

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 8246/2335 1235 www.ahleat.com

CIN: L15122WB2007PLC162762

9th March, 2017

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	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 Type of Security: Equity shares NSE Symbol : AHLEAST
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Dear Madam/Sir,

Sub: Request for Observation Letter or No Objection Letter under Regulation 37 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Re: Scheme of Arrangement between GJS Hotels Limited, Robust Hotels Private Limited, the Company and their respective shareholders proposed to be filed with the National Company Law Tribunal (NCLT) under Sections 230-232 of the Companies Act, 2013.

This is in reference to the meeting of the Board of Directors held on 10th February, 2017 of the Company, wherein the Board had approved the Scheme of Arrangement between GJS Hotels Limited, Robust Hotels Private Limited, the Company and their respective shareholders (the Scheme) and the disclosures under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 made by the Company vide letter dated 10th February, 2017 and 11th February, 2017 respectively and the corrigendum dated 6th March, 2017 issued thereto.


In accordance with Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with the SEBI Circular No. CIR/CFD/CMD/16/2015 dated 30th November, 2015, we hereby submit, the Scheme of Arrangement along with the prescribed documents proposed to be filed before the National Company Law Tribunal (NCLT) pursuant to the provisions of Sections 230-232 and other applicable provisions, if any of the Companies Act, 2013 and the rules made thereunder for your necessary perusal.

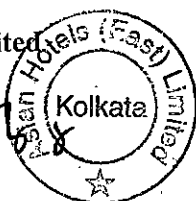
We request you to take it on record and kindly provide us the 'Observation Letter' or 'No Objection Letter' at the earliest so as to enable us to file the Scheme with NCLT.

Thanking You.

Yours truly,

For Asian Hotels (East) Limited


Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary



Encl: As above

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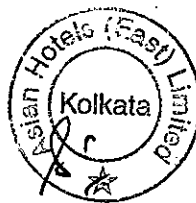
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Documents required to be submitted for approval under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, for the Scheme of Amalgamation / Arrangement (including reduction in capital, arrangement with creditors, etc) proposed to be filed under sections 391, 394 and 101 of the Companies Act, 1956 or under Sections 230-234 and Section 66 of Companies Act, 2013, whichever applicable.

Sr. No.	Documents to be submitted along with application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015	Page Nos.
1.	Certified true copy of the resolution passed by the Board of Directors of the company.	ATTACHMENT - 1 Pg: (1-4)
2.	Certified copy of the draft Scheme of Amalgamation / Arrangement, etc. proposed to be filed before the High Court.	ATTACHMENT - 2 Pg: (5-20)
3.	Valuation report from Independent Chartered Accountant as applicable as per Para I(A)(4) of Annexure I of SEBI Circular no. CIR/CFD/CMD/16/2015 dated November 30, 2015.	ATTACHMENT - 3 Pg: (21-68)
4.	Report from the Audit Committee recommending the draft scheme taking into consideration, inter alia, the valuation report at sr. no. 3 above	ATTACHMENT - 4 Pg: (69-70)
5.	Fairness opinion by Merchant Banker	ATTACHMENT - 5 Pg: (71-74)
6.	Shareholding pattern of all the companies pre and post Amalgamation / Arrangement as per the format provided under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015	ATTACHMENT - 6 Pg: (75-91)
7.	Audited financials of the transferee/resulting and transferor/demerged companies for the last 3 financial years (financials not being more than 6 months old). Please note that for existing Listed Company, provide the last Annual Report and the audited / unaudited financials of the latest quarter (were it is due) accompanied mandatorily by the Limited Review Report of the auditor.	ATTACHMENT - 7 Pg: (92-93)
8.	Quarterly compliance Report on Corporate Governance as per Regulation 27 (2)(a) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.	ATTACHMENT - 8 Pg: (94-96)
9.	Complaint report as per Annexure III of SEBI Circular no. CIR/CFD/CMD/16/2015 dated November 30, 2015 (To be submitted within 7 days of expiry of 21 days from the date of uploading of Draft Scheme and related documents on Exchange's website).	This will be submitted within 7 days of expiry of 21 days as per Annexure III of SEBI Circular no. CIR/CFD/CMD/16/2015 dated November 30, 2015
10.	Compliance report with the requirements specified in Part-A of Annexure I of SEBI circular no. CIR/CFD/CMD/16/2015 dated November 30, 2015.	ATTACHMENT - 9 Pg: (97-98)



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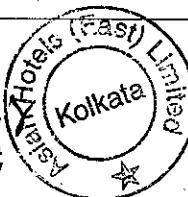
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11.	If as per the company, approval from the shareholders through postal ballot and e-voting, as required under Para (I)(A)(9)(a) of Annexure I of SEBI Circular no. CIR/CFD/CMD/16/2015 dated November 30, 2015, is not applicable then as required under Para (I)(A)(9)(c) of said SEBI circular, submit the following: a) An undertaking certified by the auditor clearly stating the reasons for non applicability of Sub Para 9(a) b) Certified copy of Board of Director's resolution approving the aforesaid auditor certificate.	Since Para 1(A)(9)(a) of Annexure-I of SEBI Circular CIR/CFD/CMD/16/2015 dated November 30, 2015 is applicable hence the Company shall seek approval from shareholders through postal ballot and e-voting.
12.	Name of the Designated Stock Exchange (DSE) for the purpose of coordinating with SEBI. Certified true copy of the resolution passed by the Board of Directors, in case BSE is DSE.	BSE Limited. Kindly refer ATTACHMENT 1
13.	Brief details of the transferee/resulting and transferor/demerged companies.	ATTACHMENT - 10 Pg: (99 - 103)
14.	Networth certificate (excluding Revaluation Reserve) together with related workings pre and post scheme for the transferee and / or resulting company.	ATTACHMENT - 11 Pg: (104 - 109)
15.	Capital evolution details of the transferee/resulting and transferor/demerged companies.	ATTACHMENT - 12 Pg: (110 - 111)
16.	Confirmation by the Managing Director/ Company Secretary.	ATTACHMENT - 13 Pg: (112 - 113)
17.	Statutory Auditor's Certificate confirming the compliance of the accounting treatment etc. as specified in Para (I)(A) (5)(a) of Annexure I of SEBI Circular no. CIR/CFD/CMD/16/2015 dated November 30, 2015, as per the format given in Annexure II of aforesaid SEBI circular .	ATTACHMENT - 14 Pg: 114
18.	Annual Reports of all the listed transferee/resulting/demerged/etc. companies involved and audited financial of all the unlisted transferor/demerged/resulting/etc. companies for the last financial year.	ATTACHMENT - 15 Pg: (115 - 298)
19.	Processing fee (non-refundable) payable will be as below, through RTGS - or through Cheque/DD favoring 'BSE Limited' Rs.1,00,000/- plus Service Tax as applicable, where one entities/companies are Merged or one new company formed due to De-merger Rs. 2,00,000/- plus Service Tax as applicable, where more than one entity/company is Merged or more than one new company formed due to De-merger.	Cheque No. 094120 dated 08/03/2017 of Rs. 2,10,000/- in favour of BSE LIMITED.
20.	Name & Designation of the Contact Person Telephone Nos. (landline & mobile) Email ID.	Saumen Chattopadhyay Chief Legal Officer & Company Secretary 91-33-2517 1007 Mobile : +91 9007126114 Email: Saumen.Chatterjee@ahleast.com

For Asian Hotels (East) Limited

Saumen Chattopadhyay
Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary



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1

ATTACHMENT-1

CERTIFIED TRUE COPY OF THE EXTRACT OF THE MINUTES OF THE 8TH MEETING OF THE BOARD OF DIRECTORS OF ASIAN HOTELS (EAST) LIMITED HELD AT EMERALD, LOBBY LEVEL, HYATT REGENCY, KOLKATA, JA-1, SECTOR-III, SALT LAKE CITY, KOLKATA - 700 098 ON FRIDAY, 10TH FEBRUARY, 2017 AT 5:00 P.M.

APPROVAL OF THE SCHEME OF ARRANGEMENT BETWEEN GJS HOTELS LIMITED, ROBUST HOTELS PRIVATE LIMITED, THE COMPANY AND THEIR RESPECTIVE SHAREHOLDERS AND OTHER DOCUMENTS:

The Chairman explained in brief the proposal and rationale for the Scheme of Arrangement between GJS Hotels Limited, Robust Hotels Private Limited, the Company and their respective shareholders for (1) demerger of Investment Division (Demerged Undertaking) of GJS Hotels Limited to the Company and (2) reorganisation of share capital and debentures of Robust Hotels Private Limited (the Scheme). The Board was informed that Messrs. Khaitan & Co LLP, Advocates were appointed as lawyers for drafting the Scheme and taking other requisite legal steps and proceedings; Messrs. Sreenidhi Valuation Consultancy Services, Chennai were appointed to give their report on the valuation of land, building, furniture, interior decoration (excluding art) and machinery ("Asset Valuation Report") of Robust Hotels Private Limited; Messrs NSBP & Co, Chartered Accountants, were appointed to give their share entitlement report on the reorganisation of share capital and debentures of Robust Hotels Private Limited, taking into consideration the said Asset Valuation Report; and M/s. D & A Financial Services (P) Limited, Merchant Bankers were appointed to give their fairness opinion on the said reports. The Board was apprised of the financial and other implications, benefits and terms of the proposed arrangement.

Further, the Board was also informed that the Audit Committee in its meeting held earlier in the day had considered and recommended the Scheme.

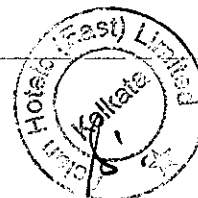
The following documents were placed before the Board:

- a. Draft Scheme of Arrangement (SOA);
- b. Report of Messrs. Sreenidhi Valuation Consultancy Services, Chennai on valuation of land, building, furniture, interior decoration (excluding art) and machinery of Robust Hotels Private Limited ("Asset Valuation Report")
- c. Share Entitlement Report on reorganisation of shares capital and debentures of Robust Hotels Private Limited issued by M/s NSBP & Co., Chartered Accountants;
- d. Fairness Opinion issued by M/s. D & A Financial Services (P) Limited, Merchant Bankers.
- e. Certificate from the Statutory Auditors of the Company, M/s. S.S. Kothari Mehta & Co, confirming that the accounting treatment provided in the draft Scheme is in compliance with the accounting standards prescribed under Section 133 of the Companies Act, 2013.
- f. Net worth certificate issued by the Statutory Auditors of the Company viz. M/s. S.S. Kothari Mehta & Co., Chartered Accountants.
- g. Report of the Audit Committee recommending the Scheme of Arrangement.

The Board deliberated on the draft Scheme of Arrangement. It further noted that no shares would be issued by the Company after the effectiveness of the Scheme and hence there would be no change in the shareholding pattern of the Company.

The Board also noted the rationale for the Scheme of Arrangement and observed that the Scheme was in the interest of the Company and its shareholders. The said Scheme would be of advantage and beneficial to the Company, its stakeholders. The salient features of the scheme were, inter alia, as under:

- Appointed date: close of business hours on 31st March, 2016;



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2

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- Demerger of Investment Division of GJSHL to AHEL. No shares would be issued in consideration of the demerger since AHEL as holding company cannot issue any shares to itself;
- Preference Shares and debentures of RHPL would stand reorganized with effect from the Appointed Date and converted into Equity Shares of RHPL as under;
 - i. 43,00,000 12% Cumulative Redeemable Preference Shares of Rs.100/- each of RHPL shall stand reorganized and converted into 3,20,35,000 Equity Shares of Rs.10/- each, credited as fully paid up, at a premium of Rs10/- per share.
 - ii. 1,55,00,000 0.1% Unsecured Cumulative Non-Convertible Debentures of Rs.100/- each of RHPL shall stand reorganized and converted into 3,79,75,000 Equity Shares of Rs.10/- each, credited as fully paid up, at a premium of Rs.10/-per share.

The Board of Directors considered the matter in detail. The Board was of the view that the share entitlement ratio for reorganisation of share capital and debentures of Robust Hotels Private Limited was fair and reasonable and the demerger and reorganization in the manner proposed was desirable and expedient and the Scheme should be adopted and implemented with necessary approvals. The Board discussed the Scheme and thereafter passed following resolutions unanimously:

“RESOLVED THAT pursuant to the provisions of Sections 230 and 232 of the Companies Act, 2013 and subject to the requisite approvals, sanctions, consent, observations, no-objection from the shareholders of the Company and such other classes of persons as may be directed by the National Company Law Tribunal (NCLT), SEBI, BSE Limited (BSE), the National Stock Exchange of India Limited (NSE) and subject to confirmation of NCLT, the consent of the Board be and is hereby accorded to the Scheme of Arrangement between GJS Hotels Limited, Robust Hotels Private Limited, the Company and their respective shareholders for demerger of Investment Division of GJS Hotels Limited to the Company and reorganization of share capital and debentures of Robust Hotels Private Limited (the Scheme).”

“RESOLVED FURTHER THAT the draft Scheme as placed before the Board and initialed by the Chairman for the purpose of identification, be and is hereby approved.”

“RESOLVED FURTHER THAT the appointments of Messrs. Sreenidhi Valuation Consultancy Services, Chennai for valuation of land, building, furniture, interior decoration (excluding art) and machinery of Robust Hotels Private Limited; Messrs. NSBP & Co, Chartered Accountants, for share entitlement report on the reorganisation of share capital and debentures of Robust Hotels Private Limited; and M/s. D & A Financial Services (P) Limited, Merchant Bankers for fairness opinion and M/s. Khaitan & Co. LLP, Advocates as Legal Advisor for the purpose of the Scheme be and are hereby ratified.”

“RESOLVED FURTHER THAT the Certificate from the Statutory Auditor of the Company, M/s. S.S. Kothari Mehta & Co, confirming that the accounting treatment provided in the draft Scheme is in compliance with the accounting standards prescribed under Section 133 of the Companies Act, 2013 be and is hereby taken on record.”

“RESOLVED FURTHER THAT BSE Limited be and is hereby appointed as the Designated Stock Exchange for the purpose of the Scheme.”

“RESOLVED FURTHER THAT for the purpose of the Scheme and subject to consultation with the Chairman of the Audit Committee, if required, Mr. Saumen Chattopadhyay, Chief Legal Officer & Company Secretary, Mr. A. C. Chakraborti, Mr. R.S. Jhawar, Directors of the Company be and are hereby jointly and severally authorized to:



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3

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- i. to finalise the text of the Scheme and to make and agree to all alterations in the said Scheme as may be suggested by the shareholders or the National Company Law Tribunal ("NCLT") or the Government or any other person;
- ii. file the said Scheme with the Stock Exchanges for obtaining Observation Letter or No-objection Letter in terms of the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- iii. approve various reports with regard to the filing of the Scheme as may be required by the stock exchanges, SEBI and various government authorities;
- iv. make application to relevant authorities or other persons for their approval to the Scheme as may be required;
- v. seek directions from the NCLT / respective High Court and that of other competent jurisdiction for convening or dispensing with meetings under Sections 230 and 232 of the Companies Act, 2013 and to sign and file undertakings and other documents as may be necessary in this regard including the appointment of Chairman for such meeting;
- vi. finalize and issue the notices for convening the meetings of the shareholders together with the explanatory statement thereto under Sections 230 to 232 of the Companies Act, 2013 in terms of directions of the NCLT;
- vii. finalize and issue postal ballot/e-voting notice and explanatory statement in accordance with the provisions of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014 and provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and to finalize calendar of events for conducting postal ballot and e-voting process;
- viii. appoint scrutinizer for conducting the postal ballot/e-voting process in a fair and transparent manner and to conduct the proceedings of NCLT convened meeting of shareholders at a fee as may deem fit;
- ix. appoint lawyers for representing the Company before the NCLT or any other forum, and to verify, sign, deal, swear, affirm, declare, deliver, execute, make, file all pleadings, reports, sign, acknowledge, undertake, record, deeds, advertisements, announcements, disclosures, declarations, instruments, authorizations, vakalatnamas, applications (including for holding / dispensation of shareholders meeting), petitions, affidavits, objections, notices and other documents whatsoever as may be usual, necessary, proper or expedient pursuant to the applicable laws / regulations including Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to the aforesaid matters and to represent the Company in all correspondences, matters and proceeding of any nature whatsoever in relation to the above;
- x. appear before the Official Liquidator, Registrar of Companies, Income Tax Department, Regional Director and other statutory and quasi judicial authorities in connection with matters connected and incidental thereto;



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- xi. do all such acts, matters, deeds and things as may be necessary, desirable or expedient in connection with or incidental to give effect to the purpose of the above resolutions or to otherwise give effect to the Scheme and matters related thereto."

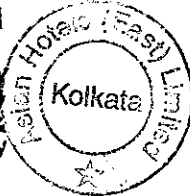
"RESOLVED FURTHER THAT the Chairman or any of the Director or Chief Legal Officer & Company Secretary of the Company be and is/ are hereby jointly/ severally authorized to declare the results of the postal ballot voting and e-voting process."

"RESOLVED FURTHER THAT Mr. Saumen Chattopadhyay, Chief Legal Officer & Company Secretary be and is hereby authorized to sign the certified copy of this resolution and file the same, if required, with the Registrar of Companies, Kolkata, West Bengal or any other authorities concerned through prescribed form or e-form to give effect to the resolution including submission of the notice with explanatory statement and any other related papers to the BSE Limited, the National Stock Exchanges of India Limited and any other regulatory authorities."

Being interested in the above, Mr. Umesh Saraf and Mr. Arun Saraf abstained from deliberations on this matter and Mr. Padam K Khaitan also did not take part in the proceedings at the time of ratification of appointment of M/s Khaitan & Co. LLP, Advocates as Legal Advisor. Mr. Radhe Shyam Saraf was not present but deemed as interested in the said resolutions.

For Asian Hotels (East) Limited

Saumen Chattopadhyay
Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary



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ATTACHMENT - 2

SCHEME OF ARRANGEMENT
(Pursuant to Section 230 of the Companies Act, 2013)

BETWEEN
GJS HOTELS LIMITED
AND
ASIAN HOTELS (EAST) LIMITED
AND
ROBUST HOTELS PRIVATE LIMITED
AND
THEIR RESPECTIVE SHAREHOLDERS

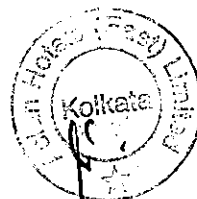
FOR
DEMERGER OF INVESTMENT DIVISION (DEMERGED UNDERTAKING) OF GJS
HOTELS LIMITED TO ASIAN HOTELS (EAST) LIMITED
AND
REORGANISATION OF SHARE CAPITAL AND DEBENTURES OF ROBUST
HOTELS PRIVATE LIMITED

PART - I
(Preliminary)

1. Definitions:

In this Scheme, unless repugnant to the meaning or context thereof, the following expressions shall have the following meanings:

- i. **"Act"** means the Companies Act, 2013 or any statutory modifications or re-enactment thereof.
- ii. **"NCLT"** means the Hon'ble National Company Law Tribunal.
- iii. **"GJSHL"** means GJS Hotels Limited, a Company incorporated under the Companies Act, 1956 and being a Company within the meaning of the Act, having its registered office at Hyatt Regency Kolkata, JA-1, Sector-3, Salt Lake City, Kolkata 700 098 in the State of West Bengal.
- iv. **"AHEL"** means Asian Hotels (East) Limited, a Company incorporated under the Companies Act, 1956 and being a Company within the meaning of the Act having its registered office at Hyatt Regency Kolkata, JA-1, Sector-3, Salt Lake City, Kolkata 700 098 in the State of West Bengal.
- v. **"RHPL"** means Robust Hotels Private Limited, a Company incorporated under the Companies Act, 1956 and being a Company within the meaning of the Act having its



registered office at 365, Anna Salai, Teynampet, Chennai 600 018 in the State of Tamil Nadu.

- vi. **"Appointed Date"** means the close of business hours on the 31st day of March, 2016.
- vii. **"Demerged Undertaking"** means the undertaking of GJSHL engaged in the business of investing in shares and securities and shall mean and include all property, rights and powers and all debts, liabilities, duties and obligations of GJSHL pertaining to the Demerged Undertaking, including:
 - (a) all properties and assets, real and personal, corporeal and incorporeal, in possession, or in reversion, present and contingent of whatsoever nature, wheresoever situate, as on the Appointed Date relating to the Demerged Undertaking, including all receivables, inventories, cash and bank balances, loans and advances and other assets as appearing in the books of account of GJSHL in relation to the Demerged Undertaking and all other interests or rights in or arising out of or relating to the Demerged Undertaking together with all respective powers, interests, charges, privileges, benefits, entitlements, registrations, intellectual property rights, liberties, easements and advantages, subsidies, grants, taxes, tax credits (including but not limited to credits in respect of income tax, sales tax, value added tax, turnover tax, excise duty, service tax, etcetera), deferred tax benefits and other benefits appertaining to the Demerged Undertaking and/or to which GJSHL is entitled to in respect of the Demerged Undertaking of whatsoever kind, nature or description held, applied for or as may be obtained thereafter together with the benefit of all respective contracts and engagements and all respective books, papers, documents and records relating to the Demerged Undertaking;
 - (b) all debts, liabilities, duties and obligations of GJSHL in relation to the Demerged Undertaking, including liabilities on account of secured loans, unsecured loans and sundry creditors, bonus, gratuity, service tax and other taxation and contingent liabilities of GJSHL pertaining to the Demerged Undertaking; and
 - (c) all employees of GJSHL engaged in or in relation to the Demerged Undertaking.
- viii. **"Effective Date"** means the date or last of the dates on which all the requisite approvals and sanction to the Scheme are obtained and certified copies of the order of the Hon'ble Benches of NCLT at Kolkata and Chennai sanctioning the Scheme are filed with the Registrar of Companies by GJSHL, AHSL and RHPL.



- ix. "Scheme" means this Scheme of Arrangement pursuant to Section 230 of the Act in the present form or with such modification(s) as sanctioned by the Hon'ble Benches of NCLT at Kolkata and Chennai.
- x. Word(s) and expression(s) elsewhere defined in the Scheme will have the meaning(s) respectively ascribed thereto.

2. Share Capital:

2.1 The Authorised, Issued, Subscribed and Paid-up Share Capital of GJSHL, AHPL and RHPL as on the date of approval of this Scheme by their Boards of Directors, i.e as on 10th February, 2017 is as under:

i. GJSHL:

<u>Authorised Share Capital:</u>	(Rs.)
1,40,00,000 Equity Shares of Rs.10/- each	14,00,00,000/-
<u>Issued, Subscribed and Paid up Share Capital:</u>	
1,09,61,000 Equity Shares of Rs.10/- each fully paid up	10,96,10,000/-

ii. AHPL:

<u>Authorised Share Capital:</u>	(Rs.)
8,90,00,000 Equity Shares of Rs.10/- each	89,00,00,000/-
10,00,000 Preference Shares of Rs.10/- each	1,00,00,000/-

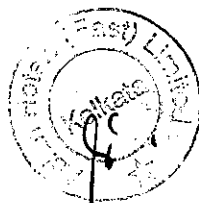
	90,00,00,000/-

<u>Issued, Subscribed and Paid up Share Capital:</u>	
1,15,27,797 Equity Shares of Rs.10/- each fully paid up	11,52,77,970/-

iii. RHPL:

<u>Authorised Share Capital:</u>	(Rs.)
9,50,00,000 Equity Shares of Rs.10/- each	95,00,00,000/-
43,00,000 Redeemable Preference Shares of Rs.100/- each	43,00,00,000/-
1,40,00,000 Preference Shares of Rs.10/- each	14,00,00,000/-

	152,00,00,000/-



Issued, Subscribed and Paid up Share Capital:

9,39,42,769 Equity Shares of Rs.10/- each 93,94,27,690/-

43,00,000 12% Cumulative Redeemable
Preference Shares of Rs.100/- each ("CRPS") 43,00,00,000/-

89,64,623 1% Compulsorily Convertible
Preference Shares of Rs.10/- each ("CCPS") 8,96,46,230/-

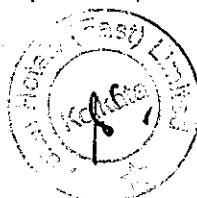
145,90,73,920/-

2.2 GJSHL, AHEL and RHPL hold shares inter se as follows:-

	In GJSHL	In AHEL	In RHPL		
	Equity Shares	Equity Shares	Equity Shares	12% Preference Shares (CRPS)	1% Preference Shares (CCPS)
by GJSHL	Nil	Nil	6,39,32,769 (68.06%)	Nil	89,64,623 (100%)
by AHEL	1,09,61,000 (100%)	Nil	3,00,10,000 (31.94%)	43,00,000 (100%)	Nil
by RHPL	Nil	Nil	Nil	Nil	Nil
Total cross- holdings	1,09,61,000 (100%)	Nil	9,39,42,769 (100%)	43,00,000 (100%)	89,64,623 (100%)
Total Shares issued by the Companies	1,09,61,000 (100%)	1,15,27,797 (100%)	9,39,42,769 (100%)	43,00,000 (100%)	89,64,623 (100%)

As will be apparent from the aforesaid table, GJSHL is a wholly owned (100%) subsidiary of AHEL while RHPL is a 68.06% subsidiary of GJSHL. Thus RHPL is also a step down subsidiary of AHEL. All the Equity and Preference Shares of RHPL are held by and between AHEL and GJSHL, as aforesaid.

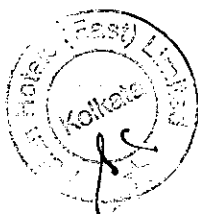
- 2.3 In addition to the above, AHEL had also given a loan (short term borrowing) of Rs.373.14 crores to GJSHL and GJSHL had subscribed to and held 2,05,00,000 0.1% Unsecured Cumulative Non-Convertible Debentures of Rs.100/- each issued by RHPL as on the Appointed Date. It is clarified that 50,00,000 Debentures out of the said 2,05,00,000 0.1% Unsecured Cumulative Non-Convertible Debentures of Rs.100/- each issued by RHPL have since been redeemed by RHPL on 27th September, 2016. It is further clarified that the terms



applicable to 89,64,623 1% Cumulative Redeemable Optionally Convertible Preference Shares of Rs.10/- each issued earlier by RHPL were varied on 1st October 2016 to make the said Preference Shares convertible compulsorily. Such Compulsorily Convertible Preference Shares of Rs.10/- each will stand converted into Equity Shares accordingly before 31st March, 2017 in accordance with their terms.

3. Objects and Reasons:

- i. AHEL is a well established hospitality company engaged primarily in the business of running the 'Hyatt Regency' hotel at Salt Lake in Kolkata. In addition, AHEL holds and is engaged in the business of investing in shares and securities of other bodies corporate on both, a short term basis (current investments) and long term basis (non-current investments). AHEL thus also has substantial interests in the hospitality business through its subsidiaries, being GJSHL which is a direct and wholly owned (100%) subsidiary of AHEL and RHPL which is a subsidiary of GJSHL. While RHPL is running the 'Hyatt Regency' hotel at Anna Salai, Teynampet in Chennai, GJSHL is pursuing a project for establishing a hotel in Bhubaneshwar, Odisha. The operations of GJSHL have been funded primarily by AHEL by a combination of equity capital and loan while the operations of RHPL have also been funded primarily by AHEL and GJSHL by a combination of equity capital, preference capital and debt. While AHEL has been in the hospitality business for several years, the business of GJSHL and RHPL is relatively new. The said Companies have been looking at suitable proposals for restructuring with the objective, inter alia, of simplifying and rationalising their holding and financial structure and pursuing their business more conveniently and beneficially.
- ii. In the circumstances and as part of an overall restructuring plan, it is considered desirable and expedient to (1) reconstruct GJSHL and AHEL by demerging the Demerged Undertaking of GJSHL (including investment in RHPL) to AHEL and (2) reorganise and convert the outstanding 43,00,000 12% Cumulative Redeemable Preference Shares of Rs.100/- each of RHPL ("Specified Preference Shares") and 1,55,00,000 0.1% Unsecured Cumulative Non-Convertible Debentures of Rs.100/- each of RHPL ("Specified Debentures") into Equity Shares of RHPL, in the manner and on the terms and conditions stated in this Scheme of Arrangement.
- iii. The demerger will simplify the holding structure of the subsidiaries of AHEL and result in RHPL also becoming a direct wholly owned (100%) subsidiary of AHEL consequent to transfer of the investment of GJSHL in RHPL to AHEL as part of the demerger. Accordingly, following the demerger, both companies, GJSHL and RHPL will be directly held by AHEL. The same will enable AHEL to optimise returns from its investments in its subsidiaries and to hold such investments more conveniently. The activity of holding and monitoring investments in shares and securities of other bodies corporate, including taking decisions and exercising rights in respect of such investments is already undertaken by AHEL on a much larger scale. As such the investment in RHPL will be held and monitored in AHEL more efficiently and



advantageously without detracting from the hotel operating business carried on directly by AHEL or diluting focus thereon.

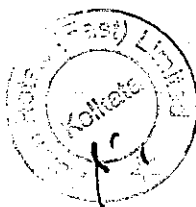
- iv. The demerger will enable GJSHL to pursue operating business with greater focus and attention and facilitate the business considerations and factors applicable to the same to be addressed more effectively and adequately by GJSHL without the responsibility of monitoring investments in RHPL. The demerger will also enable independent evaluation of the said business of GJSHL and facilitate running and operation of such business and growth and development plans thereof to be funded independently.
- v. The reorganisation and conversion of the Specified Preference Shares and Specified Debentures of RHPL into Equity Share Capital in terms of the Scheme will suitably simplify and rationalise the financial structure of RHPL. The same will also enable RHPL to improve its performance with better operating parameters, including a more appropriate debt equity ratio, and enhance its capacity to raise and access funds for growth and development of its business. The conversion into equity will also link returns more closely to performance and provide greater flexibility to the financial structure of RHPL.
- vi. As such, the Scheme will enable AHEL and its subsidiaries to pursue their businesses more conveniently and advantageously and unlock shareholders value.
- vii. The Scheme will suitably realign and adjust the relationship between the capital and assets of the respective Companies and have beneficial results for the said Companies, their shareholders and all concerned.

PART – II

(Demerger of Demerged Undertaking of GJSHL to AHEL)

4. **Transfer of Demerged Undertaking of GJSHL:**

- 4.1 With effect from the Appointed Date, the Demerged Undertaking of GJSHL shall stand demerged to AHEL. Accordingly, the Demerged Undertaking of GJSHL shall, pursuant to the provisions contained in Section 232 and other applicable provisions of the Act and subject to the provisions of the Scheme in relation to the mode and transfer of vesting, stand transferred to and vest in or be deemed to be transferred to and vested in AHEL, as a going concern with effect from the Appointed Date for all the estate and interest of GJSHL therein in accordance with and subject to the modalities for transfer and vesting stipulated herein.
- 4.2 It is expressly provided that in respect of such of the said assets of the said Demerged Undertaking as are movable in nature or are otherwise capable of transfer by manual delivery, by paying over or by endorsement and delivery, the same shall be so transferred by GJSHL and shall become the property of AHEL accordingly as an integral part of the



Demerged Undertaking transferred to AHEL, without requiring any deed or instrument of conveyance for the same.

- 4.3 In respect of such of the assets of the Demerged Undertaking other than those referred to in Clause 4.2 above, the same shall, be transferred to and vested in and/or be deemed to be transferred to and vested in AHEL pursuant to an order passed under the provisions of Section 232 of the Act.
- 4.4 All debts, liabilities, duties and obligations of GJSHL relating to the Demerged Undertaking as on the close of business on the day immediately preceding the Appointed Date and all other debts, liabilities, duties and obligations of GJSHL relating to the Demerged Undertaking which may accrue or arise from the Appointed Date but which relate to the period upto the day immediately preceding the Appointed Date shall also be transferred to AHEL, without any further act or deed, pursuant to an order passed under the provisions of Section 232 of the Act, so as to become the debts, liabilities, duties and obligations of AHEL.
- 4.5 The transfer and vesting of the Demerged Undertaking of GJSHL, as aforesaid, shall be subject to the existing charges, mortgages and encumbrances, if any, over or in respect of any of the assets or any part thereof.
- 4.6 Subject to the other provisions of this Scheme, all licenses, permissions, approvals, consents, registrations, eligibility certificates, fiscal incentives and no-objection certificates obtained by GJSHL for the operations of the Demerged Undertaking /or to which GJSHL is entitled to in relation to the Demerged Undertaking in terms of the various Statutes and / or Schemes of Union and State Governments, shall be available to and vest in AHEL, without any further act or deed and shall be appropriately mutated by the statutory authorities concerned therewith in favour of AHEL. Since the Demerged Undertaking will be transferred to and vested in AHEL as a going concern without any break or interruption in the operation thereof, AHEL shall be entitled to the benefit of all such licenses, permissions, approvals, consents, registrations, eligibility certificates, fiscal incentives and no-objection certificates and to carry on and continue the operations of the Demerged Undertaking on the basis of the same upon this Scheme becoming effective. Further, all benefits, including, under Income Tax, Excise (including Cenvat), Sales Tax etc to which GJSHL is entitled in relation to the Demerged Undertaking in terms of the various Statutes and / or Schemes of Union and State Governments shall be available to and vest in AHEL upon this Scheme becoming effective.
- 4.7 For the removal of doubts, it is clarified that to the extent that there are inter-company loans, deposits, balances or other outstandings as between AHEL and GJSHL in relation to the Demerged Undertaking, the same shall stand cancelled consequent to transfer of the Demerged Undertaking to AHEL and the obligations in respect thereof shall come to an end. Due effect of such cancellation shall be given in the books of account accordingly with effect



from the Appointed Date as a result of such cancellation of inter-company loans, deposits, balances or other outstandings and there would be no accrual of interest or any other charges in respect of the same. The loan (short term borrowing) taken by GJSHL from AHEL in relation to the Demerged Undertaking as on the Appointed Date shall stand cancelled accordingly consequent to transfer of the Demerged Undertaking to AHEL.

- 4.8 The demerger and transfer of the Demerged Undertaking of GJSHL to AHEL in terms of this Scheme shall be deemed to have taken place and come into effect prior to reorganisation of Share Capital and Debentures of RHPL in terms of Part III of this Scheme.

5. Legal Proceedings:

All legal or other proceedings by or against GJSHL and relating to the Demerged Undertaking of GJSHL shall be continued and enforced by or against AHEL only. If proceedings are taken against GJSHL, GJSHL will defend on notice or as per advice of AHEL at the costs of AHEL and AHEL will indemnify and keep indemnified GJSHL from and against all liabilities, obligations, actions, claims and demands in respect thereof.

6. Contracts and Deeds:

Subject to the other provisions contained in this Scheme all contracts, deeds, bonds, agreements, engagements and other instruments of whatsoever nature relating to the Demerged Undertaking to which GJSHL is a party or to the benefit of which GJSHL may be eligible, and which have not lapsed and are subsisting on the Effective Date shall remain in full force and effect against or in favour of AHEL as the case may be, and may be enforced by or against AHEL as fully and effectually as if, instead of GJSHL, AHEL had been a party thereto.

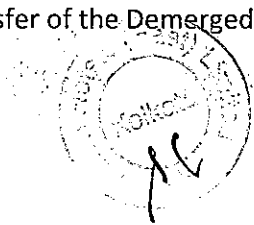
7. Saving of Concluded Transactions:

The transfer and vesting of the properties and liabilities of the Demerged Undertaking under Clause 4 above, the continuance of the legal proceedings by or against AHEL under Clause 5 above and the effectiveness of contracts and deeds under Clause 6 above shall not affect any transaction or proceeding relating to the Demerged Undertaking already completed by GJSHL on or before the Effective Date to the end and intent that AHEL accepts all acts, deeds and things relating to the Demerged Undertaking done and executed by and/or on behalf of GJSHL as acts, deeds and things done and executed by and on behalf of AHEL.

8. Employees:

On and from the Effective Date:

- 8.1 AHEL undertakes to engage all the employees of GJSHL engaged in the Demerged Undertaking on the Effective Date on the same terms and conditions on which they are engaged by GJSHL without treating it as a break, discontinuance or interruption of service on the said date as a result of the transfer of the Demerged Undertaking to AHEL.



- 8.2 Accordingly, the services of the said employees for the purpose of Provident Fund or Gratuity or Superannuation or other statutory purposes and for all purposes, including for the purpose of payment of any retrenchment compensation and other terminal benefits, will be reckoned from the date of their respective appointments with GJSHL.
- 8.3 The accumulated balances, if any, standing to the credit of the said employees of the Demerged Undertaking in the existing Provident Fund, Gratuity Fund, Superannuation Fund and other funds of which they are members will be transferred to such Provident Fund, Gratuity Fund, Superannuation Fund and other funds nominated by AHSL and/or such new Provident Fund, Gratuity Fund, Superannuation Fund and other funds to be established and caused to be recognised by the concerned authorities by AHSL. Pending the transfer as aforesaid, the dues of the employees of the Demerged Undertaking relating to the said funds would be continued to be deposited in the existing Provident Fund, Gratuity Fund, Superannuation Fund and other funds respectively.

9. Business in trust for AHSL:

With effect from the Appointed Date and upto and including the Effective Date:

- 9.1 GJSHL undertakes to carry on the business of the Demerged Undertaking in the ordinary course of business and GJSHL shall be deemed to have carried on and to be carrying on all business and activities relating to the Demerged Undertaking for and on account of and in trust for AHSL.
- 9.2 All profits accruing to GJSHL (including taxes paid thereon) or losses arising or incurred by GJSHL in relation to the Demerged Undertaking for the period falling on and after the Appointed Date to the Effective date shall for all purposes, be treated as the profits (including taxes paid) or losses, as the case may be of AHSL.
- 9.3 GJSHL shall be deemed to have held and stood possessed of the properties to be transferred to AHSL for and on account of and in trust for AHSL and, accordingly, GJSHL shall not (without the prior written consent of AHSL) alienate, charge or otherwise deal with or dispose of the Demerged Undertaking or any part thereof except in the usual course of business.

10. No issue of Shares:

Since all the Equity Shares of GJSHL are held by AHSL itself and AHSL cannot issue any shares to itself, no shares whatsoever shall be issued by AHSL in consideration of the demerger.



11. Accounting:

- 11.1 The transfer of assets and liabilities of the Demerged Undertaking from GJSHL to AHEL shall be accounted for in the books of account of GJSHL and AHEL in terms of this Scheme with effect from the Appointed Date.
- 11.2 The assets and liabilities of the Demerged Undertaking of GJSHL shall accordingly be transferred to AHEL and incorporated in the books of account of AHEL at their values as appearing in the books of account of GJSHL as on the Appointed Date. A Statement of assets and liabilities of the Demerged Undertaking as appearing in the books of account of GJSHL as on March 31, 2016 is set out in Schedule I hereto.
- 11.3 In the books of GJSHL, the difference between the assets and liabilities of the Demerged Undertaking, being a sum of Rs.232,88,33,185/- shall be first adjusted against the Securities Premium Account and credit balance in Profit and Loss Account of GJSHL aggregating to Rs.222,15,23,405/- and the remaining difference of Rs.10,73,09,780/- shall be adjusted against the Equity Share Capital of GJSHL by cancelling 1,07,30,978 Equity Shares of Rs.10/- each in the Share Capital of GJSHL.
- 11.4 In the books of AHEL, the said difference between the book value of the assets and liabilities of the Demerged Undertaking of Rs.232,88,33,185/- shall be adjusted in Business Reconstruction Reserves. The value of the investment of AHEL in the Equity Share Capital of GJSHL shall stand reduced from Rs.234,63,65,000/- to Rs.3,92,04,730/- consequent to the demerger and cancellation of Equity Shares of GJSHL, as aforesaid. Such reduction in value of investment shall be accounted for by adjusting the same against the Business Reconstruction Reserves account in the books of AHEL. After giving effect to the accounting, as aforesaid, the net credit amount of Rs.2,16,72,915/- lying in the Business Reconstruction Reserve shall be adjusted against the General Reserve Account of AHEL.
- 11.5 Subject to the aforesaid, the Board of Directors of GJSHL and AHEL shall be entitled to make such corrections and adjustments as may in their opinion be required for ensuring consistent accounting policy or which may otherwise be deemed expedient by them in accounting for the demerger in the respective books of account of the said Companies.

12. Post Scheme conduct of business:

Even after this Scheme becomes operative, AHEL shall be entitled to operate all Bank Accounts and Demat Accounts and realise all monies and complete and enforce all pending contracts and transactions relating to the Demerged Undertaking in the name of GJSHL and in so far as may be necessary until the transfer of rights and obligations of the said Demerged Undertaking to AHEL under this Scheme is formally accepted by the parties concerned.



13. Remaining Business:

Save and except the Demerged Undertaking of GJSHL and as expressly provided in this Scheme of Arrangement nothing contained in this Scheme of Arrangement shall affect the rest of the business, assets and liabilities of GJSHL which shall continue to belong to and be vested in and be managed by GJSHL.

PART – III

(Reorganisation of Share Capital and Debentures of RHPL)

14. Appropriation to Equity Share Capital

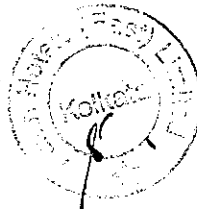
14.1 Consequent to demerger of the Demerged Undertaking of GJSHL to AHPL in terms of this Scheme, AHPL shall become the holder of all Preference Shares and Debentures of RHPL. With effect from the Appointed Date, and upon the demerger of the Demerged Undertaking of GJSHL to AHPL being effective in terms of this Scheme, the Specified Preference Shares and Specified Debentures of RHPL shall, without any further act or deed, be appropriated towards Equity Share Capital of RHPL to the extent and in the manner as stated hereunder:-

- i. 43,00,000 12% Cumulative Redeemable Preference Shares of Rs.100/- each (Specified Preference Shares) issued by RHPL shall stand appropriated towards 3,20,35,000 Equity Shares of Rs.10/- each, credited as fully paid up, at a premium of Rs.10/- per share with effect from the Appointed Date.
- ii. 1,55,00,000 0.1% Unsecured Cumulative Non-Convertible Debentures of Rs.100/- each (Specified Debentures) issued by RHPL shall stand appropriated towards 3,79,75,000 Equity Shares of Rs.10/- each, credited as fully paid up, at a premium of Rs.10/- per share with effect from the Appointed Date.

