |
| 8 Tax Expense | | | | | | |
| a) Current Tax | - | - | - | - | - | - |
| b) Deferred Tax | - | - | - | - | - | - |
| 9 Net Profit/(Loss) for the period/year (7-8) | (847.41) | (1,006.99) | (417.64) | (1,854.40) | (1,212.52) | (2,081.16) |
| 10 Other Comprehensive Income | | | | | | |
| A. i) Items that will not be reclassified to profit or loss | - | - | - | - | - | (6.32) |
| ii) Income tax relating to items that will not be reclassified to profit or loss | | | | | | |
| B. i) Items that will be reclassified to profit or loss | | | | | | |
| ii) Income tax relating to items that will be reclassified to profit or loss | | | | | | |
| 11 Total Comprehensive Income for the period/year (9+10) | (847.41) | (1,006.99) | (417.64) | (1,854.40) | (1,212.52) | (2,087.88) |
| 12 Paid-up Equity Share Capital (Face Value Rs. 10/-) | 2,241,838,290 | 2,241,838,290 | 2,241,838,290 | 2,241,838,290 | 2,241,838,290 | 2,241,838,290 |
| 13 Reserves excluding Revaluation Reserves | | | | | | 1,487,550,885 |
| 14 Basic Earnings per Share (In Rs.) | (0.38) | (0.45) | (0.19) | (0.83) | (0.50) | (0.93) |
| 15 Diluted Earnings Per Share (In Rs.) | (0.38) | (0.45) | (0.19) | (0.83) | (0.50) | (0.93) |

Notes:

- The above unaudited financial results for the quarter ended 30th September 2020 were reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on 09.11.2020.
- The limited review of the financial results for the quarter ended 30th September, 2020 as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been carried out by the statutory auditors. The limited review report contains unmodified opinion.
- The financial results have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.

Ullas Nair

4. The Board of Directors approved a Scheme of Arrangement, Demerger and Reduction of Capital between the Company and its holding Company, Asian Hotels (East) Limited (AHEL) and their respective shareholders and creditors under sections 230-232 and 66 of the Companies Act, 2013. AHEL has received Observation Letters from National stock Exchange of India Ltd (NSE) and BSE Limited (BSE) vide their letters dated 11.05.2020 so as to file the Scheme with the Hon'ble National Company Law Tribunal Benches, Kolkata & Chennai. On 25th August, the Company instituted the scheme application with the Hon'ble NCLT, Chennai Bench through mail. An urgency application was also been filed on 17th September, 2020 where RHP has prayed before the Tribunal to list the above matter urgently and thereafter complied with the other conditions as prescribed by the Tribunal in this regard. The urgency application was listed before the Tribunal on 12th October, 2020 wherein the Bench allowed the urgency application and reserved its order. The order is still awaited.
5. The outbreak of Coronavirus (COVID-19) globally and in India has impacted business and economic activities in general. The spread of COVID-19, along with nationwide lockdown starting from 25th March, 2020, has caused serious threat to human lives and resulted in reduction in global demand and disruption in supply chain, which has forced the business to restrict the operations in short term. The Company is engaged in Hotel business. Hotel business is impacted due to COVID-19 since end of February 2020. The performance for 2020-21 will be severely impacted due to COVID-19. The company has already initiated action plans including control of fixed overheads to reduce the impact on the profitability. Also, the company in pursuance of RBI circular DOR.No.BP.BC.47/ 21.04.048/2019-20 dated March 27, 2020 & Circular DOR.No.BP.BC.71/21.04.048/2019-20 dated May 23, 2020 giving relief to the Term Loan borrower across the nation on account of COVID-19 has opted for moratorium of interest and principal payments on the term loan taken from HDFC Limited which become due during March 2020 to August 2020.
6. Figures for the previous periods have been re-grouped/re-arranged whenever found necessary.

By Order of the Board of Directors
For Robust Hotels Private Limited


Director

Kolkata
Date: 09.11.2020

ROBUST HOTELS PRIVATE LIMITED
STATEMENT OF ASSETS AND LIABILITIES


(Rs. in Lakhs)