14.2 It is clarified that another (1) 50,00,000 0.1% Unsecured Cumulative Non-Convertible Debentures of Rs.100/- each which were outstanding as on the Appointed Date have since been already redeemed on 27th September, 2016 and (2) all 89,64,623 1% Preference Shares of Rs.10/- each of RHPL which were outstanding as on the Appointed Date will stand converted into Equity Shares of RHPL before 31st March, 2017 in accordance with their terms, as stated in clause 2.3 above, and hence are not required to be dealt with in clause 14.1 above.

15. Increase of Authorised Share Capital of RHPL

15.1 Upon the Scheme becoming effective, the Authorised Share Capital of RHPL shall stand reorganised and increased to Rs.224,18,38,300/- divided into 22,41,83,830 Equity Shares of Rs.10/- each and Clause V of the Memorandum of Association of RHPL shall stand altered accordingly. Consequently, the capital clause of the Memorandum of Association of RHPL



shall, upon the Scheme being effective and without any further act, deed, instrument, resolution or writing stand substituted by the following clause:

"The Authorized Share Capital of the Company is Rs.224,18,38,300/- divided into 22,41,83,830 Equity Shares of Rs.10/- each".

- 15.2 It is clarified that for the purposes of Clause 15.1 above, the consent of the members of RHPL to the Scheme shall be deemed to be sufficient for the purposes of effecting the above amendment and increase in authorised share capital of RHPL and no further resolution under Sections 13 and 61 or any other applicable provisions of the Act would be required to be separately passed.

16. Conversion to Equity Share Capital

- 16.1 Upon the Scheme becoming effective, RHPL shall without any further application, act or deed, record, issue and allot an aggregate of 7,00,10,000 Equity Shares credited as fully paid up in RHPL in favour of AHPL consequent to appropriation of the Specified Preference Shares and Specified Debentures of RHPL towards Equity Shares in terms of Clause 14.1 hereof.

- 16.2 The Specified Preference Shares and Specified Debentures of RHPL shall stand reorganised and converted accordingly into 7,00,10,000 Equity Shares of Rs.10/- each of RHPL with effect from the Appointed Date. AHPL shall accept such Equity Shares to be issued and allotted to it in RHPL, as above, in full and final satisfaction of all claims in respect of such Specified Preference Shares and Specified Debentures, including in lieu of the amount paid up thereon and all arrears of dividend and interest thereon.. It is clarified that the value of such arrears of dividend has been included in the valuation for conversion of the Specified Preference Shares into Equity Shares, as above. Instead of obtaining value of such arrears of dividend in cash, AHPL by this Scheme has accordingly exercised and shall be deemed to have exercised its option to accept Equity Shares in RHPL in which such value is included.

17. Accounting

- 17.1 The conversion of the Specified Preference Shares and Specified Debentures into Equity Share Capital, as aforesaid, shall be accounted for in the books of account of RHPL and AHPL in terms of this Scheme with effect from the Appointed Date.
- 17.2 In the books of RHPL, the conversion of the Specified Preference Shares and Specified Debentures, as aforesaid, shall be accounted for as on the Appointed Date by debiting the face value of the Specified Preference Shares (Rs.43,00,00,000/-) and face value of the Specified Debentures (Rs.155,00,00,000/-) to the respective Preference Share Capital Account and Debentures Account and crediting the face value of the 7,00,10,000 Equity Shares of Rs.10/- each (Rs.70,01,00,000/-) issued in lieu thereof and the premium thereon (Rs.70,01,00,000/-) to the respective Equity Share Capital Account and Securities Premium



Account and crediting the balance sum of Rs.57,98,00,000/- to the Business Reconstruction Reserve Account of RHPL. After giving effect to the accounting, as aforesaid, the said amount lying in the Business Reconstruction Reserve shall be adjusted against the Capital Reserve Account of RHPL.

- 17.3 In the books of AHEL, the conversion of the Specified Preference Shares and Specified Debentures, as aforesaid, shall be accounted for as on the Appointed Date by crediting the Investment Account of AHEL by the entire carrying amounts of AHEL recorded therein towards such Specified Preference Shares (Rs.61,53,74,060/-) and Specified Debentures (Rs.155,00,00,000/-) and debiting a sum of Rs.140,02,00,000 to such Investment account towards the aggregate of the face value and premium on the said 7,00,10,000 Equity Shares of Rs.10/- each issued on conversion and debiting the balance sum of Rs.76,51,74,060/- to the Business Reconstruction Reserve of AHEL. The resulting debit balance in Business Reconstruction Reserve shall be adjusted against General Reserves in the books of AHEL.

PART – IV

(General/ Miscellaneous Provisions)

18. Applications:

GJSHL and AHEL shall, with all reasonable dispatch, make necessary applications pursuant to Sections 230 and 232 of the Act to the Hon'ble Bench of NCLT at Kolkata for sanction and carrying out of the Scheme. RHPL shall, with all reasonable dispatch, also make necessary applications pursuant to Section 230 of the Act to the Hon'ble Bench of NCLT at Chennai for sanction of the Scheme. GJSHL, AHEL and RHPL shall also apply for such other approvals as may be necessary in law, if any, for bringing the Scheme into effect. Further, GJSHL, AHEL and RHPL shall be entitled to take such other steps as may be necessary or expedient to give full and formal effect to the provisions of this Scheme.

19. Approvals and Modifications:

GJSHL, AHEL and RHPL (by their respective Board of Directors or such other person or persons, as the respective Board of Directors may authorise) are empowered and authorised:

- 19.1 To assent from time to time to any modifications or amendments or substitutions of the Scheme or of any conditions or limitations which the Hon'ble Benches of NCLT at Kolkata and Chennai and / or any authorities under law may deem fit to approve or direct or as may be otherwise deemed expedient or necessary by the respective Board of Directors as being in the best interest of the said companies and their shareholders.
- 19.2 To settle all doubts or difficulties that may arise in carrying out the Scheme; to give their approval to all such matters and things as is contemplated or required to be given by them in terms of this Scheme; and to do and execute all other acts, deeds, matters and things necessary, desirable or proper for putting the Scheme into effect.



Without prejudice to the generality of the foregoing GJSHL, AHEL and RHPL (by their respective Board of Directors or such other person or persons, as the respective Board of Directors may authorise) shall each be at liberty to withdraw from this Scheme in case any condition or alteration imposed by any authority is unacceptable to them or as may otherwise be deemed expedient or necessary.

20. Scheme Conditional Upon:

The Scheme is conditional upon and subject to:

- 20.1 Approval of the Scheme by the requisite majorities of the shareholders of GJSHL, AHEL and RHPL and such other classes of persons, if any, as may be directed by the Hon'ble Benches of NCLT at Kolkata and Chennai pursuant to Section 230 of the Act. In so far as approval of shareholders of AHEL, as aforesaid, is concerned, it is clarified that in terms of paragraphs I(A)9(a) and I(A)9(b) of Annexure I of SEBI Circular dated 30th November, 2015, the Scheme shall be acted upon only if the votes cast by the public shareholders of AHEL in favor of the Scheme are more than the number of votes cast by them against it;
- 20.2 Approval of the Scheme by the Stock Exchanges where AHEL is listed in terms of the Securities and Exchange Board of India (SEBI) Circular dated 30 November 2015; and
- 20.3 Sanction of the Scheme by the Hon'ble Benches of NCLT at Kolkata and Chennai.

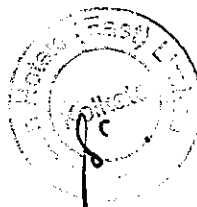
Accordingly, the Scheme although operative from the Appointed Date shall become effective on the Effective Date, being the date or last of the dates on which all the aforesaid approvals and sanction are obtained and certified copies of the order of the Hon'ble Benches of NCLT at Kolkata and Chennai sanctioning the Scheme are filed with the Registrar of Companies.

21. Costs, Charges and Expenses:

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 stage of sanction of this Scheme, shall be borne and paid by AHEL.

22. Residual Provisions:

- 22.1 GJSHL, AHEL and RHPL shall not at any time during the period commencing from the date of approval of this Scheme by the Board of Directors of the said Companies and ending with the Effective Date make any change in their capital structure either by way of increase (by issue of equity shares on a rights or preferential allotment basis, bonus shares, convertible debentures or otherwise) decrease, reduction, reclassification, sub-division or consolidation, re-organisation, or in any other manner except by mutual consent of the respective Boards of Directors of GJSHL, AHEL and RHPL.



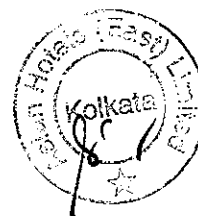
- 22.2 The transition adjustments, if any, due to transition to the new Indian Accounting Standards prescribed by the Companies (Indian Accounting Standards) Rules, 2015 from 1st April, 2016 are to be made only after giving effect to the accounting for the demerger and reorganisation and conversion of Share Capital and Debentures as per this Scheme, in accordance with the earlier Accounting Standards as prescribed by the Companies (Accounting Standards) Rules, 2006 which were applicable upto the Appointed Date. Accordingly, it is clarified that no such transition adjustments shall be required to be made in the books of GJSHL and AHSL in respect of the assets and liabilities of the Demerged Undertaking or in the books of RHPL and AHSL in respect of conversion of the Specified Preference Shares and Debentures. Such transition adjustments, if any, shall be required to be made only in respect of the other assets and liabilities of the companies.
- 22.3 On the approval of the Scheme by the members of GJSHL, AHSL and RHPL pursuant to Section 230 of the Act, it shall be deemed that the said members have also accorded all relevant consents under Sections 13, 48, 61 and 62(1)(c) of the Companies Act, 2013 or any other provisions of the Act to the extent the same may be considered applicable.
- 22.4 Without prejudice to the generality of the foregoing, it is clarified and provided that cancellation of Securities Premium Account and Equity Share Capital of GJSHL in terms of this Scheme shall be effected as an integral part of this Scheme. Such cancellation does not involve either diminution of liability in respect of unpaid share capital or payment of paid-up share capital. Further, since such cancellation is an integral part of the Scheme, the provisions of Section 66 of the Act are not applicable. It is further clarified and provided that notwithstanding such cancellation of Share Capital and Securities Premium Account of GJSHL, it shall not be required to add "And Reduced" as suffix to its name.
- 22.5 The demerger and transfer and vesting of the Demerged Undertaking of GJSHL to AHSL under this Scheme has been proposed in compliance with the provisions of Section 2(19AA) of the Income-Tax Act, 1961. If any terms or provisions of the Scheme are found or interpreted to be inconsistent with the provisions of the said Section at a later date, including resulting from an amendment of law or for any other reason whatsoever, the provisions of the said Section of the Income-tax Act shall prevail and the Scheme shall stand modified to the extent determined necessary to comply with the said Section. Such modification will however not affect the other parts of the Scheme.



Schedule I

Statement of Assets and Liabilities of Demerged Undertaking as on March 31, 2016

Assets	Rs. in Lakhs
Fixed Assets	-
Long term loans & advances	-
Other non-current assets	-
Investments	602,32,42,553
<u>Current Assets, Loans and Advances</u>	
Inventories	-
Trade receivables	-
Cash and Bank Balances	75,034
Loans & Advances	2,18,500
Advance to Hotel division	3,49,11,362
Other Current & Non- Current Assets	18,45,000
Net Current Assets	
Total Assets	6,06,02,92,449
<u>Current Liabilities & Provisions</u>	
Short term borrowings from AHCL	373,14,18,600
Trade payables	-
Other Current Liabilities	26,212
Short-term provisions	-
<u>Non-Current Liabilities</u>	
Long Term provisions	14,452
Total Liabilities	373,14,59,264
Net Asset (Credit)	2,32,88,33,185



ATTACHMENT- 3

Share Entitlement Report for the Reorganization of Share Capital and Debentures of Robust Hotels Private Limited under the Scheme of Arrangement between GJS Hotels Limited, Asian Hotels (East) Limited and Robust Hotels Private Limited and their respective Shareholders

February 02, 2017

Prepared by:

NSBP & Co.

107, Tribhuvan Complex

Ishwar Nagar, Mathura Road

New Delhi - 110 065

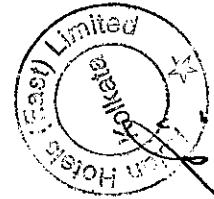
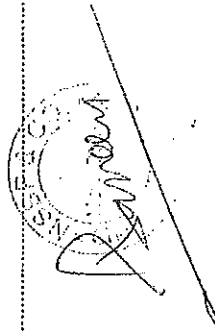
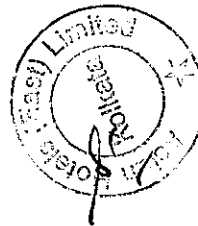


TABLE OF CONTENTS

TABLE OF CONTENTS.....	- 2 -
List of Abbreviation.....	- 3 -
CHAPTER 1 - DISCLAIMER CLAUSE.....	- 5 -
CHAPTER 2 - SCOPE OF WORK.....	- 7 -
CHAPTER 3 - DATA RELIED UPON.....	- 10 -
CHAPTER 4 - BACKGROUND.....	- 11 -
CHAPTER 5 - VALUATION APPROACHES.....	- 16 -
CHAPTER 6 - VALUATION METHODOLOGY ADOPTED - FINANCIAL INSTRUMENTS.....	- 19 -
CHAPTER 7 - VALUATION METHODOLOGY ADOPTED - ROBUST HOTELS PRIVATE LIMITED.....	- 23 -
CHAPTER 8 - VALUATION RECOMMENDATION.....	- 30 -



List of Abbreviation	
Abbreviation	Description
AOA	Articles Of Association
MOA	Memorandum of Association
SOA	Scheme of Arrangement
Appointed Date	31 st March, 2016
Valuation Date	31 st March, 2016
BSE	Bombay Stock Exchange
CAPM	Capital Asset Pricing Model
Cr.	INR Crore
EBIT	Earnings Before Interest & Tax
EBITDA	Earnings Before Interest, Tax, Depreciation & Amortisation
EV	Enterprise Value
AHEL/ Asian Hotels	Asian Hotels (East) Limited
RHPL/ Robust Hotels	Robust Hotels Private Limited
GJSHL/ GJS Hotels	GJS Hotels Limited
CRPS	12% Cumulative Redeemable Preference Shares issued by Robust Hotels
CROCPS	1% Cumulative Redeemable Optionally Convertible Preference Shares issued by Robust Hotels
Unsecured NCDs	0.1% Non-Convertible Debentures issued by Robust Hotels

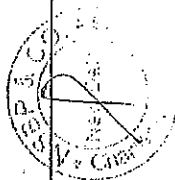
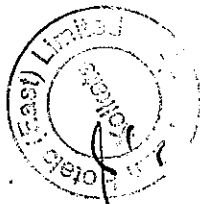
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- 3 -

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Advisory Report on Share Entitlement Ratio

CCPS	1% Compulsorily Convertible Preference Shares (erstwhile 1% CROCPs)
Securities or Financial Instruments	12% CRPS and 0.1% Unsecured NCDs to be reorganised and converted under the Scheme
ICAI	The Institute of Chartered Accountants of India
Lakh(s)	INR Lakhs
NAV	Net Asset Value
PAT	Profit After Tax
NSBP/We	NSBP & Co., Chartered Accountants
WACC	Weighted Average Cost of Capital

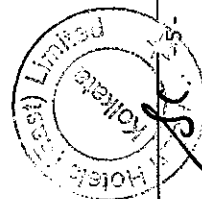
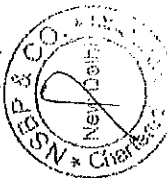


CHAPTER 1 - DISCLAIMER CLAUSE

This Share Entitlement Report ("Report") is being furnished by NSBP & Co. ("NSBP") at the request of the management of Asian Hotels (East) Limited ("AHEL" or "Asian Hotels") and Robust Hotels Private Limited ("RHPL" or "Robust Hotels") for determining the share entitlement ratio upon reorganisation and conversion of the 12% Cumulative Redeemable Preference Shares ("CRPS") and 0.1% Unsecured Redeemable Non-Convertible Debentures ("Unsecured NCDs") of Robust Hotels into Equity Shares of Robust Hotels at fair value under the proposed Scheme of Arrangement between GJS Hotels Limited ("GJSHL" or "GJS Hotels"), Asian Hotels, Robust Hotels and their respective shareholders. The Scheme provides for (1) demerger of Investment Division (Demerged Undertaking) of GJS Hotels to Asian Hotels and (2) reorganisation of share capital and debentures of Robust Hotels ("Scheme" or "Scheme of Arrangement"). As represented to us, Robust Hotels will become a wholly owned subsidiary of Asian Hotels consequent to demerger of the Investment Division of GJS Hotels to Asian Hotels under the Scheme. Upon such demerger, Asian Hotels would become the holder, inter alia, of the 0.1% Unsecured NCDs of Robust Hotels in addition to the 12% CRPS already held by it in Robust Hotels. In terms of the Scheme, the management of Asian Hotels and Robust Hotels ("Management") would be evaluating the reorganisation and conversion of the said 0.1% Unsecured NCDs and 12% CRPS (hereinafter collectively referred to as the "Securities" or "Financial Instruments") of Robust Hotels ("Purpose"). Hence, NSBP has been appointed to determine the fair and equitable share entitlement ratio for the proposed conversion. The date of valuation for this exercise is March 31, 2016 ("Valuation Date").

The Report has been prepared by NSBP from the information extracted from desk research, published Reports financial projections, and other data including terms of investments, room-nights available, actual occupancy rates, average room realization, etcetera supplied by the Management. Our agreed scope of work does not include verification of data submitted by the Management and we have fully relied upon the data provided to us.

The factual data, business details and projected financial statements have been provided by the Management. While the information provided herein is believed to be true 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.



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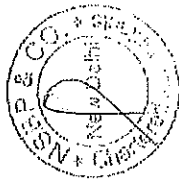
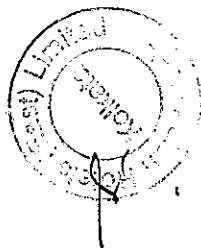
Advisory Report on Share Entitlement Ratio

The information contained herein is based on certain assumptions and Management's analysis of information available at the time the Report has been prepared. NSBP does not purport to give any representation, warranty or other assurance in relation to such information.

The Report highlights the alternative approaches to valuation and summarizes the methodologies keeping in view the circumstances of the business and arrives at the fair value for the conversion.

This Report must be considered in the above-mentioned context only and is not an advisory document for any other purpose. The Report may not be distributed, reproduced, or used, without the express written consent of NSBP for any purpose other than mentioned above. Our valuation analysis should not be construed as an investment advice and we do not express any opinion on the suitability of any investment with any company.

This Report is to be read in its entirety.



CHAPTER 2 - SCOPE OF WORK

We understand that GJS Hotels, Asian Hotels (East) Limited and Robust Hotels and their respective Members would be entering into the Scheme of Arrangement (SOA) with Appointed Date being 31st March, 2016. The Scheme is in two parts:

- i. Demerger of Investment Division of GJS Hotels into Asian Hotels. In terms of the Proposed Scheme, the investment division of GJS Hotels is to vest in Asian Hotels. As on the Appointed Date GJS Hotels held the following securities in its Investment Division:

- a. 89,64,623 1% Cumulative Redeemable Optionally Convertible Preference Shares of Robust Hotels ("CROCPS");
- b. 2,05,00,000 0.1% Unsecured Redeemable Non-Convertible Debentures of Robust Hotels ("Unsecured NCDs"); and
- c. 6,39,32,769 Equity Shares of Robust Hotels.

Apart from above, as on the Appointed Date, Asian Hotels already held 43,00,000 12% Cumulative Redeemable Preference Shares ("CRPS") of Rs.100 each in Robust Hotels.

- ii. In terms of the Scheme, out of the aforesaid securities of Robust Hotels, 1,55,00,000 0.1% Unsecured NCDs and 43,00,000 12% CRPS of Robust Hotels shall be reorganised and converted into equity shares of Robust Hotels.

It is clarified that the balance 50,00,000 Unsecured NCDs of Robust Hotels as on the Appointed Date have since been redeemed and the said 89,64,623 1% CROCPS of Robust Hotels as on the Appointed Date have since been converted into 1% Compulsorily Convertible Preference Shares ("CCPS") in the current financial year (2016-2017). However, since the same were existing as on the Appointed Date, the same have also been considered in the valuation of Robust Hotels as on the Appointed Date but are not required to be reorganised under the Scheme.

The Management of Asian Hotels and Robust Hotels is evaluating the reorganisation and conversion of 12% CRPS and 1% Unsecured NCDs of Robust Hotels, as stated in sub-paragraph (ii) above, into Equity Shares of Robust Hotels. For the said purpose NSBP & Co. has been appointed to apprise the Management on the fair value for the conversion of the said Securities held as investments into Equity Shares of Robust Hotels as on March 31, 2016 ("Valuation Date"). Therefore, our scope of work shall include apprising the Management on the value of the Securities in consideration (as

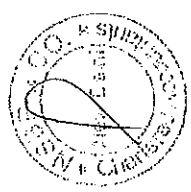
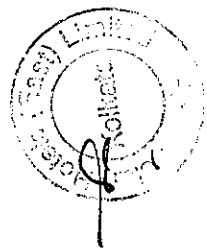
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- 7 -

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Advisory Report on Share Entitlement Ratio

per sub paragraphs (a) and (b) above) and the value of equity share of Robust Hotels for the purpose of determining Share Entitlement Ratio upon the conversion of the aforesaid Securities of Robust Hotels.



Limitation

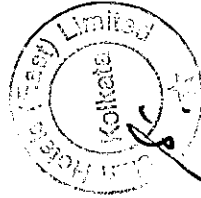
It may be noted that valuation is a highly subjective exercise and the opinion on valuation may differ from valuer to valuer depending on the individual perception of the attendant circumstances. At best, it is an expression of opinion or a recommendation based on certain assumptions.

Please note that:-

- a) Valuation does not include the auditing of financial data provided by Management, and therefore we do not take any responsibility for its accuracy and completeness.
- b) Valuation should not be considered as an opinion on the achievability of financial projections either mentioned in, or relied upon for this Report.

This Report is to be considered only for the purpose of determining the fair value of the Securities for its conversion into Equity Shares.

While all reasonable care has been taken to ensure that the advice given in the Report is fair and equitable for the above said purpose, neither NSBP nor its constituents including its partners & others shall in any way be responsible for any inadvertent error or error of judgment and any such inaccuracies in this Report that may have crept in or for any error in computing fair value of the Securities.



CHAPTER 3 - DATA RELIED UPON

For the purpose of this Report, we have relied upon the data, facts, information, documents extracted from desk research, published Reports, and other data provided by the Management:

We have relied upon the following Management certified information:

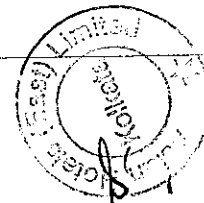
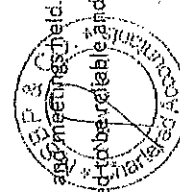
1. Draft Scheme of Arrangement between GJS Hotels, Asian Hotels, and Robust Hotels and their respective shareholders for demerger, reorganisation and conversion as aforesaid;
2. Audited Balance Sheet of Asian Hotels, GJS Hotels, and Robust Hotels for the FY 2015-16;
3. Assets Valuation Reports shared with us by the management and issued by M/s. Sreenidhi Valuation Consultancy Services, Chennai dated 16th May 2016 in respect of Land, Building, Furniture/ Interior Decorations (excluding Arts), and Machinery of Robust Hotels..
4. Unaudited provisional financials of Robust hotels for the half year ended 30th September, 2017
5. Projection of the hotel business of Robust Hotels up to 2026-27
6. Terms of Issue of Investments of the 12% Cumulative Redeemable Preference Shares;
7. Terms of Issue of Investments of the 0.1% Unsecured Non-Convertible Debentures;
8. Terms of Issue of Investments of the 1% Cumulative Redeemable Optionally Convertible Preference Shares;
9. Board Resolutions of GJS Hotels dated 10th February 2016 and 7th September 2016 and Board Resolutions of Robust Hotels dated 21st May 2016 and 21st September 2016 for alteration of nature of 1% Cumulative Redeemable Optionally Convertible Preference Shares issued by Robust Hotels into 1% Compulsorily Convertible Preference Shares of Robust Hotels
10. Data related to issue and transfer of the Securities, and history of payment of dividends/ interests by the issuer of the Securities;
11. Other facts and data considered necessary to arrive at a fair value

We have also relied upon other written/ verbal information given to us by the Management during the course of our exercise and meetings held. Some of the data required for the purpose of this exercise has been taken from publicly available sources from internet believed to be reliable and true.

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- 10 -

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CHAPTER 4 - BACKGROUND

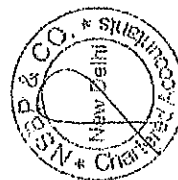
A. Company Background:

1. Asian Hotels (East) Limited

Asian Hotels is in the business sector of hospitality. The equity shares of Asian Hotels are listed on Bombay Stock Exchange ("BSE") and National Stock Exchange ("NSE"). Asian Hotels was originally incorporated with the name Vardhman Hotels Pvt. Limited w.e.f. 8th January, 2007. Vardhman Hotels, being a wholly owned subsidiary of Asian Hotels Limited and in pursuance of a Scheme of Arrangement (Appointed Date – 31st October, 2009), acquired from Asian Hotels Limited a 5-star hotel in Kolkata i.e. Hyatt Regency Kolkata following the demerger envisaged in the said Scheme. Upon the scheme becoming effective the name of Vardhman Hotels Pvt. Limited was changed to Asian Hotels w.e.f. 11th February, 2010

Asian Hotels Income Statement (Standalone) (INR Cr.)

Particulars	31-Mar-16
Revenue from Operations	98.09
Other Income	9
Total Revenue	107.09
EBITDA	31.69
PAT/ (Loss)	8.19



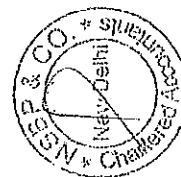
Asian Hotels Balance sheet (Standalone)

(INR Cr.)

Particulars	31-Mar-16
Equity and Liabilities	
Shareholder's Fund	853.05
Non-Current Liabilities	19.13
Current Liabilities	155.89
TOTAL	1028.07
Assets	
Non-Current Assets	847.76
Current Assets	180.31
TOTAL	1028.07

Asian Hotels Latest Shareholding Pattern as on 1st December, 2016

Particulars	No. of Shares	% holding
Promoter & Promoter Group	75,66,120	65.63%
Public	39,61,677	34.37%
TOTAL	1,15,27,797	100.00%



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Asian Hotels Schedule of Contingent Liabilities as on 31st March, 2016

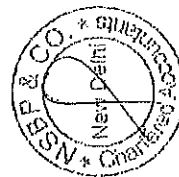
S.No	Particulars	Amount (Cr.)
1.	Corporate Guarantee to IDBI bank for Robust Hotels	35.0
2.	LC issued by IDBI Bank Ltd in favor of West Bengal Electricity Distribution Company Limited	0.8
3.	Service Tax under the Finance Act, 1994 pertaining to FY 2003 to Jan-2013	4.4
4.	ESIC under Employee's State Insurance Act 1948 pertaining to FY 2004-05	0.2
5.	Income Tax under the Income Tax Act, 1961 for the FY 2011-12 (Asian Hotels has preferred an appeal)	1.7
6.	Income Tax under the Income Tax Act, 1961 for the FY 2012-13 (Asian Hotels has preferred an appeal)	1.2
7.	Others	0.4

2. Robust Hotels Private Limited

Robust Hotels was incorporated in January 2007 in the state of Tamil Nadu. Robust Hotels is also into the business of hospitality which is registering growth across the country and the same is being reflected in the occupancy of the rooms. Robust Hotels operates Hotel Hyatt Regency, Chennai. Robust Hotels is presently a subsidiary of GJS Hotels and a step down subsidiary of Asian Hotels, which is the parent company of GJS Hotels. Consequent to demerger of Investment Division of GJS Hotels to Asian Hotels, Robust Hotels will become a wholly owned subsidiary of Asian Hotels.

Robust Hotels Latest Shareholding Pattern, as on 1st December, 2016

Particulars	No. of Shares	% holding
Asian Hotels	30,010,000	32%
GJS Hotels	63,932,769	68%
TOTAL	93,942,769	100%



34

Advisory Report on Share Entitlement Ratio

Robust Hotels Income Statement

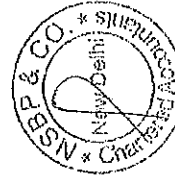
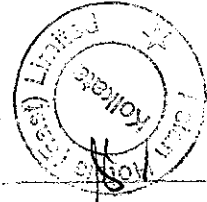
(INR Cr.)

Particulars	31-Mar-16
Revenue from Operations	94.64
Other Income	0.43
Total Revenue	95.07
EBITDA	25.17
PAT/ (Loss)	(21.62)

Robust Hotels Balance sheet

(INR Cr.)

Particulars	31-Mar-16
Equity and Liabilities	
Shareholder's Fund	287.66
Non-Current Liabilities	345.87
Current Liabilities	46.64
TOTAL	680.17
Assets	
Non-Current Assets	614.41
Current Assets	65.76
TOTAL	680.17



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- 14 -

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5. Indian Hospitality Industry:

Demand of Hospitality Industry largely depends on business travelers but tourist traffic is also on the rise. Demand in the Indian Hospitality Industry normally surges in the peak season between November and March. As per a IBEF report, nearly 7.1 million foreign tourists arrived in India in 2015 (from January to November). Foreign Tourists arrival is expected to grow at a CAGR of 7.1% during 2005-25. Rating agency ICRA Ltd. estimates the revenue growth of Indian hotel industry strengthening to 9-11 per cent.

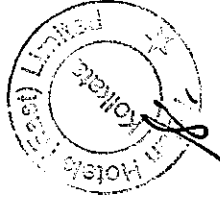
India is a large market for travel and tourism. It offers a diverse portfolio of niche tourism products - cruises, adventure, medical, wellness, sports, eco-tourism, filmography, rural and religious tourism. India has been recognized as a destination for spiritual tourism for domestic and international tourists. The launch of several branding and marketing initiatives by the Government of India such as Incredible India! and Athiti Devo Bhava have provided a focused impetus to the growth.

Source:

<http://www.ibef.org/>

<https://www.equitymaster.com>

<http://www.icra.in/>



36.

CHAPTER 5 - VALUATION APPROACHES

The valuation methodology to be adopted varies from case to case depending upon different factors affecting valuation. The basis of valuation depends upon the purpose of valuation, the type of business, the future prospects and other attendant circumstances.

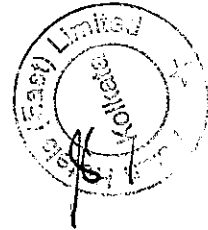
Various Valuation approaches are explained below:

Net Asset Value

This methodology is likely to be appropriate for a business whose value is driven mainly from the underlying value of its assets rather than its earnings, such as property holding and investment business. This method may also be appropriate for a business that is not making an adequate return on assets and for which a greater value can be realized by liquidating the business and selling its assets. This methodology can also assume the amount which can be realized by liquidating the business by selling off all the tangible assets of a company and paying off the liabilities.

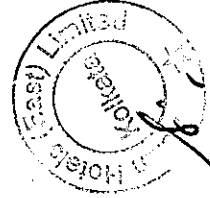
Some of the most common techniques of valuation considered under this approach are to value a business enterprise on the following basis -

1. Book value: This is simply a value based upon the accounting books of the business. In simple term, Assets less liabilities equals the owners' equity, which is the "Book Value" of the business.
2. Adjusted book value: This method involves reviewing each and every assets and liabilities on the company's balance sheet and adjusting it to reflect its estimated market value. The unrecorded and contingent liabilities are also considered at their fairly estimated value.
3. Replacement value: The asset valuation methodology essentially estimates the cost of replacing the tangible assets of the business taking into account the market value of various assets or the expenditure required to create the infrastructure more or less similar to that of a company being valued. Since the replacement methodology assumes the value of business as if a new business is set, this methodology may not be relevant in a going concern.



Discounted Cash Flow

1. DCF methodology expresses the present value of a business as a function of its future cash earnings capacity. This methodology involves estimation of post-tax cash flows for the projected period, after taking into account the business's requirement of reinvestment in the terms of capital expenditure and incremental working capital. The value of a business so measured is discounted to the present time at an appropriate discount rate. This method is used to determine the present value of a business on a going concern assumption.
2. When valuing a business on a DCF basis, the objective is to determine a net present value of the cash flows arising from the business over a future select period of time, which is called the explicit forecast period.
3. Under the DCF methodology, value must be placed both on the explicit cash flows as stated above, and the ongoing cash flows a company will generate after the explicit forecast period known as terminal value.
4. The discount rate applied to estimate the present value of free cash flows, is taken at the "Weighted Average Cost of Capital" (WACC). The principal elements of WACC are cost of equity (which is the desired rate of return for an equity investor given the risk profile of the company and associated cash flows), cost of preference, the post-tax cost of debt and the current capital structure of the company (a function of debt to equity to Preference ratio).
5. Value obtained by using DCF method gives us the Enterprise Value; and adjustment for the loans and Preference Capital as on the valuation date gives us the Equity Value.
6. This method is generally used when there is reasonable certainty on the timing, quantum and quality of the cash flows, which has its close coupling with the underlying assets (e.g. in case of a manufacturing company). It is the most commonly used valuation technique, and is widely accepted by valuers because of its intrinsic merits.

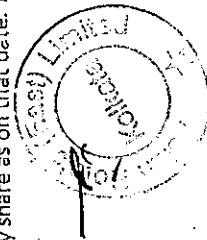


THE MARKET APPROACH (RELATIVE VALUATION APPROACH):

Market value is also known as extrinsic value. The basis of market value is the assumption that if comparable Asset (or property) has fetched a certain price, then the subject asset (or property) will realize a price something near to it. There is a significant philosophical difference between discounted cash flow and relative valuation. In discounted cash flow valuation, we are attempting to estimate the intrinsic value of an asset based upon its capacity to generate cash flows in the future. In relative valuation, we are making a judgment on how much an asset is worth by looking at what the market is paying for similar assets. If the market is correct, on average, in the way it prices assets, discounted cash flow and relative valuations may converge. If, however, the market is systematically over pricing or under-pricing a group of assets or an entire sector, discounted cash flow valuations can deviate from relative valuations.

This method involves reviewing transactions for companies that are in the same or similar line of business as the company being valued and then applying the relevant pricing multiples to the subject company to determine its value. The method might involve private company transactions, public company transactions, as well as public company valuation measures using current share market data. The theory behind this approach is that valuation measures of similar companies that have been sold in arms-length transactions should represent a good proxy for the specific company being valued. Depending on the source of data available and the underlying company being valued, a variety of valuation measures might be used including Enterprise Value (EV) to Sales, EV to EBITDA, EV to EBIT, Price to Earnings, etc. Adjustments are commonly made to these valuation measures before applying to the subject company to ensure an "apples-to-apples" comparison. One or many comparable sales might be considered under this method depending on the data available and the degree of similarity to the company being valued.

Also, the equity value of the company can be derived by multiplying the market price (or weighted average market price) as on the appointed date with the number of equity share as on that date. The aforesaid derived value is also known as Market Capitalization.



CHAPTER 6 - VALUATION METHODOLOGY ADOPTED - FINANCIAL INSTRUMENTS

The value of any asset, real or financial, is equal to the present value of cash flows expected from it. Hence determining the value of the preference shares and debentures shall require

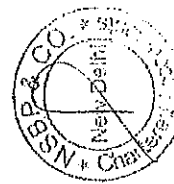
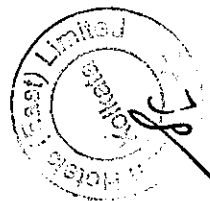
- An estimate of expected cash flows, and
- An estimate of required return;

In the present case, we have determined the fair value of the 12% Cumulative Redeemable Preference Shares and 0.1% Unsecured Non-Convertible Debentures by applying Discounted Cash Flow Method, since the future Cash flows from these Securities can be estimated to a reasonable extent.

Debt Instruments and Cumulative Preference Shares promise to pay a stipulated stream of cash flows. This generally comprises of the periodic interests or dividends payment and the principal payment at the time of maturity.

Since the Cumulative preference shares promise to pay/ accumulate dividends irrespective of the financial performance of a company in a given year, these are considered to be carrying lesser risk as compared to their counterparts i.e. Non- Cumulative Preference shares. This has also been highlighted by Para 8.4 on Page 59 of ICAI Technical Guide on Valuation, 2009 Edition:-

"8.4 (a) Preference Shares may be cumulative preference share. In such case, the risk involved is still lower, with a corresponding effect on the rate of capitalization. In cases where there is uncertainty of future dividends, this is an important right and a preference share not carrying this right will be valued at a substantially lower figure."



Advisory Report on Share Entitlement Ratio

The value of the 12% Cumulative Redeemable Preference Shares and 0.1 % Unsecured Non-Convertible Debentures, keeping in view the aforementioned aspects has been calculated based on certain assumptions and terms of investments provided by the Management, which are as given below –

1. 12% Cumulative Redeemable Preference Shares ("CRPS")

Asian Hotels had invested in 12% Cumulative Redeemable Preference Shares of Robust Hotels. These preference shares of face value of Rs. 43 crores were acquired from JP Morgan at Rs. 61.53 crores (approx.) in the year 2010-11. These were initially issued in the year 2008-09 to Citicorp Finance India Limited in the year 2008-09. The CRPS are redeemable at a premium of 10 % per annum. We understand from Management's representation that till date no dividend has been paid by Robust Hotels (Dividend cumulated till 31st March, 2016 is Rs. 39,07,46,301/-).

i. Face Value of Security

43,00,000 12% cumulative Redeemable Preference Shares of Rs. 100/- each i.e. Face Value equal to Rs. 43 crores;

ii. Cash Flow to the Security Holder

Period: As per Management representation and from past records, Robust Hotels has extended the tenure of redemption to 03rd September, 2028. Hence, the total period for the cash flows (i.e. dividends and redemption premium) as per the terms of investments and Management representation from the valuation date i.e. March 31, 2016 is taken till September 03, 2028. The Securities were initially issued on September 04, 2008;



iii. Terminal Value

The terminal value of the 12% Cumulative Redeemable Preference Shares has been taken as the principal amount and the 10% Premium on redemption calculated from September, 2008 to September, 2028

Value of premium on redemption taken at appropriate Discounting factor comes at Rs. 21.04 crores (approximately);

It is clarified that arrears of dividend accumulated on the 12% Cumulative Redeemable Preference Shares as on 31st March 2016 have also been considered and included in the valuation.

iv. Discounting Factor

In determining the present value of the cash flows that are available to holder of 12% CRPS, the discount rate used is 12% i.e. the dividend rate. This reflects the opportunity cost of the holder i.e. the post-tax expectation of the holder of these instruments. The 12% discounting rate has been used, considering the relative low risk associated due to the feature of Cumulative Dividends being attached with the financial instrument.

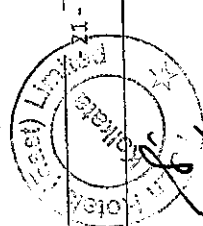
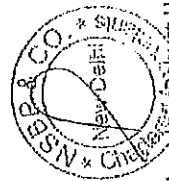
Therefore, on the basis of above mentioned factors, the Fair Value as on 31st March, 2016 of the 12% Cumulative Redeemable Preference Shares as per DCF Method works out to Rs. 64.10 crores (approximately)

2. 0.1% Unsecured Redeemable Non-Convertible Debentures (Unsecured NCDs)

GIS Hotels had invested in 0.1% Unsecured Redeemable Non-Convertible Debentures of Rs.100 (Unsecured NCDs) each in Robust Hotels amounting to Rs. 205 crores, which consequent to the proposed demerger shall stand vested in Asian Hotels. Interest outstanding as on March 31, 2016 is Rs. 18.45 lacs.

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i. Face Value of Security

2.05 crores 0.1% Unsecured Non-Convertible Debentures of Rs. 100/- each i.e. Rs. 205 crores

ii. Cash Flow to the Security Holder

Period: The total period for the cash flows (i.e. interest) from the valuation date i.e. March 31, 2016 taken as per the terms of investments is 9 years i.e. till March 31, 2025

iii. Terminal Value

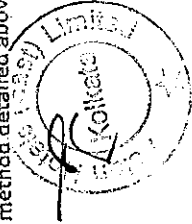
The terminal value of the 0.1% Unsecured NCDs has been taken as the principal amount to be repaid upon maturity of the said security.

iv. Discounting Factor

In determining the present value of the cash flows that are available to holder of 0.1% NCDs, the discount rate used is 8.4%. This reflects the opportunity cost of the holder i.e. how much post-tax return a holder of the said Securities would expect from such Securities.

Therefore, on the basis of above mentioned factors, the Fair Value as on 31st March, 2016 of the 0.1% Unsecured Non-Convertible Debentures as per DCF Method works out to Rs. 100.62 crores

Therefore, as per the above calculations, the Fair Value as on 31st March, 2016 of the Securities in Consideration i.e. 12% CRPS and 0.1% unsecured NCDs, according to the method detailed above, works out to Rs. 164.72 crores (approximately).



CHAPTER 7 – VALUATION METHODOLOGY ADOPTED – ROBUST HOTELS PRIVATE LIMITED

The proposed transaction in the present case between Asian Hotels and Robust Hotels has been valued on the basis of arm's length price between Asian Hotels and Robust Hotels. The value of the hotel business of Robust Hotels has been ascertained using average of Discounted Cash Flow method and Net Asset Value method, also keeping the control aspect consideration involved in view. Net Asset Value has also been taken for the purpose of valuation, considering that to any prospective buyer in a hotel business, which also owns the hotel property the value of property is as important as the income that can be earned from it.

The management of the hotel is with the Robust Hotels. The average value of the Hotel business of Robust Hotels has been ascertained using Discounted Cash Flow method and Net Asset Value method,

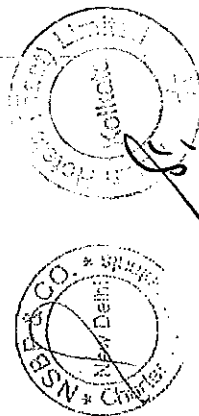
1. Discounted Cash Flow Method:

As per "The Valuation of Company shares and business" by Adamson & Adamson, 6th edition published in 1980 in McCathie's case, it was decided as under –

"A Purchaser of shares in a company which is a going concern does not usually purchase them with a view to attempting to wind up the Company... The real value of the share will depend more on the profits which the Company has been making and should be capable of making, having regard to its nature of business..."