| Sl. No. | Particulars | As at 30.09.2020 (Unaudited) | As at 31.03.2020 (Audited) |
|----------|--|---------------------------------|-------------------------------|
| A | ASSETS | | |
| 1 | Non-current Assets | | |
| | a) Property, Plant and Equipment | 50,878.05 | 51,706.94 |
| | b) Other Intangible Assets | 62.55 | 56.22 |
| | c) Financial Assets | | |
| | i) Investment | 321.60 | 418.72 |
| | ii) Other Financial Assets | 232.35 | 254.07 |
| | d) Other non-current assets | 1,512.00 | 1,512.00 |
| | Total - Non-current assets | 53,006.56 | 53,947.95 |
| 2 | Current assets | | |
| | a) Inventories | 118.35 | 123.75 |
| | b) Financial Assets | | |
| | i) Trade receivables | 537.88 | 844.57 |
| | ii) Cash and Cash Equivalents | 60.69 | 46.76 |
| | iii) Loans | - | - |
| | iv) Other Financial Assets | 3.70 | 9.64 |
| | c) Current Tax Assets | 617.49 | 704.61 |
| | d) Other current assets | 205.08 | 281.62 |
| | Total - Current assets | 1,543.19 | 2,010.95 |
| | TOTAL - ASSETS | 54,549.74 | 55,958.90 |
| B | EQUITY AND LIABILITIES | | |
| 1 | Equity | | |
| | a) Equity Share Capital | 22,418.38 | 22,418.38 |
| | b) Other Equity | 13,021.11 | 14,875.51 |
| | Total-Equity | 35,439.49 | 37,293.89 |
| 2 | Liabilities | | |
| | Non-current liabilities | | |
| | a) Financial Liabilities | | |
| | Borrowings | 10,356.46 | 9,681.00 |
| | b) Provisions | 80.13 | 99.06 |
| | Total - Non-current liabilities | 10,436.60 | 9,780.06 |
| 3 | Current Liabilities | | |
| | a) Financial Liabilities | | |
| | i) Borrowings | 3,791.92 | 3,730.53 |
| | ii) Trade Payables | - | - |
| | total outstanding dues of micro enterprises and small enterprises | 206.33 | 226.94 |
| | total outstanding dues of creditors other than micro enterprises and small enterprises | 834.28 | 660.72 |
| | iii) Other Financial Liabilities | 3,642.19 | 3,945.04 |
| | b) Other Current Liabilities | 198.41 | 321.13 |
| | c) Provisions | 0.53 | 0.60 |
| | Total - Current liabilities | 8,673.65 | 8,884.95 |
| | TOTAL - EQUITY AND LIABILITIES | 54,549.74 | 55,958.90 |

By order of the Board of Directors
For Robust Hotels Private Limited


Director

Kolkata
09.11.2020

| ROBUST HOTELS PRIVATE LIMITED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 30TH SEPTEMBER, 2020 (As per IndAS) (Amount in Rs.) | | |
|---|--------------------------------------|--------------------------------|
| Particulars | Period ended 30th September, 2020 | Year Ended 31st March, 2020 |
| A. CASH FLOW FROM OPERATING ACTIVITIES | | |
| Profit/(loss) before tax | (185,440,319) | (208,116,492) |
| Adjustment for: | | |
| Depreciation/amortization | 84,515,888 | 230,183,675 |
| Loss/(profit) on sale of fixed assets | - | 46,970,492 |
| Interest Expense on Borrowings | 67,929,506 | 138,595,308 |
| Provision for Gratuity | 131,107 | 2,676,998 |
| Provision for Leave Encashment | 199,305 | 1,645,892 |
| Interest income | (317,797) | (1,316,100) |
| Interest on Debentures | - | (4,650,000) |
| Sundry balances written back (net) | - | - |
| Difference in Fair value of Investment in Maple Renewable Power Private Ltd & Iris Ecopower Venture Private Ltd | 6,991,666 | (4,630,437) |
| Interest on Debentures and Preference Shares | - | - |
| Operating profit before working capital changes | (25,990,646) | 201,359,335 |
| Movements in working capital: | | |
| Increase/(decrease) in trade payables in Financial Liabilities | 15,295,578 | 28,281,213 |
| Increase/(decrease) in other current liabilities | (6,977) | (11,575,787) |
| Increase/(decrease) in other current financial liabilities | (30,285,116) | 38,241,285 |
| Increase/(decrease) in non current provisions | (2,222,840) | (3,186,672) |
| Increase/(decrease) in current provisions | (12,271,050) | 1,852 |
| Decrease/(increase) in trade receivables in Financial Assets | 30,668,971 | 29,160,481 |
| Decrease/(increase) in inventories in Current Assets | 539,812 | (4,034,972) |
| Decrease / (increase) in other Financial Assets | 2,171,596 | 3,003,710 |
| Decrease / (increase) in other Financial Assets under current asset | 594,418 | (16,119) |
| Decrease / (increase) in loans in Financial Assets | - | 49,400 |
| Decrease / (increase) in other Current Assets | 7,653,892 | 7,985,481 |
| Decrease / (increase) in other Non current asset | - | 330,424 |
| Cash generated from/(used in) operations | (13,852,361) | 289,599,631 |
| Less: Direct taxes paid (net of refunds) | (8,711,904) | 10,646,791 |
| Net cash flow from/ (used in) Operating Activities (A) | (5,140,458) | 278,952,840 |
| B. CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Purchase of Fixed Assets | (2,259,794) | (58,402,761) |
| Proceeds from sale of fixed assets | - | 2,556,500 |
| Purchase of current investments | - | (1,724,000) |
| Sale of current Investments | 2,720,000 | - |
| Purchase of National Saving Certificates | - | (5,000) |
| Sale of National Saving Certificates | - | 10,000 |
| Interest received | 317,797 | 1,316,100 |
| Net cash flow from/(used in) Investing Activities (B) | 778,003 | (56,249,161) |
| C. CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Repayment of Long Term Borrowings | 67,546,236 | (87,150,000) |
| Proceeds from Short Term Borrowings - CC | 14,138,811 | (11,321,650) |
| Proceeds from Short Term Borrowings - Unsecured Loan | (8,000,000) | 9,000,000 |
| Interest paid on borrowings | (67,929,506) | (138,595,308) |
| Interest paid on Debentures | - | 4,650,000 |
| Net cash flow from/(used in) in Financing Activities (C) | 5,755,542 | (223,416,958) |
| Net increase/(decrease) in Cash and Cash Equivalents (A + B + C) | 1,393,087 | (713,279) |
| Cash and Cash Equivalents at the beginning of the year | 4,676,392 | 5,389,670 |
| Cash and Cash Equivalents at the end of the year | 6,069,479 | 4,676,392 |
| By order of the Board of Directors For Robust Hotels Private Limited  Director | | |
| Kolkata 09.11.2020 | | |



TURNAROUND CORPORATE ADVISORS PRIVATE LIMITED

A SEBI Registered Category-I Merchant Banker

Date: February 08, 2021

Ref: TCA/AHEL-RHPL/AP/20-21

To,
The Board of Directors
Asian Hotels (East) Limited
Hyatt Regency Kolkata, JA-1, Sector - 3,
Salt Lake City, Kolkata- 700098, Kolkata

Sub: Certificate on adequacy and accuracy of disclosure of information in the Abridged Prospectus of Robust Hotels Private Limited in compliance with SEBI Circular CFD/DIL3/CIR/2017/21 dated March 10, 2017 with respect to Scheme of Arrangement, Demerger and Reduction of Capital amongst Asian Hotels (East) Limited, Robust Hotels Private Limited and their respective shareholders and creditors under Sections 230-232 and Section 66 of the Companies Act, 2013 and the Rules made thereunder.

Dear Sirs,

1. Background:

We, M/s Turnaround Corporate Advisors Private Limited, a Category I Merchant Banker registered with SEBI, having registration no. MB/INM000012290 have been appointed by M/s Asian Hotels (East) Limited, a company incorporated under the provisions of the Companies Act, 1956 and having its registered office at Hyatt Regency Kolkata, JA-1, Sector - 3, Salt Lake City, Kolkata- 700098, Kolkata ("AHEL" or "Demerged Company") for the purpose of certifying the adequacy and accuracy of disclosure of information provided in the Abridged Prospectus of Robust Hotels Private Limited, a company incorporated under the provisions of the Companies Act, 1956 and having its registered office at 365, Anna Salai, Teynampet, Chennai -600018, Tamil Nadu ("RHPL" or "Resulting Company") in connection with demerger of the securities trading unit ("Demerged Undertaking") of AHEL into RHPL pursuant to a Scheme of Arrangement, Demerger and Reduction of Capital amongst AHEL, RHPL and their respective shareholders and creditors under Sections 230-232 and Section 66 of the Companies Act, 2013 and the Rules made thereunder. ("Proposed Scheme")

2. About Turnaround Corporate Advisors Private Limited:

Turnaround Corporate Advisors Private Limited (hereinafter referred to as "Turnaround" or "TCA" or "we" or "us") is a Private Limited Company incorporated under the provisions of the Companies Act, 2013 with the Registrar of Companies, NCT of Delhi and Haryana. TCA is a Category I Merchant Banker registered with the Securities and Exchange Board of India (SEBI) with Registration No.: MB/INM000012290.

3. Scope and Purpose of the Certificate:

SEBI vide Circular no. CFD/ DIL3/ CIR/2017/21 dated March 10, 2017

Page 1 of 3



CIN: U74140DL2015PTC278474 SEBI Registration No.: MB/INM000012290

Corporate & Registered Office: 714, Vishwadeep Building, Plot No. 4, District Centre, Janakpuri, New Delhi-110058

Tel: +91-11-45510390, 41395590 Email: info@tcagroup.in Website: www.tcagroup.in

**TURNAROUND***A SEBI Registered Category-I Merchant Banker*

inter-alia prescribed that the listed entity (in the present case "AHEL") shall include the applicable information pertaining to the unlisted entity/ies involved in the scheme (in the present certificate, "RHPL") in the format specified for abridged prospectus as provided in Part E of Schedule VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations"), in the explanatory statement or notice or proposal accompanying resolution to be passed, sent to the shareholders while seeking approval of the scheme. SEBI Circular further prescribes that the accuracy and adequacy of such disclosures shall be certified by a SEBI Registered Merchant Banker after following the due diligence process.

This certificate is being issued in compliance of above-mentioned requirement under the SEBI Circular.

This certificate is restricted to meet the above-mentioned purpose only and may not be used for any other purpose whatsoever or to meet the requirement of any other laws, rules, regulations and statutes.