The value of Robust Hotels as per the Discounted Cash Flow Method has been calculated based on assumptions and business plans provided by the Management, using Free cash flow to Firm approach, and subsequently reducing the Fair Value of Non-Equity claims in Robust Hotels to arrive at Equity Value of Robust Hotels.

This approach has been substantiated in 6th Chapter of Damodaran on Valuation, 2nd Edition (Page – 209) :



"... The Value of Equity can be extracted from the value of firm by subtracting the market value of outstanding debt"

"In theory, the value of equity obtained from the firm valuation and equity valuation approaches should be the same if you make consistent assumptions about financial leverage"

Calculation using the above mentioned approach is as given below -

a) Free Cash Flow

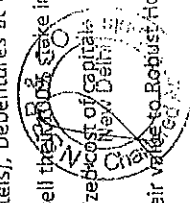
Explicit Period: FY 2016-17 to FY 2025-27

Perpetual value: The perpetuity value has been calculated on the basis of financials of FY 26 -27.

It is substantiated from the quotation from Page 7 & 8 of "Technical guide on Share Valuation, by The Institute of Chartered Accountants of India, Published in Year 2009 -

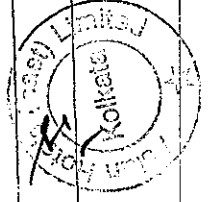
"Cash flow should reasonably capture the growth prospects and earnings capability of a company. The forecasted period should necessarily cover the entire business cycle of a company"

b) Discounting Factor - Weighted Average Cost of Capital (WACC)

In determining the present value of the cash flows that are available to firm, the discount rate used is cost of capital of the entity, i.e. WACC. This reflects the opportunity cost of the company. WACC represents the Industry's Cost of Capital i.e. what shall be the Average cost of capital for an industry specific company in a Perfect Market. Robust Hotels has issued to its holding company (GIS Hotels), Debentures at 0.1% Coupon rate which is substantially lower than market rate. Considering that if in future the shareholders intend to sell their 100% stake in the company to a third party, they would require such capital be repaid as well, we have taken in our workings normalized cost of capital New Delhi. 

Hence, it has been considered important to discount the capital employed at normalized rates to give a true and fair value to Robust Hotels.

WACC is arrived at by using the following formula



$$WACC = (\text{Cost of Equity} * \text{Shareholders Funds} / \text{Total Funds}) +$$

$$(\text{Cost of Preference} * \text{Preference Share Capital} / \text{Total Funds}) +$$

$$(\text{Cost of Interest Bearing Debt} * \text{Interest Bearing Debt} / \text{Total Funds})$$

Note: Capital Employed i.e. Shareholders' Funds, Preference Share Capital, and Interest Bearing Debt denotes the carrying values as appearing in the balance sheet on the valuation date, including securities premium received thereon, or excluding discount given on issue (if any).

c) Cost of Equity

The cost of equity has been determined by using Capital Asset Pricing model (CAPM). This has been computed as follows:

$$\text{Cost of equity} = R_f + [R_m - R_f] (\text{Beta})$$

Where,

R_f denotes risk free rate of return as per the "Public Debt Management Quarterly Report" for the quarter ending March 31, 2016 which is 7.46%.

R_m denotes return on diversified market portfolio return. R_m is considered 16.12% which has been the market rate of return on Bombay Stock Exchange from April 1, 1979 to March 31, 2016.

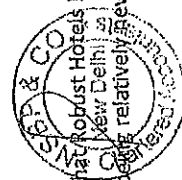
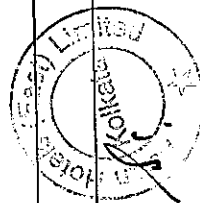
Beta represents the systematic risk associated with investments. It is assumed that for shareholders the substitute opportunity for investment would be investment in SENSEX. Hence, we have assumed the shareholders' expectation equal to the market return (based on the return on BSE from 1979 till date).

The average beta for major listed hospitality sector companies in India is approximately 0.86, and considering that Robust Hotels has not yet fully stabilized its operations and Robust Hotels is a single hotel, unlisted company, and the age of property being relatively new, we have considered Beta as 1.

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- 25 -

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The Cost of equity (ke) comes out to be 16.12%

d) Cost of Debt

The cost of interest bearing debt has been computed considering post tax cost of debt of the Robust Hotels. Robust Hotels has outstanding as on 31st March, 2016 0.1% Debentures of Rs. 205 crores, and Rs. 148.24 crores, including outstanding interest on the principal which is approximately Rs. 3 crores. Term loan raised from HDFC Bank at 12.40%. However, considering that any rational long term investor in the hospitality industry, in an arm's length transaction investing in Unsecured Debentures of a company would expect a higher rate of return, we have taken cost of debentures to be at 12%.

Based on above figures and assumption, effective post-tax cost of term loan and debentures works out to 8.11% and 7.85% respectively.

e) Cost of Preference Capital

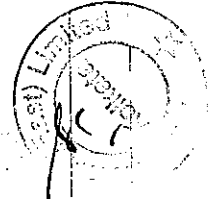
Robust Hotels had issued two classes of Preference Capital:

- 1% Cumulative Redeemable Optionally Convertible Preference Shares to GJS Hotels, and
- 12% Cumulative Redeemable Preference Shares to Asian Hotels;

1. The cost of Preference Capital has been computed considering Post - CDT Cost of Preference Capital of Robust Hotels. Robust Hotels has issued preference shares to Asian Hotels carrying dividend rate of 12%. Considering normal expectation of any long term rational investor investing in an arm's length transaction in the Preference Share Capital of a company in the hotel industry, we have taken cost of preference shares to be as the dividend rate i.e. 12% and an effect of DDT has been grossed up thereupon.

Based on these assumptions and figures, effective post-CDT cost of 12% preference shares works out to 14.44%.

2. GJS Hotels had invested in 1% Cumulative Redeemable Optionally Convertible Preference Shares amounting to Rs. 192.74 crores in FY 2013-14 and FY 2014-2015 in Robust Hotels. It has been represented to us that management of GJS Hotels and Robust Hotels vide Board Resolutions dated 10th February, 2016 and 21st May 2016 respectively had resolved to convert this investment from Cumulative



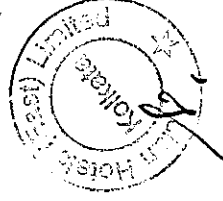
Redeemable Optionally Convertible Preference Shares to Compulsorily Convertible Preference Shares ("CCPS"). However the conversion was not executed within FY 2015-16. Such conversion was effected on 1st October 2016.

As resolved earlier, on October 1st, 2016, the management of GJS Hotels and Robust Hotels have, pursuant to Sections 48 and Section 55 of Companies Act 2013 entered into a mutual agreement to convert the nature of Optionally Convertible Preference Shares to Compulsorily Convertible Preference Shares. Further, the dividend accumulated till date of conversion into CCPS has been waived off as mutually agreed. As such, the investment of GJS Hotels of Rs. 192,73,93,945/- in 89,64,623 1% CROCPs of Rs. 10/- will get converted into 6,02,31,061 number of equity shares of face value of Rs. 10 each at a conversion price of Rs. 32/- per share in the current financial year, i.e 2016-2017.

Since it is evident that the Cumulative Redeemable Optionally Convertible Preference Shares are in true form Equity Share Capital and were not to be redeemed but converted into equity capital, as above, for the purpose of calculation of WACC, Cost of 1% Preference Capital has been taken equivalent to Cost of Equity Share Capital i.e. 16.12%.

f) Cost of Capital

The WACC, considering the Fund Structure of Robust Hotels as on March 31, 2016, has been worked out to be 11.53%, which has been used for the purpose of the valuation.



g) Value in Perpetuity

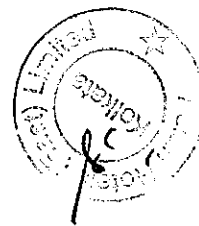
The perpetuity value is the value of the business beyond the explicit forecast period. The last year free cash flows (FY 2025-27) have been considered for the purpose of computing perpetual value. A growth rate of 3% has been considered in the perpetuity for the purpose of computing perpetuity value.

Therefore, on the basis of above mentioned factors, the Enterprise Value of Robust Hotels as per DCF Method works out to Rs. 542.51 crores as on 31st March, 2016

2. Net Asset Value approach:

The second approach which has been used to measure the fair value of Robust Hotels is the Net Asset Value (NAV) method. Hotel Industry is a highly asset heavy sector, therefore the other approach which has been used to value Robust Hotels is the Net Asset Method. Further, Real Estate which is a major component of the total assets of a hotel business, being in a good location has the rental earning capacity or capital appreciation prospects with possibility of more hotels opening up in the vicinity in the near future. Hence, in the given scenario of acquisition of 100% control value in a hospitality sector company, it has been considered vital to take into account the fair value of the assets as well. Hence, all the assets pertaining to Robust Hotels have been valued as per the asset valuation report and the carrying values in the balance sheet and as on 31st March 2016, as provided by the Management; the liabilities have been taken as per the carrying amounts in the balance sheet of Robust Hotels as on 31st March, 2016

Therefore, on the basis of the Adjusted Net Asset Value method, the Value of Robust Hotels works out to Rs. 711.42 crores (approximately)

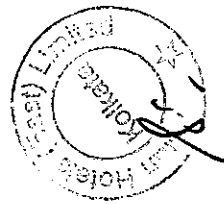


Considering the fact that the Hotel Business is intended to be continued on a 'going concern' basis and that the hotel industry is an asset heavy sector and any person acquiring shares in Robust Hotels will also end up acquiring controlling interest over the huge pool of assets, we have considered it appropriate to give weightage of '1' to the value determined using 'Discounted Cash Flow approach' and weightage of '1' to value determined using 'Net Assets Value approach'.

The Average Enterprise value of Robust Hotels works out to be Rs. 626.97 crores (approximately). Accordingly, the Equity Value i.e. value only to the shareholders of the Robust Hotels which is arrived at after deducting from the above derived enterprise value, the fair value of Non-Equity Claim i.e. 12% preference capital, 0.1% debentures and Loans comes at Rs. 314.00/- crores (Refer Chapter - 6 for values of 12% Preference Shares and Debentures)

Given the true nature of 1% CROCPs being Equity Share Capital, we have taken the value of Robust Hotels on fully diluted equity shareholding bases. As on 31st March, 2016 Robust Hotels has total number of issued and paid up equity shares outstanding of 9,39,42,769 and equivalent number of preference shares to be converted into equity as per terms highlighted above stand at 6,02,31,061. The total number of diluted equity shares thus stands at 15,41,73,830.

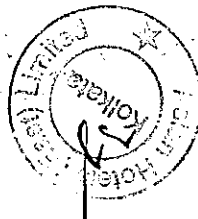
Therefore, estimated diluted equity value per share of Robust Hotels comes at Rs. 20.37/- approximately, rounded off to Rs. 20/- per share.



CHAPTER 8 – VALUATION RECOMMENDATION

On the basis of our valuation estimate and derivation in accordance with preceding chapters, we are of the opinion that the share entitlement ratio as per below table of equity shares of face value Rs. 10/- each and at Premium of Rs. 10/- (total value – Rs. 20 per share, refer chapter 7 above) per share of Robust Hotels is fair and reasonable:

Particulars	Value (In Rs. Crores)	Number of units	Value Per unit	Share Entitlement (per 100 units)
12% Cumulative Redeemable Preference Shares	64.10	43,00,000	149.06	745
0.1% Unsecured Redeemable Non-Convertible Debentures	100.62	2,05,00,000	49.09	245



Authorized Signatory

For NSBP and Co.

Chartered Accountants

Membership No: 000756N

Date: 2nd February, 2017

Place: New Delhi

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- 50 -

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OPINION ON MARKET VALUE

For

M/s. Robust Hotels Private Limited, Chennai.

In respect of property located in

No 365, Anna Salai, Teynampet, Chennai-600 018

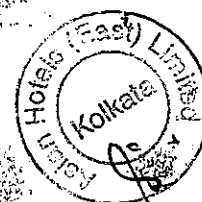


Prepared by

Sreenidhi Valuation Consultancy
Services, Chennai.

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52

OPINION ON MARKET VALUE

For

M/s. Robust Hotels Private Limited, Chennai

In respect of property located in

No 365, Anna Salai, Teynampet, Chennai-600 018



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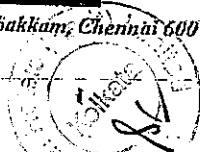


Table of Contents

Particular	Page no
Executive Summary	3
General Terms of Appointment & Disclosures	5
Client Profile	6
Hotel Info	7
Property Description	8
Building Details	11
Opinion on Property Value	12
Annexure—Machinery Value	16
Site Pictures	17



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EXECUTIVE SUMMARY

SUB: Opinion on the Market value of the building along with the fixtures available as on 16 th May 2016 at No 365, Anna Salai, Teynampet, Chennai-600018.

On Instructions from M/s. Robust Hotels Private Ltd, Chennai ("Client"), this evaluation exercise is undertaken in respect of the Land and Building of the "Hotel Hyatt Residency" located at No 365, Anna Salai, Teynampet, Chennai—600 018, Tamil Nadu, IN ("Subject property") along with the machineries and fixtures installed / erected therein and excluding the art work done in the hotel.

The scope of the engagement, as defined by the Client requires a realistic assessment of the present market value of the Immovables and movables comprised in the Subject property under the comparable method. It excludes compliance study and evaluation of deviations, if any. The Income Discounting approach has not been adopted for want of data.

The ownership over the land of an undivided share of 1.35 Lakh Sqft out of 1.79 lakh Sqft along with partly finished structure of an extent of 6.31 Lakh Sqft and also the movables including machineries erected therein were acquired by M/s Robust Hotels Pvt Ltd vide Sale Deed document no-752/2007 dated 5th Jul 2007 ("Title document").

It is understood that after purchasing the property on as-is-where-is condition, M/s Robust Hotel Pvt Ltd under took the finishing works and duly obtained the Completion Certificate from CMDA vide ref no C.C.No.EC/South/105/2011 Dtd 25/08/2011 for Double basement + Ground floor + 15 Floors with a subject to condition that the security deposit shall not be refunded in the view of the Cited additional area constructed in the top most storey not covered in the approved plan. Direction to pay the development charges for the additional area constructed in the top most floor. We are not updated on the present status of the aforesaid proceedings.

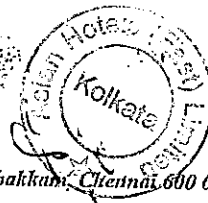
Key Pointers:

The property is located in one of the most commercially prominent location viz Teynampet.

The Scope of our engagement is for estimating the realistic market value of the Land, Structure and the machineries and fixtures comprised in the Subject hotel. This opinion report of assessment and evaluation is for the consumption of client and its holding company only.

The Land Valuation, as defined by the scope has been conducted under the Sale Comparable Method and excludes all other methods including Income Discounting method and the Deviation & risk analysis.

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We have adopted the Comparable method for estimating the Land value and Depreciated Replacement value for the Structure.

With regard to the Land valuation, we have considered the Un-divided share of land as one single land parcel and accordingly arrived at the value.

We are informed that though the shell of the property was completed as early as 1998 itself, the construction was stalled owing to financial reasons. The overall construction was eventually completed only in 2007 and the same has been considered as the year of completion for our valuation purposes.

With regard to Machineries, We have relied upon the data provided by the client to estimate the make, model and age of the machines. We have not perused the invoices of these machines.

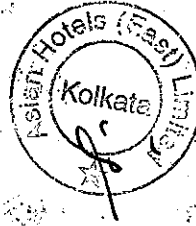
As most of the machineries are more than a decade old, their technology platforms stands replaced with newer versions leaving the existing platforms redundant. For such machineries, we have attempted to arrive at a reasonable utility value for the machinery & its technology based on comparable sale instances in the recent past. We have extensively relied upon the data available over the internet while valuing of these machineries.

With regard to the Fixtures, we have largely relied upon the data furnished by the Management. Few items were verified on a random sampling basis and not material discrepancies were observed.

For Sreenidhi Valuation Consultancy Services
For SREENIDHI VALUATION CONSULTANCY SERVICES

S. Deegan

Authorized Signatory



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General Terms of Appointment & Disclosures

Limitations on Liability

No claim arising out of or in connection with this opinion report may be brought against any member, employee, Partners, or consultant of Sreenidhi Valuation Consultancy Services

Legal parameters of the property

It is assumed that Owners have clear and marketable title to the property for its development. We have carried out legal due diligence and have not checked the legal aspects of the property. We also recommend that the documents provided to us are subjected to formal legal inspection in order to ensure that there are no elements, restriction or charges contained on the property.

Basis of this report

Primary source of information for this report is documents /Information provided by the client and site visit conducted by our executive Mr. Degalisan on 5th May 2016.

General Assumptions & Disclaimers

1. In preparation of this report, we have assumed that documents/information provided by the client is materially correct & true in all respects.
2. We have assumed that all the constructed structures and proposed construction is/will be free from harmful materials and/or techniques. Our analysis is on the basis that no such materials or techniques have been used.
3. For the purpose of this report we have assumed that the property is not subject to environmental contamination. However, as we are not experts in this field, we recommend that an appropriate consultant may be engaged to confirm our assumptions. If the subsequent investigation identifies any environmental contamination on the site, our report may require revision.
4. We are unaware of any government planning or other such matters that might affect the property other than any already mentioned. However, as no specific enquiries have been made we cannot confirm that the property is unaffected.
5. The land area and the built up area is considered as per the Deed of transfer.
6. It is assumed that the owners of the land will obtain all the statutory requirements for the functioning hotel as conceived.
7. At the time of our exercise, we have relied up on the data supplied by the client, land area as per the documents made available and are assumed to be true and accurate. We do not take any responsibility for inaccurate data furnished by the client and other related third parties.
8. No structural survey, geo physical survey and environmental assessment is carried out, as they are out of scope of this exercise.
9. This Opinion report on market value of the subject property is for the aforesaid purpose only and the same is not to be shared for any other purpose without written communication to M/s. Sreenidhi Valuation Consultancy Services.

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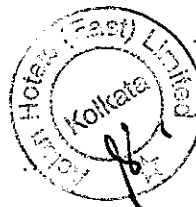
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Client Profile

Name	M/s. Robust Hotels Private Ltd.
About the developer	M/s. Robust hotels Pvt. Ltd is a group company of M/s. Saraf Hotel Enterprises. Hyatt Regency is the hotel located in Chennai. Hyatt Regency - Chennai awarded as Best Construction & Design in India by International Hotel Awards.

SOME OF THE FEW OTHER HOTELS OF M/s. SARAF HOTEL ENTERPRISES

S.No	Hotel Name	Location
1	Yak & Yeh	Kathmandu
2	Hyatt Regency Kathmandu	Kathmandu
3	The Grand	New Delhi
4	Hyatt Regency	Kolkata
5	Grand Hyatt	Mumbai
6	Hyatt	Raipur
7	Hyatt Place	Bangalore
8	Hyatt Regency	Ahmedabad

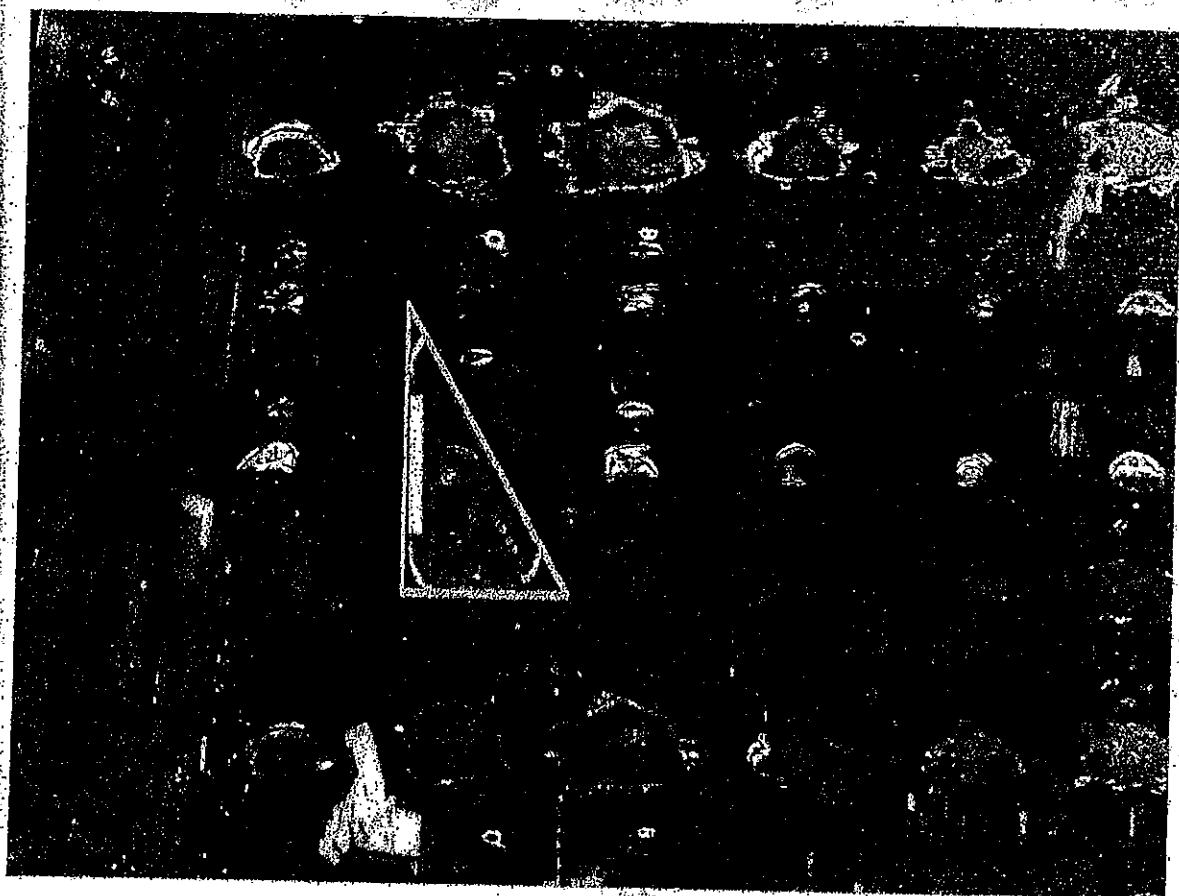


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58

HOTEL INFO	
Hotel Name	Hyatt Regency
Address	365, Anna Salai, Teynampet, Chennai 600018, Tami Nadu, India
R. Survey Numbers	No 1400, of Mylapore village, Collector certificate no. 732
Co-ordinates	13.042829, 80.248280
Structure Specs	Double Basement + Ground + 15 Floors
Facilities	Swimming Pool and Kids Pool, Spa, Fitness center, Valet Parking, Airport transfers, Foreign Exchange, Travel Desk services, restaurants, Business Centre, Meeting spaces, Bar Etc.,
Age of the Building	10 Yrs (As reported)
Estimated balance life	50 Yrs
Tenanted or Self Occupied	Self Occupied
Tenure of land	Freehold



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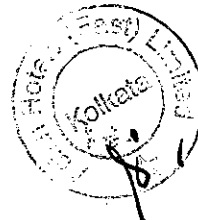
Regd Off : No 3, Vathiyar Thottam 1st Street, Rangarajapuram, Kodambakkam, Chennai 600 024.
Tel No. 044 42133181. www.sreenidhi.net



Property Description	
Boundaries	As per Site
North	Buildings and Land
South	Road
East	Buildings and Land
West	Road
Shape	Irregular
Entrance Road	Anna Salai (Western Boundary)
Owner Name	M/s. Robust Hotels Private Limited.,
Infrastructure Sources	
Water	Corporation water
Power/Electricity	Tamil Nadu Electricity board
Sewerage	CMWSSB

LAND DETAILS:

As per the deed of transfer vide document no 752/2007 dtd 5th Jul 2007 ("Title document"), subject property land is owned by M/s. Robust Hotels Pvt Ltd ("Owners"). The land extent of the subject property is conveyed as Un divided share to the extent of 1,35,294 Sq.ft out of 1,79,483 Sq.ft.



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Property Location and Proximity



Distance from Major Connectivity Points	
Chennai International Airport	15 Kms
Chennai Central Railway Station	9 Kms
Koyambedu CMBT Bus Terminus	9 Kms

Location Importance:

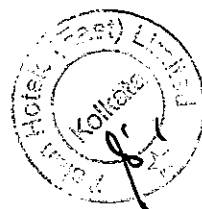
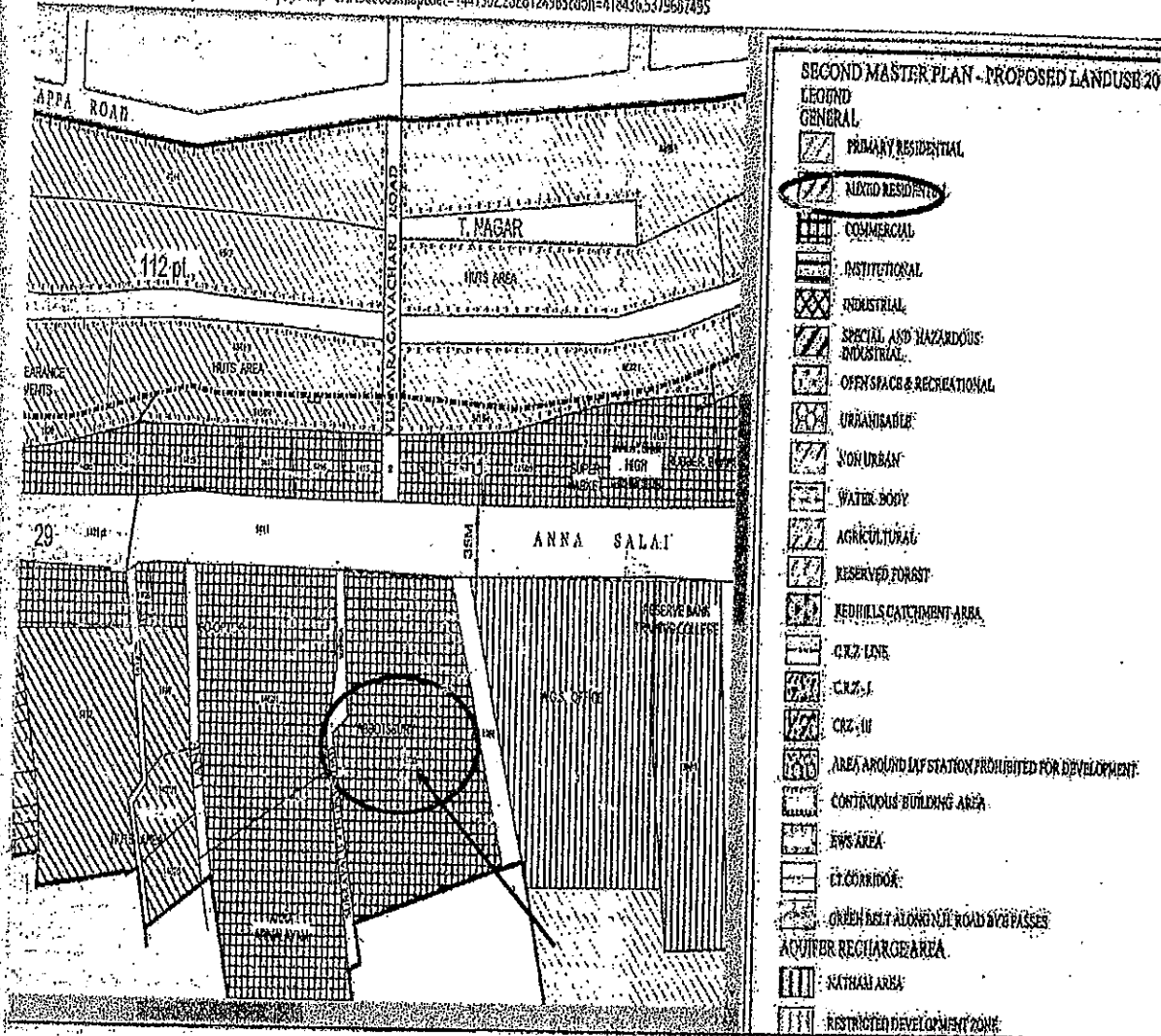
Subject property is gains access from Anna salai which is heart line road of Chennai. Subject property is having access in 2 sides (Western side and Southern side). As per the site visit observations, main entrance for the subject property is from Anna salai. Civic, transport and social infrastructure are good with reputed schools, colleges, religious places and entertainment malls are within the closed proximity. Located in well developed locality.

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Proposed Land use map of CMDA

www.cmdamaps.in/nci/pathtocombine.php?map=CHN386569.map&det=1441502.2628124983&lon=4184365379567495



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62

Building Approval Details as per the completion Certificate

Planning Permit Issued by	Member Secretary, MMDA
Permit No	C/PP/MSB/30A to N/95
Completion Certificate Issued by	Member Secretary, CMDA
Completion Certificate No	C.C No.EC/South/105/2011
Completion Certificate issued date	25/08/2011

Built up Area Statement As per the Deed of Transfer

Floor	Built up Area
Basement II	53028.25
basement I	51581.15
Ground	72252.14
First	38993.63
Second	16594.38
Third	1103.08
Fourth	78453.98
Fifth	33013
Sixth	34063
Seventh to Fifteenth	240078.78
Service Cores 1 and 2	4113.32
Head Room	8226.63
	631501



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Opinion on property value

Under Land and Building Method

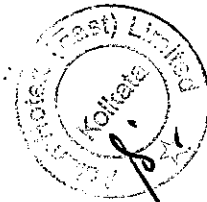
Derived Value of Land as per Published/Quoted prices for land (Rs.)			32371,83,208
Extent of the Building as per the Deed of Transfer (Sq.ft)	631502		
Estimated Cost of new construction (Rs.)	3500		2210256545
Depreciation % @ 1.5% per Yr for 10 yrs	15%		331538482
Building cost after Depreciation (Rs.)	2975		
Estimated value of the Building (Rs.)			18787,18,063
Assumed Interiors decoration cost of 45% on Depreciated Construction Value (Rs.)	1339		845423128.5
Estimated Value of the Land and Building (Rs.)			59613,24,400

Even though the land is conveyed as UDS, the above valuation is arrived under Land and Building method since the nature of the structure is Individual. Also the 3/4 th of land is owned by the client. The valuation is done based on the realistic market value. The above valuation excludes the art-works that are present in the hotel premises.

For SREENIDHI VALUATION CONSULTANCY SERVICES

S. Deegan

Authorised Signatory



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59

Subject Property		Comparable 1	Comparable 2	Comparable 3	Comparable 4
Location	Teynampet	Near Gemini Flyover	Centroph road	Near Centroph Road Junction	Mount Road, Near Vanavil
Distance from subject property	Na	About 800 Mts	Within 1.25 kms	Within 1 Kms	350 mts
Time since sale	Na	About 1.5 yrs	About 1.2 yrs	Available for sale	Available for sale
Transaction Name	Na	Sale	Sale	Known Quoted Price	Known Quoted Price
Plot Size	Around 56 Grounds	Around 40.9 Grounds	18 Grounds	Around 3.25 Grounds	Around 5 Grounds
Frontage	Approx 190 Ft	About 130 Ft	Approx 150 Ft	Approx 80 Ft	About 75 Ft
Property Description	MSB	land and MSB	Vacant Land	Vacant Land	Land and Old Building
Shape of land	Irregular	Irregular	Almost regular	Irregular	Almost regular
Locality	Developed	Developed	Developed	Developed	Developed
8-10 yrs	Commercial	Commercial - Income yielding	Commercial	Commercial	Commercial
Published & Ordeal Sale price	Na	6.25 Crs per Ground	6.6 Crs per Ground	4.5 Crs per Ground	7.5 Crs per Ground
Rate per Sq. Ft. (Rs.)	Na	27402	27500	31000	31250
Adjustments					
Parameters for comparison					
Physical Attributes (Size, Frontage, Topography, etc.)	25%	-1.5%	-20%	-15%	-25%
Land Use & Developmental Potential	25%	-8%	-10%	5%	-5%
Connectivity, Accessibility, Infrastructure	25%	0%	5%	0%	0%
Location & Neighborhood	25%	0%	5%	0%	0%
Positive (Market, Age, etc.) Discount/Premium		-3%	-20%	-10%	-30%
Adjustment		2.137	22000	27900	21875
Final Value					
Final Adjustment					
Average change in land value from the point of transaction (per annum)		5%	5%	5%	5%
Market date of valuation	16-May-16				
Time to go (Yrs)		1.4	1.1	0	0
Price adjusted rate (RS)		22723	23210	27900	21875
Average Rate per Sq. Ft. (RS)					
Land extent (Sq.m)					
Per Sq. M Value (Rs.)					
Controlled Value (at RS 19000 / per Sq.m)					
Controlled Value (at RS 19000 / per Sq.m)					

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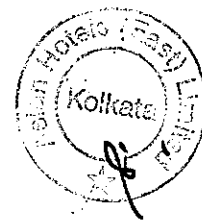
The conclusion on report

Physical site inspection and Physical survey

- The road access to the subject project exists on two side boundaries.
- The shape of land is irregular.
- Main Entrance for the subject property is through Anna Salai (Western Boundary).

List of approvals, Copy of approvals and Area statement

- Completion certificate for the building is produced for the subject property.
- The land falls under Commercial Zone.
- Subject project does not require NOC from CRZ.
- Total Built up area of the building as per the deed of transfer is 631501.87 Sq.ft.



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Completion Certificate details as per CMDA website

www.cmda.chennai.gov.in/ClosedList/2011.html

Chennai Metropolitan Development Authority

Completion Certificate Issued List - 2011

Show 10 entries

Search: Robust Hotels

Sl. No.	Applicant Name	Site Address	Approval Details	Current Certificate / Partial Completion Certificate Issued for:	CMDA Cr. No. & Dt.	Completion Certificate No.
105	M/s. Robust Hotels Private Limited & M/s. Thangal Hotels Limited	Plot No. 104, Old Door No 207, New Door No 365, Anna Salai, Thangal Chokkikulam	Planning Permission Issued vide GPP/MSB/30/A/11/1995 dated No.19730 in Letter No.63/2544/1995 dated 10.12.1995	Double Basement Floor + Ground Floor + 12 Floors including Service Floor, MSD Commercial Building	ES/1330/1995	EC/Source/105/2011 dated 25.08.2011

Showing 1 to 1 of 1 entries (Filtered from 145 total entries)

Previous Next

Govt. Guideline rates as per Tnreginet.net

www.tnreginet.net/guidelinevalue_2012/greporstreet.asp

REGISTRATION DEPARTMENT

Service Rules | Standing Order | RTI Act | Feedback | Contact Us

To pay Registration

Guideline Value Period From: 01-04-2012

Choose Zone

Chennai
Coimbatore
Cuddalore
Madurai
Salem
Thanjavur
Thirunelveli
Trichy
Vellore

Zone : CHENNAI, SPA : CHENNAI CENTRAL, T-1 Village: TEYNAMPET Revenue District Name: CHENNAI Taluk: MYLAPORE TRIFLUCANE

1 2 3 4 5 6 7 8 9

List All Streets

1 entries match with the string 'anna salai'

STREET NAME	GUIDELINE VALUE	GUIDELINE VALUE (IN RUPEES)	CLASSIFICATION
Anna Salai (Nandanam to Tenali Memalam)	19000/Sqft	204520/Sq.Mt	Commercial Special Type - I

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67

Machinery Value

S.NO	DESCRIPTION	AGE in YRS	R.LIFE in YRS	PURCHASE VALUE in Rs.	ESTIMATED. VALUE in Rs.
1	AV & Tel	4	6	343,07,008	205,84,205
2	Boiler	4	11	356,99,936	261,79,953
3	Building Automation	4	6	458,36,087	275,01,652
4	computers(H)	4	1	171,23,479	34,24,656
5	Electricals	4	6	3184,78,139	1910,86,883
6	Elevators	4	6	851,30,513	510,78,308
7	Fire fighting equipment	4	11	276,42,995	202,71,530
8	Generators	4	11	143,48,891	105,22,520
9	HVAC	4	11	2267,68,201	1662,96,681
10	Kitchen Equipments	4	11	1229,66,765	901,75,628
11	Laundry Equipment	4	11	48,53,924	35,59,544
12	Less than Rs.5000/=	4	11	403,67,727	296,03,000
13	Sanitary & Plumbing	4	11	1377,92,080	1010,47,525
14	SPA	4	11	89,30,337	65,54,775
Total				11202,53,875	7478,36,860

The above valuation excludes the Vehicles and intangible assets of the company.

For SREENIDHI VALUATION CONSULTANCY SERVICES



S. Dey
Authorised Signatory

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Site Pictures



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 Tel No. 044 42133181. www.sreenidhi.net



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.ahleant.com

CIN: L15122WB2007PLC162762

Report of Audit Committee recommending the Draft Scheme of Arrangement:

Present:

1. Mr. A.C Chakraborti -- Chairman
2. Mr. R.S Jhawar -- Member
3. Mr. Umesh Saraf -- Member

By Invitation:

Mr. Rana Sen

- FCA, Representative of M/s. S. S. Kothari Mehta & Co.
- Chartered Accountants, Statutory Auditors
- Present for part of the meeting

Mr. Bimal K. Jhunjhunwala

- CFO & Vice President- Corporate Finance
- Present throughout the meeting

In Attendance:

Mr. Saumen Chattopadhyay -- Chief Legal Officer & Company Secretary

Background:

A meeting of the Audit Committee of Asian Hotels (East) Limited was held on 10th February, 2017 to consider and recommend the proposed Scheme of Arrangement between GJS Hotels Limited (GJSHL), Asian Hotels (East) Limited (AHEL) and Robust Hotels Private Limited (RHPL) and their respective shareholders for (1) demerger of Investment Division of GJS Hotels Limited to Asian Hotels (East) Limited and (2) reorganization of share capital and debentures of Robust Hotels Private Limited (the Scheme).

As per the directions issued by the Securities and Exchange Board of India (SEBI) vide its Circular No.CIR/CFD/CMD/16/2015 dated 30th November, 2015, a report from the Audit Committee of the Listed Company recommending the draft Scheme of Arrangement taking into consideration, inter alia, the Valuation Report and Fairness Opinion is required. This report of the Audit Committee is made in order to comply with the requirements of the Circulars.

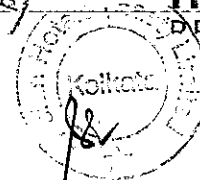
The following documents were placed before the Committee:

- a. Draft Scheme of Arrangement (SOA);
- b. Report of Messrs. Sreenidhi Valuation Consultancy Services, Chennai on valuation of land, building, furniture, interior decoration (excluding art) and machinery of Robust Hotels Private Limited ("Asset Valuation Report")
- c. Share Entitlement Report on reorganisation of shares capital and debentures of Robust Hotels Private Limited issued by M/s NSBP & Co., Chartered Accountants;
- d. Fairness Opinion issued by M/s. D & A Financial Services (P) Limited, Merchant Bankers.
- e. Certificate issued by the Statutory Auditors of the Company, M/s. S.S. Kothari Mehta & Co, confirming that the accounting treatment provided in the draft Scheme is in compliance with the accounting standards prescribed under Section 133 of the Companies Act, 2013.
- f. Net worth certificate issued by the Statutory Auditors of the Company viz. M/s. S.S. Kothari Mehta & Co., Chartered Accountants.

OWNER OF



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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 8246/2335 1235 www.ahleat.com

CIN: L15122WB2007PLC162762

Proposed Scheme of Arrangement:

The Audit Committee discussed the draft Scheme, and the said reports and Fairness Opinion; pursuant to such discussions, the Audit Committee noted the salient features of the proposed Scheme are, inter alia, as follows: .

1. Appointed date: close of business hours on 31st March, 2016;
2. GJSHL is a wholly owned subsidiary of AHEL and as a result of the said SOA, RHPL will also become directly the wholly owned subsidiary of AHEL;
3. Demerger of Investment Division of GJSHL to AHEL. No shares would be issued in consideration of the demerger since AHEL as holding company cannot issue any shares to itself;
4. Preference Shares and debentures of RHPL would stand reorganized with effect from the Appointed Date and converted into Equity Shares of RHPL as under;
 - i. 43,00,000 12% Cumulative Redeemable Preference Shares of Rs.100/- each of RHPL shall stand reorganized and converted into 3,20,35,000 Equity Shares of Rs.10/- each, credited as fully paid up, at a premium of Rs.10/- per share.
 - ii. 1,55,00,000 0.1% Unsecured Cumulative Non-Convertible Debentures of Rs.100/- each of RHPL shall stand reorganized and converted into 3,79,75,000 Equity Shares of Rs.10/- each, credited as fully paid up, at a premium of Rs.10/- per share.

The Committee reviewed the Share Entitlement Report of Independent Chartered Accountants, M/s NSBP & Co., including Asset Valuation Report of M/s. Sreenidhi Valuation Consultancy Services, Chennai relied upon therein, Fairness Opinion provided by Merchant Bankers, M/s. D & A Financial Services (P) Limited, Certificate issued by the Statutory Auditors of the Company confirming compliance with all the accounting standards and Net Worth Certificate issued by it.

After appraising the methodology and basis followed by the said Chartered Accountants and going through the workings in detail, the Committee was satisfied with the valuation and Share Entitlement Reports. The Committee also found the draft Scheme in order.

Recommendation of the Audit Committee:

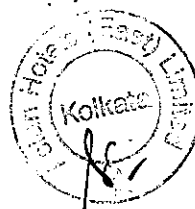
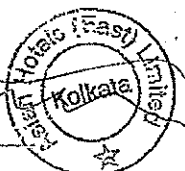
The Committee hereby approves and recommends the draft Scheme to the Board of Directors.

For and on behalf of the Audit Committee
of Asian Hotels (East) Limited



A.C Chakraborti
Chairman of the Audit Committee

Date: 16th February, 2017
Place: Kolkata



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ATTACHMENT -5

D & A FINANCIAL SERVICES (P) LIMITED

Merchant Banking & Corporate Advisory Services

To,
Board of Directors
Asian Hotels (East) Limited
Hyatt Regency Kolkata
JA-1, Sector-3 Salt Lake City
Kolkata-700098

To,
Board of Directors
Robust Hotels Private Limited
365, Anna Salai Teynampet
Chennai- 600013

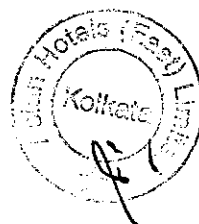
Subject: Fairness Opinion on Share Entitlement Ratio for the purpose of the Proposed Scheme of Arrangement between GJS Hotels Limited, Asian Hotels (East) Limited and Robust Hotels Private Limited and their respective shareholders for Demerger of Investment Division (Demerged Undertaking) of GJS Hotels Limited to Asian Hotels (East) Limited and Reorganisation of Share Capital and Debentures of Robust Hotels Private Limited

Dear Sir/s,

This report is issued in connection with the proposed Scheme of Arrangement between GJS Hotels Limited ('GJSHL'), Asian Hotels (East) Limited ('AHEL') and Robust Hotels Private Limited ('RHPL') and their respective shareholders pursuant to the provisions of Section 230 of the Companies Act 2013 (the 'Scheme' or the 'Scheme of Arrangement').

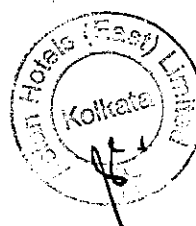
We, M/s D & A Financial Services (P) Ltd, SEBI registered Merchant Banker, having SEBI Registration No. INM000011484, have been engaged by you to give our fairness opinion on the share entitlement ratio recommended by M/s NSBP & Co., Chartered Accountants, having its office at Tribhuvan Complex, Ishwar Nagar, Mathura Road, New Delhi-110065 vide their report dated 2nd February 2017.

The Scheme is subject, inter alia, to (i) approval of the Hon'ble National Company Law Tribunal ("NCLT") of respective jurisdiction and (ii) other statutory approval(s) as may be required in this regard.



1. Reason and Rationale of the Draft Scheme of Arrangement

- i. AHEL is a well-established hospitality company engaged in the business of running the 'Hyatt Regency' hotel in Salt Lake in Kolkata. It also has substantial interests in the hospitality business through its subsidiaries, being GJSHL which is a direct and wholly owned (100%) subsidiary of AHEL and RHPL which is a subsidiary of GJSHL. While RHPL is running the 'Hyatt Regency' hotel in Anna Salai in Chennai, GJSHL is pursuing a project for establishing a hotel in Bhubaneswar, Odisha. The operations of GJSHL have been funded primarily by AHEL by a combination of equity capital and loan. The operations of RHPL have also been funded primarily by AHEL and GJSHL by a combination of equity and preference capital and debt. While AHEL has been in the business for several years, the business of GJSHL and RHPL is relatively new. The said Companies have been looking at suitable proposals for restructuring for simplifying and rationalizing their holding and financial structure and pursuing their business more beneficially.
- ii. In the circumstances, it is considered desirable and expedient to (1) reconstruct GJSHL and AHEL by demerging the Demerged Undertaking of GJSHL (including investment in RHPL) to AHEL and (2) reorganizing and converting the Preference Share Capital and Debentures of RHPL in the manner and on the terms and conditions stated in this Scheme of Arrangement.
- iii. The Scheme will simplify the holding structure of the subsidiaries of AHEL and result in RHPL also becoming a direct subsidiary of AHEL consequent to transfer of the investment of GJSHL in RHPL to AHEL as part of the demerger. The investment function of holding and monitoring investments in shares and securities of other bodies corporate is already undertaken by AHEL on a much larger scale. As such the total investment in RHPL will be held and monitored as part of the investment portfolio of AHEL more efficiently and advantageously. The same will also enable GJSHL to pursue operating business with greater focus and attention.
- iv. The reorganisation and conversion of the Preference Share Capital and Debentures of RHPL into Equity Share Capital in terms of the Scheme will suitably simplify and rationalise the financial structure of RHPL. The same will also enable RHPL to improve its performance with better operating parameters, including a more appropriate debt equity ratio.
- v. As such, the Scheme will suitably realign and adjust the relationship between the capital and assets of the respective Companies and enable them to pursue their business more conveniently and advantageously.
- vi. The Scheme will have beneficial results for the said Companies, their shareholders and all concerned.



2. Scope and Purpose of the Opinion

The Company has appointed M/s NSBP & Co., Chartered Accountants ('valuer'), to recommend a fair and equitable share entitlement ratio for reorganisation and conversion of the 12% Cumulative Redeemable Preference Shares ('CRPS') and 0.1% Unsecured Redeemable Non-Convertible Debentures ("Unsecured Redeemable NCO") of Robust Hotels Private Limited ("RHPL" or "Robust Hotels") into Equity Shares of RHPL at fair value.

The management of the AHEL has engaged has engaged M/s D & A Financial Services (P) Ltd to submit its the Fairness Opinion to the Board of Directors of AHEL on the fairness of Share Entitlement Ratio recommended by the valuer. Further this report has been issued as per the requirement of SEBI circular no CIR/CFD/CMD.16/2015 dated 30th November, 2015.

The purpose of the opinion is to safeguard the interest of the shareholders and that of the companies involved in the Scheme and this opinion shall be made available to the shareholders of the relevant Companies at the time of their meeting to pass the necessary resolution for the Scheme and to any other relevant authority.

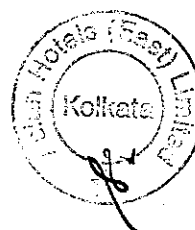
Disclaimer: We have assumed and relied upon, without independent verification, the accuracy and completeness of all information that was publicly available or provided or otherwise made available to us by management of AHEL for the purpose of this Opinion. We have not carried out any independent verification of the accuracy and completeness of all information as stated above. 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 AHEL, GJSHL and RHPL 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 AHEL for the purpose of this valuation. We are not experts in the evaluation of litigation or other actual or threatened claims.

3. Sources of Information

For arriving at the opinion set forth below, we have:

1. Perused the Draft Scheme of Arrangement;
2. Valuation Report recommending Share entitlement ratio dated 2nd February 2017 given by M/s NSBP & Co. having its office at Tribhuvan Complex, Ishwar Nagar, Mathura Road, New Delhi-110065.



4. Approach followed for valuation.

The value of the 12% Cumulative Redeemable Preference Shares and 0.1% Unsecured Non-Convertible Debentures of RHPL has been arrived at by M/s NSBP & Co, Chartered Accountants by applying Discounted Cash Flow Method while the value of hotel business of RHPL has been ascertained by them by using average of Discounted Cash Flow method and Net Asset Value method.

The valuations and the share entitlement ratio recommended on the basis of the same have been arrived at by the consideration of the aforesaid commonly used and accepted methods which are appropriate.

M/s NSBP & Co, Chartered Accountants, while arriving at the share entitlement ratio has considered the valuation report of valuation of Land, Building, Furniture/ Interior Decorations (excluding Arts), and Machinery of RHPL ("Specified Assets") done by M/s Sreenidhi Valuation Consultancy Services, Asset Valuer, having its office at No.3, Vathiyar Thottam, 1st Street, Rangarajapuram, Kodambakkam, Chennai 600 024

5. Conclusion

Based on our examination of the draft Scheme of Arrangement and the Valuation Report of M/s NSBP & Co. dated 02 February, 2017, we are of the opinion that the proposed share entitlement ratio as recommended by the valuer for conversion of 12% Cumulative Redeemable Preference Shares ("CRPS") and 0.1% Unsecured Redeemable Non-Convertible Debentures ("Unsecured NCD") of Robust Hotels Private Limited, as under pursuant to proposed scheme of arrangements is fair.

A. Fair value of Equity Share of RHPL: Rs.20/- per share.

B. Fair Value of Preference Shares and Debentures and Recommended fair Share Entitlement Ratio:

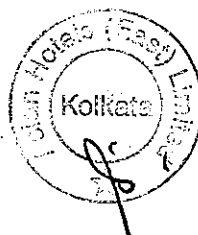
Particulars	Value (In Rs. Crores)	Number of units	Value Per unit	Equity Share Entitlement (per 100 units)
12% Cumulative Redeemable Preference Shares of RHPL	64.10	43,00,000	149.06	745
0.1% Unsecured Redeemable Non-Convertible Debentures of RHPL	100.62	2,05,00,000	49.09	245

Thanking You

For D & A Financial Services (P) Ltd


(Priya Ranjan)

Vice President



Date: 6th February 2017

Place: New Delhi

Format of Holding of Specified securities

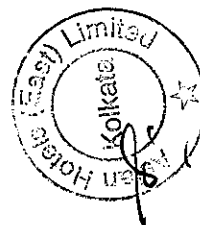
1. Name of Listed Entity: ASIAN HOTELS (EAST) LIMITED
2. Scrip Code/Name of Scrip/Class of Security: 533227, AHLEAST, EQUITY SHARES
3. Share Holding Pattern Filed under: Reg. 31(1)(b)/Reg. 31(1)(c)
 a. if under 31(1)(b) then indicate the report for quarter ending 31/12/2016
 b. if under 31(1)(c) then indicate date of allotment/extinguishment

4. Declaration : The Listed entity is required to submit the following declaration to the extent of submission of information:

Particulars	YES*	NO*
a. Whether the Listed Entity has issued any partly paid up shares		
b. Whether the Listed Entity has issued any Convertible Securities or Warrants?		
c. Whether the Listed Entity has any shares against which depository receipts are issued?		
d. Whether the Listed Entity has any shares in locked-in?		
e. Whether any shares held by promoters are pledge or otherwise encumbered?		

*If the Listed Entity selects the option 'NO' for the questions above, the columns for the partly paid up shares, Outstanding Convertible Securities/Warrants, depository receipts, locked-in shares, No of shares pledged or otherwise encumbered by promoters, as applicable, shall not be displayed at the time of dissemination on the Stock Exchange website. Also wherever there is 'No' declared by Listed entity in above table the values will be considered as 'Zero' by default on submission of the format of holding of specified securities.

5 The tabular format for disclosure of holding of specified securities is as follows:



ATTACHMENT-6

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C)	Number of Voting Rights held in each class of securities			No of Shares Underlying convertible securities (including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (VII)+(X) As a % of (A+B+C2)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered	Number of equity shares held in dematerialized form
								No of Voting Rights			Total as a % of (A+B+C)		No.	As a % of total Shares held	No.	As a % of total Shares held
								Class X	Class Y	Total (IX)	(X)	(XI)	(XII)	(XIII)		(XIV)
(1)	Indian															
(a)	Individuals/Hindu undivided Family															
	UMESH SARAF		2	33463	0	0	33463	0.29	33463	0	33463	0	0.29	0	0.00	33463
	ABHIPS6562P		1	24731	0	0	24731	0.21	24731	0	24731	0	0.21	0	0.00	24731
	ARUN KUMAR SARAF		1	8732	0	0	8732	0.08	8732	0	8732	0	0.08	0	0.00	8732
(b)	Central Government/State Government(s)		0	0	0	0	0	0	0	0	0	0	0	0	0	0
(c)	Financial Institutions/Banks		0	0	0	0	0	0	0	0	0	0	0	0	0	0
(d)	Any Other		0	0	0	0	0	0	0	0	0	0	0	0	0	0
	Sub-Total (A)(1)		2	33463	0	0	33463	0.29	33463	0	33463	0	0.29	0	0.00	33463
(2)	Foreign															
(a)	Individuals (Non-Resident Individuals/Foreign Individuals		2	3902027	0	0	3902027	33.85	3902027	0	3902027	33.85	33.85	0	0.00	3902027
	RATNA SARAF		1	617347	0	0	617347	5.36	617347	0	617347	5.36	5.36	0	0.00	617347
	BKNFS0079K		1	3284680	0	0	3284680	28.49	3284680	0	3284680	28.49	28.49	0	0.00	3284680
(b)	RADHE SHYAM SARAF		1	3284680	0	0	3284680	28.49	3284680	0	3284680	28.49	28.49	0	0.00	3284680
(c)	Government Institutions		0	0	0	0	0	0	0	0	0	0	0	0	0	0
(d)	Foreign Portfolio Investor		0	0	0	0	0	0	0	0	0	0	0	0	0	0
(e)	Any Other		1	3630630	0	0	3630630	31.49	3630630	0	3630630	31.49	31.49	0	0.00	3630630
	SARAF INDUSTRIES LIMITED		1	3630630	0	0	3630630	31.49	3630630	0	3630630	31.49	31.49	0	0.00	3630630
	Sub-Total (A)(2)		3	7532657	0	0	7532657	65.34	7532657	0	7532657	65.34	65.34	0	0.00	7532657
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)		5	7566120	0	0	7566120	65.63	7566120	0	7566120	65.63	65.63	0	0.00	7566120

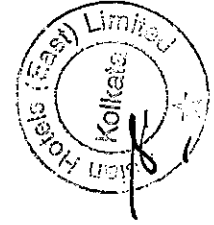
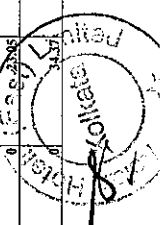
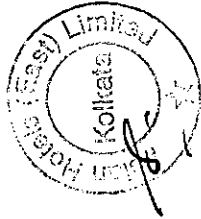


Table III - Statement showing shareholding pattern of the Public shareholder

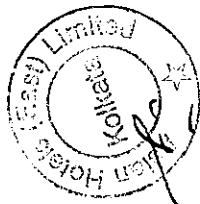
Category	Category & Name of the Shareholder	PAN	No of Shares	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Class X	Class Y	Total	Total as a % of (A+B+C)	No of Shares Underlying convertible securities (including Warrants)	Shareholding as a % assuming full conversion of convertible securities (as a percentage of diluted share capital)	Number of Locked in Shares	Number of Shares pledged or otherwise encumbered	Number of equity shares held in dematerialized form
			(II)	(IV)	(V)	(VI)	(VII)	(VIII)			(IX)	(X)	(XI)	(XII)	(XIII)	(XIV)	(XV)
(1)	Institutions																
(a)	Mutual Funds		8	425	0	0	425	0.00	425	0	425	0.00	0	0.00	0	0.00 NA	195
(b)	Venture Capital Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00 NA	0
(c)	Alternate Investment Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00 NA	0
(d)	Foreign Venture Capital Investors		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00 NA	0
(e)	Foreign Portfolio Investors		7	2919	0	0	2919	0.03	2919	0	2919	0.03	0	0.03	0	0.00 NA	2534
(f)	Financial Institutions/Banks		10	631134	0	0	631134	5.47	631134	0	631134	5.47	0	5.47	0	0.00 NA	624832
(g)	AXIS BANK LIMITED	AAACU2414K	1	62487	0	0	62487	5.42	62487	0	62487	5.42	0	5.42	0	0.00 NA	62487
(h)	Insurance Companies		5	630805	0	0	630805	5.47	630805	0	630805	5.47	0	5.47	0	0.00 NA	630540
(i)	LIFE INSURANCE CORPORATION OF INDIA	AAACLO882H	1	127599	0	0	127599	1.11	127599	0	127599	1.11	0	1.11	0	0.00 NA	127599
(j)	BIRLA SUN LIFE INSURANCE COMPANY LIMITED	AABCB4623J	1	477936	0	0	477936	4.15	477936	0	477936	4.15	0	4.15	0	0.00 NA	477936
(k)	Provident Funds/Pension Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00 NA	0
(l)	Any Other																
(m)	F C B		2	38803	0	0	38803	0.34	38803	0	38803	0.34	0	0.34	0	0.00 NA	38803
(n)	Sub Total (B)(1)		32	1304096	0	0	1304096	11.31	1304096	0	1304096	11.31	0	11.31	0	0.00 NA	1296904
(2)	Central Government/State Government(s)/President of India		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00 NA	0
(3)	Sub Total (B)(2)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00 NA	0
(4)	Non-Institutions																
(a)	i. Individual shareholders holding nominal share capital up to Rs.2 lakhs		12228	1065977	0	0	1065977	9.25	1065977	0	1065977	9.25	0	9.25	0	0.00 NA	842897
	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 Lakhs		5	309620	0	0	309620	2.69	309620	0	309620	2.69	0	2.69	0	0.00 NA	309620
(b)	NBFCs Registered with RBI		2	192	0	0	192	0.00	192	0	192	0.00	0	0.00	0	0.00 NA	192
(c)	Employee Trusts		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00 NA	0
(d)	Overseas Depositories (Holding DEs/Balancing figure)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00 NA	0
(e)	Any Other																
(f)	TRUSTS		3	358	0	0	358	0.00	358	0	358	0.00	0	0.00	0	0.00 NA	288
(g)	NON RESIDENT INDIANS		349	128785	0	0	128785	1.12	128785	0	128785	1.12	0	1.12	0	0.00 NA	59118
(h)	CLEARING MEMBERS		7	715	0	0	715	0.01	715	0	715	0.01	0	0.01	0	0.00 NA	715
(i)	NON RESIDENT INDIAN NON REPATRIABLE		68	32335	0	0	32335	0.28	32335	0	32335	0.28	0	0.28	0	0.00 NA	32335
(j)	BODIES CORPORATES		213	1119609	0	0	1119609	9.71	1119609	0	1119609	9.71	0	9.71	0	0.00 NA	1114273
(k)	MAKALU TRADING LTD	AAACN9511H	1	136604	0	0	136604	1.18	136604	0	136604	1.18	0	1.18	0	0.00 NA	136604
(l)	WHITEPUN TIE UP LIMITED	AAACW2290B	1	482065	0	0	482065	4.18	482065	0	482065	4.18	0	4.18	0	0.00 NA	482065
(m)	Sub Total (B)(3)		12875	2657591	0	0	2657591	23.05	2657591	0	2657591	23.05	0	23.05	0	0.00	2359438
(n)	Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)		12907	3961677	0	0	3961677	34.37	3961677	0	3961677	34.37	0	34.37	0	0.00	3656312



Details of the shareholders acting as persons in Concert including their Shareholding:			
Name of Shareholder	Name of PAC	No of shares	Holding%
Total:		0	0



Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account		
No of Shareholders	No of shares	
	807	58768



POST SHAREHOLDING PATTERN

Format of Holding of Specified securities

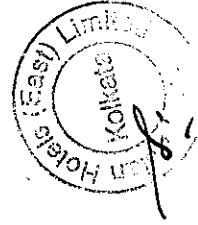
1. Name of Listed Entity: ASIAN HOTELS (EAST) LIMITED
2. Scrip Code/Name of Scrip/Class of Security: 533227, AHLEAST, EQUITY SHARES
3. Share Holding Pattern Filed under: Reg. 31(1)(a)/Reg. 31(1)(b)/Reg. 31(1)(c)
 - a. if under 31(1)(b) then indicate the report for quarter ending 31/12/2016
 - b. if under 31(1)(c) then indicate date of allotment/extinguishment

4. Declaration : The Listed entity is required to submit the following declaration to the extent of submission of information:


Particulars	YES*	NO*
a. Whether the Listed Entity has issued any partly paid up shares		
b. Whether the Listed Entity has issued any Convertible Securities or Warrants?		
c. Whether the Listed Entity has any shares against which depository receipts are issued?		
d. Whether the Listed Entity has any shares in locked-in?		
e. Whether any shares held by promoters are pledge or otherwise encumbered?		

*if the Listed Entity selects the option 'NO' for the questions above, the columns for the partly paid up shares, Outstanding Convertible Securities/Warrants, depository receipts, locked-in shares, No of shares pledged or otherwise encumbered by promoters, as applicable, shall not be displayed at the time of dissemination on the Stock Exchange website. Also wherever there is 'No' declared by Listed entity in above table the values will be considered as 'Zero' by default on submission of the format of holding of specified securities.

5 The tabular format for disclosure of holding of specified securities is as follows:



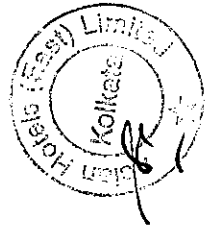
83



Note: Since all the Equity Shares of GJS Hotels Limited are held by Asian Hotels (East) Limited itself and Asian Hotels (East) Limited cannot issue any shares to itself, no shares shall be issued by Asian Hotels (East) Limited in consideration of the demerger. Hence there will be no change in the shareholding pattern of Asian Hotels (East) Limited.

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

Category	Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (calculated as per SCRR, 1957) (VII) As a % of (A+B+C)	Number of Voting Rights held in each class of securities			No of Shares Underlying convertible securities (including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (VII)+(X) As a % of (A+B+C2)	Number of Locked in Shares	Number of Shares pledged or otherwise encumbered	Number of equity shares held in dematerialized form		
			(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	Class X	Class Y	Total (IX)	(X)	(XI)	(XII)	(XIII)	(XIV)
	(1) Indian																	
	(a) Individuals/Hindu undivided Family		2	33463	0	0	33463	0.29	33463	0.29				0	0.29	0	0.00	33463
	UMESH SARAF	ABHPS6562P	1	24731	0	0	24731	0.21	24731	0.21				0	0.21	0	0.00	24731
	ARUN KUMAR SARAF	ACTPS8830M	1	8732	0	0	8732	0.08	8732	0.08				0	0.08	0	0.00	8732
	Central Government/State Government(s)		0	0	0	0	0	0.00	0	0.00				0	0.00	0	0.00	0
	(b) Financial Institutions/Banks		0	0	0	0	0	0.00	0	0.00				0	0.00	0	0.00	0
	Any Other		0	0	0	0	0	0.00	0	0.00				0	0.00	0	0.00	0
	Sub-Total (A)(1)		2	33463	0	0	33463	0.29	33463	0.29				0	0.29	0	0.00	33463
	(2) Foreign																	
	Individuals (Non-Resident Individuals/Foreign Individuals)		2	3902027	0	0	3902027	33.85	3902027	33.85				0	33.85	0	0.00	3902027
	RATNA SARAF	BKNPS0079K	1	617347	0	0	617347	5.36	617347	5.36				0	5.36	0	0.00	617347
	RADHE SHYAM SARAF	BKNPS0080C	1	3284680	0	0	3284680	28.49	3284680	28.49				0	28.49	0	0.00	3284680
	Government		0	0	0	0	0	0.00	0	0.00				0	0.00	0	0.00	0
	Institutions		0	0	0	0	0	0.00	0	0.00				0	0.00	0	0.00	0
	Foreign Portfolio Investor		0	0	0	0	0	0.00	0	0.00				0	0.00	0	0.00	0
	Any Other		1	3630630	0	0	3630630	31.49	3630630	31.49				0	31.49	0	0.00	3630630
	SARAF INDUSTRIES LIMITED	AALCS6540D	1	3630630	0	0	3630630	31.49	3630630	31.49				0	31.49	0	0.00	3630630
	Sub-Total (A)(2)		3	7532657	0	0	7532657	65.34	7532657	65.34				0	65.34	0	0.00	7532657
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)		5	7566120	0	0	7566120	65.63	7566120	65.63				0	65.63	0	0.00	7566120



85

Table III - Statement showing shareholding pattern of the Public shareholder

Category	Name of the Shareholder	PAN	No of Shares	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Underlying Depository Receipts	Total No of Shares (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights	No of Shares Underlying convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares	Number of Shares pledged or otherwise encumbered	Number of equity shares held in dematerialized form
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)	(XIII)	(XIV)	(XV)
Institutions														
(a)	Mutual Funds		8	425	0	0	425	0.00	425	0	0.00	0	0.00 NA	195
(b)	Venture Capital Funds		0	0	0	0	0	0.00	0	0	0.00	0	0.00 NA	0
(c)	Alternate Investment Funds		0	0	0	0	0	0.00	0	0	0.00	0	0.00 NA	0
(d)	Foreign Venture Capital Investors		0	0	0	0	0	0.00	0	0	0.00	0	0.00 NA	0
(e)	Foreign Portfolio Investors		2	2919	0	0	2919	0.03	2919	0	0.03	0	0.00 NA	2534
(f)	Financial Institutions/Banks		10	631134	0	0	631134	5.47	631134	0	5.47	0	0.00 NA	62487
(g)	AXIS BANK LIMITED	AAACUD41HK	1	62487	0	0	62487	5.42	62487	0	5.42	0	0.00 NA	62487
	Insurance Companies		5	630805	0	0	630805	5.47	630805	0	5.47	0	0.00 NA	530540
LIFE INSURANCE CORPORATION OF INDIA														
(h)	BIRLA SUN LIFE INSURANCE COMPANY LIMITED	AAACLB082H	1	127599	0	0	127599	1.11	127599	0	1.11	0	0.00 NA	127599
(i)	Provident Funds/Pension Funds	AABC94623I	1	477936	0	0	477936	4.15	477936	0	4.15	0	0.00 NA	477936
	Any Other		0	0	0	0	0	0.00	0	0	0.00	0	0.00 NA	0
F C B														
(j)	Sub Total (B)(1)		32	1304086	0	0	1304086	11.31	1304086	0	11.31	0	0.00 NA	1304086
Central Government/State Government(s)/President of India														
(k)	Sub Total (B)(2)		0	0	0	0	0	0.00	0	0	0.00	0	0.00 NA	0
Non-Institutions														
(l)	Individual shareholders holding nominal share capital up to Rs.2 lakhs		12228	1065977	0	0	1065977	9.25	1065977	0	9.25	0	0.00 NA	842897
(m)	Individual shareholders holding nominal share capital in excess of Rs. 2 Lakhs		5	309620	0	0	309620	2.69	309620	0	2.69	0	0.00 NA	309620
(n)	NBFCs Registered with RBI		2	192	0	0	192	0.00	192	0	0.00	0	0.00 NA	192
(o)	Employee Trusts		0	0	0	0	0	0.00	0	0	0.00	0	0.00 NA	0
(p)	Overseas Depositors: (Holding DRs)(Balancing figure)		0	0	0	0	0	0.00	0	0	0.00	0	0.00 NA	0
(q)	Any Other		0	0	0	0	0	0.00	0	0	0.00	0	0.00 NA	0
TRUSTS														
(r)	NON RESIDENT INDIANS		349	128785	0	0	128785	1.12	128785	0	1.12	0	0.00 NA	59118
(s)	CLEARING MEMBERS		7	715	0	0	715	0.01	715	0	0.01	0	0.00 NA	715
(t)	NON RESIDENT INDIAN NON REPATRIABLE		68	32335	0	0	32335	0.28	32335	0	0.28	0	0.00 NA	32335
(u)	BODIES CORPORATES		213	1119609	0	0	1119609	9.71	1119609	0	9.71	0	0.00 NA	1114273
(v)	MAKALU TRADING LTD	AAACN951H	1	136604	0	0	136604	1.18	136604	0	1.18	0	0.00 NA	136604
(w)	WHITEFIN TIE UP LIMITED	AAACW2290B	1	482065	0	0	482065	4.18	482065	0	4.18	0	0.00 NA	482065
(x)	Sub Total (B)(3)		12875	2657591	0	0	2657591	23.05	2657591	0	23.05	0	0.00	2359438
(y)	Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)		12907	3961677	0	0	3961677	34.37	3961677	0	34.37	0	0.00	3656342

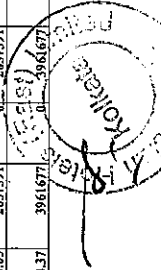
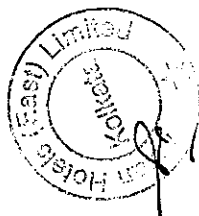
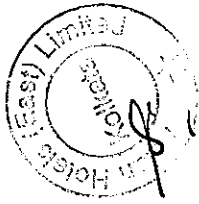


Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public Shareholder

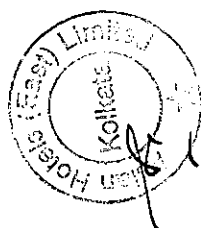
Category	Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities	No of Shares Underlying convertible securities (including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares	Number of Shares pledged or otherwise encumbered	Number of equity shares held in dematerialized form		
	(1)	(2)	(3)	(4)	(5)	(6)	(VII)	(VIII)	No of Voting Rights		Total as a % of (A+B+C)	No.	As a % of No. total Shares held	As a % of total Shares held	(XIV)	
									Class X	Class Y						Total (IX)
(1)	Custodian/DR Holder		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	0
(2)	Employee Benefit Trust (under SEBI(Share based Employee Benefit) Regulations 2014)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	0
	Total Non-Promoter-Non Public Shareholding (C) = (C)(1)+(C)(2)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00		0



Details of the shareholders acting as persons in Concert including their Shareholding:			
Name of Shareholder	Name of PAC	No of shares	Holding%
Total:		0	0



Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account		
No of Shareholders	No of shares	
	807	58768



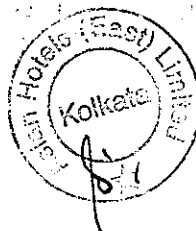
PRE SCHEME SHAREHOLDING PATTERN OF GJS HOTELS LIMITED AS ON 31ST DECEMBER, 2016

Sl. No.	Name of Shareholder	No(s). of Shares	% of Holding
1	Asian Hotels (East) Limited jointly with Mr Umesh Saraf.	10	0.00009123
2	Asian Hotels (East) Limited jointly with Mrs. Preeti Saraf.	10	0.000091233
3	Asian Hotels (East) Limited jointly with Mr Arun K Saraf.	10	0.000091233
4	Asian Hotels (East) Limited jointly with Mrs. Namita Saraf.	10	0.000091233
5	Asian Hotels (East) Limited jointly with Mr Bimal K Jhunjhunwala.	10	0.000091233
6	Asian Hotels (East) Limited jointly with Mr Saumen Chattopadhyay.	10	0.000091233
7	Asian Hotels (East) Limited	1,09,60,940	99.99945262
	Total	1,09,61,000	100



POST DEMERGER - SHAREHOLDING PATTERN OF GJS HOTELS LIMITED AS ON 31ST DECEMBER, 2016

Sl. No.	Name of Shareholder	No(s). of Shares	% of
1	Asian Hotels (East) Limited jointly with Mr Umesh Saraf.	1	0.000434741
2	Asian Hotels (East) Limited jointly with Mrs. Preeti Saraf.	1	0.000434741
3	Asian Hotels (East) Limited jointly with Mr Arun K Saraf.	1	0.000434741
4	Asian Hotels (East) Limited jointly with Mrs. Namita Saraf.	1	0.000434741
5	Asian Hotels (East) Limited jointly with Mr Bimal K Jhunjhunwala.	1	0.000434741
6	Asian Hotels (East) Limited jointly with Mr Saumen Chattopadhyay.	1	0.000434741
7	Asian Hotels (East) Limited	230,016	99.99739155
	Total	230,022	100



Robust Hotels Private Limited

Shareholding Pattern - Pre Scheme of Arrangement

EQUITY					
Sl. No.	Shareholder	No. of Shares	Share Capital (Rs.)	% of holding	Remarks
1	GJS Hotels Limited	63,932,769	639,327,690	68.06%	Through equity holding
2	Asian Hotels (East) Limited	30,010,000	300,100,000	31.94%	Through demerger of Forex Finance Private Limited
	Total	93,942,769	939,427,690	100.00%	

PREFERENCE

1	Asian Hotels (East) Limited	4,300,000	430,000,000	82.75	12% Cumulative Redeemable Preference (CRPS) Shares of Rs. 100/- each
2	GJS Hotels Limited	8,964,623	89,646,230	17.25	1% Compulsory Convertible Preference Shares (CCPS) of Rs. 10/- each
	Total	13,264,623	519,646,230	100%	

Shareholding Pattern - Post Scheme of Arrangement

EQUITY					
Sl. No.	Shareholder	No. of Shares	Share Capital (Rs.)	% of holding	Remarks
1	Asian Hotels (East) Limited	30,010,000	300,100,000	16.33%	Through merger of Forex Finance Private Limited
2	Asian Hotels (East) Limited	63,932,769	639,327,690	34.80%	Through demerger of investment division of GJS Hotels Limited
3	Asian Hotels (East) Limited	32,035,000	320,350,000	20.66%	In lieu of 43,00,00 CRPS
4	Asian Hotels (East) Limited	37,975,000	379,750,000	28.21%	In lieu of 1,55,00,000 0.1% NCDs through demerger of investment division of GJS Hotels Limited
	Total	163,952,769	1,639,527,690	100%	

PREFERENCE

1	Asian Hotels (East) Limited	8,964,623	89,646,230	100%	1% Compulsory Convertible Preference Shares (CCPS) of Rs. 10/- each
	Total	8,964,623	89,646,230	100%	



ASIAN HOTELS (EAST) LIMITED

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

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ATTACHMENT- 7

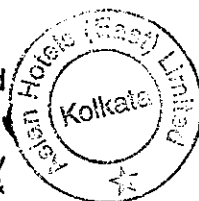
ASIAN HOTELS (EAST) LIMITED

(Rs. in Crores)

Particulars	Unaudited 2016-17 (01.04.16 to 31.12.16)	Audited 2015-16	Audited 2014-15	Audited 2013-14
Equity Share Capital	11.53	11.44	11.44	11.44
Reserve and Surplus	872.18	841.62	836.18	830.02
Carry forward losses	-	-	-	-
Net Worth	883.71	853.06	847.62	841.46
Miscellaneous Expenditure	-	-	-	-
Secured Loans	-	7.28	165.00	-
Unsecured Loans	-	-	-	-
Fixed Assets	117.64	125.24	130.47	144.51
Income from Operations	71.72	98.09	99.52	92.70
Total Income	79.32	107.10	105.21	108.85
Total Expenditure	68.52	97.89	84.29	75.61
Profit before Tax	10.80	9.21	20.92	33.24
Profit after Tax	8.64	8.19	15.03	27.36
Cash profit	13.45	15.04	22.15	32.70
EPS	9.04	7.16	13.14	23.92
Book Value	883.71	853.06	847.62	841.46

For Asian Hotels (East) Limited


Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary



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GJS HOTELS LIMITED

Regd. Office: Hyatt Regency Kolkata, JA-1, Sector-3, Salt Lake City, Kolkata-700 098

Phone: 033-23351234 Extn.1009, Fax: 033-23358646/23351235

CIN: U55101WB2002PLC160608

GJS HOTELS LIMITED (Demerged Undertaking)

(Rs. in Crores)

Particulars	Unaudited 2016-17 (01.04.16 to 31.12.16)	Audited 2015-16	Audited 2014-15	Audited 2013-14
Equity Share Capital	10.73	10.73	10.73	10.73
Reserve and Surplus	222.28	222.15	225.25	222.02
Carry forward losses	-	-	-	-
Net Worth	233.01	232.88	235.98	232.75
Miscellaneous Expenditure	-	-	-	-
Secured Loans	-	-	-	-
Unsecured Loans/Advances	322.99	373.14	371.62	143.77
Fixed Assets	-	-	-	-
Income from Operations	-	-	-	-
Total Income	0.14	0.21	0.001	-
Total Expenditure	0.02	0.04	0.03	0.02
Profit before Tax	0.12	0.17	(0.03)	(0.02)
Profit after Tax	0.12	0.17	(0.03)	(0.04)
Cash profit/(loss)	0.12	0.17	(0.03)	(0.04)
EPS	0.12	0.16	(0.03)	(0.04)
Book Value	233.01	232.88	235.98	232.75

For GJS Hotels Limited

[Signature]
Company Secretary



Format to be submitted by listed entity on quarterly basis

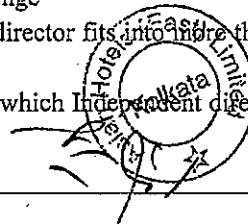
1. Name of Listed Entity : **ASIAN HOTELS (EAST) LIMITED**
 2. Quarter ending : 31/12/2016 (3rd quarter)

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN ^S & DIN	Category (Chairperson/ Executive/Non-Executive/ Independent/ Nominee)&	Date of Appointment in the current term/cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listed Regulations)
Mr.	Radhe Shyam Saraf	BKNPS0080C & 00017962	Non Independent/ Non-Executive Chairman	04/07/2008	--	1	---	---
Mr.	Arun K Saraf	ACTPS6880M & 00339772	Joint Managing Director/ Executive	04/07/2008	--	1	---	---
Mr.	Umesh Saraf	ABHPS6562P & 00017985	Joint Managing Director/ Executive	04/07/2008	--	1	2	0
Mr.	A.C. Chakraborti	ACVPC2338Q & 00015622	Independent/ Non-Executive	23/05/2013	3.7 yrs	3	3	2
Mr.	Rama Shankar Jhavar	ACYPJ8969K & 00023792	Independent/ Non-Executive	22/02/2010	6.10 yrs	4	5	1
Mr.	Padam K khaitan	AFLPK3789A & 00019700	Independent/ Non-Executive	22/02/2010	6.10 yrs	7	3	2
Ms.	Rita Bhimani	AEJPB2297K & 07106069	Independent/ Non-Executive	31/03/2015	1.9 yrs	2	---	---

^SPAN number of any director would not be displayed on the website of Stock Exchange

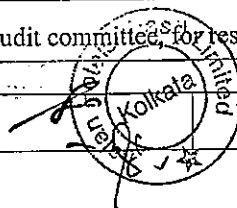
*Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

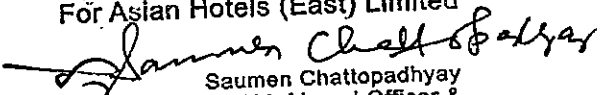
* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.



ATTACHMENT No.8

II. Composition of Committees			
Name of Committee	Name of Committee members	Category (Chairperson/Executive/independent/Nominee) ^α	
1. Audit Committee	1. Mr. A. C. Chakrabortti 2. Mr. Rama Shankar Jhavar 3. Mr. Umesh Saraf	Chairman/Independent Director Independent Director Joint Managing Director (Executive)	
2. Nomination & Remuneration Committee	1. Mr. Rama Shankar Jhavar 2. Mr. Padam K. Khaitan 3. Mr. A.C. Chakrabortti	Chairman/Independent Director Independent Director Independent Director	
3. Risk Management Committee (if applicable)	N.A.	N.A.	
4. Stakeholders Relationship Committee ⁷	1. Mr. Padam K. Khaitan 2. Mr. Rama Shankar Jhavar 3. Mr. Umesh Saraf	Chairman/Independent Director Independent Director Joint Managing Director (Executive)	
5. Corporate Social Responsibility Committee	1. Mr. Arun K. Saraf 2. Umesh Saraf 3. Rama Shankar Jhavar	Chairman/Joint Managing Director (Executive) Joint Managing Director (Executive) Independent Director	
^α Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen.			
III. Meeting of Board of Directors			
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)	
10 th August, 2016 & 7 th September, 2016	9 th December, 2016	120 days	
IV. Meeting of Committees (Audit Committee)			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
9 th December, 2016	Yes	10 th August, 2016 & 7 th September, 2016	120 days
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
V. Related Party Transactions			
Subject		Compliance status (Yes/No/NA)refer note below	



Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<p>Note</p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p>	
<p>VI. Affirmations</p> <p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.: Yes</p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <p>a. Audit Committee : Yes</p> <p>b. Nomination & Remuneration Committee : Yes</p> <p>c. Stakeholders Relationship Committee : Yes</p> <p>d. Risk Management Committee (applicable to the top 100 listed entities): Not Applicable</p> <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. : Yes</p> <p>4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.: Yes</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.- YES, Any comments/observations/advice of Board of Directors may be mentioned here: No</p>	
<p style="text-align: center;">For Asian Hotels (East) Limited</p> <p style="text-align: center;"></p> <p style="text-align: center;">Saumen Chattopadhyay Chief Legal Officer & Company Secretary</p> <p>Name & Designation : Saumen Chattopadhyay Chief Legal Officer & Company Secretary</p>	

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

ASIAN HOTELS (EAST) LIMITED

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

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CIN: L15122WB2007PLC162762

ATTACHMENT - 9

Compliance report with the requirements specified in Part-A of Annexure I of SEBI circular CIR/CFD/CMD/16/2015 dated November 30, 2015

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for the proposed scheme of Arrangement between GJS Hotels Limited, Robust Hotels Private Limited and the Company and their respective shareholders.

In connection with the above application, we hereby confirm that we satisfy all the conditions as stipulated in the aforesaid SEBI circular, as given hereunder:

Sr. No.	Requirements as per SEBI circular CIR/CFD/CMD/16/2015 dated November 30, 2015	Whether Complied or not & How
1.	Listed companies shall choose one of the stock exchanges having nation-wide trading terminals as the designated stock exchange for the purpose of coordinating with SEBI.	Yes – BSE Limited has been chosen as the Designated Stock Exchange and the certified true copy of the Board Resolution is attached.
Compliance as per Part A, Annexure I to the Circular		
2	Documents to be submitted:	
2.a	Draft Scheme of arrangement/ amalgamation/ merger/ reconstruction/ reduction of capital, etc.	Yes – copy of the draft Scheme of arrangement is attached.
2.b	Valuation Report from Independent Chartered Accountant	Yes – copy of the Valuation Report is attached.
2.c	Report from the Audit Committee recommending the Draft Scheme	Yes – copy of the Report from the Audit Committee recommending the Draft Scheme is attached.
2.d	Fairness opinion by merchant banker	Yes – copy of the Fairness opinion by merchant banker.
2.e	Pre and post amalgamation shareholding pattern of unlisted company	Not applicable since the transaction contemplated in the present scheme is not an amalgamation; the transaction consist of demerger of Investment Division of GJS Hotels Limited, wholly owned subsidiary of the Company, to the Company and reorganization of share capital and debentures of Robust Hotels Private Limited, step down subsidiary of the Company. Hence no shares will be issued and allotted. Copy of the shareholding pattern is attached.