4. Certification:

We state and confirm as follows:

1. We have examined various documents and other materials made available to us by the management of AHEL/ RHPL in connection with finalization of the Abridged Prospectus dated February 08, 2021 pertaining to RHPL, which will be circulated to the members of RHPL and AHEL at the time of seeking their consent to the Proposed Scheme, as a part of explanatory statement to the notice.
2. On the basis of such examination and the discussion with the management of AHEL/RHPL, we confirm that:
 - A. The information contained in the Abridged Prospectus is in conformity with the relevant documents, materials and other papers related to RHPL.
 - B. The Abridged Prospectus contains applicable information pertaining to RHPL as required in terms of SEBI Circular which, in our view is fair, adequate and accurate to enable the members to make an informed decision on the Proposed Scheme.

5. Disclaimer:

Our scope of work did not include the following:-

- An audit of the financial statements of RHPL.
- Carrying out a market survey / financial feasibility for the Business of RHPL.
- Financial and Legal due diligence of RHPL.

It may be noted that in carrying out our work we have relied on the information provided to us for the purpose, and other than reviewing the consistency of information, we have not sought to carry out an independent verification, thereon.



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TURNAROUND CORPORATE ADVISORS PRIVATE LIMITED

CIN: U74140DL2015PTC278474 SEBI Registration No.: MB/IN000012290

Corporate & Registered Office: 714, Vishwadeep Building, Plot No. 4, District Centre, Janakpuri, New Delhi-110058

Tel: +91-11-42510390, 41390390 Email: info@tcagroup.in Website: www.tcagroup.in



TURNAROUND

A SEBI Registered Category-I Merchant Banker

We assume no responsibility and make no representations with respect to the accuracy or completeness of any information provided by the management of RHPL.

We do not assume any obligation to update, revise or reaffirm this certificate because of events or transactions occurring subsequent to the date of this certificate.

We understand that the management of AHPL/ RHPL during our discussions with them would have drawn our attention to all such information and matters, which may have impact on our Certificate.

The fee for our services is not contingent upon the result of the proposed Scheme of Arrangement.

The management of AHPL and RHPL or their related parties are prohibited from using this opinion other than for its sole limited purpose and not to make a copy of this certificate available to any party other than those required by statute for carrying out the limited purpose of this certificate. Our certificate is not, nor should it be constructed as our opinion or certification of the compliance of the proposed Scheme of Arrangement with the provision of any law including Companies Act, taxation laws, capital market laws and related laws.

In no event, will TCA, its Directors and employees be liable to any party for any indirect, incidental, consequential, special or exemplary damages (even if such party has been advised of the possibility of such damages) arising from any provision of this opinion.

Thanking You

For Turnaround Corporate Advisors Private Limited


HIMADRI MUKERJEE
Managing Director



Page 3 of 3

TURNAROUND CORPORATE ADVISORS PRIVATE LIMITED

CIN: U74140DL2015PTC278474 SEBI Registration No.: MB/IN000012290

Corporate & Registered Office: 714, Vishwadeep Building, Plot No. 4, District Centre, Jankapuri, New Delhi-110058

Tel: +91-11-45510390, 41395590 Email: info@tcagroup.in Website: www.tcagroup.in

ABRIDGED PROSPECTUS

IN THE NATURE OF ABRIDGED PROSPECTUS- MEMORANDUM CONTAINING SALIENT FEATURES IN RESPECT OF DEMERGER OF THE SECURITIES TRADING UNIT OF ASIAN HOTELS (EAST) LIMITED ("DEMERGED UNDERTAKING") INTO ROBUST HOTELS PRIVATE LIMITED ("RESULTING COMPANY") PURSUANT TO A SCHEME OF ARRANGEMENT, DEMERGER AND REDUCTION OF CAPITAL UNDER SECTIONS 230-232 AND 66 OF THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER.

This is an abridged prospectus prepared to comply with the requirements of regulation 37 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with SEBI Circular No. CFD/DIL 3/CIR/2017/21 dated March 10, 2017 ("SEBI Circular") read with Circular SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020 issued by Securities and Exchange Board of India ("SEBI") and is in accordance with the disclosure required to be made in the Abridged Prospectus as provided in Part E of Schedule VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, to the extent applicable.

This document contains applicable information pertaining to the unlisted entity, Robust Hotels Private Limited, Chennai ("RHPL" or "**Resulting Company**") and the Scheme of Arrangement between Asian Hotels (East) Limited ("AHEL" or "**Demerged Company**"), **Resulting Company** and their respective shareholders and creditors for inter alia the demerger of the securities trading unit of the Demerged Company ("**Demerged Undertaking**") into the Resulting Company and Reduction of Capital ("the Scheme") pursuant to the SEBI Circular. The Scheme along with the Abridged Prospectus is also available on the website of BSE Limited (BSE) i.e. <https://www.bseindia.com>, National Stock Exchange of India Limited (NSE) i.e. <https://www.nseindia.com> and Asian Hotels (East) Limited i.e. <http://www.ahleat.com/>. Nothing in this document constitutes an offer or an invitation by or on behalf of RHPL to subscribe for or purchase any of the securities of RHPL.

You are also encouraged to read the greater details available in the Scheme.

THIS ABRIDGED PROSPECTUS CONTAINS '8' PAGES. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.