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ASIAN HOTELS (EAST) LIMITED

98

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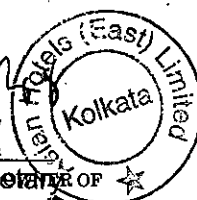
CIN: L15122WB2007PLC162762

2.f	Audited financials of last 3 years (financials not being more than 6 months old) of unlisted company;	Yes – copy of the Audited financials of last 3 years is attached.
2.g	Compliance with Regulation 17 to 27 of Listing Regulations	Yes – attached.
2.h	Complaints Report	This will be submitted within 7 days of expiry of 21 days as per Annexure III of SEBI Circular CIR/CFD/CMD/16/2015 dated 30 th November, 2015.
3.	The equity shares sought to be listed are proposed to be allotted by the unlisted Issuer (transferee entity) to the holders of securities of a listed entity (transferor entity) pursuant to a scheme of reconstruction or amalgamation (Scheme) sanctioned by a High Court under Section 391-394 of the Companies Act, 1956 or Section 230 to 234 of the Companies Act 2013	Not Applicable as no shares are allotted.
4.	At least 25% of the post scheme paid up share capital of the transferee entity shall comprise of shares allotted to the public holders in the transferor entity.	Not Applicable as no shares are allotted.
5.	The transferee entity will not issue/reissue any shares, not covered under the Draft scheme.	Not Applicable as no shares are allotted.
6.	As on date of application there are no outstanding warrants/ instruments/ agreements which give right to any person to take the equity shares in the transferee entity at any future date. If there are such instruments stipulated in the Draft scheme, the percentage referred to in point (4) above, shall be computed after giving effect to the consequent increase of capital on account of compulsory conversions outstanding as well as on the assumption that the options outstanding, if any, to subscribe for additional capital will be exercised.	Not Applicable as no shares are allotted.
7.	The shares of the transferee entity issued in lieu of the locked-in shares of the transferor entity are subjected to the lock-in for the remaining period.	Not Applicable as no shares are allotted.

For Asian Hotels (East) Limited

For Asian Hotels (East) Limited

Saumen Chattopadhyay
Saumen Chattopadhyay
Chief Legal Officer &
Managing Director/Company Secretary



Date: 09.03.2017



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ASIAN HOTELS (EAST) LIMITED

99

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

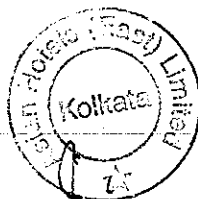
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CIN: L15122WB2007PLC162762

ATTACHMENT - 10

Brief particulars of the transferee/resulting and transferor/demerged companies

Particulars	Transferee/ Resulting Company	Transferor/ Demerged Company	Reorganisation of Share Capital and Debentures of Robust Hotels Private Limited
Name of the company	Asian Hotels (East) Limited	GJS Hotels Limited (demerger of Investment Division of the Company)	Robust Hotels Private Limited
Date of Incorporation & details of name changes, if any	The Company was incorporated on 8 th January, 2007 in the name of Vardhman Hotels Private Limited. The name of the Company was changed from Vardhman Hotels Private Limited to Vardhman Hotels Limited. Further the name of the Company was changed to its present name Asian Hotels (East) Limited.	The Company was incorporated on 9 th December, 2002.	The Company was incorporated on 19 th January, 2007.
Registered Office	Hyatt Regency Kolkata, JA-1, Sector - III, Salt Lake City, Kolkata - 700098.	Hyatt Regency Kolkata, JA-1, Sector - III, Salt Lake City, Kolkata - 700098.	365, Anna Salai Teynampet Chennai - 600018.
Brief particulars of the scheme	<ul style="list-style-type: none"> The Scheme provides for the demerger of the investment division ("Demerged Undertaking") of GJS Hotels Limited ("GJSHL") to Asian Hotels (East) Limited ("AHEL") and reorganisation of the share capital and debentures of Robust Hotels Private Limited ("RHPL") with effect from the Appointed Date, being close of business hours on 31st March, 2016. At present 100% of the Equity Share Capital of GJSHL is held by AHEL while 68.06% of the Equity Share Capital of RHPL is held by GJSHL and the remaining 31.94% Equity share Capital of RHPL is held by AHEL. Accordingly, GJSHL is a direct wholly owned (100%) subsidiary of AHEL while RHPL is a direct subsidiary of GJSHL and step down subsidiary of AHEL. Consequent to demerger of the Demerged Undertaking of GJSHL to AHEL under the Scheme all shares and debentures held by GJSHL in RHPL will stand transferred to AHEL and RHPL will become a direct wholly owned (100%) subsidiary of AHEL. The Share Capital and Debentures of RHPL will also stand reorganised pursuant to the Scheme. 		



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ASIAN HOTELS (EAST) LIMITED

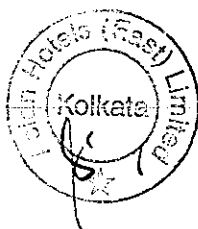
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Registered Office : Hyatt Regency Kolkata, JA-1, Sector III, Salt Lake City, Kolkata - 700 098, W.B., India

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CIN: L15122WB2007PLC162762

Rationale for the scheme	<p>All Equity Shares, Preference Shares and Debentures in Robust Hotels Private Limited ("RHPL") held by GJSHL will stand transferred to AHEL under the Scheme. Consequent to the Scheme, RHPL will become a direct wholly owned (100%) subsidiary of AHEL. Further, such Shares and Debentures of RHPL will also stand reorganised pursuant to the Scheme. The advantages of the Demerger are, <i>inter alia</i>, as under:-</p> <ol style="list-style-type: none"> The demerger will simplify and rationalize the holding and financial structure of the entities involved, which would help in pursuing their business more beneficially. The investment function of holding and monitoring investments in shares and securities of other bodies corporate is already undertaken by AHEL on a much larger scale. As such the total investment in RHPL will be held and monitored as part of the investment portfolio of AHEL more efficiently and advantageously. The same will also enable GJSHL to pursue operating business with greater focus and attention. 		
Date of resolution passed by the Board of Director of the company approving the scheme	10 th February, 2017	10 th February, 2017	10 th February, 2017
Date of meeting of the Audit Committee in which the draft scheme has been approved	10 th February, 2017	-	-
Appointed Date	31 st March, 2016	31 st March, 2016	31 st March, 2016
Name of Exchanges where securities of the company are listed	BSE Limited (BSE) National Stock Exchange of India Limited (NSE)	NA	NA



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ASIAN HOTELS (EAST) LIMITED

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CIN: L15122WB2007PLC162762

101

Nature of Business	Hotel Company	Hotel Company	Hotel Company
Capital before the scheme	Rs. 11,52,77,970/- consisting of 11527797 equity shares of Rs. 10/- each.	Rs. 10,96,10,000/- consisting of 10961000 equity shares of Rs. 10/- each.	Rs. 1,45,90,73,920/- consisting of 93942769 equity shares of Rs. 10/- each. 4300000 12% cumulative redeemable preference shares of Rs. 10/- each. 8964623 1% compulsorily convertible preference shares of Rs. 10/- each.
No. of shares to be issued	NA	NA	NA
Cancellation of shares on account of cross holding, if any	NA	NIL	NIL
Capital after the scheme	Rs. 11,52,77,970/- consisting of 11527797 equity shares of Rs. 10/- each.	Rs. 23,00,220 /- consisting of 2,30,022 equity shares of Rs. 10/- each.	Rs. 172,91,73,920/- consisting of 163952769 equity shares of Rs. 10/- each. 8964623 1% Compulsorily Convertible Preference Shares of Rs. 10/- each.
Net Worth	As per Net Worth Certificate enclosed in Attachment No. 11		
Pre	Rs. 8,530,581,033	Rs. 2,363,220,990	Rs. 2,876,605,186
Post	Rs. 7,787,079,888	Rs. 34,387,805	Rs. 4,426,605,186



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KOLKATA

ASIAN HOTELS (EAST) LIMITED

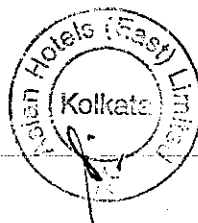
Registered Office : Hyatt Regency Kolkata, JA-1, Sector III, Salt Lake City, Kolkata - 700 098, W.B., India

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

CIN: L15122WB2007PLC162762

102

Valuation by independent Chartered Accountant - Name of the valuer/valuer firm and Rega no.	NSBP & Co. Chartered Accountants Firm Registration No.: 000756N Address: Tribhavan Complex, Ishwar Nagar, Mathura Road, New Delhi - 110065.	
Methods of valuation and value per share arrived under each method with weight given to each method, if any.	Refer Valuation Report in Attachment No. 3	
Fair value per shares	<ol style="list-style-type: none"> For the purpose of demerger of Investment Division of GJS Hotels Limited into Asian Hotels (East) Limited, fair value per share has not been determined as entire equity share of GJS Hotels Limited is held by Asian Hotels (East) Limited. However, for the purpose of Reorganization of Share Capital and Debentures of Robust Hotels Private Limited fair value per share of Robust Hotels Private Limited has been determined as under: <ul style="list-style-type: none"> Fair Value per Equity Share: Rs. 20/- Fair Value per 12% Cumulative Redeemable Preference Share: Rs. 149.06/- Fair Value per 0.1% Non-Convertible Debentures: Rs. 49.09/- 	
Exchange ratio	Since the entire share capital of Demerged Company is held by Resulting Company, no shares will be issued to itself. Hence Share Exchange Ratio is not applicable.	
Name of Merchant Banker giving fairness opinion	D & A Financial Services (P) Limited Address: 13, Community Centre, 2 nd Floor, East of Kailash, New Delhi - 110065.	
Shareholding	Pre	Post



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CIN: L15122WB2007PLC162762

103

pattern	Refer Attachment No. 6		Refer Attachment No. 6
Names of the Promoters	Asian Hotels (East) Limited	GJS Hotels Limited	Robust Hotels Private Limited
	Saraf Industries Limited Radhe Shyam Saraf Ratna Saraf Umesh Saraf Arun Kumar Saraf	Asian Hotels (East) Limited Radhe Shyam Saraf Umesh Saraf Arun Kumar Saraf	GJS Hotels Limited Asian Hotels (East) Limited Radhe Shyam Saraf Umesh Saraf Arun Kumar Saraf
Names of the Board of Directors	Arun Kumar Saraf Umesh Saraf Radhe Shyam Saraf Amol Chandra Chakrabortti Padam Kumar Khaitan Rama Shankar Jhavar Sua Bhimani	Padam Kumar Khaitan Umesh Saraf Pawan Kumar Kakarania	Umesh Saraf Arun Kumar Saraf Pawan Kumar Kakarania Varun Saraf Soumya Saha
Details regarding change in management control, if any	Not Applicable		

For Asian Hotels (East) Limited

Saumen Chattopadhyay
Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary



OWNER OF



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KOLKATA

ATTACHMENT - 11

S S KOTHARI MEHTA & CO

CHARTERED ACCOUNTANTS

145, 146 Tribhuvan Complex
 Indira Nagar
 New Delhi-110028
 Phone : 011-26110000
 Fax : 011-26110000
 E-mail : ssk@sskmehta.com

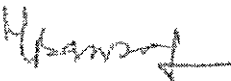
NET WORTH CERTIFICATE

This is to certify that the Pre Scheme Net worth of Asian Hotels (East) Limited as on 31st March 2016 is Rs. 8,530,581,033 (Rupees Eight hundred and Fifty Three Crores, Five Lacs, Eighty One Thousand and Thirty three Only).

This is to certify that the Post Scheme Net worth of Asian Hotels (East) Limited as on 31st March 2016 is Rs. 7,787,079,888 (Rupees Seven hundred and Seventy Eight Crores, Seventy Lacs, Seventy Nine Thousands, Eight Hundred and Eighty Eight Only).

It is further certified that the computation of Net worth, based on our scrutiny of the books of accounts, records and documents, is true and correct to the best of our knowledge and as per information provided to our satisfaction.

For S. S. Kothari Mehta & Co.
 Chartered Accountants
 Firm Registration No.: 000756N



Neeraj Bansal
 Partner

Membership No. : 095960



Place: New Delhi

Date: 10th February 2017

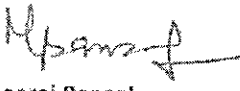
Composition of Pre Scheme Net worth of Asian Hotels (East) Limited

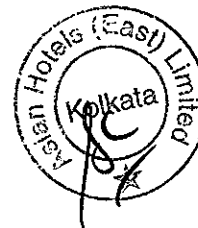
Particulars	Amount (In Rs)
Paid up Capital	114,405,850
Add: Capital Reserve	141,043
Add: Capital Redemption Reserve	2,000,000
Add: Security Premium	14,612,822
Add: General Reserve	6,462,174,116
Add: Profit and Loss	1,937,247,202
Total Net worth	8,530,581,033

Composition of Post Scheme Net worth of Asian Hotels (East) Limited

Particulars	Amount (In Rs)
Paid up Capital	114,405,850
Add: Capital Reserve	141,043
Add: Capital Redemption Reserve	2,000,000
Add: Security Premium	14,612,822
Add: General Reserve	5,718,672,971
Add: Profit and Loss	1,937,247,202
Total Net worth	7,787,079,888

For S. S. Kothari Mehta & Co.
Chartered Accountants
Firm Registration No.: 000756N


Neeraj Bansal
Partner
Membership No. : 095960



Place: New Delhi
Date: 10th February 2017

S S KOTHARI MEHTA & CO.

CHARTERED ACCOUNTANTS

146/148 Tribhuvan Complex
 Lower Ground
 Station Road
 New Delhi 110001
 Phone: 2337 4444
 Fax: 2337 4444
 E-mail: ssmehta@ssmehta.com

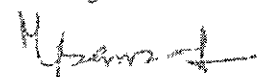
NET WORTH CERTIFICATE

This is to certify that the Pre Scheme Net worth of GJS Hotels Limited as on 31st March 2016 is Rs.2,363,220,990 (Rupees Two Hundred and Thirty Six Crores, Thirty Two Lacs, Twenty Thousand, Nine Hundred and Ninety Only).

This is to certify that the Post Scheme Net worth of GJS Hotels Limited as on 31st March 2016 is Rs.34,387,805 (Rupees Three Crores, Forty Three Lacs, Eighty Seven Thousands, Eight Hundred and Five Only).

It is further certified that the computation of Net worth, based on our scrutiny of the books of accounts, records and documents, is true and correct to the best of our knowledge and as per information provided to our satisfaction.

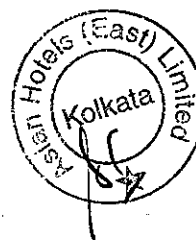
For S. S. Kothari Mehta & Co.
 Chartered Accountants
 Firm Registration No.: 000756N



Neeraj Bansal

Partner

Membership No. : 095960



Place: New Delhi

Date: 10th February 2017


Composition of Pre Scheme Net worth of GJS Hotels Limited

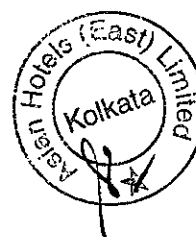
Particulars	Amount (In Rs)
Paid up Capital	109,610,000
Add. Security Premium	2,236,755,000
Add: Profit and Loss	16,855,990
Total Net worth	2,363,220,990

Composition of Post Scheme Net worth of GJS Hotels Limited

Particulars	Amount (In Rs)
Paid up Capital	2,300,220
Add: Security Premium	36,904,510
Add: Profit and Loss	-4,816,925
Total Net worth	34,387,805

For S. S. Kothari Mehta & Co.
Chartered Accountants
Firm Registration No.: 000756N


Neeraj Bansal
Partner
Membership No. : 095960



Place: New Delhi
Date: 10th February 2017

S S KOTHARI MEHTA & CO
CHARTERED ACCOUNTANTS

110, 14B International Complex
 New Delhi-110067
 Phone: +91 11-4670 8888
 Fax: +91 11-4670 8888
 E-mail: delhi@sskme.com

NET WORTH CERTIFICATE

This is to certify that the Pre Scheme Net worth of Robust Hotels Private Limited as on 31st March 2016 is Rs.2,876,605,186 (Rupees Two Hundred and Eighty Seven Crores, Sixty Six Lacs, Five Thousand, One Hundred and Eighty Six Only).

This is to certify that the Post Scheme Net worth of Robust Hotels Private Limited as on 31st March 2016 is Rs.4,426,605,186 (Rupees Four Hundred and Forty Two Crores, Sixty Six Lacs, Five Thousand, One Hundred and Eighty Six Only).

It is further certified that the computation of Net worth, based on our scrutiny of the books of accounts, records and documents, is true and correct to the best of our knowledge and as per information provided to our satisfaction.

For S. S. Kothari Mehta & Co.

Chartered Accountants

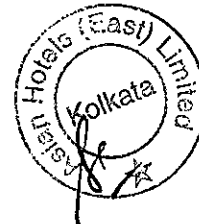
Firm Registration No.: 000756N

Neeraj Bansal

Neeraj Bansal

Partner

Membership No. : 095960



Place: New Delhi

Date: 10th February 2017

Composition of Pre Scheme Net worth of Robust Hotels Private Limited

Particulars	Amount (In Rs)
Paid up Capital	1,459,073,920
Add: Security Premium	3,136,260,676
Add: Profit and Loss	-1,718,729,410
Total Net worth	2,876,605,186

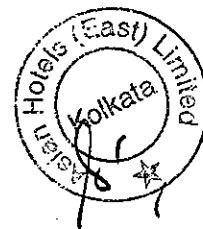
Composition of Post Scheme Net worth of Robust Hotels Private Limited

Particulars	Amount (In Rs)
Paid up Capital	1,729,173,920
Add: Security Premium	3,836,360,676
Add: Capital Reserve	579,800,000
Add: Profit and Loss	-1,718,729,410
Total Net worth	4,426,605,186

For S. S. Kothari Mehta & Co.
Chartered Accountants
Firm Registration No.: 000756N



Neeraj Bansal
Partner
Membership No. : 095960



Place: New Delhi
Date: 10th February 2017

ASIAN HOTELS (EAST) LIMITED

110

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

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CIN: L15122WB2007PLC162762

ATTACHMENT-12

(a)

Details of Capital evolution of Asian Hotels (East) Limited:

Sl No.	Particulars	Date of Issue	No. of shares issued	Issue Price (Rs.)	Type of Issue	Cumulative capital (No of shares)	Whether listed, if not listed, give reasons thereof
1.	Equity shares issued & allotted pursuant to the Demerger Scheme	28/02/2010	11401782	10/- each	Equity Shares	11401782	Yes
2.	Equity shares issued & allotted pursuant to conversion of Fully Convertible Preference Shares	04/07/2011	38803	10/- each	Equity Shares	11440585	Yes
3.	Equity shares issued & allotted pursuant to the Scheme of Amalgamation	07/09/2016	3214284	10/- each	Equity Shares	11527797*	Yes

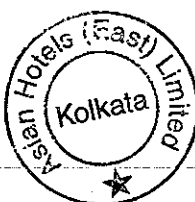
* Pursuant to the effectiveness of the Scheme of Amalgamation of Forex Finance Pvt. Ltd.(FFPL) with the Company, 3214284 new equity shares were first allotted to the shareholders of FFPL and thereafter the equity shares held by FFPL stood cancelled.

The same is explained as follows:

Particulars	Nos.
Nos. of equity shares before the Scheme	11440585
Add: Issue & allotment of new equity shares	3214284
Total	14654869
Less: Cancellation of equity shares held by FFPL	(3127072)
Nos. of equity shares as on the effective date i.e. 5 th September, 2016	11527797

For Asian Hotels (East) Limited

Saumen Chattopadhyay
Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary



OWNER OF



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GJS HOTELS LIMITED

Regd. Office: Hyatt Regency Kolkata, JA-1, Sector-3, Salt Lake City, Kolkata-700 098

Phone: 033-23351234 Extn.1009, Fax: 033-23358646/23351235

CIN: U55101WB2002PLC160608

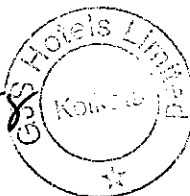
(b)

Details of Capital evolution of GJS Hotels Limited:

Sl No.	Date of Issue	No. of shares issued	Issue Price (Rs.)	Type of Issue	Cumulative capital (No. of shares)	Whether listed, if not listed, give reasons thereof
1.	23/01/2003	50,000	10/- each	Equity Shares	50,000	No, since the Company is an unlisted public company.
2.	31/08/2008	81,20,000	215/- each	Equity Shares	81,70,000	No, since the Company is an unlisted public company.
3.	28/10/2009	27,91,000	215/- each	Equity Shares	1,09,61,000	No, since the Company is an unlisted public company.

For GJS Hotels Limited

Suman Chatterjee
Company Secretary



ASIAN HOTELS (EAST) LIMITED

112

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 8246/2335 1235 www.ahleast.com

CIN: L15122WB2007PLC162762

ATTACHMENT - 13

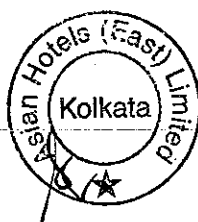
To,
The General Manager,
Department of Corporate Services,
BSE Limited,
F J. Towers, Dalal Street,
Mumbai - 400 001.

Dear Sir,

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for the proposed Scheme of Arrangement between GJS Hotels Limited, Robust Hotels Private Limited and the Company and their respective shareholders.

In connection with the above application, we hereby confirm that:

- a) The proposed scheme of arrangement to be presented to the Tribunal does not in any way violate or override or circumscribe the provisions of the SEBI Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996, Companies Act, 2013, the rules, regulations and guidelines made under these Acts, and the provisions as explained in Regulation 11 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 or the requirements of BSE Limited.
- b) In the explanatory statement to be forwarded by the company to the shareholders u/s 230 of the Companies Act, 2013 it shall disclose:
 - i) the pre and post-arrangement or amalgamation (expected) capital structure and shareholding pattern and
 - ii) the "fairness opinion" obtained from an Independent merchant banker on valuation of assets / shares done by the valuer for the company and unlisted company.
 - iii) The Complaint report as per Annexure III.
 - iv) The observation letter issued by the stock exchange
- c) The draft scheme of arrangement together with all documents mentioned in Para I(A)(7)(a) of SEBI Circular no. CIR/CFD/CMD/16/2015 dated November 30, 2015, has been disseminated on company's website as per Website link given hereunder:
www.ahleast.com
- d) The company shall disclose the observation letter of the stock exchange on its website within 24 hours of receiving the same.
- e) The company shall obtain shareholders' approval by way of special resolution passed through postal ballot/ e-voting. Further, the company shall proceed with the draft scheme only if the vote cast by the public shareholders in favor of the proposal is more than the number of votes cast by public shareholders against it.



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ASIAN HOTELS (EAST) LIMITED

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

CIN: L15122WB2007PLC162762

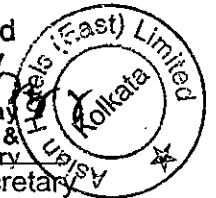
113

- f) The documents filed by the Company with the Exchange are same/ similar/ identical in all respect, which have been filled by the Company with Registrar of Companies/SEBI/Reserve Bank of India, wherever applicable.
- g) There will be no alteration in the Share Capital of the unlisted transferor company from the one given in the draft scheme of arrangement.

For Asian Hotels (East) Limited

For Asian Hotels (East) Limited

Saumen Chattopadhyay
Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary
Managing Director/ Company Secretary



Date 09.03.2017

OWNER OF



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KOLKATA

S S KOTHARI MEHTA & CO
CHARTERED ACCOUNTANTS

114
146-148 Tribhuvan Complex
Ishwar Nagar
Mathura Road
New Delhi-110065
Phones : +91-11-4670 8888
Fax : +91-11-6662 8889
E-mail : delhi@sskmin.com

Auditor's Certificate

ATTACHMENT - 14

To,
The Board of Directors,
Asian Hotels (East) Limited
JA -1, Sector III, Salt Lake City
Kolkata -700098

We, the statutory auditors of Asian Hotels (East) Limited, (hereinafter referred to as "the Company"), have examined the proposed accounting treatment specified in clause 11 and 17 of the Draft Scheme of arrangement between GJS Hotels Limited, Asian Hotels (East) Limited and Robust Hotels Private Limited in terms of the provisions of section(s) 230 to 232 Companies Act, 2013 with reference to its compliance with the applicable Accounting Standards issued under the Companies (Accounting Standards) Rules, 2006 which continue to apply as per section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014 and Other Generally Accepted Accounting Principles as on the Appointed Date viz 31st March, 2016

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 Companies involved. Our responsibility is only to examine and report whether the Draft Scheme complies with the aforesaid 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.

Based on our examination and according to the information and explanations given to us, we confirm that the accounting treatment contained in the aforesaid scheme is in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued there under and all the applicable Accounting Standards as aforesaid, 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 Bombay Stock Exchange and National Stock Exchange. This Certificate should not be used for any other purpose without our prior written consent.

For S.S. KOTHARI MEHTA & CO.

Chartered Accountants

Firm Registration No.: 000756N


Neeraj Bansal

Partner

Membership No. : 095960



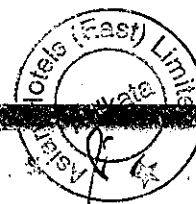
Place: New Delhi

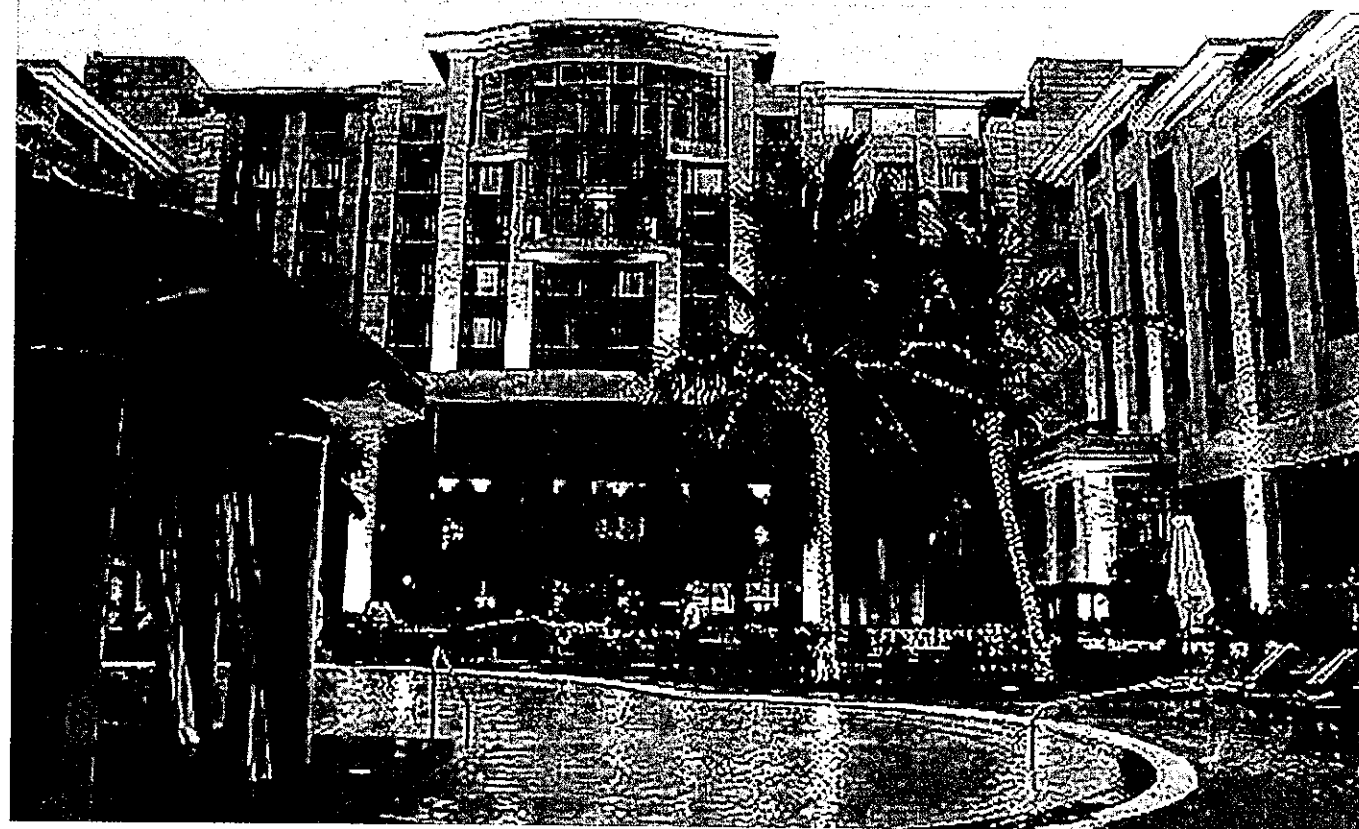
Date: 10th February 2017

ASIAN HOTELS (EAST) LIMITED

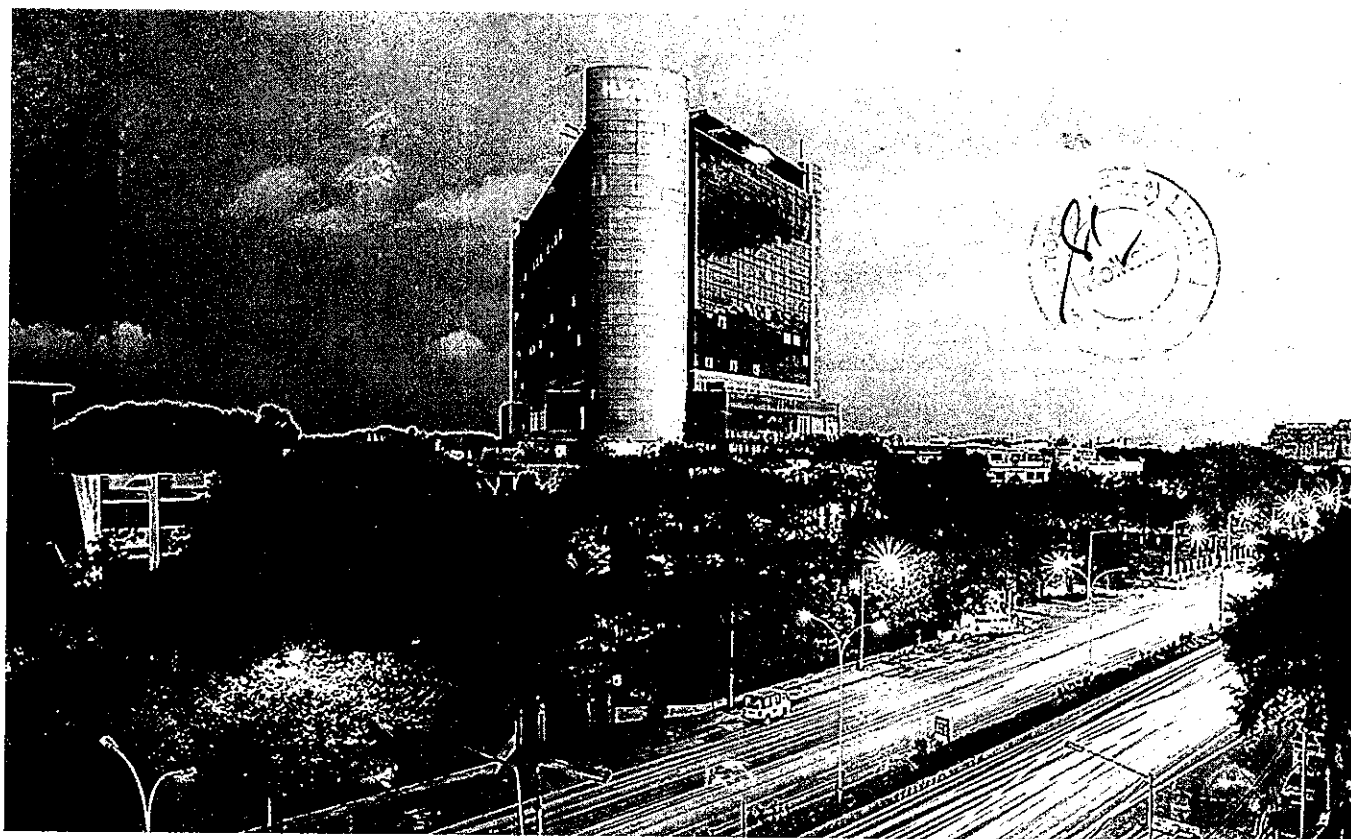


9th Annual Report and Accounts 2015-16





► Hyatt Regency Kolkata



Hyatt Regency Chennai ◀

BOARD OF DIRECTORS

Radhe Shyam Saraf	— Chairman
Arun K. Saraf	— Joint Managing Director
Umesh Saraf	— Joint Managing Director
A. C. Chakrabortti	— Independent Director
Rama Shankar Jhawar	— Independent Director
Padam Kumar Khaitan	— Independent Director
Rita Bhimani	— Independent Director

CFO & VICE PRESIDENT – CORPORATE FINANCE

Bimal Kumar Jhunjunwala

CHIEF LEGAL OFFICER & COMPANY SECRETARY

Saumen Chattopadhyay

AUDITOR

S. S. Kothari Mehta & Co.
Chartered Accountants
21, Lansdowne Place
4th Floor, Kolkata - 700 029, W.B., India

BANKERS

IDBI Bank Limited
ICICI Bank Ltd.
Standard Chartered Bank
State Bank of India
HDFC Bank Limited

REGISTERED OFFICE

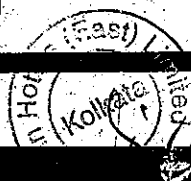
Hyatt Regency Kolkata
JA-1, Sector-III, Salt Lake City
Kolkata - 700 098, W. B., India
Tel. No. 033-2517 1009/1012
Fax No. 033-2335 8246
www.ahleast.com
CIN: L15122WB2007PLC162762

REGISTRAR & SHARE TRANSFER AGENT

Karvy Computershare Private Limited
Karvy Selenium Tower B
Plot No. 31 & 32, Gachibowli, Financial District,
Nanakramguda, Serilingampally,
Hyderabad - 500 032, Telangana, India
Tel : +91 40 23312454
Fax No. 040-23420814
E-mail: mailmanager@karvy.com

CONTENTS

Directors' Report with annexures	2-36
Independent Auditors' Report	37-41
Accounts – Asian Hotels (East) Limited (Standalone)	42-62
Annual Reports of the Subsidiaries	
(a) GJS Hotels Limited (Standalone)	63-84
(b) Regency Convention Centre and Hotels Limited	85-106
(c) Robust Hotels Private Limited	107-133
Independent Auditors' Report on Consolidated Financial Statement of Asian Hotels (East) Limited and its Subsidiary Companies	134-136
Consolidated Accounts	
(a) Asian Hotels (East) Limited and its Subsidiaries	137-161
(b) GJS Hotels Ltd and Robust Hotels Private Limited	162-180



Asian Hotels (East) Limited

DIRECTORS' REPORT

To the Members,

Your Directors have pleasure in presenting the 9th Annual Report of the Company together with the audited financial statements of the Company for the financial year ended 31st March, 2016.

FINANCIAL HIGHLIGHTS

Your Company's performance for the year ended 31st March, 2016 is summarised as under:

Particulars	Standalone (Rs. in lacs)		Consolidated (Rs. in lacs)	
	2015-16	2014-15	2015-16	2014-15
Revenue from operations	9809.26	9952.33	19273.40	18841.42
Profit before Depreciation and Tax Expenses	1606.73	2804.10	1908.49	(177.47)
Less: Depreciation	685.33	712.00	3139.15	3151.53
Profit/(Loss) Before Tax	921.40	2092.10	(1230.66)	(3329.00)
Less: Current Tax	171.72	679.74	173.91	679.74
Deferred Tax	(50.56)	(107.58)	(50.56)	(107.58)
MAT Credit	(40.97)		(43.16)	
Others	22.05	16.50	22.05	16.26
Profit after tax before adjustment of minority interest	819.16	1503.44	(1332.90)	(3917.42)
Add: Share of loss transferred to minority interest			691.15	1728.80
Profit for the year	819.16	1503.44	(641.75)	(2188.62)
Add: Balance in profit & loss account	18978.96	18512.78	9892.68	13118.56
Less: Transferred to General Reserve	150.00	150.00	150.00	150.00
Others		611.87		611.87
Proposed Dividend on Equity Shares	228.81	228.81	228.81	228.81
Tax on Dividend	46.84	46.58	46.84	46.58
Closing Balance	19372.47	18978.96	8825.28	9892.68

TRANSFER TO RESERVES

During the financial year 2015-16 an amount of Rs. 150 lacs (Rs. 150 lacs last year) has been transferred to General Reserve out of amount available for appropriations.

DIVIDEND

The Board of Directors are pleased to recommend a dividend @ 20%, i.e. Rs. 2/- per equity share (previous year Rs. 2/- per equity share) on 1,14,40,585 equity shares of Rs. 10/- each for the year ended 31st March, 2016. The total cost to the Company on account of dividend payment will be Rs. 275.65 lacs including dividend distribution tax of Rs. 46.84 lacs resulting in a payout of 33.65% of the standalone profits after tax of the Company.

BUSINESS OVERVIEW AND OPERATING PERFORMANCE

During the financial year 2015-16, Hyatt Regency Kolkata (the hotel) has been successful in securing major project based business and could sustain its leading position in wedding related business in the city. Major achievement has been in the field of medical conferences held during the year. Further your hotel could secure long staying projects business from the service sector, repeated relating business of Indian Super League (ISL) and outdoor catering business.

New hotels opening in the city had a major impact on the pricing policies of your hotel as their pricing strategy in the beginning was very aggressive and put all the existing hotels in Kolkata under pressure. Considering the influx in supply which your Company is anticipating in the year 2016-17, adding value to our customer experience is becoming crucial. This is measured by the hotel online surveys, where the hotel could achieve in 2015-16 at 47.8% in Net Promoter Score. Satisfaction of the hotel's customers was the satisfaction index for the hotel which was at a very high rate with 4.69% for two years measured by Gallup and also for the "Great places to work" resulted in Hyatt Regency, Kolkata achieving together with Hyatt India a ranking under the top 10. There were no material changes and commitments affecting financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements and this report relate. However, the Company has repaid in full the short term loan of Rs. 165 crores to ICICI Bank Ltd. and accordingly as on the date of this Report, there is no outstanding loan of the Company.

SUBSIDIARY COMPANIES

The Company has two subsidiaries, namely, GJS Hotels Limited, a wholly owned and a material non-listed Indian Subsidiary, Regency Convention Centre and Hotels Limited and one step-down subsidiary, namely Robust Hotels Private Limited. There has been no significant developments in the matters concerning the subsidiaries during the year under review.

With reference to GJS Hotels Limited, your Board is exploring various options to build a luxury 5 star deluxe hotel at Bhubaneswar, Odisha. Present plot of land at Bhubaneswar is not suitable for such hotel. Feasibility study findings are being reviewed to explore various possibilities. During the year, the loan amount invested in Robust Hotels Private Limited, Chennai through GJS Hotels Limited was repaid in full out of the redemption proceeds of the mutual funds of the Company.

With reference to Regency Convention Centre and Hotels Limited, during the year, your subsidiary has entered into an agreement with Mumbai International Airport Pvt. Limited (MIAL) for alternate pocket of land admeasuring 9775.95 sq. mtrs. at CSI Airport, Mumbai. Your Board is hopeful of a positive outcome.

Robust Hotels Private Limited (Robust) at Chennai has shown improved performance during the year under review. Revenue has increased to Rs.95.07 crores as against Rs.89.34 crores in the previous year. Room occupancy has increased to 67% as compared 59% in the previous year. EBDITA has increased to Rs. 25.18 crores from Rs.21.50 crores. Robust could meet the principal re-payment of the lender amounting to Rs.4.70 crores out of internal accruals during the year. Robust has for the first time since commencing business made cash profit (PBDT) of Rs.2.92 crores. Your directors are hopeful of better performance of Robust in the current financial year also.

In terms of proviso to sub section (3) of Section 129 of the Companies Act, 2013, a report on the performance and financial position of each of the subsidiaries of the Company is annexed herewith marked as **Annexure I** to this Report.

None of your subsidiary company has ceased to be subsidiaries during the year and no company has become the new subsidiary company during the financial year.

AMALGAMATION

In respect of the Scheme of Amalgamation (the Scheme) of Forex Finance Private Limited with your Company pursuant to the Sections 391-394 of the Companies Act, 1956, the Scheme is pending before the High Court at Calcutta for sanction. Your Board is hopeful that during the current financial year 2016-17, the Scheme would be sanctioned by the Court.

AUDITORS & AUDITORS' REPORT

M/s S.S. Kothari Mehta & Co., Chartered Accountants, Kolkata, (Firm Registration No. 000756N) was appointed as Statutory Auditors of the Company at the Annual General Meeting held on 30th July, 2014 for 3 consecutive years subject to ratification in every annual general meeting by way of passing of an ordinary resolution. Their appointment was ratified at the Annual General Meeting held on 31st July, 2015. Therefore, ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing Annual General Meeting.

INTERNAL AUDITOR

M/s KSMN & Co., Chartered Accountants, has expressed its unwillingness to be appointed as an Internal Auditor of the Company for the financial year 2016-17. Your Board is looking for new internal auditors for the financial year 2016-17. Your Board appreciated the service rendered by M/s. KSMN & Co., Chartered Accountants as the internal auditor of the Company during its tenure.

SECRETARIAL AUDITOR

The Board has appointed M/s. D. Raut & Associates, Practicing Company Secretaries, to conduct Secretarial Audit under the provisions of Section 204 of the Companies Act, 2013 for the financial year 2015-16. The Secretarial Audit Report for the financial year ended 31st March, 2016 is annexed herewith marked as **Annexure II** to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Radhe Shyam Saraf (DIN No. 00017962), Director retires by rotation and being eligible, offers himself for reappointment at the ensuing Annual General Meeting.

No Director or Key Managerial Personnel was appointed or resigned during this year except Ms. Rita Bhimani whose appointment was regularised at Annual General Meeting held on 31st July, 2015 as an Independent Director. Details of Directors seeking re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 are given in the notice calling Annual General Meeting of the Company.



Asian Hotels (East) Limited

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.

BOARD EVALUATION AND NOMINATION & REMUNERATION POLICY

During the year, pursuant to Section 134(3)(p), Schedule IV (VIII) of the Companies Act, 2013 and Regulation 17(10) and 19(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Listing Regulations) the performance evaluation of Directors, Board and Committee was done at three levels by the Independent Directors at a separate meeting, Nomination and Remuneration Committee and Board. Firstly, the independent directors of the Company at their meeting held on 10th March, 2016, had already carried out the evaluation of performance of the non-independent directors, the Board and the Chairman of the Company as per the prescribed criteria adopted by the Board at its meeting held on 30th October, 2015. Secondly, the Nomination and Remuneration Committee carried out evaluations, as appropriate and whenever required as per the prescribed criteria adopted by the Board. Lastly, the Board of Directors has carried out an annual evaluation of performance of independent directors, its own, the Committees and individual directors based on the evaluation marking by the Directors. The performance was evaluated by the Board on the basis of the criteria such as the composition of Board and Committee and structure, effectiveness of Board and committee processes, information and functioning. The performance was considered satisfactory. The Policy on performance evaluation of Directors can be accessed on the Company's website: www.ahleast.com. The Nomination & Remuneration Policy of the Company is annexed herewith and marked as **Annexure III** to this Report.

BOARD DIVERSITY

A diverse Board enables efficient functioning through differences in perspective and skill, and also fosters differentiated thought processes at the back of varied industrial and management expertise, gender, knowledge and geographical background. Your Board recognises the importance of a diverse composition and has adopted a Board Diversity Policy which sets out the approach to diversity. The Board diversity policy is available on our website www.ahleast.com.

DIRECTORS' RESPONSIBILITY STATEMENT

The Board of Directors acknowledges the responsibility for ensuring compliance with the provisions of Sections 134(3)(c) and 134(5) of the Companies Act, 2013 in the preparation of the annual accounts for the financial year ended 31st March, 2016 and state that:

- a) in the preparation of the annual accounts for the year ended 31st March, 2016, the applicable accounting standards have been followed along with proper explanation relating to materials departures, if any;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year under review and of the profit or loss of the Company for that period;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a going concern basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

PARTICULARS OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information required pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, pertaining to conservation of energy, technology absorption and foreign exchanges earning and outgo to the extent possible in the opinion of your Directors, is annexed hereto being **Annexure IV** and forming part of this Report. The Company's earnings and outgo in foreign exchange for the year under review were Rs. 2489.96 lacs/Rs. 987.38 lacs respectively.

PARTICULARS OF EMPLOYEES

As per Rules 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules are provided as **Annexure V** and forming part of this Report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

There were no contracts or arrangements entered into by the Company in accordance with the Section 188 of the Companies Act, 2013 and no material related party transactions in terms of Regulation 23 of the Listing Regulations. All related party transactions that were entered by the Company during the financial year were in the ordinary course of business and on arm's length basis. All related party transactions are presented to the Audit Committee and the Board for approval.

Asian Hotels (East) Limited

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board can be accessed on the Company's website : www.ahleast.com. The details of the transactions with related parties are provided in the accompanying financial statements.

MANAGEMENT DISCUSSION AND ANALYSIS AND CORPORATE GOVERNANCE

Pursuant to Schedule V of Regulation 34(3) of the Listing Regulations, Report on Management Discussion and Analysis as **Annexure- VI** and Corporate Governance as **Annexure-VII** and Compliance Certificate on Corporate Governance are annexed to this Report.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

As required under Section 135 of the Companies Act, 2013, during the financial year 2015-16, your Company has spent Rs. 50 lacs being 2% of average net profit of the Company made during three (3) immediately preceding financial years on the Superspecialty Hospital Project at Dehradun, Uttarakhand undertaken by a registered society. The Annual Report on CSR activities is annexed and marked as **Annexure -VIII** to this report. The same is also displayed on the Company's website : www.ahleast.com.

Besides the above, Hyatt Regency Kolkata (the hotel) has also been involved in many CSR activities under our "Hyatt Thrive" umbrella. The focus area during the year under review has been the immediate community area of your hotel and Kathmandu, Nepal for the earthquake. Also the hotel is continuously involved with "Ek Tara", a girls education and women empowerment initiative, where your hotel explain and offer some of the women the "Hunar se rozgar" program to get an introduction to hospitality and for possible future employment. Further your hotel has organized a blood donation Camp with the Lion's Club and also helped the start of a new slum school in Salt Lake "Hope Center" run by an Australian couple and provided support as and when required. Also during the Christmas time, the hotel first time supported the "Jungle Crows", a NGO working with children and teenagers teaching them Rugby, a team sport which educates social skills and confidence. As a part of community service, the hotel continues to support "Tiljala Shed" with "Clothes for a Cause", in collaboration with its corporate clients.

INTERNAL FINANCIAL CONTROL POLICY AND ITS ADEQUACY

The Board has adopted an Internal Financial Control Policy to be followed by the Company and such policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information. The Audit Committee evaluates the internal financial control system periodically. The observation and comments of the Audit Committee are placed before the Board.

RISK MANAGEMENT

Your Board reviews and observes risk management and minimization procedures followed by the Company which are adequate and operating effectively. Although risk management policy and risk management committee is not applicable to your Company under the purview of the law, the system established in the Company to identify, assess, manage, monitor and mitigate risk and control is considered sufficient and adequate. Risk Management is an integral part of the Company's business process. In your Company, risks are carefully mapped and a risk management framework is involved.

DISCLOSURES:

A) EXTRACT OF ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith as **Annexure-IX** to this Report.

B) MEETINGS OF THE BOARD

During the financial year 2015-16, the Board of Directors had four (4) meetings. These were held on 28th May, 2015, 31st July, 2015, 30th October, 2015 and 4th February, 2016.

C) COMPOSITION OF AUDIT COMMITTEE

The Audit Committee comprises of three (3) Directors amongst which two (2) are Independent Non-Executive Directors, namely Mr. A. C. Chakrabortti and Mr. Rama Shankar Jhawar and one (1) is Joint Managing Director namely Mr. Umesh Saraf. All the recommendations made by the Audit Committee were accepted by the Board.

D) VIGIL MACHANISM/WHISTLE BLOWER POLICY

Pursuant to Section 177 of the Companies Act, 2013 read with Regulation 22 of the Listing Regulations, the Board of Directors at its meeting held on 30th October, 2015 has adopted a vigil mechanism/whistle blower policy of the Company. The policy provides a framework for directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. Protected disclosures can be made by a whistle blower through an email or to the Chairman of the Audit Committee. The vigil mechanism/whistle blower policy can be accessed on the Company's website : www.ahleast.com

Asian Hotels (East) Limited

E) DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance towards sexual harassment at workplace and has an Internal Complaints Committee to consider and redress complaints of sexual harassment & also adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder. During the financial year 2015-16, the Company has received no complaints on sexual harassment.

F) PARTICULARS OF LOANS GIVEN, INVESTMENT MADE, GUARANTEES GIVEN AND SECURITY PROVIDED

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

G) PARTICULARS OF REMUNERATION

Disclosures pertaining to managerial remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided as **Annexure-X** to this report.

H) GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the financial year 2015-16 under review:

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
4. The Joint Managing Directors of the Company did not receive any remuneration or commission from any of its subsidiaries.
5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impacted the going concern status and Company's operations in future.

ACKNOWLEDGEMENT

Your Directors wish to place on record their appreciation towards all associates including customers, the Government of India, Government of West Bengal, Government Agencies, Hyatt Hotels Corporation, USA, Bankers, Suppliers, Shareholders, Employees and others who have reposed their confidence in the Company.

For and on behalf of the Board of Directors

Place: Kolkata
24th May 2016

Umesh Saraf
Joint Managing Director

Rama Shankar Jhavar
Director

Asian Hotels (East) Limited

ANNEXURE- I

AOC-1

**(Pursuant to first proviso to sub-section (3) of Section 129 of the Companies Act, 2013
read with rule 5 of Companies (Accounts) Rules, 2014)**

Statement containing salient features of the Financial Statement of subsidiaries

Sl. No.	Particulars	GJS Hotels Limited	Regency Convention Centre and Hotels Limited	Robust Hotels Private Limited
1	Reporting Currency	Rs.	Rs.	Rs.
2	Issued and Subscribed Share Capital	109,610,000	1,553,570	1,459,073,920
3	Reserves	2,253,610,990	(628,574)	1,417,531,266
4	Total Assets	6,094,704,167	18,162,068	6,801,736,701
5	Total Liabilities	6,094,704,167	18,162,068	6,801,736,701
6	Investments - Long Term	-	-	6,684,000
7	Investments - Current	-	-	-
8	Investments - Total	-	-	6,684,000
9	Turnover	2,062,600	-	950,695,389
10	Profit/(Loss) before Taxation	1,146,651	(140,133)	(216,212,185)
11	Provision for Taxation	952	-	-
12	Profit After Taxation	1,145,699	(140,133)	(216,212,185)
13	Proposed Dividend	-	-	-
14	% of Shareholding	100%	58.99%	68.06%

Asian Hotels (East) Limited

ANNEXURE - II

Form No. MR-3 SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
Asian Hotels (East) Limited
Hyatt Regency Kolkata, JA-1
Sector - 3, Salt Lake City
Kolkata- 700 098

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Asian Hotels (East) Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31st March , 2016** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; - (Not applicable to the Company during the Audit Period).
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not applicable to the Company during the Audit Period)
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the Audit Period)
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;-
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; -(Not applicable as the Company has not delisted / propose to delist its equity share from any stock exchange during the financial year under review).
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;-
(Not applicable as the Company has not bought back / propose to be bought back its securities during the financial year under review).

Asian Hotels (East) Limited

- (vi) As identified by the Company, following other laws are applicable to the Company:
- The Sarais Act, 1867;
 - Guidelines for Classification of Hotels by Ministry of Tourism, Government of India, 2010;
 - The West Bengal Entertainment- cum- Amusement Tax Act, 1982;
 - Foreigners Registration (Application and Amendment) Act, 1962;
 - West Bengal Police Act, 1952;
 - Food Safety and Standards Act, 2006;
 - Food Safety and Standards Act, 2011;
 - Explosives Act, 1884;
 - The Luxury Tax Act, 1996.

We have also examined compliance with the applicable clauses of the following:

- Secretarial Standard issued by The Institute of Company Secretaries of India.
- The Listing Agreements and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into by the Company with Stock Exchange.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines etc. mentioned above.

Management Responsibility:

- Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit;
- We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion;
- We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company;
- Where ever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc;
- The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis;
- The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non- Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that:

There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For D.Raut & Associates
Company Secretary in Practice
Debendra Raut

Place : Kolkata
24th May, 2016

ACS No. 16626
CP No.- 5232

ANNEXURE - III**Nomination and Remuneration Policy****Introduction:**

In terms of Section 178 of the Companies Act, 2013 read with Rule 6 of the Companies (Meeting of Board and its Powers) Rules, 2014 and Clause 49(IV) of the Listing Agreement, a listed company shall constitute a Nomination and Remuneration Committee (the Committee) consisting of three or more non-executive directors out of which not less than one half shall be independent directors and the Chairman of the Committee shall be an independent director.

Role of the Committee:

The role of the Committee shall be governed by the applicable provisions of the Companies Act, 2013 and rules made thereunder and Listing Agreement.

Constitution of the Nomination and Remuneration Committee:

The Board has changed the nomenclature of Remuneration Committee constituted on 22nd February, 2010 by renaming it as Nomination and Remuneration Committee on 22nd May, 2014. The Nomination and Remuneration Committee comprises of following Directors:

- Mr. Rama Shankar Jhavar - Independent Director (Chairman)
- Mr. Padam Kumar Khaitan - Independent Director (Member)
- Mr. A. C. Chakrabortti - Independent Director (Member)

Applicability:

The Nomination and Remuneration Policy (the Policy) is applicable to Directors, Key Managerial Personnel (KMP) and Senior Management Personnel.

Frequency of Meetings:

The meetings of the Committee shall be held when required.

Secretary:

The Company Secretary shall act as Secretary of the Committee.

Policy relating to the appointment and removal of Director, KMP and Senior Management Personnel:

The appointment/re-appointment/removal and term/tenure of Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval and the same shall be in accordance with the provisions of the Companies Act, 2013 read with the rules made thereunder and the Listing Agreements with Stock Exchanges and other applicable Act, rules and regulations.

Policy relating to the remuneration for the Director, KMP and Senior Management Personnel:

The remuneration/compensation/commission/fee etc. to the Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval and the same shall be in accordance with the provisions of the Companies Act, 2013 read with the rules made thereunder and the Listing Agreements with Stock Exchanges and other applicable Act, rules and regulations.

ANNEXURE - IV**Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014****(A) Conservation of energy**

- (i) the steps taken or impact on conservation of energy;
- (ii) the steps taken by the company for utilizing alternate sources of energy;
- (iii) the capital investment on energy conservation equipments;
 - 1. Replacement of Existing 4 feet & 2 feet fluorescent tube lights with LED Tube lights for Energy saving, Estimated annual saving 1,87,610 kwh. Investment Rs. 11,06,530/-.
 - 2. Replacement of Steam operated Dish washing machines to Electrical operated and rescheduled boiler timings. Estimated Annual savings 62,050 liters of Diesel. Investment Rs. 18,51,664/-

(B) Technology absorption

- (i) the efforts made towards technology absorption;
- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution;
- (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-
 - (a) the details of technology imported;
 - (b) the year of import;
 - (c) whether the technology been fully absorbed;
 - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- (iv) the expenditure incurred on Research and Development.

1. Online Leave Management

The changeover from manual leave card system to online leave management improved work efficiency and saved considerable amount of time spent on manual data entries.

Cost Rs. 50,000/-

2. Product Improvement - Upgradation of wireless internet infrastructure from old B/G network to HP Dual Band AC network

There are no complaints with internet connectivity in the hotel after we opted for one room one AP solution where all guest rooms have their own individual access points which are more powerful and can also handle more number of users concurrently. The public area and the conference room's coverage improved significantly after adopting the new technology.

Project Cost approx Rs. 42 Lacs approximately

(C) Foreign Exchange Earnings and Outgo

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.

Foreign Exchange Earned - Rs. 24,77,10,031/-

Foreign Exchange Outgo - Rs. 9,87,38,469/-

ANNEXURE - V
Information as per Rules 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sr. No.	Name	Designation	Remuneration (Rs.)	Nature of Employment	Qualification	Experience in (Years)	Date of commencement of employment	Age in (Years)	Previous employment	% of Shares held in the Company	Whether related to any director
(A) Personnel who are in receipt of remuneration aggregating not less than Rs. 60,00,000 per annum and employed through out the financial year:											
1	Mr. Arun Kumar Saraf	Joint Managing Director	13,462,107	Permanent	Graduate in Business Administration	34	04.08.2010	57	Asian Hotels Ltd.	NIL	Related to Mr. Radhe Shyam Saraf & Mr. Umesh Saraf
2	Mr. Umesh Saraf	Joint Managing Director	13,350,507	Permanent	B.Sc	31	22.02.2010	53	Asian Hotels Ltd.	0.14	Related to Mr. Radhe Shyam Saraf & Mr. Arun K Saraf
3	Ms. Britta Leick Milde	General Manager	10,562,370	Permanent	Trade School Graduate	21	15.05.2013	43	Grand Hyatt Mumbai, Hotel Manager	NIL	No

(B) Personnel who are in receipt of remuneration aggregating not less than Rs. 5,00,000 per month and employed for part of the financial year:

NIL

Note: Remuneration comprises of Basic Salary, HRA, Special Allowance, Company's Contribution to provident fund, LTA, monetary value of perquisites, if any, on the basis of Income Tax Rules, performance incentive, Exgratia payments and Commission to Managing Directors on payment basis.

Asian Hotels (East) Limited

ANNEXURE - VI

MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY STRUCTURE, DEVELOPMENT, OPPORTUNITIES AND OUTLOOK

The hospitality industry in India is showing a slow but steady revival in the sector. Significant rise of the middle class has increased demand for both business and leisure travels, which however was restricted to budget range rather than in the up market segment. Hotels have to focus deriving revenue from all fronts-room, F & B, conference and event. This will help the hotel to derive high profitability. It is expected that Indian leisure tourists will begin travelling to destination for reasons other than to visit friends or relatives and therefore to stay in more hotels. To prepare for the increase in Indian tourists, hotels have to provide safety & security and variety of things to do and see the overall image of the destination, good tourist facility and infrastructure. Your Company is fully aware of the challenges and competitiveness which engulf the industry and is taking necessary steps, such as, technical up-gradation, innovativeness and other possible measures to overcome the future difficulties. There is no doubt that, with the experience and expertise together with the Brand image of the Group, the management is fully confident of meeting such challenges.

RISKS, CONCERNS AND THREATS

Hotel industry in India has huge staff turnover. Rising staff & utility costs, staff retention & guests satisfaction are the major concerns of the hotel industry in India. In addition there is a risk that the elements of Indian hotel market may move into over supply at least in the short term. Delivering the brand experience consistently at a transparent price point will be vital to success. The benefit of loyalty program will continue to be a key differentiation for the consumer. Hotels have to realign their expenditure, optimize opportunistic efficiency and adopt flexible business model. They have to provide new facilities in the existing properties, stylish bars and trendy and fresh F & B experiences, free hotel-wide-WiFi connection to customers plus fitness areas besides offering discounts announcing happy hours and free wine testing events to leisure travelers. Profitability will continue to be a concern with high operational and debt costs. To meet this situation, hotels have to add new customers and increase occupancy and additional attention has to be provided towards talent search, training and development of human resources on a long term basis. As mentioned earlier, the management is fully aware of the problems and gearing itself to deal with such adverse circumstances, as and when they are faced.

SEGMENTWISE, FINANCIAL AND OPERATING PERFORMANCE

The Company operates in the only segment i.e., hoteliering & please refer to the Directors Report for performance.

EFFICIENT INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Adequate internal controls have been laid down by the Company to safeguard and protect its assets as well as to improve the overall productivity of its operations. All the transactions are properly authorized, recorded and reported to the management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. An external audit has been successfully conducted to monitor energy efficiencies, safety and security as well as audits on hygiene standards in the hotel. The detailed process of review not only ensures reliability of control systems and legal compliances with applicable legislation, defined policies and processes but also reviews efficiency of systems and ensures safeguarding of tangible and intangible assets. The Audit Committee of the Board reviews the findings of the Internal Auditor and closely monitors the implementation of their recommendations by reviewing the compliance reports furnished. The Board of Directors at its meeting held on 24th May, 2016 had laid an Internal Financial Control Policy after the same is reviewed and recommended by the Audit Committee.

DEVELOPMENT IN HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company believes that the quality of the employees is the key to its success in the long run and is committed to provide necessary human resource development and training opportunities to equip them with skills and enabling them to keep pace with ongoing technological advancements and evolve. Hyatt Regency Kolkata is known worldwide for its impeccable services - a reflection of careful employee selection, training and motivation. Employees are provided opportunity to grow and prosper. In the mean time all efforts are being made to control cost so as to maintain present level of profitability. Industrial relations remained stable throughout the financial year 2015-16. As on 31st March 2016, the number of people employed by the Company was 295.

CAUTIONARY STATEMENT

Statements made in the Management Discussion and Analysis, describing the Company's objectives, projections, estimates, predictions and expectations may be forward looking statement within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied.

For and on behalf of the Board of Directors

Place: Kolkata
24th May 2016

Umesh Saraf
Joint Managing Director

Rama Shankar Jhavar
Director

ANNEXURE - VII**REPORT ON CORPORATE GOVERNANCE****COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

Asian Hotels (East) Limited believes that good corporate governance is essential to achieve long term corporate goals and enhance stakeholders' value. Our corporate governance is based on principle of equity, fairness, integrity, transparency, accountability and commitment to value. Your Company has adopted best practices for corporate governance, disclosure standard and enhanced shareholder value while protecting the interest of all other stakeholders including clients, suppliers and its employee. This has enabled your Company to earn the trust and goodwill of its investors, business partners, employees and the communities in which it operates. The Board of Directors has also institutionalized best management practices to bring about an atmosphere of accountability. Systems have been put into place to ensure effective strategic planning, optimum risk management, financial plans, budgets, integrity controls, reporting, communication policy with emphasis on transparency and full disclosure on the various facts of the Company's operations, its functioning, financial and total compliance with all statutory/regulatory requirements not only in the letter of the law but also in its spirit.

The Company has complied with mandatory requirements of the corporate governance provisions as specified in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

BOARD OF DIRECTORS

The Company has a high-profile Board with varied management expertise. The Board's role, functions, responsibility and accountability are known to them due to their vast experience.

As on 31st March 2016, the total Board strength comprises of seven (7) Directors which includes one (1) Non-Executive Chairman, two (2) Joint Managing Directors and four (4) Independent Directors including one (1) Woman Director. The Company is in compliance with the provisions of the Companies Act, 2013 and Regulation 17 of the Listing Regulations pertaining to composition of the Board as on 31st March, 2016.

None of the Directors is a member of more than 10 committees or act as chairman of more than 5 committees as specified in Regulation 26 of the Listing Regulations, across all companies in which they are Directors. Necessary disclosures regarding Committee positions in other public companies as on 31st March, 2016 have been made by the Directors as per Regulation 26 of the Listing Regulations.

The Non-Executive/Independent Directors are paid sitting fees within the limits prescribed under the Companies Act, 2013. No stock options were granted to Non-Executive Directors during the year under review. The Non-Executive/Independent Directors did not have any material pecuniary relationship or transactions with the Company except the payment of sitting fees during the year 2015-16. Independent Directors are not serving as independent directors in more than seven listed companies as prescribed in Regulation 25 of the Listing Regulations. The Company is in conformity with Regulations 25 and 26 (1)(2)(4) of the Listing Regulations.

The Board normally meets four times in a year and as and when required. The time gap between two Board Meetings has not exceeded the limit of one hundred and twenty days as specified under Regulations 17 of the Listing Regulations. During the financial year 2015-16, the Board of Directors had four (4) meetings. These were held on 28th May, 2015, 31st July, 2015, 30th October, 2015, and 4th February, 2016 respectively. The attendance of the Directors at the Board meeting is given elsewhere in this section.

All the meetings are conducted as per well designed and structured agenda. All the agenda items are backed by necessary notes setting out the details of the proposal, relevant material facts, supporting information and documents to enable the Board to take informed decisions. Agenda also includes draft resolutions and minutes of the meetings of all the last Board, Committees and Subsidiaries for consideration, approval and information of the Board. Any item not included in the agenda is taken up for consideration as per the provisions of the Secretarial Standard on Meetings of Board of Directors (SS-1). Agenda papers are circulated seven days prior to the Board Meeting.

All statutory and other significant and material information as mentioned in Part A of Schedule II of Regulation 17(7) of the Listing Regulations are placed before the Board to enable it to discharge its responsibility of strategic supervision of the Company as trustees of the shareholders. The Board also reviews periodically the compliance of all applicable laws. The members of the Board have the complete freedom to express their opinion and decisions are taken after detailed discussion.

Pursuant to the Corporate Governance provisions as specified in the Listing Regulations, the composition and categories of directors of the Board, details of Directorships held, Committee Memberships/Chairmanships held and attendance of the Director at the Board Meetings and previous Annual General Meeting (AGM) are as follows as on 31st March, 2016.

Sl. No.	Name of Director	DIN No.	Category	No. of Board Meetings attended	Last AGM attended	No. of other Directorship(s)*	No. of Membership(s)/Chairmanship(s) of Board Committees in other Companies*	
							Member	Chairman
1.	Mr. Radhe Shyam Saraf ⁺	00017962	Promoter/ Non-Independent, Non-Executive Chairman	1	Yes	Nil	Nil	Nil
2.	Mr. A. C. Chakrabortti	00015622	Independent	4	Yes	2	2	1
3.	Mr. R. S. Jhavar	00023792	Independent	4	Yes	6	3	1
4.	Mr. Padam K. Khaitan	00019700	Independent	3	Yes	8	1	1

Asian Hotels (East) Limited

Sl. No.	Name of Director	DIN No.	Category	No. of Board Meetings attended	Last AGM attended	No. of other Directorship(s)	No. of Membership(s) / Chairmanship(s) of Board Committees in other Companies [#]	
							Member	Chairman
5.	Ms. Rita Bhimani**	07106069	Independent/ Woman Director	4	Yes	1	Nil	Nil
6.	Mr. Arun K. Saraf ⁺	00339772	Promoter/ Joint Managing Director	4	Yes	1	Nil	Nil
7.	Mr. Umesh Saraf ⁺	00017985	Promoter/ Joint Managing Director	4	Yes	5	Nil	Nil

* The Directorship as mentioned above does not include Alternate Directorships and Directorships in Foreign Companies, Companies Registered under Section 8 of the Companies Act, 2013 and Private Limited Companies [excluding Asian Hotels (East) Limited].

In accordance with Regulation 26 of the Listing Regulations, Memberships/Chairmanships of only the Audit Committee and Stakeholders' Relationship Committee in all Public Limited Companies [excluding Asian Hotels (East) Limited] have been considered.

+ No Directors other than Mr. Radhe Shyam Saraf, Mr. Arun K Saraf and Mr. Umesh Saraf are related to each other as father, sons and brothers.

** Appointment of Ms. Rita Bhimani was regularised at the Annual General Meeting held on 31st July, 2015 as an Independent Director.

Familiarisation programme for Independent Directors

The Board of Directors formulated and adopted the familiarisation programme for Independent Directors at its meeting held on 30th October, 2015 for understanding of their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company. The Company has also adopted a structured programme for orientation and training of independent directors at the time of their joining and on time to time basis so as to enable them to understand the Company's operations, business, industry and environment. The familiarisation programme is available on the Company's official website : www.ahleast.com

Meeting of Independent Directors

Pursuant to Section 149 and Schedule IV of the Companies Act, 2013 and Regulation 25 of the Listing Regulations, the meeting of the independent directors was held on 10th March, 2016 without the attendance of non-independent directors and members of management. All the independent directors of the company were present at the meeting. They reviewed the performance of non-independent directors and the Board as a whole and evaluated the performance of the Chairperson of the company.

COMMITTEES OF BOARD OF DIRECTORS

The Company has four (4) Board level Committees in accordance with Listing Regulations & Companies Act, 2013.

1) Audit Committee

The role and the terms of reference of the Audit Committee are in conformity with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations. The terms of reference of the Committee are wide enough to cover the matters specified for Audit Committee under the Companies Act, 2013 and the Listing Regulations.

As on 31st March, 2016, the Audit Committee comprises of three (3) Directors amongst which two (2) are Independent Non-Executive Directors namely Mr. A. C. Chakrabortti and Mr. R. S. Jhawar and one (1) is Joint Managing Director namely Mr. Umesh Saraf.

All the members of the Audit Committee are financially literate and possess sound knowledge on accounts, audit, finance, internal controls etc. Mr. A. C. Chakrabortti, a fellow member of the Institute of Chartered Accountants in England & Wales and India, has wide experience in diverse fields particularly pertaining to the accounts, finance and taxation. Mr. R. S. Jhawar, a Chartered Accountant, is a renowned financial professional in the industry. Mr. Umesh Saraf is a highly experienced industrialist and has in-depth knowledge of financial, accounting management and core business of the Company.

During the financial year 2015-16, four (4) Audit Committee meetings were held on 28th May, 2015, 31st July, 2015, 30th October, 2015, and 4th February, 2016 respectively. Necessary quorum was present for all the meetings. The time gap between any two Audit Committee meetings are not more than one hundred and twenty days.

Attendance of each Member at the Audit Committee meeting held during the year:

Name of the Chairman/Member	Status	Meetings Attended	Last AGM attended
Mr. A. C. Chakrabortti (Independent Director)	Chairman	4	Yes
Mr. R. S. Jhawar (Independent Director)	Member	4	Yes
Mr. Umesh Saraf (Joint Managing Director)	Member	4	Yes

Mr. Saumen Chattopadhyay, Chief Legal Officer & Company Secretary is the Secretary to the Audit Committee.

Mr. Radhe Shyam Saraf, Chairman, Mr. Arun K Saraf, Joint Managing Director, CFO & Vice President-Corporate Finance, Director of Finance and General Manager along with the Statutory and Internal Auditors of the Company attended the Meetings of the Audit Committee.

On 30th October, 2015, your Board has adopted Whistle Blower Policy/Vigil Mechanism for Directors and employees, which has been placed in the website of the Company at the website: www.ahleast.com. Audit Committee also oversees and reviews the functioning of a vigil mechanism and reviews the finding of investigation into cases of material nature and actions taken in respect thereof.

Asian Hotels (East) Limited

2) Nomination and Remuneration Committee

The constitution and terms of reference of the Nomination and Remuneration Committee of the Company are in compliance with provisions of the Section 178 of the Companies Act, 2013 as well as requirement of Regulation 19 of the Listing Regulations. The Nomination and Remuneration Committee of the Company was constituted to formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board policies relating to, the remuneration of the directors, key managerial personnel and other employees and diversity of board of directors, and evaluation of the performance of independent directors and the board of directors, identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal. During the year the Nomination and Remuneration Committee met three times 30th October, 2015, 4th February, 2016 and 10th March, 2016 respectively. As per requirement the aforesaid Committee reviews the remuneration packages of the Directors, Key Managerial Personnel and Senior Management and recommends suitable revision to the Board. The remuneration is then subject to Members' approval. The composition of the Nomination and Remuneration Committee as on 31st March, 2016 is as under:

Name of the Chairman/Member	Status	Meetings Attended	Last AGM attended
Mr. R. S. Jhawar (Independent Director)	Chairman	3	Yes
Mr. Padam K. Khaitan (Independent Director)	Member	2	Yes
Mr. A. C. Chakrabortti (Independent Director)	Member	3	Yes

Nomination and Remuneration Committee at its meeting held on 30th October, 2015 adopted the performance evaluation policy for Directors which includes the evaluation process and criteria for Directors and the same had been adopted by the Board in its meeting held on the same day. The Committee in its meeting held on 10th March, 2016 evaluated the performance of the Independent Directors, Non-Independent Directors and the Board as per the prescribed criteria.

Details of remuneration paid/payable to the Directors during the financial year ended 31st March, 2016:

(a) Joint Managing Directors

(Rs. in Lacs)					
Name	Salary	Perquisites and allowances	Commission payable	Total amount paid/payable in 2015-16	Period of appointment
Mr. Arun K Saraf	81.00	53.62	—	134.62	5 years starting from 4th August, 2015
Mr. Umesh Saraf	71.70	61.80	—	133.50	5 years starting from 22nd February, 2015

Reference may be made to the Postal Ballot Notice dated 30th October, 2015 for details of remunerations for the two Joint Managing Directors. The Company does not have any stock option plan or performance linked incentive or benefits or bonus or severance fees for the Joint Managing Directors. The Joint Managing Directors do not have any notice period or service contracts with the Company. Their appointment is governed by the special resolution passed by members through Postal Ballot.

(b) Non-Executive Directors/Independent Director:

Name	Sitting fees (Rs.)*
Mr. Radhe Shyam Saraf	50,000
Mr. A. C. Chakrabortti	3,50,000
Mr. R. S. Jhawar	3,20,000
Mr. Padam K. Khaitan	1,60,000
Ms. Rita Bhimani	2,10,000

* No remuneration other than sitting fees for attending Board and Committee Meetings was paid to the Non-Executive Directors.

Mr. Saumen Chattopadhyay, Chief Legal Officer & Company Secretary acts as Secretary to the Nomination and Remuneration Committee.

There were no other shares and convertible instruments held by Non-Executive Directors of the Company. There were no pecuniary relationships or transaction between any of the Non-Executive Directors and the Company.

3) Stakeholders Relationship Committee

The Company has a Stakeholders Relationship Committee to carry out handling of transfer and transmission of shares, issue of duplicate/re-materialised shares and consolidation and splitting of certificates etc. and handling of shareholders'/investors grievances. The brief terms of reference of the Committee include redressing of shareholders' and investors' complaints like transfer of shares, non-receipt of Annual Reports, non-receipt of declared dividends etc. and to expedite the process of share transfer. The Committee also monitors implementation and compliance of the Company's Code of Conduct for prohibition of insider trading in pursuance of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. During the year the Committee met one time on 31st March, 2016.

Asian Hotels (East) Limited

The composition of the Committee is as under:

Name of the Members	Status	Meetings Attended
Mr. Padam K. Khaitan (Independent Director)	Chairman	1
Mr. R. S. Jhavar (Independent Director)	Member	1
Mr. Umesh Saraf (Joint Managing Director)	Member	–

The Committee meets on need basis.

The total number of complaints received and replied to the satisfaction of shareholders during the year under review were 39. There are no pending complaints as on 31st March, 2016. Further, all the requests for transfer of shares have also been processed in time and no transfer was pending for registration for more than 15 days as on 31st March, 2016.

Minutes of meetings of the Share Transfer and Stakeholders Relationship Committee/Resolutions by Circulations are circulated to the Board.

Compliance Officer

Mr. Saumen Chattopadhyay, Chief Legal Officer & Company Secretary is the Compliance Officer and acts as Secretary to the Committee.

Executive Share Transfer Committee

Pursuant to Regulation 40(2) of the Listing Regulations and to expedite the process of share transfers, the Board has an Executive Share Transfer Committee comprising of CFO & Vice President - Corporate Finance and Chief Legal Officer & Company Secretary.

Terms of reference:

Terms of the reference of the Stakeholders Relationship Committee are described as follows:

- To approve transfer of shares including taking note of transfer of shares in demat mode, transmission of shares, transposition of names of the shareholders, deletion of name of shareholders and change of name/surname of the shareholders;
- The Executive Share Transfer Committee executes its role for prevention of Insider Trading under the code framed in terms of Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

The Committee meets on a need basis and at least once in every ten (10) days to dispose of the business of the Committee. The minutes of the Executive Share Transfer Committee are placed at the Board Meetings of the Company periodically.

4. Corporate Social Responsibility Committee

During the year the Corporate Social Responsibility Committee met one time on 4th February, 2016. The composition of the Committee is as under:

Name of the Members	Status	Meetings Attended
Mr. Arun K Saraf (Joint Managing Director)	Chairman	1
Mr. R. S. Jhavar (Independent Director)	Member	1
Mr. Umesh Saraf (Joint Managing Director)	Member	1

The purpose of the Committee is to formulate and monitor the Corporate Social Responsibility policy of the Company. Please refer to Annexure VIII of the Directors' Report for details.

DIRECTORS' REPORT AND GENERAL BODY MEETINGS

A) Particulars of last three Annual General Meetings:

Financial Year	Nature of meeting	Venue	Date	Time	Special Resolutions passed
2014-15	8th Annual General Meeting	Regency Ball Room, Hyatt Regency Kolkata, JA-1, Sector-III, Salt Lake City, Kolkata- 700098, West Bengal.	31.07.2015	10.00 a.m	Adoption of new set of Article of Association
2013-14	7th Annual General Meeting	– Do –	30.07.2014	10.00 a.m	None
2012-13	6th Annual General Meeting	– Do –	08.08.2013	11.00 a.m	None

Asian Hotels (East) Limited

B) Postal Ballot:

During the year 2015-16, members of the company have approved the following resolutions by passing special resolution through Postal Ballot under Section 110 of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014:

- a) Approval of remuneration payable to Mr. Arun K Saraf (DIN :00339772) as the Joint Managing Director of the Company for a period of three (3) years from 1st April, 2015 to 31st March, 2018 in the event of loss or inadequacy of profit as per Section 197 read with Section II of Part II of Schedule V of the Companies Act, 2013. The details of the voting pattern in respect of this special resolution passed are as follows:

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7478908	7478908	100%	7478908	-	100%	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	7478908	7478908	100%	7478908	-	100%	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	488233	483056	98.94%	483055	1	99.99%	0.0002%
	Poll	-	-	-	-	-	-	-
	Postal Ballot	488233	5177	1.06%	4711	405	90.99%	7.82%
	Total	488233	488233	100%	487766	406	99.90%	0.08%
Total		7967141	7967141	100%	7966674	406	99.99%	0.01%

- b) Approval of remuneration payable to Mr. Umesh Saraf (DIN :00017985) as the Joint Managing Director of the Company for a period of three (3) years from 1st April, 2015 to 31st March, 2018 in the event of loss or inadequacy of profit as per Section 197 read with Section II of Part II of Schedule V of the Companies Act, 2013. The details of the voting pattern in respect of this special resolution passed are as follows:

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7478908	7478908	100%	7478908	-	100%	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	7478908	7478908	100%	7478908	-	100%	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non-Institutions	E-Voting	488233	483056	98.94%	483055	1	99.99%	0.0002%
	Poll	-	-	-	-	-	-	-
	Postal Ballot	488233	5177	1.06%	4711	362	90.99%	6.99%
	Total	488233	488233	100%	487766	363	99.90%	0.07%
Total		7967141	7967141	100%	7966674	363	99.99%	0.004%

The result of Postal Ballot was declared on 18th December, 2015. Mr. Debendra Raut, Practicing Company Secretary, M/s. D. Raut & Associates, Kolkata (Membership No. 16626 & Certificate of Practice No. 5232) was appointed as the Scrutinizer for conducting the postal ballot and remote e-voting process.

There is no immediate proposal for passing any resolution through Postal Ballot. None of the business proposed to be transacted at the ensuing Annual General Meeting requires passing a resolution through Postal Ballot.

MEANS OF COMMUNICATION

The reports, statements, documents, filing and any other informations are filed with the electronic platform of the stock exchanges. These are also published in the Business Standard, an English daily newspaper having all India circulation and in Ekdin, a regional daily newspaper published in the language of the region where the registered office of the Company is situated (all editions).

Asian Hotels (East) Limited

The Company maintains a functional website containing all prescribed information as mentioned in the Regulation 46 of the Listing Regulations.

Further, all periodical compliance filings like shareholding patterns, corporate governance report, corporate announcements etc. are filed electronically on NEAPS, a web based application designed by NSE and on BSE Listing Centre, a web based application designed by BSE for corporates. The investor complaints are processed in SEBI Complaints Redressal Systems (SCORES), a centralized web based complaints redressal system.

GENERAL SHAREHOLDERS' INFORMATION

Annual General Meeting

Day, Date & Time : Wednesday 10th August, 2016 at 11.00 a.m.
Venue : Regency Ball Room, Hyatt Regency Kolkata,
 JA-1, Sector III, Salt Lake City, Kolkata – 700 098.

Financial Year : 31st March, 2016

Financial Calendar

1st Quarterly Results }
 2nd Quarterly/ Half yearly Results } Within 45 days from the end of the quarter
 3rd Quarterly Results }
 Audited yearly Results for the : Within 60 days of the end of the Financial Year.
 year ended 31st March, 2016

Date of Book closure : 4th August, 2016 to 10th August, 2016 (both days inclusive)

Dividend Payment date : Within 30 days from the date of declaration.

Listing on Stock Exchanges

Details of listing of equity shares of the Company:

Sl.No.	Name and address of the Stock Exchanges	Scrip Code/Symbol	ISIN
1.	BSE Limited (BSE), Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001	533227	INE926K01017
2.	National Stock Exchange of India Ltd (NSE). Exchange Plaza, C-1, Block-G, Bandra - Kurla Complex, Bandra (East), Mumbai – 400 051	AHLEAST	

Annual listing fees as prescribed, has been paid by the Company to the above Stock Exchanges for the financial year 2016-17.

Annual Custody/Issuer fees for the year 2016-17 has been paid by the Company to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) on receipt of the invoices.

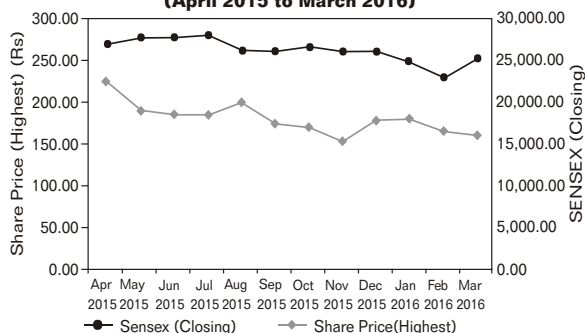
Corporate Identity Number (CIN): L15122WB2007PLC162762

Market Price Data during the period from April, 2015 to March, 2016

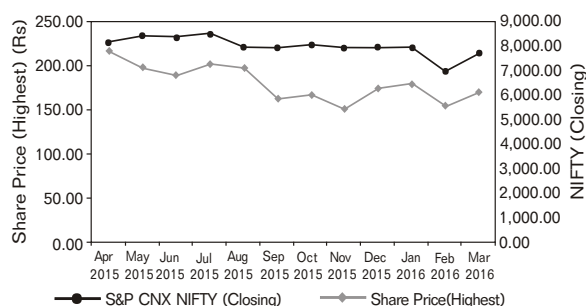
Month	BSE				NSE			
	High Rs.	Low Rs.	Total Number of Shares Traded	Sensex (Closing)	High Rs.	Low Rs.	Total Number of Shares Traded	S&P CNX NIFTY (Closing)
April 2015	225.45	180.40	8106	27,011.31	217.00	180.25	24,891	8181.50
May 2015	189.90	170.00	4,911	27,828.44	197.90	166.50	9,545	8433.65
June 2015	185.00	166.00	4,562	27,780.33	189.00	161.25	9,337	8368.50
July 2015	185.00	165.00	16,825	28,114.56	203.00	165.00	46,099	8532.85
Aug 2015	200.00	133.00	4865	26,283.09	197.20	135.10	25,452	7971.30
Sep 2015	174.00	140.10	4158	26,153.83	163.50	139.90	14,362	7948.90
Oct 2015	170.00	136.50	12,598	26,656.83	167.60	141.05	25,025	8065.20
Nov 2015	152.00	136.00	3,147	26,145.00	150.90	136.00	16,336	7935.25
Dec 2015	178.00	140.00	7,923	26,117.54	175.05	141.10	54,784	7946.35
Jan 2016	180.00	140.00	5,797	24,870.69	179.75	130.10	26,256	7946.35
Feb 2016	164.90	121.50	1437	23,002.00	155.00	124.05	7,552	6987.05
Mar 2016	160.00	120.00	63442	25,341.86	171.00	121.00	24,805	7738.90

Asian Hotels (East) Limited

Performance of the share price of the company in comparison to BSE Sensex and NSE Nifty :-
BSE – Share Price Performance
(April 2015 to March 2016)



NSE – Share Price Performance
(April 2015 to March 2016)



Registrar and Share Transfer Agent

Karvy Computershare Private Limited
 Karvy Selenium Tower B
 Plot No. 31 & 32, Gachibowli, Financial District,
 Nanakramguda, Serilingampally, Hyderabad - 500 032, Telangana, India
 Tel : +91 40 23312454
 Fax No. 040-23420814
 E-mail: mailmanager@karvy.com

Karvy Computershare Private Limited
 49, Jatin Das Road, Kolkata - 700 029
 Tel No. 033- 2464 4891/7231/2463-4787-89
 Website: www.karvy.com

Share Transfer System

Share transfers in physical form are generally registered within a fortnight from the date of receipt provided the documents are found to be in order. Stakeholders Relationship Committee and Executive Share Transfer Committee consider and approve the transfer proposals.