ROBUST HOTELS PRIVATE LIMITED

Registered Office and Corporate Office: 365, Anna Salai Teynampet Chennai -600018
CIN: U55101TN2007PTC062085
Contact Person: Mr. T. N Thanikachalam, Vice President & CFO
E-mail: thanika@sarafhotels.com
Telephone: 044 6100 1234

PROMOTER OF RHPL

- i) Asian Hotels (East) Limited
- ii) Arun Kumar Saraf
- iii) Umesh Saraf
- iv) Varun Saraf

(For further details refer to the para titled "PROMOTERS OF the RESULTING COMPANY" on page 3 of this Abridged Prospectus).



SCHEME DETAILS, LISTING AND PROCEDURE

This Scheme contemplates inter alia the demerger and transfer of the Demerged Undertaking from AHEL into and with RHPL as a going concern, in accordance with Sections 230-232 of the Companies Act, 2013 and in compliance with Section 2(19AA) of IT Act, and reduction and cancellation of equity shares of RHPL held by AHEL (without payment of consideration), in terms of Section 66 of the Companies Act, 2013 and used for inter alia wiping out its losses. In addition, as an integral part of the Scheme, AHEL shall make a bonus issue in accordance with Sections 63 of the Companies Act, 2013 of fully paid-up equity shares to its equity shareholders (as of the Record Date) in 1:2 ratio, that is, 1 (one) new bonus fully paid-up equity share having face value of Rs. 10 (Indian Rupees ten) for every 2 (two) Equity Shares of the AHEL having face value of Rs. 10 (Indian Rupees ten) each held by a shareholder of AHEL as of the Record Date.

After the effectiveness of this Scheme, the Share Capital of RHPL consisting of the fully paid-up New Equity Shares of RHPL issued as consideration in terms of Part IV of this Scheme to the shareholders of AHEL shall be listed on the Stock Exchanges in accordance with the provisions of SEBI Circular No. CFD/DIL3/CIR/2017/21, dated March 10, 2017, as amended from time to time. Further, as an integral part of the Scheme, Equity Shares of RHPL (presently held by AHEL) shall stand cancelled and reduced (without payment of consideration) without any further act and deed, and hence this Scheme contemplates approval of the Tribunal(s) in terms of Section 66 of the Companies Act, 2013 in addition to the Sections 230-232 of the Companies Act, 2013.

INDICATIVE TIMELINE

This Abridged Prospectus is filed pursuant to the Scheme and is not an offer to public at large. The time frame cannot be established with absolute certainty, as the Scheme is subject to approvals from various regulatory authorities including, the NCLT Kolkata and Chennai Bench.

GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this issue. For taking an investment decision, investors must rely on their own examination of the Issuer and this Issue, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of the Scheme. - Not Applicable as the offer is not for public at large.

Specific attention of the investors is invited to the section titled "Risk Factors" at page on page 07 of this Abridged Prospectus.

PRICING INFORMATION OF RHPL

Not Applicable, since the proposed issue of equity shares by the Resulting Company is only to the shareholders of Demerged Company and does not involve issue of any equity shares to public at large.

PROMOTERS OF THE RESULTING COMPANY



Asian Hotels (East) Limited: AHEL is the promoter of RHPL holding 100 % of its share capital (including 6 Equity Shares held through its nominees).

AHEL is a listed public limited company incorporated under the laws of India and having its registered office at Hyatt Regency Kolkata, JA-1, Sector - 3, Salt Lake City, Kolkata, West Bengal - 700098, India. The CIN of AHEL is L15122WB2007PLC162762. The PAN of AHEL is AACC4634N.

AHEL is primarily engaged in two lines of business through separate divisions as follows: (a) Hotel Division engaged in the operation and management of Hyatt Regency, Kolkata; and (b) Investment Division which in-turn consists of the Securities Trading Unit and the Strategic Investments Unit.

AHEL was incorporated under the name 'Vardhman Hotels Private Limited' on January 08, 2007 as a private limited with the Registrar of Companies, West Bengal, and was converted into a public limited company on July 28, 2007. The name of AHEL was changed to its present name on February 16, 2010.

Mr. Arun Kumar Saraf: Mr. Arun K Saraf aged about 61 years, is an Industrialist having enriched business experience of over 35 years. He has in-depth knowledge of the core business of the Company. He was part of the development management team of Hyatt Regency Kolkata and Mumbai. Thereafter, he successfully led the team for construction and development activities of Grand Hyatt Mumbai which is the largest hotel in the country today. Mr. Arun K Saraf is also considered as one of the founding promoters of Asian Hotels (East) Limited. Mr. Arun K Saraf is on the Board of the following Companies:

Unison Hotels Private Limited; Juniper Hotels Private Limited; Robust Hotels Private Limited; Chartered Hotels Pvt. Ltd; Blue Energy Private Limited; Juniper Investments Limited; Chartered Hampi Hotels Private Limited and Asian Hotels (East) Limited.