The Company affirms that no shareholders' complaints were lying pending as on 31st March, 2016 under SCORES.

Requests for dematerialization of shares being in order is generally processed within 21 days of receipt of the request and the confirmation is given to the respective depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

Distribution of Shareholding as on 31st March, 2016

DISTRIBUTION SCHEDULE AS ON 31ST MARCH, 2016					
Sl. No.	Category	Cases	% of Cases	Amount (Rs.)	% Amount
1	upto 1 - 5000	12940	96.77	7519750.00	6.57
2	5001 - 10000	257	1.92	1815670.00	1.59
3	10001 - 20000	80	0.60	1129950.00	0.99
4	20001 - 30000	17	0.13	416600.00	0.36
5	30001 - 40000	14	0.10	494220.00	0.43
6	40001 - 50000	17	0.13	788030.00	0.69
7	50001 - 100000	12	0.09	798970.00	0.70
8	100001 & ABOVE	35	0.26	101442660.00	88.67
	Total:	13372	100.00	114405850.00	100.00

No. of Shares (As on 31st March, 2016)

Physical Mode : 3,13,441

Electronic Mode:

– NSDL : 1,07,26,500

– CDSL : 4,00,644

Dematerialisation of Equity Shares

1,11,27,144 shares (equivalent to 97.26%) of the total outstanding shares of the Company are held in dematerialized form as on 31st March, 2016.

The Company's shares are traded at BSE & NSE.

During the financial year 2015-16 the Company has not issued GDRs/ADRs/Warrants or any Convertible Instruments likely to impact on equity.

Asian Hotels (East) Limited

Shareholding Pattern as on 31st March, 2016

Category	No. of Shares held	% of shareholding
A. Promoter & Promoter Group		
– Indian	3143072	27.47
– Foreign	4335836	37.90
Total Promoter & Promoter Group Shareholding	7478908	65.37
B. Public Shareholding		
– Banks	661747	5.78
– NBFC	192	0.00
– Mutual Funds	425	0.00
– Insurance Companies	645131	5.64
– Indian Financial Institutions	6430	0.06
– Body Corporate	1099269	9.61
– Resident Individuals	1299886	11.36
– HUF	26147	0.23
– Clearing Members	1206	0.01
– Foreign Corporate Bodies	38803	0.34
– Trusts	358	0.00
– Foreign Institutional Investor	419	0.00
– Foreign Portfolio Investors	2500	0.02
– Non Resident Indians	179164	1.57
Total Public Shareholding	3961677	34.63
Total (Promoter & Promoter + Public Shareholding)	11440585	100.00

Hotels Location

Hyatt Regency Kolkata
JA-1, Sector III,
Salt Lake City
Kolkata 700 098

Hyatt Regency Chennai
365, Anna Salai,
Teynampet
Chennai-600 018

Address for correspondence

The investor may address their correspondence directly to the Legal & Secretarial Department located at the registered office of the Company (as detailed below) or to the Registrar & Share Transfer Agent at the addresses mentioned in this Report.

Registered Office Address

Asian Hotels (East) Limited
Legal & Secretarial Department
Hyatt Regency Kolkata
JA-1, Sector III,
Salt Lake City
Kolkata 700 098
Telephone No. :033-2517-1009/1012
Fax No. : 033-2335-8246
Email id : Soumya.Saha@ahleast.com

Commodity price Risk or Foreign Exchange Risk and Hedging Activities

The Company follows advance payment system while importing consumable/consumer goods. Therefore there is no commodity price risk or foreign risk as such involved.

Reconciliation of Share Capital Audit

As stipulated by Securities and Exchange Board of India (SEBI), a Practicing Company Secretary carries out the Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital of the Company. This audit is carried out every quarter and the report is submitted to stock exchanges, NSDL and CDSL and is also placed before the Board of Directors. No discrepancies were noticed during these audits.

Asian Hotels (East) Limited

Unclaimed Suspense Account

In terms of Schedule F of the Regulation 34(3) of Listing Regulations, the following details are provided in respect of the unclaimed suspense account of the Company:-

Sl. No.	Particulars	Number of shareholders	Number of equity shares
1.	Aggregate Number of shareholders and the outstanding shares in the unclaimed suspense account lying as on 1 st April, 2015.	822	62995
2.	Number of shareholders who approached the Company for transfer of shares from the unclaimed suspense account during the financial year 1 st April, 2015 to 31 st March, 2016.	12	2785
3.	Number of shareholders to whom shares were transferred from the unclaimed suspense account during the financial year 1 st April, 2015 to 31 st March, 2016.	12	2785
4.	Aggregate number of shareholders and outstanding shares lying in the unclaimed suspense account as on 31 st March, 2016.	810	60210

The voting rights on the shares outstanding in the unclaimed suspense account as on 31st March, 2016 shall remain frozen till the rightful owner of such shares claims the shares.

Equity Dividend History of the Company

Financial Year	Date of Declaration	Equity Dividend per share (Rs.)
2012-13	8 th August, 2013	4.50/-
2013-14	30 th July, 2014	3.00/-
2014-15	31 st July, 2015	2.00/-

Transfer of unpaid/unclaimed equity dividend to Investors Education & Protection Fund (IEPF)

The dividend for the undernoted years, if unclaimed for seven years, will be transferred by the Company to the Investor Education and Protection Fund (IEPF) in accordance with the schedule given below:

Financial Year	Date of Declaration	Date of payment	Date on which dividend will become part of IEPF
2009-10	29 th September 2010	20 th October 2010	4 th November 2017
2010-11	24 th August 2011	30 th August 2011	29 th September 2018
2011-12	19 th July 2012	27 th July 2012	24 th August 2019
2012-13	8 th August 2013	16 th August 2013	13 th September 2020
2013-14	30 th July, 2014	8 th August, 2014	4 th September, 2021
2014-15	31 st July, 2015	10 th August, 2015	5 th September, 2022

Exclusive e-mail id for Investors' Grievances

Pursuant to Regulation 46 of the Listing Regulations, the e-mail id investorrelations@ahleast.com has been designated for registering investors' grievances.

SUBSIDIARIES

The Company has two unlisted subsidiaries namely GJS Hotels Limited and Regency Convention Centre and Hotels Limited and one unlisted step down subsidiary namely Robust Hotels Private Limited, owning company of Hotel Hyatt Regency Chennai. GJS Hotels Limited is wholly owned and a unlisted material subsidiary within the meaning of Regulation 16(1)(c) of the Listing Regulations. The Audit Committee reviews the financial statements, in particular the investments made by the unlisted subsidiary companies. Minutes of the meetings of the unlisted subsidiary companies are placed before the Company's Board regularly and statement containing significant transactions and arrangements entered into by the unlisted subsidiary companies are regularly placed before the Board of Directors of your Company. As per the requirement of the Schedule V of the Regulation 34(2) of the Listing Regulations, the Company has formulated a policy for determining 'material subsidiaries' which has been put up on website of the Company at www.ahleast.com. During the year, the Company has not disposed of any shares in its material subsidiary or disposed or leased the assets amounting to more than twenty (20) percent of the assets of the material subsidiary.

DISCLOSURES

- The Board in its meeting held on 30th October, 2015 has adopted Related Party Transaction Policy as per Section 188 of the Companies Act, 2013 and Regulation 23 of Listing Regulations for determining the materiality of related party transactions and also on the dealings with related parties. This Policy has been placed on the website of the Company at www.ahleast.com. During the year there were no transactions of material nature with related parties that had potential conflict with the interests of the Company. Details of all related party transactions form a part of the accounts as required under Accounting Standard 18 as notified by the Companies (Accounting Standards) Rules, 2006 and the same are given in the Financial Statements. The omnibus approval of the Audit Committee is taken for all proposed related party transactions to be entered into during the forthcoming year and the details of all related party transactions actually entered into in the preceding quarter is placed before them.

Asian Hotels (East) Limited

- (ii) No strictures or penalties have been imposed on the Company by the Stock Exchanges or by the Securities Exchange Board of India (SEBI) or by any statutory authority on any matters related to capital markets during the last three years.
- (iii) The Company has not adopted a treatment different from that prescribed in accounting standards. While preparing the financial statements of the Company for the year ended 31st March, 2016, the management has ensured that all Accounting Standards have been properly followed and there has been no deviation from this practice.
- (iv) The Company has in place a mechanism to inform the Board members about the risk assessment and mitigation plans and periodical review to ensure that the critical risks are controlled by the executive management through means of a properly defined framework.
- (v) The Company has not come out with any public issue or right issue etc. during the financial year under review.
- (vi) The Company has complied with all the applicable requirements of the Listing Regulations. The Company has adopted a suitable reporting system on compliances of all major laws applicable to the Company, which is placed before the Board of Directors of the Company at its periodic meeting.
- (vii) The Company has not adopted the non-mandatory requirements of the Listing Regulations.

COMPLIANCE

- **Code of Conduct**

The Board at its meeting held on 30th October, 2015 has adopted a Code of Conduct for Board and Senior Management in terms of Regulation 17 and Schedule V of Regulation 34(3) of the Listing Regulations. All Directors and the Senior Management Personnel have affirmed in writing their adherence to the above Code. The full text of the Code is displayed at Company's website www.ahleast.com. In compliance with Schedule V of Regulation 34(3) of the Listing Regulations a declaration signed by the Joint Managing Director is attached and forms part of the Annual Report of the Company.

- **Corporate Governance Compliance**

The Company has complied with the requirements as laid down in Schedule V of Regulation 34(3) of the Listing Regulations for the purpose of Corporate Governance. A compliance certificate has been obtained from M/s. S. S. Kothari Mehta & Co., Chartered Accountants, the Statutory Auditors of the Company.

- **Code of Conduct and Code of Fair Disclosure Under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015**

As per the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted two codes namely, Code of Conduct and Code of Fair Disclosure at its meeting held on 28th May, 2015. All the connected persons and designated persons who can have access to the unpublished price sensitive information of the Company are governed by this Code. The Company has appointed Mr. Saumen Chattopadhyay, Chief Legal Officer & Company Secretary, as Compliance Officer who is responsible for setting forth procedures, implementation and compliance of the Code of Conduct for trading in Company's securities. The full text of the Code is displayed at Company's website www.ahleast.com.

CEO/CFO CERTIFICATION

The Joint Managing Director and CFO & Vice President-Corporate Finance of the Company have issued necessary certificate to the Board at its meeting held on 24th May, 2016 in respect of the financial year ended 31st March, 2016 pursuant to the Schedule II of Regulation 17(8) of the Listing Regulations and the same is attached and forms part of the Annual Report.

NON-MANDATORY REQUIREMENTS

- 1. Office of the Chairman of the Board and re-imbursement of expenses by the Company**

The Chairman of the Company is a Non-executive Director and no reimbursement of his expenses is made by the Company.

- 2. Shareholders' Rights**

The Company's financial results are published in the newspapers and also posted on its own website: www.ahleast.com. Hence, the financial results are not sent to the shareholders. However, the Company furnishes the financial results on receipt of request from the shareholders.

- 3. Modified Opinion in Audit Report**

The Company, at present, does not have any modification in the audit opinion.

- 4. Separate posts of Chairman and CEO**

The Company has a separate post of Chairman who is a Non-Executive Chairman. It has no separate post of CEO.

- 5. Reporting of Internal Auditor**

The Company's Internal Auditor has the access of reporting directly to the Audit Committee.

For and on behalf of the Board of Directors

Place: Kolkata
24th May 2016

Umesh Saraf
Joint Managing Director

Rama Shankar Jhawar
Director

*Asian Hotels (East) Limited***ANNEXURE - VIII****Annual Report on Corporate Social Responsibility (CSR) activities for the financial year 2015-16:**

1. A brief outline of the Company's CSR Policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs:

The Company has its CSR Policy within broad scope laid down in Schedule VII of the Companies Act, 2013. The CSR Policy was approved by the Board of Directors at its Meeting held on 30th July, 2014 and has been uploaded on the Company's website: www.ahleast.com

2. The Composition of the CSR Committee:

Mr. Arun Kumar Saraf, Joint Managing Director as Chairman

Mr. Umesh Saraf, Joint Managing Director as Member

Mr. Rama Shankar Jhavar, Independent Non-Executive Director as Member.

3. Average net profit of the Company for the last three financial years:

The average net profit for the last three financial years is Rs. 24.16 crores.

4. Prescribed CSR Expenditure (two percent of the amount mentioned in item 3 above):

The Company is required to spend Rs. 50 lacs (approx) towards CSR for the financial year 2015-16.

5. Details of CSR spent during the financial year:

- i) Total amount to be spent for the financial year : Rs. 50 lacs (approx)
- ii) Amount unspent, if any : Not applicable
- iii) Manner in which the amount spent during the financial year : Details given below

Sl. No.	CSR Project or activity	Sector in which the project is covered	Projects or programmes 1) Local area or other 2) Specify the state and district where the project or program was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: 1) Direct expenditure on projects or programs 2) Overheads	Cumulative expenditure upto the reporting period	Amount spent Direct or through implementing Agency
1.	Superspeciality Hospital in Dehradun, Uttarakhand	Health care, Hospital	Doiwala, Dehradun, Uttarakhand	Rs. 50 lacs	Rs. 50 lacs	Rs. 50 lacs	—
	Total			Rs. 50 lacs	Rs. 50 lacs	Rs. 50 lacs	—

6. In case the Company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report. - Not applicable

7. Responsibility Statement:

The Responsibility Statement of the Corporate Social Responsibility Committee of the Board of Directors of the Company is reproduced below:

'The implementation and monitoring of Corporate Social Responsibility (CSR) Policy, is in compliance with CSR objectives and policy of the Company.'

Place : Kolkata
24th May, 2016

Mr. Arun Kumar Saraf
Chairman of CSR Committee

Mr. Rama Shankar Jhavar
Member

*Asian Hotels (East) Limited***ANNEXURE - IX****Form No. MGT - 9****EXTRACT OF ANNUAL RETURN****As on the financial year ended on 31st March, 2016**

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i) CIN:- L15122WB2007PLC162762
- ii) Registration Date: 08/01/2007
- iii) Name of the Company: Asian Hotels (East) Limited
- iv) Category/Sub-Category of the Company: Company limited by shares/Indian Non Government Company
- v) Address of the Registered office and contact details: Hyatt Regency Kolkata, JA-1, Sector – III, Salt Lake City, Kolkata – 700098, West Bengal, India
- vi) Whether listed company: Yes
- vii) Name, Address and Contact details of Registrar and Transfer Agent: Karvy Computershare Pvt. Ltd., Karvy Selenium Tower B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500032, Telangana, India, Tel : +91 40 23312454

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the Company
1	Hotel	N.A.	91.59

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-

Sl. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	GJS Hotels Ltd. Hyatt Regency Kolkata, JA-1, Sector – III, Salt Lake City, Kolkata – 700098.	U55101WB2002 PLC160608	Subsidiary	100%	2(87) of Companies Act, 2013
2	Regency Convention Centre and Hotels Limited Hyatt Regency, JA-1, Sector – III, Salt Lake City, Kolkata – 700098.	U74899WB1994 PLC160633	Subsidiary	58.99%	2(87) of Companies Act, 2013
3	Robust Hotels Private Limited 365, Annasalai, Teynampet, Chennai - 600018	U55101TN2007P TC062085	Step-down Subsidiary	68.06%*	2(87) of Companies Act, 2013

* held through GJS Hotels Limited

IV. SHARE HOLDING PATTERN (Equity Share Capital Break up as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	16000	0	16000	0.14	16000	0	16000	0.14	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	3127072	0	3127072	27.33	3127072	0	3127072	27.33	0.00

Asian Hotels (East) Limited

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (1):-	3143072	0	3143072	27.47	3143072	0	3143072	27.47	0.00
(2) Foreign									
a) NRIs - Individuals	705206	0	705206	6.16	705206	0	705206	6.16	0.00
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	3630630	0	3630630	31.73	3630630	0	3630630	31.73	0.00
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (2):-	4335836	0	4335836	37.90	4335836	0	4335836	37.90	0.00
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	7478908	0	7478908	65.37	7478908	0	7478908	65.37	0.00
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	195	230	425	0.00	195	230	425	0.00	0.00
b) Banks / FI	662914	6302	669216	5.85	661875	6302	668177	5.84	-0.01
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	632746	265	633011	5.53	644866	265	645131	5.64	0.11
g) FIs	22482	385	22867	0.20	2534	385	2919	0.03	-0.17
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1):-	1318337	7182	1325519	11.59	1309470	7182	1316652	11.51	-0.08
2. Non- Institutions									
a) Bodies Corp.									
i) Indian	1035448	5271	1040719	9.10	1094033	5236	1099269	9.61	0.51
ii) Overseas	38803	0	38803	0.34	38803	0	38803	0.34	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	839165	236736	1075901	9.40	810393	227619	1038012	9.07	-0.33
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	306971	0	306971	2.68	288213	0	288213	2.52	-0.16
c) Others (Specify)									
i) NRI	87057	75461	162518	1.42	105830	73334	179164	1.57	0.15
ii) Trust	288	70	358	0.00	288	70	358	0.00	0.00
iii) Clearing	10888	0	10888	0.10	1206	0	1206	0.01	-0.08
Sub-total (B)(2):-	2318620	317538	2636158	23.04	2338766	306259	2645025	23.12	0.08
Total Public Shareholding (B)=(B)(1)+ (B)(2)	3636957	324720	3961677	34.63	3648236	313441	3961677	34.63	0.00
Total (A+B) :	11115865	324720	11440585	100.00	11127144	313441	11440585	100.00	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	11115865	324720	11440585	100.00	11127144	313441	11440585	100.00	0.00

Asian Hotels (East) Limited

(ii) Shareholding of Promoters

SI No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares s Pledged/encumbered to total share	
1.	Saraf Industries Limited	3630630	31.73	0	3630630	31.73	0	0
2.	Forex Finance Pvt. Ltd	3127072	27.33	0	3127072	27.33	0	0
3.	Radhe Shyam Saraf	571930	5.00	0	571930	5.00	0	0
4.	Ratna Saraf	133276	1.16	0	133276	1.16	0	0
5.	Umesh Saraf	16000	0.14	0	16000	0.14	0	0
	Total	7478908	65.37	0	7478908	65.37	0	0

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

SI. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	7478908	65.37	0	0
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc):				
	At the end of the year	7478908	65.37	0	0

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

SI. No.	Name	Shareholding at the beginning of the year (01.04.2015)/end of the year (31.03.2016)		Date	Increase/ Decrease in share holding	Reason	Cumulative Shareholding during the Year (01.04.2015 to 31.03.2016)	
		No of Shares	% of total shares of the Company				No of Shares	% of total shares of the Company
1	Axis Bank Limited	640152	5.60	01/04/2015			640152	5.60
			0.00	31/03/2016	0	Nil movement during the year	640152	5.60
2	Whitepin Tie Up Limited	482065	4.21	01/04/2015			482065	4.21
			0.00	31/03/2016	0.00	Nil movement during the year	482065	4.21
3	Birla Sun Life Insurance Company Limited	480142	4.20	01/04/2015			480142	4.20
		12866	0.11	10/04/2015	12866	Transfer	493008	4.31
		746	0.01	17/04/2015	746	Transfer	492262	4.30
			0.00	31/03/2016			492262	4.30

Asian Hotels (East) Limited

Sl. No.	Name	Shareholding at the beginning of the year (01.04.2015)/end of the year (31.03.2016)		Date	Increase/ Decrease in share holding	Reason	Cumulative Shareholding during the Year (01.04.2015 to 31.03.2016)	
		No of Shares	% of total shares of the Company				No of Shares	% of total shares of the Company
4	Makalu Trading Ltd	136604	1.19	01/04/2015			136604	1.19
			0.00	31/03/2016	0	Nil movement during the year	136604	1.19
5	Life Insurance Corporation of India	127599	1.12	01/04/2015			127599	1.12
			0.00	31/03/2016	0	Nil movement during the year	127599	1.12
6	Ramesh Kumar Jatia	75190	0.66	01/04/2015			75190	0.66
			0.00	31/03/2016	0	Nil movement during the year	75190	0.66
7	Smita Ramesh Kumar Jatia	57350	0.50	01/04/2015			57350	0.50
			0.00	31/03/2016	0	Nil movement during the year	57350	0.50
8	VIC Enterprises Private Limited	54000	0.47	01/04/2015			54000	0.47
		54000	0.47	04/03/2016	54000	Transfer	0	0.00
			0.00	31/03/2016			0	0.00
9	Superways Investment and Finance Private Limited	44083	0.39	01/04/2015			44083	0.39
			0.00	31/03/2016	0	Nil movement during the year	44083	0.39
10	Vinod Subhkaran Jatia	44025	0.38	01/04/2015			44025	0.38
			0.00	31/03/2016	0	Nil movement during the year	44025	0.38

Asian Hotels (East) Limited

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For each of the Directors and KMP	Shareholding at the beginning of the year (01.04.2015)/ end of the year (31.03.2016)		Date	Increase/ Decrease in share holding	Reason	Cumulative Shareholding during the Year (01.04.2015 to 31.03.2016)	
		No of Shares	% of total shares of the Company				No of Shares	% of total shares of the Company
A.	Directors:							
1.	Radhe Shayam Saraf Non-Executive Chairman	571930	5.00	01/04/2015				
		571930	5.00	31/03/2016	0	Nil movement during the year	571930	5.00
2.	Arun K Saraf Joint Managing Director	0	0.00	01/04/2015				
		0	0.00	31/03/2016	0	Nil movement during the year	0	0.00
3.	Umesh Saraf Joint Managing Director	16000	0.14	01/04/2015				
		16000	0.14	31/03/2016	0	Nil movement during the year	16000	0.14
4.	Rama Shankar Jhavar Independent Director	0	0.00	01/04/2015				
		0	0.00	31/03/2016	0	Nil movement during the year	0	0.00
5.	Padam K Khaitan Independent Director	0	0.00	01/04/2015				
		0	0.00	31/03/2016	0	Nil movement during the year	0	0.00
6.	A. C. Chakrabortti Independent Director	0	0.00	01/04/2015				
		0	0.00	31/03/2016	0	Nil movement during the year	0	0.00
7.	Rita Bhimani Independent/Woman Director	0	0.00	01/04/2015				
		0	0.00	31/03/2016	0	Nil movement during the year	0	0.00

Asian Hotels (East) Limited

		Shareholding at the beginning of the year (01.04.2015) / end of the year (31.03.2016)					Cumulative Shareholding during the Year (01.04.2015 to 31.03.2016)	
Sl. No.	For each of the Directors and KMP	No of Shares	% of total shares of the Company	Date	Increase/ Decrease in share holding	Reason	No of Shares	% of total shares of the Company
B.	Key Managerial Personnel's :							
1.	Bimal Kumar Jhunjhunwala CFO & Vice-President Corporate Finance	0	0.00	01/04/2015				
		0	0.00	31/03/2016	0	Nil movement during the year	0	0.00
2.	Saumen Chattopadhyay Chief Legal Officer & Company Secretary	0	0.00	01/04/2015				
		0	0.00	31/03/2016	0	Nil movement during the year	0	0.00

V. INDEBTEDNESS

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

(Rs. in crores)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	165.00	NIL	NIL	165.00
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total(i+ii+iii)	165.00	NIL	NIL	165.00
Change in Indebtedness during the financial year				
Addition	NIL	NIL	NIL	NIL
Reduction	33.06	NIL	NIL	33.06
Net Change	33.06	NIL	NIL	33.06
Indebtedness at the end of the financial year				
i) Principal Amount	131.94	NIL	NIL	131.94
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total(i+ii+iii)	131.94	NIL	NIL	131.94*

* As on the date of the Report, the Company has Nil indebtedness as the debt was repaid. Please see the Directors' Report for details.

Asian Hotels (East) Limited

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager : (Rs. in lacs)

Sl. No.	Particulars of Remuneration	Name of MD/ WTD/Manager		Total Amount
		Umesh Saraf	Arun K Saraf	
1	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	74.50	124.90	199.40
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	11.17	NIL	11.17
	(c) Profits in lieu of salary under Section 17(3) of the Income- tax Act, 1961			
2	Stock Option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL
	– as % of profit	NIL	NIL	NIL
	– others, specify	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL
	Total (A)	85.67	124.90	210.57
	Ceiling as per the Act (under Section 198 of the Companies Act, 2013)	NA	NA	NA

B. Remuneration to other directors (Rs.in lacs)

Sl. No.	Particulars of Remuneration	Name of Directors					Total Amount
		Padam K Khaitan	R. S. Jhawar	A. C. Chakrabortti	Radhe Shyam Saraf	Ms. Rita Bhimani	
	1. Independent Directors						
	– Fee for attending board/committee meetings	1.60	3.20	3.50	NIL	2.10	10.90
	– Commission	NIL	NIL	NIL	NIL	NIL	NIL
	– Others, please specify	NIL	NIL	NIL	NIL	NIL	NIL
	Total (1)	1.60	3.20	3.50	NIL	2.10	10.90
	2. Other Non-Executive Directors						
	– Fee for attending board/committee meetings	NIL	NIL	NIL	0.50	NIL	NIL
	– Commission	NIL	NIL	NIL	NIL	NIL	NIL
	– Others, please specify	NIL	NIL	NIL	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL	0.50	NIL	NIL
	Total (B)=(1+2)	1.60	3.20	3.50	0.50	2.10	10.90
	Total Managerial Remuneration						10.90
	Overall Ceiling as per the Act (under Section 198 of the Companies Act, 2013)						

Asian Hotels (East) Limited

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

(Rs. in lacs)

Sl. no.	Particulars of Remuneration	CEO	Key Managerial Personnel		Total
			Company Secretary - Saumen Chattopadhyay	CFO - Bimal K. Jhunjunwala	
1	Gross salary	N.A.			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961		28.99	35.86	64.85
	(b) Value of perquisites u/s17(2) of the Income-tax Act, 1961		0.22	0.22	0.44
	(c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961		—	—	—
2	Stock Option		—	—	—
3	Sweat Equity		—	—	—
4	Commission				
	– as % of profit		—	—	—
	– others, specify...		—	—	—
5	Others, please specify		—	—	—
	Total		29.21	36.08	65.29

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

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

*Asian Hotels (East) Limited***ANNEXURE - X****PARTICULARS OF REMUNERATION**

The information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

i) the ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2015-16:

Directors	Ratio to Median Remuneration
Mr. R. S. Jhavar- Independent Director	1.29
Mr. A. C. Chakrabortti Independent Director	1.41
Mr. Padam K Khaitan Independent Director	0.65
Ms. Rita Bhimani Independent/Woman Director	0.85
Mr. Radhe Shyam Saraf – Non-Executive Chairman	0.20
Mr. Arun K Saraf - Joint Managing Director	54.37
Mr. Umesh Saraf - Joint Managing Director	53.92

ii) the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2015-16:

Name of Person	% Increase in remuneration
Mr. R. S. Jhavar, Independent Director	28%
Mr. A. C. Chakrabortti, Independent Director	40%
Mr. Padam K Khaitan, Independent Director	-5.88%
Ms. Rita Bhimani, Independent/Woman Director	100%
Mr. Radhe Shyam Saraf, Non-Executive Director	66.67%
Mr. Arun K Saraf, Joint Managing Director	24.24%
Mr. Umesh Saraf, Joint Managing Director	10.37%
Mr. Bimal Kumar Jhunjhunwala, CFO & Vice-President Corporate Finance	4.83%
Mr. Saumen Chattopadhyay Chief Legal Officer & Company Secretary	20.31%

Remuneration of Independent Directors and Chairman only includes sitting fees for attending board & committee meetings of the Company.

iii) the percentage increase in the median remuneration of employees in the financial year 2015-16: 7%

iv) the number of permanent employees on the rolls of company: 295

v) the explanation on the relationship between average increase in remuneration and company performance:

On an average, employees received an increase of 7%. The increase in remuneration is in line with the market trends. In order to ensure that remuneration reflects company performance, the performance pay is linked to organization performance.

Asian Hotels (East) Limited

vi) comparison of the remuneration of the Key Managerial Personnel against the performance of the Company:

Particulars	Rs./Lacs
Remuneration of Key Managerial Personnel (KMP) during the year	336.89
Revenue from operations	9809.26
Remuneration (as % of revenue)	3.43%
Profit before tax (PBT)	921.40
Remuneration (as % of PBT)	36.56%

vii) variations in the market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer in case of listed companies and in case of unlisted companies, the variations in the net worth of the Company as at the close of the current financial year and previous financial year:

Particulars	Unit	As at 31st March, 2016	As at 31st March, 2015	Variation
Closing rate of share at BSE	Rs.	151.40	197.60	(23.38)%
EPS	Rs.	7.16	13.14	(45.51)%
Market Capitalization	Rs./lac	17321.04	22606.60	(2.34)%
Price Earnings Ratio	Ratio	21.15	15.04	40.63%

viii) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The average percentile increase in the salaries of employees other than the managerial personnel in 2015-16 was 7%. Percentage increase in the managerial remuneration for the year was 7.14%

ix) comparison of the each remuneration of the Key Managerial Personnel against the performance of the Company:

Particulars	CFO & Vice-President Corporate Finance	Chief Legal Officer & Company Secretary
Remuneration (Rs in Lacs)	38.37	30.39
Revenue (Rs in Lacs)	9809.26	9809.26
Remuneration (as % of revenue)	0.39%	0.31%
Profit before tax (PBT)	921.40	921.40
Remuneration (as % of PBT)	4.16%	3.30%

x) the key parameters for any variable component of remuneration availed by the Directors:

The key parameters for the variable component of remuneration, if any, availed by the Directors are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee as per the Nomination & Remuneration Policy for Directors.

xi) the ratio of remuneration of the highest paid Director to that of the employees who are not Directors but receivable remuneration in excess of the highest paid director during the year:

Not applicable

xii) affirmation that the remuneration is as per the remuneration policy of the Company:

It is hereby affirmed that the remuneration paid is as per the as per the Nomination and Remuneration Policy of the Company.

Asian Hotels (East) Limited

To
The Board of Directors
Asian Hotels (East) Limited
Hyatt Regency Kolkata,
JA-1, Sector - III,
Salt Lake City
Kolkata 700 098.

Dear Sirs,

Sub: Compliance Certificate furnished by Joint Managing Director and CFO & Vice President-Corporate Finance of the Company as for the quarter ended (Q4) and financial year ended 31st March, 2016 as per Part-B of Schedule II of Regulation 17(8) and 33 of SEBI(Listing Obligations and Disclosures Requirements) Regulations, 2015.

We, the undersigned, in our capacities as the Joint Managing Director & CFO & Vice President - Corporate Finance of Asian Hotels (East) Limited (the Company) to the best of our knowledge and belief certify that:

- (a) We have reviewed the Financial Statements, Financial Result and Cash Flow Statement for the year ended 31st March, 2016:
 - (i) These statements do not contain any materially untrue or false statement or omit any material fact or contain statements that might be misleading.
 - (ii) These statements together present true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws & regulations.
 - (iii) No major accounting entry, based on exercise of judgment by management, has been passed in the above Audited Financial Statements.
 - (iv) There has been no default by the Company in the payment to the depositors and debenture-holders, if any.
- (b) That, there are no transactions entered into by the Company during the year which are fraudulent, illegal or violating the Company's code of conduct.
- (c) We are responsible for establishing & maintaining internal controls for financial reporting and we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee those deficiencies, of which we are aware, in the design or operation of the internal control system, if any, and that we have taken the required steps to rectify these deficiencies.
- (d) We have indicated, based on our evaluation, wherever applicable, to the Auditors and the Audit Committee:
 - (i) significant changes, if any, in internal control over financial reporting during the year;
 - (ii) significant changes, if any, in accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and
 - (iii) instances of fraud which we have become aware and the involvement therein, if any, of management or an employee having significant role in the Company's internal control system over financial reporting.

For **Asian Hotels (East) Limited**

Place: Kolkata
24th May 2016

Umesh Saraf
Joint Managing Director

Bimal K Jhunjhunwala
CFO & Vice President-Corporate Finance

*Asian Hotels (East) Limited***DECLARATION**

In compliance with Part D of Schedule V of Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, Umesh Saraf, Joint Managing Director of the Company hereby declare on the basis of information furnished to me that all members of Board of Directors and Senior Management have affirmed in writing the compliance of their respective Code of Conduct adopted by the Board for the Financial Year 2015-16.

For **Asian Hotels (East) Limited**

Place: Kolkata
24th May 2016

Umesh Saraf
Joint Managing Director

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members of Asian Hotels (East) Limited

We have reviewed the implementation of Corporate Governance procedure by the company during the twelve-month period ended 31st March, 2016 as stipulated in clause 49 of the Listing Agreement with the Stock Exchanges in India for the period 1st April 2015 to 30th November 2015 and as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and disclosure Requirements) Regulations, 2015 as referred to in Regulation 15(2) of the Listing Regulations for the period 1st December 2015 to 31st March 2016 with the relevant records/documents maintained by the company furnished to us for our review and the report of Corporate Governance as approved by the Board of Directors.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit, nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representation made by the Directors and the management, we certify that the Company has complied in all material respects with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement/Listing Regulations, as applicable.

We further state that such compliance is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
Firm Registration No: 000756N

K K Tulshan
Partner
Membership No: 085033

Place: Kolkata
24th May 2016

*Asian Hotels (East) Limited***INDEPENDENT AUDITORS' REPORT****TO THE MEMBERS OF ASIAN HOTELS (EAST) LIMITED****Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of **ASIAN HOTELS (EAST) LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of these standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

Asian Hotels (East) Limited

- e. On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act;
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial positions in its financial statements as referred in note no. 36 of the financial statements;
 - ii. The Company has no material foreseeable losses on long-term contracts including derivative contracts;
 - iii. No amount is required to be transferred to the Investor Education and Protection Fund by the Company.

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
Firm Registration No: 000756N

K K Tulshan
Partner
Membership No: 085033

Place: Kolkata
Date: 24th May 2016

Asian Hotels (East) Limited

Annexure A to the Independent Auditor's Report to the members of ASIAN HOTELS (EAST) LIMITED dated 24th May 2016

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section

- (i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) These fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
- (c) The title deeds of immovable properties are held in the name of the Company.
- (ii) The physical verification of inventory has been conducted at reasonable intervals by the management. No material discrepancies were noticed on such physical verification;
- (iii) The Company has granted unsecured loans/advances to Companies, or other parties covered in the register maintained under section 189 of the Companies Act, 2013. With respect to the said loans/advances, we have to state that:
- (a) In our opinion the terms and conditions of the grant of such loans/advances are not prejudicial to the Company's interest;
- (b) These unsecured loans/advances are repayable on demand. There is no stipulation as to interest.
- (c) The total amount overdue for more than ninety days is Nil;
- (iv) The Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees or securities, wherever transacted and applicable.
- (v) The Company has not accepted any deposits and hence the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed hereunder are not applicable.
- (vi) According to the information and explanation given to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013. Therefore, the provision is not applicable.
- (vii) (a) The Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. There are no arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable.
- (b) According to the information and explanation given to us the dues outstanding in respect of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax, on account of disputes are as follows:

Name of the Statute	Nature of Dues	Amount (In ₹)	Forum where dispute is pending	Period to which the amount relates
Finance Act 1994	Service Tax	43,74,245	Commissioner (Appeals)	Prior To FY 2004-05
Finance Act 1994	Service Tax	59,09,585	Service Tax Tribunal	FY 2003-04 to FY 2006-07
Finance Act 1994	Service Tax	2,67,53,749	Commissioner of Service Tax	FY 2007-08 to FY 2009-10
Finance Act 1994	Service Tax	68,36,585	Commissioner of Service Tax	FY 2008-09 to FY 2012-13
Income Tax Act 1961	Income Tax	1,69,06,870	CIT (Appeal)	FY 2011-12
Income Tax Act 1961	Income Tax	1,22,73,270	CIT (Appeal)	FY 2012-13
Employees State Insurance Act, 1948	ESI	2,180,235	ESIC	FY 2004-05

- (viii) The Company has not defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders, if any.
- (ix) No money has been raised by way of initial public offer or further public offer (including debt instruments). Further, term loans were applied for the purposes for which those are raised.

Asian Hotels (East) Limited

- (x) No fraud by the Company or fraud on the Company by its officers or employees has been noticed or reported during the year;
- (xi) The managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- (xii) The Company is not a Nidhi Company, hence clause (xii) of the Order is not applicable to the Company;
- (xiii) All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013, as applicable and the details have been disclosed in these Financial Statements as required by the applicable accounting standards;
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully & partly convertible debentures during the year under review. The requirement of section 42 of the Companies Act, 2013 need not be complied with.
- (xv) The Company has not entered into non-cash transactions with directors and persons connected with him. In this respect, the provisions of section 192 of Companies Act, 2013 need not be complied with;
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
Firm Registration No: 000756N

K K Tulshan
Partner
Membership No: 085033

Place of Signature: Kolkata
Date: 24th May 2016

Asian Hotels (East) Limited

Annexure B to the Independent Auditor's Report to the members of ASIAN HOTELS (EAST) LIMITED dated 24- May 2016

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **ASIAN HOTELS (EAST) LIMITED** ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
Firm Registration No: 000756N

K K Tulshan
Partner
Membership No: 085033

Place of Signature: Kolkata
Date: 24th May 2016

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

BALANCE SHEET as at 31st March 2016

	Note	As at 31st March 2016	Amount in ₹ As at 31st March 2015
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUND			
(a) Share Capital	3	114,405,850	114,405,850
(b) Reserves & Surplus	4	8,416,175,183	8,361,823,942
		8,530,581,033	8,476,229,792
NON-CURRENT LIABILITIES			
(a) Long Term Borrowings	5	-	1,650,000,000
(b) Deferred Tax Liabilities (Net)	6	175,252,818	180,308,421
(c) Other Long Term Liabilities	7	2,227,500	4,468,065
(d) Long-term Provisions	8	13,748,445	15,120,328
		191,228,763	1,849,896,814
CURRENT LIABILITIES			
(a) Short Term Borrowings	9	72,835,905	-
(b) Trade Payables	10	88,990,063	99,191,585
(c) Other Current Liabilities	11	1,364,040,588	44,792,421
(d) Short -Term Provisions	12	33,026,047	29,643,581
		1,558,892,603	173,627,587
Total		10,280,702,399	10,499,754,193
ASSETS			
NON-CURRENT ASSETS			
(a) Fixed Assets			
(i) Tangible Assets	13	1,236,115,966	1,286,619,233
(ii) Capital Work-in-Progress		16,342,029	18,099,792
(b) Non-Current Investments	14	3,369,640,784	3,369,640,784
(c) Long-term Loans and Advance	15	3,855,501,937	3,782,738,092
		8,477,600,716	8,457,097,901
CURRENT ASSETS			
(a) Current Investments	16	1,546,657,897	1,808,037,074
(b) Inventories	17	22,930,605	20,056,225
(c) Trade Receivable	18	53,465,736	33,370,583
(d) Cash and Bank Balances	19	49,491,299	37,495,617
(e) Short-term Loans and Advances	20	116,557,804	129,570,369
(f) Other Current Assets	21	13,998,342	14,126,424
		1,803,101,683	2,042,656,292
		10,280,702,399	10,499,754,193
Notes forming part of Financial Statements	1-45		

As per our report of even date

For and on behalf of the Board of Directors

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
Firm Registration No.: 000756N

K K Tulshan
Partner
Membership No. 085033

Place : Kolkata
Date : 24th May 2016

Bimal K Jhunjunwala
CFO & Vice President - Corporate Finance

Arun K Saraf Joint Managing Director
Umesh Saraf Joint Managing Director
A. C. Chakrabortti Director
Rama Shankar Jhawar Director
Padam Kumar Khaitan Director
Rita Bhimani Director

Saumen Chattopadhyay
Chief Legal Officer & Company Secretary

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

STATEMENT OF PROFIT AND LOSS for the year ended 31st March 2016

			Amount in ₹
	Note	Year Ended 31st March 2016	Year Ended 31st March 2015
INCOME			
(a) Revenue from Operations	22	980,926,272	995,233,160
(b) Other Income	23	90,076,541	56,850,333
		1,071,002,813	1,052,083,493
EXPENDITURE			
(a) Consumption of Provisions, Beverages, Smokes & Others	24	128,380,351	131,754,658
(b) Employee Benefit Expense	25	187,603,936	186,414,922
(c) Finance Cost	26	156,296,455	3,603,753
(d) Depreciation and Amortization Expenses	13	68,533,473	71,199,603
(e) Other Expenses	27	438,048,567	449,900,320
		978,862,782	842,873,256
PROFIT BEFORE TAX		92,140,031	209,210,237
TAX EXPENSES			
(a) Current Tax		17,171,862	67,973,531
(b) Deferred Tax		(5,055,603)	(10,758,001)
(c) MAT Credit		(4,097,341)	-
(d) Others (Short / (Excess) Provision of earlier years)		2,204,927	1,650,128
PROFIT AFTER TAX		81,916,186	150,344,579
EARNINGS PER EQUITY SHARE			
	29		
(a) Basic		7.16	13.14
(b) Diluted		7.16	13.14
Notes forming part of Financial Statements	1-45		

As per our report of even date

For and on behalf of the Board of Directors

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
Firm Registration No.: 000756N

K K Tulshan
Partner
Membership No. 085033

Place : Kolkata
Date : 24th May 2016

Arun K Saraf Joint Managing Director
Umesh Saraf Joint Managing Director
A. C. Chakrabortti Director
Rama Shankar Jhawar Director
Padam Kumar Khaitan Director
Rita Bhimani Director

Bimal K Jhunjhunwala
CFO & Vice President - Corporate Finance

Saumen Chattopadhyay
Chief Legal Officer & Company Secretary

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

CASH FLOW STATEMENT for the year ended 31st March 2016

	Year Ended 31st March, 2016	Amount in ₹ Year Ended 31st March, 2015
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	92,140,031	209,210,237
Adjustment for :		
Depreciation/amortization	68,533,473	71,199,603
Loss/(profit) on sale of fixed assets	1,266,808	494,980
Interest Expense	155,070,956	452,055
Other Borrowing Cost	1,094,400	3,151,698
Provision for bad and doubtful debts	1,379,969	1,241,389
Excess Provision Written Back	(52)	(1,832,093)
Adjustment to Carrying amount of investment	-	216,804
Net loss/(gain) on sale of current investments	(65,805,615)	(2,137,756)
Provision for Gratuity	1,841,459	858,235
Provision for Leave Encashment	143,417	(242,862)
Interest income	(22,942,007)	(24,645,953)
Dividend income	(180,405)	(27,689,056)
Operating profit before working capital changes	232,542,434	230,277,281
Movements in working capital :		
Increase/(decrease) in trade payables	(10,201,470)	21,463,850
Increase / (decrease) in other long-term liabilities	(2,240,565)	(2,679,585)
Increase/(decrease) in other current liabilities	(648,116)	(10,074,698)
Decrease/(increase) in trade receivables	(21,475,122)	22,765,157
Decrease/(increase) in inventories	(2,874,380)	(851,091)
Decrease / (increase) in long term loans and advances	121,445	(8,624,000)
Decrease / (increase) in short-term loans and advances	12,097,143	(7,336,828)
Cash generated from / (used in) operations	207,321,369	244,940,086
Less: Direct taxes paid (net of refunds)	72,984,023	65,765,688
Net cash flow from/ (used in) Operating Activities (A)	134,337,346	179,174,398
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Payments for fixed assets	(19,514,238)	(25,603,952)
(Increase) / Decrease in Capital Work in progress	1,757,763	1,547,970
Increase in Capital Advance	62,885	(296,719)
Proceeds from sale of fixed assets	217,224	47,161
Purchase of current investments	(72,826,137)	(328,040,163)
Proceeds from sale/maturity of current investments	400,010,930	800,766,045
Short term loans and advances given	915,421	(1,704,474)
Long term loans and advances given	(15,243,600)	(2,278,500,000)
Interest received	23,070,089	16,928,268
Dividend received	180,405	27,689,056
Net cash flow from/(used in) Investing Activities (B)	318,630,742	(1,787,166,808)
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from Long Term Borrowings	-	1,650,000,000
Repayment of Long Term Borrowings	(330,561,646)	-
Proceeds from Short Term Borrowings	72,835,905	-
Interest paid on borrowings	(155,070,956)	(452,055)
Payment of Other Borrowing Cost	(1,094,400)	(3,151,698)
Dividend paid on shares	(22,423,241)	(33,615,825)
Tax on dividend paid	(4,658,068)	(5,832,982)
Net cash flow from/(used in) in Financing Activities (C)	(440,972,406)	1,606,947,440
Net increase/(decrease) in Cash and Cash Equivalents (A + B + C)	11,995,682	(1,044,970)
Cash and Cash Equivalents at the beginning of the year (Refer Note 19)	37,495,617	38,540,587
Cash and Cash Equivalents at the end of the year (Refer Note 19)	49,491,299	37,495,617

Notes:-

1. The above cash flow statement has been prepared under the indirect method set out in Accounting Standard - 3.
2. Figures in brackets indicates cash outgo.
3. Previous year figures have been regrouped/reclassified, wherever considered necessary to confirm the current year classification.