Mr. Umesh Saraf: Mr. Umesh Saraf aged about 56 years, is an industrialist having rich business experience of over 31 years on all aspects of business of the Company. He is one of the founding promoters of Asian Hotels (East) Limited and is engaged in supervision and conduct of business of the Company. He has in-depth knowledge of the core business of the Company. He was also involved in the development of the Grand New Delhi. Mr. Umesh Saraf is on the Board of the following Companies:

GJS Hotels Limited; Vedic Hotels Ltd; Unison Power Ltd; Regency Convention Centre and Hotels Limited; Sankalp Oil and Natural Resources Limited; Unison Hotels South Pvt. Ltd; Juniper Hotels Pvt. Ltd; Triumph Realty Private Limited; Robust Hotels Private Limited; Unison Hotels Private Ltd and Asian Hotels (East) Limited.

Mr. Varun Saraf: Mr. Varun Saraf aged about 36 years, is an industrialist having business Experience of over 13 years. He received his BA degree from Tufts University, USA. Mr. Varun Saraf is on the Board of the following Companies:

Blue Energy Private Limited; Bodhgaya Guest House Private Limited; Juniper Hotels Private Limited; Chartered Hotels Pvt Ltd; Chartered Hampi Hotels Private Limited; Juniper Investments Limited; Samra Importex Private Limited and Robust Hotels Private Limited.

BUSINESS MODEL / BUSINESS OVERVIEW AND STRATEGY

RHPL is a private limited company incorporated under the laws of India and having its registered office at 365, Anna Salai, Teynampet, Chennai, Tamil Nadu - 600018, India. The CIN of RHPL is U55101TN2007PTC062085. The PAN for RHPL is AADCR5418B.

RHPL is carrying on the business of operating Hyatt Regency Hotel, a hotel located at 365, Anna Salai, Teynampet in Chennai.

RHPL was incorporated on January 19, 2007 with the Registrar of Companies, Chennai.

RHPL is a wholly owned subsidiary of AHEL, and the shares and securities of RHPL are not listed on any stock exchange.



| BOARD OF DIRECTORS | | | |
|--------------------|----------------------|------------------------------------|--|
| Sr. No. | Name | Designation | Experience including current / past position held in other firms |
| 1 | Mr. Arun Kumar Saraf | Non-Executive Director | For details refer to the para titled "PROMOTERS OF THE RESULTING COMPANY" on page 3 of this Abridged Prospectus). |
| 2 | Mr. Umesh Saraf | Non-Executive Director | |
| 3 | Mr. Varun Saraf | Non-Executive Director | |
| 4 | Mr. Avali Srinivasan | Non-Executive Director | <p>Mr. Avali Srinivasan aged about 73 years, is a member of the Institute of Company Secretaries of India, having expertise in the Secretarial, Legal and Finance related matters with an experience of over 40 years.</p> <p>He has a vast experience for about 2 decades in manufacturing industry and in service industry for 2 decades.</p> <p>He was also involved in the development, construction and management of the Grand Hyatt Mumbai (GHM) with the owner and dealt with the collaborator as owner's representative. He played similar role for the Hyatt Regency Chennai project.</p> <p>Mr. Avali Srinivasan is on the Board of the following Companies: Mahima Holding Private Ltd; Robust Hotels Private Ltd; Central Linen Park Private Limited; Vanaprastha Ashram (Section 8 Co.)</p> |
| 5 | Mrs. Rita Bhimani | Non-Executive Independent Director | <p>Mrs. Rita Bhimani aged about 75 years, is an established corporate communication practitioner having expertise in the field of corporate public relations of over three decades. She is the founder of M/s. Ritam Communication which specializes in providing PR solutions for a large number of corporate houses.</p> <p>She received her Master's degree in Journalism from the University of Georgia, USA. She was elected as a member of the Board of Directors of the International Public Relations Association and was also the Chairman of its Education and Research Committee. She was honoured with a number of awards in 2002- the Bharat Nirman Award for an outstanding woman in her profession and the Woman Achievers Award given by the Ladies Circles of Calcutta and was inducted into the Hall of Fame by the Public Relations Council of India.</p> <p>Mrs. Rita Bhimani is on the Board of the following Companies: Robust Hotels Private Limited; Asian Hotels (East) Limited and Hindusthan National Glass & Industries Limited.</p> |



OBJECTS/RATIONALE OF THE SCHEME

This Scheme is expected to result in the following benefits for AHEL and/or RHPL (as applicable):

- i. Unlocking the value of AHEL shares to its shareholders, which is presently getting subdued on account of subdued performance and balance sheet of RHPL;
- ii. Possible release of guarantee(s) presently given by AHEL to the lenders of RHPL. This would clear the contingent liability as appearing in the financial statements of AHEL, and will potentially improve the credit rating of AHEL, thereby enabling reduction in cost of finance for AHEL and better price discovery on the stock market;
- iii. Pursuant to the Scheme, the Equity Shares of RHPL shall also be entitled to the benefit of getting listed on the Stock Exchanges pursuant to the SEBI Circular. Therefore, shareholders of AHEL (as of the Record Date) shall, as a result of the Scheme, hold Equity Shares of 2 (two) listed entities, AHEL and RHPL. Such shareholders would then be able to choose to remain invested in both or either of AHEL and RHPL, giving them greater flexibility in managing / dealing with their investments in different companies, being AHEL and RHPL in view of their respective businesses, and individual risk profiles;
- iv. Improving the balance sheet of RHPL and its credit rating by providing liquid assets and resources that would enable enhancement in future profitability without any sacrifice of value by the shareholders of AHEL, enabling potential turn-around and/or expansion programs for RHPL, and assist RHPL in supporting and potentially reducing its debt burden and cost of financing;
- v. Enable unlocking of the true value of the RHPL for the shareholders of AHEL (in a separate entity, being RHPL), which does not appear to be reflecting fully and accurately in the present consolidated market valuation of AHEL on account of there being a holding company discount;
- vi. Provide scope for attracting and accessing targeted funding and investors for each of AHEL and RHPL and provide better flexibility in pursuing long term growth plans and strategies for the separate companies AHEL and RHPL, instead of RHPL continuing to use AHEL's credit rating and guarantees and equity funds;
- vii. Enable the management of AHEL to evaluate the performance of the Hotel Division on an independent basis and keep its risks (if any) ring-fenced; and
- viii. Enable enhanced strategic flexibility and focus of the respective managements of AHEL and RHPL, thereby facilitating the separate managements to efficiently exploit opportunities for each of the said businesses.

SHAREHOLDING PATTERN PRIOR TO SCHEME

Shareholding pattern of the Demerged Company as on 31st December, 2020

| Sl. No. | Particulars | Pre Scheme | | Post Scheme | |
|---------|--------------------------------------|----------------|--------------|-----------------|--------------|
| | | No. of Shares | % Holding | No. of Shares | % Holding |
| A. | Promoter & Promoter Group | | | | |
| i. | Radhe Shyam Saraf | 3284680 | 28.49 | 4927020 | 28.49 |
| ii. | Ratna Saraf | 617347 | 5.36 | 926020 | 5.36 |
| iii. | Umesh Saraf | 24731 | 0.21 | 37096 | 0.21 |
| iv. | Anan Kumar Saraf | 8732 | 0.08 | 13098 | 0.08 |
| v. | Saraf Industries Limited | 3630630 | 31.49 | 5445945 | 31.49 |
| | Total Promoter | 7566120 | 65.63 | 11349179 | 65.63 |



| | | | | | |
|----|---------------------------|-----------------|-------------|-----------------|-------------|
| | Shareholding | | | | |
| B. | Non-promoter shareholding | | | | |
| 2. | Public | 3961677 | 34.37 | 5942517 | 34.37 |
| | Total | 11527797 | 100% | 17291696 | 100% |

Shareholding pattern of the Resulting Company as on 31st December, 2020

| Sl. No. | Particulars | Pre Scheme | | Post Scheme | |
|---------|---|------------------|------------|-----------------|--------------|
| | | No. of Shares | % Holding | No. of Shares | % Holding |
| A. | Promoter & Promoter Group | | | | |
| i. | Asian Hotels (East) Limited (AHEL) | 22,41,83,823 | 100 | - | - |
| ii. | Mr. TN Thanikachalam (being the nominee of AHEL) | 1 | 0 | - | - |
| iii. | Mr. A. Srinivasan (being the nominee of AHEL) | 1 | 0 | - | - |
| iv. | Mr. Bimal K Bhunjanwala (being the nominee of AHEL) | 1 | 0 | - | - |
| v. | Mr. Saumen Chatterjee (being the nominee of AHEL) | 1 | 0 | - | - |
| vi. | Mr. Ayush Bharuka (being the nominee of AHEL) | 1 | 0 | - | - |
| vii. | Mr. Amit Saraf (being the nominee of AHEL) | 1 | 0 | - | - |
| viii. | Radhe Shyam Saraf | - | - | 4927020 | 28.49 |
| ix. | Ratna Saraf | - | - | 926020 | 5.36 |
| x. | Umesh Saraf | - | - | 37096 | 0.21 |
| xi. | Arun Kumar Saraf | - | - | 13098 | 0.08 |
| xii. | Saraf Industries Limited | - | - | 5445945 | 31.49 |
| xiii. | Total Promoter Shareholding | 224183829 | 100 | 11349179 | 65.63 |
| B. | Non-promoter shareholding | | | | |
| 2. | Public | - | - | 5942517 | 34.37 |
| | Total | 224183829 | 100 | 17291696 | 100% |

AUDITED FINANCIAL INFORMATION

| Particulars | For the period ended 31.12.2020 (Unaudited) | Financial Year 2019-20 | Financial Year 2018-19 | Financial Year 2017-18 | Financial Year 2016-17 | Financial Year 2015-16 |
|------------------------------------|---|------------------------|------------------------|------------------------|------------------------|------------------------|
| Total income from operations (net) | 134342246 | 927698815 | 989614832 | 874833800 | 968950995 | 946413842 |

| | | | | | | |
|---|-------------|-------------|-------------|-------------|-------------|-------------|
| Net Profit / (Loss) before tax, extraordinary items & exceptional items | (261435167) | (212766492) | (226039318) | (278797463) | (394154424) | (424285619) |
| Net Profit / (Loss) after tax, extraordinary items & exceptional items | (261435167) | (208768964) | (225948638) | (280334137) | (394455565) | (425955610) |
| Equity Share Capital | 2241838290 | 2241838290 | 1541738290 | 1541738290 | 1541738290 | 939427690 |
| Reserves and Surplus | 1226115718 | 1487550885 | 1174768931 | 1400717569 | 1681051706 | 750423951 |
| Net worth | 3467954008 | 3729389175 | 2716507221 | 2942455859 | 3222789996 | 1689851641 |
| Basic earnings per share (Rs.) | (1.17) | (0.93) | (1.01) | (1.81) | (4.02) | (4.53) |
| Diluted earnings per share (Rs.) | (1.17) | (0.93) | (1.01) | (1.81) | (4.02) | (4.53) |
| Return on net worth (%) | -7.5% | -5.6% | -8.3% | -9.5% | -12.2% | -25.2% |
| Net asset value per equity share (Rs.) | 15.47 | 16.64 | 17.62 | 19.09 | 20.90 | 17.99 |

Notes: From the financial year 2016-17, the financials are as per IND AS.

INTERNAL RISKS FACTORS

1. Due to COVID-19, a global pandemic, Travel and tourism industry, that includes hospitality has taken a frontal impact. The government's response to the situation, which includes nation wise lockdown, social distancing norms, global travel advisories, suspension of visas, prohibition against mass gatherings, cancellation of sporting and cultural events, halting of interstate transport, railways, etc. has deeply impacted the hospitality industry. India is gradually unlocking its economy after a shutdown. Business of the Company has started picking up after roll out of vaccine in the month of January 2021. However, due to uncertainty on account of Covid-19 (including restriction on international travels), business may not pick up as expected and in that case financial performance of the Company will be adversely affected.
2. Guest satisfaction is the key for any hospitality company. Hence, servicing them and ensuring their safety and security during their stay etc. are key features for the success of the business.
3. In case of hotel industry, the pricing to the consumers is driven largely by market practices and not necessarily based on cost-plus mark-up mechanism. The risk of irrational pricing leading to losses is a risk the company faces.
4. The performance of the hotel depends on the economic changes which is unpredictable. Organization should always be in a position to plan and execute any flexible decision made in accordance with the change in market trends and dynamics.

Other risks relating to hotel industry includes rising competition, restoring business post natural calamities, change in technology and guest expectation, rising cost of consumables, stock of perishable nature, retaining the right talents, maintaining online reputation etc.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTIONS

- A. Total number of outstanding litigations against RHPL and amount involved :
There are 5 (seven) outstanding litigations against the RHPL for an amount involving of Rs. 30.32/- crores. In two cases, the liability amount is not ascertainable at this stage.
- B. Brief details of top 5 material outstanding litigations against the Company and amount involved :



| Sl. No. | Name of the Parties | Brief particulars of the case | Before which authority | Current Status | Amount Involved |
|---------|---|---|-------------------------|---|-----------------|
| 1. | Ramani Hotels Vs Balaji Hotels and others | RHPL has been made a party to this case because Ramani Hotels is claiming additional area 50000 sq.ft on account of property purchase of Balaji Hotels by RHPL. | Madras High Court | Cross Examination of Plaintiff is pending. | 15 Crores |
| 2. | EIH Ltd Vs Balaji Hotels & others | RHPL has been made a party to this case on account of property purchase of Balaji Hotels by RHPL. | Madras High Court | Cross examination completed. Matter to be listed for final arguments and final order. | 15.12 Crores |
| 3. | Novex Communications Vs Hotel Hyatt Regency Chennai | Licence for paying some audios / albums | Madras High Court | Initial Stage | NA |
| 4. | Ramya Vs Hyatt Regency Chennai | There is a demand from a guest for cancellation of an event. | Consumer Court, Chennai | Argument Stage | 20 Lakhs |
| 5. | Balaji Hotels Vs Chennai Metropolitan & others | RHPL has been impleaded as a party to this case on account of owning the property of Balaji Hotels by RHPL. | Madras High Court | Initial Stage | NA |

C. Regulatory action, if any – disciplinary action taken by SEBI or stock exchanges against the promoters in last 5 financial years including outstanding actions, if any – Nil

D. Brief details of outstanding criminal proceedings against Promoters – Nil

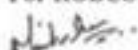
ANY OTHER IMPORTANT INFORMATION AS PER MERCHANT BANKER/RHPL

NIL

DECLARATION BY RHPL

We hereby declare that all the relevant provisions of the Companies Act, 1956, the Companies Act 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in the Abridged Prospectus is contrary to the provisions of the Companies Act, 1956 and Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 and Part-E of Schedule VI of the SEBI (ICDR) Regulations, 2018, to the extent applicable, has been complied and no statement made in this document is contrary to the provisions to the said SEBI Circular and SEBI Regulations. We further certify that all statement in this document is true and correct.

For ROBUST HOTELS PRIVATE LIMITED



Manisha Sharma
Company Secretary

Date: February 08, 2021

Place: Kolkata