Notes forming part of Financial Statements

1-45

As per our report of even date

For and on behalf of the Board of Directors

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
Firm Registration No.: 000756N

K K Tulshan
Partner
Membership No. 085033

Place : Kolkata
Date : 24th May 2016

Arun K Saraf Joint Managing Director
Umesh Saraf Joint Managing Director
A. C. Chakrabortti Director
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Rita Bhimani Director

Bimal K Jhunjhunwala
CFO & Vice President - Corporate Finance

Saumen Chattopadhyay
Chief Legal Officer & Company Secretary

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

1. Corporate 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.

2. Basis of preparation

The financial statements have been prepared to comply in all material respects with the mandatory Accounting Standards (AS) notified under section 133 of the Companies Act, 2013 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on going concern basis on an accrual basis.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year, except for the change in accounting policy explained below, if any.

2.1 Significant Accounting Policies

a. Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting 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.

b. Tangible Fixed Assets

Tangible Fixed assets are stated at cost of acquisition or construction or at revalued amounts, net of impairment loss if any, less depreciation/amortization. Cost represents the direct expenses incurred on acquisition/construction of the assets and the relative share of indirect expenses relating to construction allocated in proportion to the direct costs involved.

c. Depreciation

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. No depreciation is charged for the quarter on the assets sold/ discarded during the year.

d. Impairment of Tangible Assets

The carrying amounts of assets are reviewed at each balance sheet date, if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. Value in use is determined for assets or group of assets which are capable of generating independent cash flows i.e. cash generating units.

e. Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

f. Inventories

Inventory is valued at cost or net realizable value, whichever is lower. Net realizable value is the estimated realizable value in the normal course of business less the estimated costs necessary to make the sale.

Operating equipment in circulation is valued at weighted average cost less estimated diminution in value on account of usage.

Shares held as Stock-in-trade are valued at cost or market value whichever is lower.

g. 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 customer.
- ii. Interest income is recognized on time proportion basis taking into account the amount outstanding and the rate applicable.
- iii. Dividend income from investments is recognized when the Company's right to receive payment is established.
- iv. Income from hiring of vehicles is recognized on accrual basis on the basis of agreed rate.

h. Foreign Currency Transaction

Initial recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

Exchange differences

Exchange differences are recognized as income or as expenses in the period in which they arise.

Income in Foreign Exchange

The bills for services rendered are raised in Indian Rupees. The payment received in foreign currency against these bills is credited and accounted for at the rate / rates prevalent on the date of receipt of payment. The gains / losses arising out of fluctuation in the exchange rates are accounted for on realization.

Expenses remittable in foreign exchange

These are charged based on invoices (including for earlier years) as approved and accepted by the appropriate authorities as applicable.

i. Retirement and other employee benefits

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.

All employees are covered under contributory provident fund benefit of a contribution of 12% of salary. It is a defined contribution scheme and the contribution is charged to the Statement of Profit and Loss of the year when the contributions to the respective funds are due. There are no obligations other than the contributions payable to the respective fund.

j. Income Taxes

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

k. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share 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 rights 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 earnings 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.

l. Provisions

A provision is recognized when the Company has a present obligation as a result of 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. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

m. Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

n. Cash and Cash Equivalents

Cash and cash equivalents for the purposes of cash flow statement comprises cash at bank and in hand and short-term investments with an original maturity of three months or less.

o. Dividend

Dividend recommended by the Board of Directors, if any, is provided for in the accounts pending shareholders' approval.

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

	Amount in ₹	
	As at 31st March 2016	As at 31st March 2015
3. Share Capital		
Authorised Shares		
14,000,000 (Previous Year: 14,000,000) Equity Shares of ₹10 each	140,000,000	140,000,000
1,000,000 (Previous Year: 1,000,000) Preference Shares of ₹10 each	10,000,000	10,000,000
	150,000,000	150,000,000
Issued, Subscribed and Paid-up Shares		
11,440,585 (Previous Year : 11,440,585) Equity Shares of ₹10 each fully paid up	114,405,850	114,405,850
	114,405,850	114,405,850

3.1 Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Equity Shares	As at 31st March 2016		As at 31st March 2015	
	No. of Shares	₹	No. of Shares	₹
At the beginning of the year	11,440,585	114,405,850	11,440,585	114,405,850
Issued during the year	—	—	—	—
Deducted during the year	—	—	—	—
At the end of the year	11,440,585	114,405,850	11,440,585	114,405,850

3.2 Terms/rights attached to Equity Shares**Equity Shares**

The Company has one class of equity shares having a par value of ₹10 each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Preference Shares

The rights, preferences and restrictions attached to the preference shares are in accordance with the provisions of the Companies Act, 2013, unless stated otherwise.

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

Equity Shares	As at 31st March 2016		As at 31st March 2015	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Saraf Industries Limited	3,630,630	31.73	3,630,630	31.73
Forex Finance Private Limited	3,127,072	27.33	3,127,072	27.33
Axis Bank Limited	640,152	5.60	640,152	5.60

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

Amount in ₹

4. Reserves and Surplus

	Year ended 31st March 2016	Year ended 31st March 2015
Capital Reserve		
Opening Balance	141,043	141,043
Add: Additions during the year	-	-
Less: Deletions during the year	-	-
Closing Balance	141,043	141,043
Capital Redemption Reserve (for redeemed Non Convertible Preference Shares -NCPS)		
Opening Balance	2,000,000	2,000,000
Add: Additions during the year	-	-
Less: Deletions during the year	-	-
Closing Balance	2,000,000	2,000,000
Securities Premium Account		
Opening Balance	14,612,822	14,612,822
Add: Additions during the year	-	-
Less: Deletions during the year	-	-
Closing Balance	14,612,822	14,612,822
General Reserve		
Opening Balance	6,447,174,116	6,432,174,116
Add: Transferred from Statement of Profit & Loss	15,000,000	15,000,000
Closing Balance	6,462,174,116	6,447,174,116
Surplus in the Statement of Profit and Loss		
Opening Balance	1,897,895,961	1,851,277,463
Add: Profit for the Year	81,916,186	150,344,579
Less: Appropriations-		
Accumulated Depreciation due to reclassification	-	61,186,843
Amount transferred to General Reserve	15,000,000	15,000,000
Proposed final dividend on equity shares*	22,881,170	22,881,170
Corporate Dividend Tax (including earlier years adjustment)	4,683,775	4,658,068
Closing Balance	1,937,247,202	1,897,895,961
Total	8,416,175,183	8,361,823,942

* The Board of Directors at their meeting held on 24th May 2016 has recommended a final dividend of ₹ 2.00 per share (Previous Year ₹2.00 per share)

5. Long Term Borrowings**Secured, From ICICI Bank Limited (Refer Note 11)**

Gross Amount*	1,319,438,354	1,650,000,000
Less: Repayable within one year	1,319,438,354	-
	-	1,650,000,000

*Nature :- Loan against security of Mutual Funds of carrying value (Refer Note - 16)

Interest Rate :- At base rate of Bank

Tenure :- Within 16 months from date of sanction, i.e. 31st March 2015

1,353,246,737	1,603,246,737
9.35%	10.00%

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

	As at 31st March 2016	Amount in ₹ As at 31st March 2015
6. Deferred Tax Liabilities (Net)		
Deferred tax liabilities :-		
On Fiscal Allowances on Fixed Assets	183,976,048	189,732,820
	183,976,048	189,732,820
Deferred tax assets :-		
On Employees' separation and retirement etc.	7,707,579	8,333,117
On Provision for doubtful debts / advances	1,015,651	1,016,250
Other timing differences	-	75,032
	8,723,230	9,424,399
Net Deferred Tax Liabilities	175,252,818	180,308,421
7. Other Long Term Liabilities		
Trade Payable	-	2,482,565
Others -		
Security Deposit Received	2,227,500	1,985,500
Total	2,227,500	4,468,065
8. Long Term Provisions		
Provision for employee benefits		
Provision for gratuity (refer note 28)	10,595,590	11,853,822
Provision for leave benefits (refer note 28)	3,152,855	3,266,506
Total	13,748,445	15,120,328
9. Short Term Borrowings		
Secured		
Overdraft Facility with ICICI Bank Limited* (Refer Note 16)	72,835,905	-
	72,835,905	-
* Secured against Mutual Fund of ₹17,34,11,160/- (Previous Year ₹NIL)		
Interest Rate :- At base rate of Bank plus 25 basis points	9.60%	-
Tenure :- 1 year from date of sanction and renewable every year		
10. Trade Payable		
Trade Payable (including acceptances)	88,990,063	99,191,585
(refer note 36 for details of dues to micro and small enterprise)		
Total	88,990,063	99,191,585
11. Other Current Liabilities		
Current Maturities of Long Term Debt	1,319,438,354	-
Advance from Customers	22,757,370	19,305,537
Salary Payable	3,240,809	7,240,396
Unpaid Dividend	3,983,706	3,525,777
Other Payables -		
Expenses Payable	9,308,653	9,866,483
Statutory Dues	5,251,696	4,794,228
Security Deposit	60,000	60,000
Total	1,364,040,588	44,792,421
12. Short Term Provisions		
Provision for employee benefits -		
Provision for gratuity (refer note 28)	4,677,993	1,578,302
Provision for leave benefits (refer note 28)	783,109	526,041
Total (A)	5,461,102	2,104,343
Other provisions		
Proposed equity dividend	22,881,170	22,881,170
Dividend tax	4,683,775	4,658,068
Total (B)	27,564,945	27,539,238
Total (A+B)	33,026,047	29,643,581

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

Amount in ₹

Particulars	Gross Carrying Value				Depreciation			Net Carrying Value	
	Balance as at 1st April 2015	Additions during the year	Deduction during the year	Assets Written Off**	Balance as at 31st March 2016	Balance as at 1st April 2015	Depreciation for the period	Deduction during the year	Balance as at 31st March 2016
Tangible Asset									
Lease Hold Land	267,042,819	-	-	-	267,042,819	-	-	-	267,042,819
Buildings	996,691,755	2,325,345	-	-	999,017,100	196,378,609	16,272,041	-	786,366,450
Furniture and Fixtures	177,009,343	4,106,570	-	-	181,115,913	161,721,450	1,421,128	-	17,973,335
Plant & Equipment	647,780,558	13,082,323	5,709,328	-	655,153,554	445,901,856	50,098,422	4,277,639	163,430,914
Vehicles	9,747,396	-	1,046,850	-	8,700,546	7,650,723	741,882	994,507	1,302,448
Total	2,098,271,871	19,514,238	6,756,178	-	2,111,029,932	811,652,638	68,533,473	5,272,146	1,236,115,966
Previous Year	2,167,089,712	25,603,952	1,728,498	92,693,294	2,098,271,871	741,639,392	71,199,603	1,186,357	1,286,619,233
Capital Work-in-progress	18,099,792	567,592	2,325,345	-	16,342,029	-	-	-	16,342,029
Previous Year	19,647,762	546,742	2,094,712	-	18,099,792	-	-	-	18,099,792
Total	2,116,371,663	20,081,820	9,081,523	-	2,127,371,961	811,652,638	68,533,473	5,272,146	1,252,457,995
Previous Year	2,186,737,474	26,150,694	3,823,210	92,693,294	2,116,371,663	741,639,392	71,199,603	1,186,357	1,304,719,025
									1,445,098,082

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

Amount in ₹

	As at 31st March 2016	As at 31st March 2015
14. Non-Current Investments		
Trade, Unquoted, Fully Paid Up		
In Equity Shares of Subsidiary Companies		
91,652 (Previous Year 91,652) equity shares of ₹10 each of Regency Convention Centre & Hotels Limited (Refer Note 39)	257,901,724	257,901,724
1,09,61,000 (Previous Year 1,09,61,000) equity shares of ₹10 each of GJS Hotels Limited	2,346,365,000	2,346,365,000
In Preference Shares of Subsidiary Company (Refer Note 42)		
43,00,000 (Previous Year 43,00,000) 12% Cumulative Redeemable Preference Shares of Robust Hotels Private Limited of ₹100 each.	615,374,060	615,374,060
Total (A)	3,219,640,784	3,219,640,784
Non Trade, Quoted, Fully Paid up		
In Bonds of Indian Railways Financial Corporation Limited		
150,000 (Previous Year: 150,000) 8.23% Tax Free Bonds of ₹1000 each	150,000,000	150,000,000
Total (B)	150,000,000	150,000,000
Total (A+B)	3,369,640,784	3,369,640,784
Aggregate Market Value of Quoted Investment	150,000,000	150,000,000
Aggregate amount of Unquoted Investment	3,219,640,784	3,219,640,784
Aggregate Provision for diminution in value of Investments	-	-
15. Long Term Loans & Advances		
(Unsecured, Considered Good)		
Capital Advance	233,834	296,719
Security Deposits	11,635,000	11,756,445
Advances to GJS Hotels Limited, a wholly owned subsidiary Company (Refer note - 15.1 & 43)	3,731,418,600	3,716,175,000
Advance for acquisition of shares from shareholders of Regency Convention Centre & Hotels Limited (Refer Note 39)	33,448,275	33,448,275
Other Loans and Advances:		
Advance Tax & TDS (Net of Provision for taxes ₹287,719,668 (Previous Year - ₹268,373,264)	67,778,856	14,175,308
MAT Credit Entitlement	10,987,372	6,886,345
Total	3,855,501,937	3,782,738,092
15.1 Additional Disclosure Under Regulation 34(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015		
Maximum amount outstanding at anytime during the year		
- GJS Hotels Limited	3,731,418,600	3,716,175,000

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

	Amount in ₹	
	As at 31st March 2016	As at 31st March 2015
	No. of Shares	No. of Shares
	₹	₹
16. Current Investments		
Non-Trade, Quoted, fully paid-up		
In Equity Shares		
(Face Value (FV) of ₹10 each, unless otherwise stated)		
Ahlcons Parenterals Limited	- 800	- 364,920
Apcotex Industries Limited (FV ₹5 each)	- 300	- 54,092
Arman Financial Services Ltd.	- 1,500	- 117,199
Ashapura Minechem Ltd (FV ₹2 each)	- 6,600	- 402,834
Atul Auto Limited (FV ₹5 each)	- 1,254	- 162,379
Capital First Limited	- 3,122	- 460,245
DCM Shriram Ltd. (FV ₹2 each)	- 248	- 26,635
Dhanuka Agritech Limited (FV ₹2 each)	- 1,450	- 187,939
Gateway Distriparks Limited	- 1,423	- 183,008
Godrej Properties Ltd (FV ₹5 each)	- 1,050	- 233,589
Gujarat Pipavav Port Limited	- 6,872	- 386,770
Granules India Limited (FV ₹1 each)	- 5,650	- 468,495
Greenlam Industries Limited (FV ₹5 each)	- 825	- 102,006
Greenply Industries Limited (FV ₹5 each)	- 825	- 188,609
Indusind Bank Limited	- 1,177	- 460,561
Intec Capital Ltd.	- 747	- 63,495
IPCA Laboratories Ltd. (FV ₹2 each)	- 498	- 316,653
Jyothy Laboratories Limited (FV ₹1 each)	- 1,931	- 294,447
KPIT Technologies Limited (FV - ₹2 each)	- 3,793	- 405,537
Mahindra & Mahindra Financial Services Limited (FV ₹2 each)	- 1,436	- 352,812
Oriental Carbon & Chemicals Limited	- 3,364	- 341,527
Persistent Systems Limited	- 720	- 189,783
PTC India Financial Services Limited	- 5,640	- 276,736
PVR Limited	- 701	- 170,498
Selan Exploration Technology Limited	- 1,417	- 322,013
Shasun Pharmaceuticals Ltd (FV ₹2 each)	- 4,100	- 587,591
Shilpa Medicare Limited (FV ₹2 each)	- 1,524	- 373,410
Shriram Transport Finance Company Limited	- 969	- 547,692
SMS Pharmaceuticals Ltd	- 536	- 231,387
Snowman Logistics Ltd.	- 2,700	- 223,886
South Indian Bank Limited (FV ₹1 each)	- 8,530	- 168,705
Sterling Holiday Resorts India Ltd	- 6,960	- 686,702
Strides Arcolab Limited	- 1,247	- 472,123
Suntech Reality Limited (FV ₹2 each)	- 1,755	- 437,960
SQS India BFSI Limited	- 955	- 228,382
Uniply Industries Limited	- 8,570	- 198,463
Total	-	10,689,083

(Market Value as on 31st March 2016 is ₹NIL (Previous Year - ₹2,37,49,116/-))

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

Non-Trade, Unquoted, fully paid-up	As at 31st March 2016	As at 31st March 2015	As at 31st March 2016	Amount in ₹ As at 31st March 2015
	No. of Units	No. of Units	₹	₹
In Mutual Funds (Face Value of ₹10 each, unless otherwise stated)				
DSP BlackRock Short Term Fund Regular Plan- Growth*	11,252,127	11,252,127	224,673,474	224,673,474
DHFL Pramerica (DWS) Short Maturity Fund - Growth*	8,101,478	8,101,478	170,650,337	170,650,337
HDFC Income Fund - Growth*	4,389,855	4,389,855	120,696,443	120,696,443
HDFC Income Fund - Growth	727,421	727,421	20,000,000	20,000,000
HDFC Liquid Fund - DDR	-	16,024	-	163,419
ICICI Prudential Dynamic Bond Fund - (Growth)*	11,208,615	11,208,615	150,297,441	150,297,441
ICICI Prudential Fixed Maturity Plan-Series 68 [#]	10,000,000	10,000,000	100,000,000	100,000,000
Kotak Bond Scheme Plan A - Growth*	15,974,828	21,903,566	542,783,504	742,783,504
Kotak FMP Series 106-Growth [#]	7,341,116	7,341,116	73,411,160	73,411,160
Pramerica Liquid Fund (Face Value ₹1000 each)	-	357	-	526,675
UTI Bond Fund-Growth Plan-Regular*	4,105,424	5,544,223	144,145,538	194,145,538
(Market Value as on 31st March 2016 is ₹1,945,611,534/- (Previous Year - ₹2,122,505,822/-))				
Total (B)			1,546,657,897	1,797,347,991
Total (A+B)			1,546,657,897	1,808,037,074
* Pledged against loan taken from ICICI Bank Limited(Refer Note 5)			1,353,246,737	1,603,246,737
[#] Pledged against Overdraft Limit taken from ICICI Bank Limited (Refer Note 9)			173,411,160	-
Basis of Valuation - Lower of Cost or Market Value on an individual investment basis				
Aggregate Amount of Quoted Investments			-	10,689,083
Aggregate Amount of Unquoted Investments			1,546,657,897	1,797,347,991
Aggregate amount of Adjustments to Carrying amount of Quoted Investments			-	216,804
Aggregate amount of Adjustments to Carrying amount of Unquoted Investments			-	-

17. Inventories

(Valued at cost or Net Realisable Value whichever is lower)

Food, Liquor & Tobacco	15,008,371	12,116,849
Crockery, Cutlery, Silverware, Linen	4,459,149	4,518,588
General Stores and Spares	3,463,085	3,420,788
Total	22,930,605	20,056,225

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

	As at 31st March 2016	Amount in ₹ As at 31st March 2015
18. Trade Receivable		
Outstanding for a period exceeding six months from the date they are due for payment		
Unsecured , Considered good	464,728	5,437,208
Doubtful	2,934,729	2,936,459
	3,399,457	8,373,667
Less: Provision for Doubtful Debts	2,934,729	2,936,459
(A)	464,728	5,437,208
Other receivables		
Unsecured ,Considered good (B)	53,001,008	27,933,375
Total (A+B)	53,465,736	33,370,583
19. Cash & Bank Balances		
Cash and Cash Equivalents		
Balance with banks	23,938,465	12,200,030
Cash on hand (Including Stamps in Hand ₹189,673 (Previous Year ₹189,673))	1,463,175	1,353,974
Cheques on Hand	105,953	415,836
Other Bank Balances		
Fixed Deposits- under lien (Refer Note 19.1)	20,000,000	20,000,000
Unpaid Dividend Accounts	3,983,706	3,525,777
Total	49,491,299	37,495,617
19.1 The Company maintains a cash credit account (secured against Fixed Deposit Receipts) with a favourable balance as on the current and comparative reporting date and have been included in balance with banks. Further, the Company has given revolving Letter of Credit to West Bengal State Electricity Distribution Company Limited (WBSEDCL).		
20. Short Term Loans & Advances		
(Unsecured, Considered Good)		
Advance to Subsidiaries Companies (Refer Note 20.1 & 43)		
Regency Convention Centre and Hotels Limited, a Subsidiary Company	12,569,474	12,119,474
Robust Hotels Pvt Ltd, a step down Subsidiary Company	-	77,028
Advance to Companies in which Directors or their relatives can exercise significant influence or control (Refer Note 20.1 & 43)		
Chartered Hotels Private Limited	-	349,310
Juniper Hotels Private Limited	-	297,378
Chartered Hampi Hotels Pvt. Ltd.	-	126,168
Taragaon Regency Hotels Ltd.	-	131,155
Unison Hotels Pvt. Limited	-	222,798
Yak & Yeti Hotels Ltd.	-	161,584
Other loans and advances -		
Inter Corporate Deposits	75,000,000	75,000,000
Balances with Statutory Authorities	12,445,476	11,156,120
Advance to Suppliers & Other Parties	8,073,111	7,558,372
Prepaid Expenses	8,085,543	7,914,019
Stamp Duty Recoverable from Odisha Govt.	-	14,000,000
Others	384,200	456,963
Total	116,557,804	129,570,369
20.1 Additional Disclosure Under Regulation 34(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015		
Maximum amount outstanding at anytime during the year		
- Regency Convention Centre & Hotels Limited	12,569,474	12,119,474
- Chartered Hotels Private Limited	349,310	366,170
- Juniper Hotels Private Limited	732,236	297,378
- Robust Hotels Pvt Ltd	175,003	129,307
- Chartered Hampi Hotels Pvt. Ltd.	314,902	144,623
- Taragaon Regency Hotels Ltd.	319,764	131,155
- Unison Hotels Pvt. Limited	222,798	222,798
- Yak & Yeti Hotels Ltd.	161,584	161,584
21. Other Current Assets		
Interest accrued but not due	11,978,890	12,129,164
Interest accrued and due	2,019,452	1,997,260
Total	13,998,342	14,126,424

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

	Year Ended 31st March 2016	Amount in ₹ Year Ended 31st March 2015
22. Revenue from Operations		
Sale of products		
Beverages, Wines and Liquor	59,862,979	54,493,085
Food and Smokes	440,845,062	443,269,270
	500,708,041	497,762,355
Less: Excise Duty	524,699	676,986
	500,183,342	497,085,369
Sale of Services		
Rooms	395,980,571	413,589,926
Banquet Income (Only Rental Portion)	25,337,282	26,531,702
Health & Spa	26,757,361	22,345,879
Laundry & Dry Cleaning	12,571,248	13,179,099
Auto Rental	11,314,864	12,661,208
Communication	1,127,292	1,471,960
Other Operating Revenue	7,654,312	8,368,017
	480,742,930	498,147,791
Total	980,926,272	995,233,160
23. Other Income		
Interest Income from Non-Current Investments	12,345,000	12,345,000
Interest Income - Others	10,597,007	12,300,953
Dividend on Current Investment	180,405	27,689,056
Net Gain on Sale of Current Investments	65,894,305	2,161,030
Net Gain on Foreign Currency Translation	713,122	272,201
Profit on Sale of Fixed Assets	41,510	-
Excess Provision Written Back	52	1,832,093
Miscellaneous Income	305,140	250,000
Total	90,076,541	56,850,333
24. Consumption of Provisions, Beverages, Smokes & Others		
Food, Beverages, Smokes, Wine & Liquor		
Opening Stock	12,116,849	12,483,207
Add : Purchases	131,271,873	131,388,300
	143,388,722	143,871,507
Less : Closing Stock	15,008,371	12,116,849
Total Cost of Consumption	128,380,351	131,754,658

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

	Year Ended 31st March 2016	Amount in ₹ Year Ended 31st March 2015
25. Employee Benefit Expenses		
Salaries, Wages & Bonus	155,793,002	153,317,828
Contribution to Provident & other funds	11,126,369	11,049,476
Staff Welfare Expenses	17,290,497	19,249,039
Recruitment & Training	3,394,068	2,798,579
Total	187,603,936	186,414,922
26. Finance Cost		
Interest on Loan against Securities	154,050,946	452,055
Interest on Bank Overdraft	1,020,010	-
Other Borrowing Cost	1,094,400	3,151,698
Interest on Late Payment of TDS	131,099	-
Total	156,296,455	3,603,753
27. Other Expenses		
Contract Labour and Service	46,943,554	47,911,778
Room, Catering & other supplies	51,347,055	45,312,714
Linen & Operating equipments Consumption	6,744,181	13,907,895
Fuel, Power & Light	96,388,394	114,761,948
Repairs, Maintenance & Refurbishing*	43,944,453	38,482,805
Satellite & Television Charges	654,959	2,729,536
Lease Rent	18,308,262	16,058,268
Rates & Taxes	9,650,437	9,329,004
Insurance	3,210,367	3,511,816
Directors' Sitting Fees	1,090,000	740,000
Legal & Professional Expenses	8,117,214	9,689,421
Payment to Auditors	880,000	855,000
Printing & Stationery	2,261,207	3,016,295
Guest Transportation	19,017,291	18,330,667
Travelling & Conveyance**	12,445,044	9,842,084
Communication Expenses	4,562,542	4,520,118
Technical Services	32,555,230	33,092,062
Advertisement & Publicity	31,191,192	30,934,589
Commission & Brokerage	34,773,706	36,434,205
CSR Expenditure	5,000,000	6,000,000
Charity & Donation	2,435,626	31,000
Adjustments to Carrying Amount of Current Investments	-	216,804
Bank charges and Commission	601,831	242,177
Provision for Bad & Doubtful Debts	1,379,969	1,241,389
Loss on sale of Fixed Assets	1,308,318	494,980
Loss on sale of Current Investments	88,690	23,274
Miscellaneous	3,149,045	2,190,491
Total	438,048,567	449,900,320
* Repairs, Maintenance & Refurbishing includes		
Repairs & Maintenance - Building	5,608,132	6,335,447
Repairs & Maintenance - Plant & Machinery	21,681,275	18,207,582
Repairs & Maintenance - Others	16,655,046	13,939,776
** Travelling & Conveyance includes		
Travel of Directors	739,471	1,024,197

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

Amount in ₹

28. 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:-

	31st March 2016	31st March 2015
Employer's Contribution to Provident Fund	6,220,627	6,372,787
Employer's Contribution to Pension Scheme	3,279,071	2,738,581

b) Defined benefit plans

i. Contribution to Gratuity fund

ii. Compensated absences Earned leave

In accordance with Accounting Standard 15, Employee Benefits, actuarial valuation was done in respect of the aforesaid defined 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 8.00 % 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)****Compensated absences
Earned leave (Unfunded)**

	31st March 2016	31st March 2015	31st March 2016	31st March 2015
Present value of obligations as at the beginning of the year	13,432,124	12,573,889	3,792,547	4,035,409
Current service cost	2,432,700	2,548,314	1,195,230	1,263,001
Interest cost	1,047,706	1,068,781	295,819	343,010
Benefit Paid	(1,173,701)	(2,373,216)	(860,378)	(1,135,174)
Actuarial (gain)/ loss on obligation	(465,246)	(385,644)	(487,254)	(713,699)
Present value of obligations as at the year end	15,273,583	13,432,124	3,935,964	3,792,547
Current liability	4,677,993	1,578,302	783,109	526,041
Non-Current liability	10,595,590	11,853,822	3,152,855	3,266,506
Total	15,273,583	13,432,124	3,935,964	3,792,547

ii. Expenses recognized in the Statement of Profit and Loss:**Particulars****Gratuity (Unfunded)****Compensated absences
Earned leave (unfunded)**

	31st March 2016	31st March 2015	31st March 2016	31st March 2015
Current Service Cost	2,432,700	2,548,314	1,195,230	1,263,001
Interest Cost	1,047,706	1,068,781	295,819	343,010
Actuarial (Gain) / loss recognized during the year	(465,246)	(385,644)	(487,254)	(713,699)
Expenses recognised in Statement of Profit and Loss	3,015,160	3,231,451	1,003,795	892,312

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

Amount in ₹

iii. Principal Actuarial assumptions:

Particulars	Refer Note below	Year ended 31st March 2016	Year ended 31st March 2015
Discount rate (p.a.)	1	8.00%	7.80%
Salary Escalation Rate (p.a.)	2	6.75%	7.00%

Notes:

- 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.
- 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.
- The gratuity plan and earned leave is unfunded.

Demographic assumptions:

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

	31st March 2016	31st March 2015
29. Earnings per share (Basic & Diluted)		
A. Basic		
(i) Profit / (Loss) for the period	81,916,186	150,344,579
(ii) Profit Available for Equity Shareholders	81,916,186	150,344,579
(iii) Weighted average number of Equity Shares of ₹10 each	11,440,585	11,440,585
(vi) Earnings / (Loss) per share	7.16	13.14
B. Diluted		
(i) Profit / (Loss) for the period	81,916,186	150,344,579
(ii) Profit Available for Equity Shareholders	81,916,186	150,344,579
(iii) Weighted average number of Equity Shares of ₹10 each for diluted EPS	11,440,585	11,440,585
(iv) Earnings / (Loss) per share	7.16	13.14
30. C.I.F. Value of Imports:		
Stores & Spares	4,338,191	2,757,789
Capital Goods	3,107,392	2,084,667
Beverages - through canalizing agencies	16,928,304	7,512,434
Total	24,373,887	12,354,890
31. Expenditure in Foreign Currency (on payment basis)		
Technical Services	39,484,846	30,976,232
Commission & Brokerage	50,758,876	13,208,507
Training & Recruitment	1,751,495	793,391
Others	6,743,252	2,964,664
Total	98,738,469	47,942,794

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

	Amount in ₹	
	31st March 2016	31st March 2015
32. Earnings in Foreign Currency (on receipt basis)	Rs. 247,710,031	Rs. 279,845,401
33. The Company has paid dividend in respect of shares held by Non-Residents. The total amount remitted in this respect is given herein below:-		
Number of Non Resident Shareholders	554	595
Number of Equity Shares held by Non Resident Shareholders	4,583,077	4,614,393
Amount of Dividend Paid	9,166,154	13,843,179
Year to which Dividend Relates	2014-15	2013-14
34. 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 recognized in the Statement of Profit & Loss for the year ended amounted to ₹ 5,520,214/-.		
The future receipts for operating lease are as follows:		
	31st March 2016	31st March 2015
Not Later than 1 year	2,240,450	1,998,048
Later than one year and not later than five years	3,580,800	1,880,450
Later than five years	1,694,880	1,353,000
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 recognized in the Statement of Profit & Loss for the year ended amounted to ₹ 18,000,000/-.		
The future Payments for operating lease are as follows:		
	31st March 2016	31st March 2015
Not Later than 1 year	3,000,000	18,000,000
Later than one year and not later than five years	-	3,000,000
Later than five years	-	-
35. As the Company is engaged in only one segment of Hotel Business, the disclosure requirements of Accounting Standard (AS-17) on "Segment Reporting" are not applicable. Further the Company operates only in India; hence additional information under geographical segments is also not applicable.		
36. 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 :-		
	31st March 2016	31st March 2015
The principal amount remaining unpaid to supplier as at the end of the accounting year.	67,728	335,420
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
37. Contingent Liabilities :		
Contingent Liabilities	31st March 2016	31st March 2015
Corporate Guarantee to IDBI Bank for Robust Hotels Pvt. Ltd.	350,000,000	350,000,000
Letter of Credit issued by IDBI Bank Ltd. in favour of West Bengal Electricity Distribution Company Limited	8,000,000	8,000,000
Service Tax under the Finance Act, 1994 pertaining to prior to F.Y. 2004-05	4,374,245	4,374,245
Service Tax under the Finance Act, 1994 pertaining to F.Y. 2003-04 to F.Y. 2006-07	5,909,585	5,909,585
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	13,028,999
Service Tax under the Finance Act, 1994 pertaining to period Oct-2007 to Jan-2013	348,656	NIL
ESIC under the Employees' State Insurance Act, 1948 pertaining to F.Y. 2004-05	2,180,235	2,180,235
Income Tax under the Income Tax Act, 1961 for the F.Y. 2011-12 (the Company has preferred an appeal against the demand)*	16,906,870	16,906,870
Income Tax under the Income Tax Act, 1961 for the F.Y. 2012-13 (the Company has preferred an appeal against the demand)#	12,273,270	NIL
Others	3,644,056	3,644,056
Commitments		
Export Obligation in respect of EPCG Licences	NIL	24,301,279

* The Company has paid demand of ₹ 14,750,000/- under protest and is included in Long Term Loans & Advances (Refer Note 15)

The Company has paid demand of ₹1,841,000/- under protest on 3rd May 2016.

Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

		Amount in ₹
	31st March 2016	31st March 2015
38. Payment to Auditors		
Statutory Audit Fees	600,000	600,000
Tax Audit Fees	150,000	150,000
Fees for other services	75,000	50,000
Reimbursement of Expenses	55,000	55,000

- 39.** As on date, the Company holds 91,652 Equity shares of ₹10 each of its subsidiaries, Regency Convention Centre and Hotels Limited (RCC), representing 58.99% of the paid up capital of RCC. Apart from the above, the Company had also made an advance of ₹33,448,275 for acquiring further shares of RCC from their existing shareholders and paid advances to RCC amounting to ₹12,569,474 up to the Balance Sheet date which has been disclosed as Short Term Loans and Advances.

The principal assets of RCC comprise of an interest in a piece of land at Mumbai, such interest being the subject matter of dispute pending in the Bombay High Court. Such assets form part of Company's undertaking at book values. The Company has handed over the land to Airport Authority of India (AAI). As per the understanding with AAI, an alternate piece of land will be leased back to the Company for its operations. Further, an agreement has been entered with Mumbai International Airport Private Limited (MIAL) in July 2015 for an alternate piece of land admeasuring 9776 sq. mtr. at CSI Airport, Mumbai. Till date AAI has not yet approved the said agreement and the matter is pending before the Court. The Company is hopeful of a positive outcome out of the same.

As per the terms of agreement with the RCC and its shareholders, the Company has to make additional payment for acquiring the balance shares of RCC, the amount of which is unascertainable and dependent on the outcome of the dispute pending in the Bombay High Court.

- 40.** In the opinion of the Board, all the assets of the Company have a value on realization in ordinary course of business at least equal to the amount at which they are stated. Therefore, the Company has not recognised any loss on impairment in respect of any of the assets of the Company. In respect of subsidiaries, such decision is based on the audited accounts of the subsidiaries.
- 41.** In respect of the scheme of amalgamation of the Company with Forex Finance Private Limited, a promoter body corporate, the Court convened meeting was held approving the amalgamation and the Company has subsequently filed petition to Hon'ble High Court of Calcutta for sanction of the scheme. Presently the scheme of amalgamation is pending for hearing in the Hon'ble High Court of Calcutta. Post sanction of scheme of amalgamation, Robust Hotels Private Limited, owner of Hyatt Regency Chennai, will be a wholly owned subsidiary of the Company; partially by having direct holding and balance through GJS Hotels Limited (wholly owned subsidiary of the Company).
- 42.** The cumulative dividend income of ₹390,887,671 accrued till 31st March 2016 (Previous Year - ₹339,146,301) in respect of investment made by the Company in 12% Cumulative Redeemable Preference Shares of Robust Hotels Private Limited, a step down subsidiary Company, will be accounted for as and when declared by the investee Company.
- 43.** In accordance with the Accounting Standard on "Related Party Disclosures" (AS-18), 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 Company
 - Regency Convention Centre & Hotels Limited
 - Robust Hotels Private Limited (subsidiary of GJS Hotels Limited)
- (b) Key Management Personnel :
 - Radhe Shyam Saraf, Chairman
 - Arun Kumar Saraf, Joint Managing Director
 - Umesh Saraf, Joint Managing Director
- (c) Entities over which directors or their relatives can exercise significant influence/control :

<ul style="list-style-type: none"> (i) Unison Hotels Private Limited (ii) Unison Hotels South Private Limited (iii) Juniper Investments Limited (iv) Vedic Hotels Limited (v) Nepal Travel Agency Pvt. Ltd., Nepal (vi) Yak & Yeti Hotels Limited, Nepal (vii) Chartered Hotels Private Limited (viii) Chartered Hampi Hotels Private Limited (ix) Blue Energy Private Limited (x) Unison Power Limited 	<ul style="list-style-type: none"> (xi) Footsteps of Buddha Hotels Private Limited (xii) Juniper Hotels Private Limited (xiii) Samra Importex Private Limited (xiv) Forex Finance Private Limited (xv) Sara International limited, Hong Kong (xvi) Sara Hospitality Limited, Hong Kong (xvii) Saraf Hotels Limited, Mauritius (xviii) Saraf Investments Limited, Mauritius (xix) Saraf Industries Limited, Mauritius (xx) Taragaon Regency Hotels Limited, Nepal
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Asian Hotels (East) Limited

CIN: L15122WB2007PLC162762

Notes to Financial Statements for the Year Ended 31st March 2016

Amount in ₹

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

Transactions during the year	Subsidiary Company		Key Management Personnel		Entities Controlled by Directors or their Relatives		Total	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
Dividend Paid								
Forex Finance Private Limited	-	-	-	-	6,254,144	9,381,216	6,254,144	9,381,216
Saraf Industries Limited	-	-	-	-	7,261,260	10,891,890	7,261,260	10,891,890
Radhe Shyam Saraf	-	-	1,143,860	1,715,790	-	-	1,143,860	1,715,790
Sale of Services								
Robust Hotels Private Limited	-	118,588	-	-	-	-	-	118,588
Expenses Incurred (Reimbursement)								
Robust Hotels Private Limited	264,039	869,430	-	-	-	-	264,039	869,430
Chartered Hampi Hotels Private Limited	-	-	-	-	314,902	269,790	314,902	269,790
Chartered Hotels Private Limited	-	-	-	-	-	249,995	-	249,995
Juniper Hotels Private Limited	-	-	-	-	488,140	297,378	488,140	297,378
Taragaon Regency Hotels Limited	-	-	-	-	242,871	539,364	242,871	539,364
Yak & Yeti Hotels Limited	-	-	-	-	-	161,584	-	161,584
Unison Hotels Private Limited	-	-	-	-	107,676	318,870	107,676	318,870
Advance Given								
GJS Hotels Limited	15,248,400	2,278,501,800	-	-	-	-	15,248,400	2,278,501,800
Regency Convention Centre and Hotels Limited	456,500	550,000	-	-	-	-	456,500	550,000
Advance Repaid								
GJS Hotels Limited	4,800	1,800	-	-	-	-	4,800	1,800
Managerial Remuneration								
Umesh Saraf	-	-	13,350,507	12,096,000	-	-	13,350,507	12,096,000
Arun Kr. Saraf	-	-	13,462,107	10,836,000	-	-	13,462,107	10,836,000

Closing Balance as on 31st March 2016	Subsidiary Company		Key Management Personnel		Entities Controlled by Directors or their Relatives		Total	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
Account Receivables								
GJS Hotels Limited	3,731,418,600	3,716,175,000	-	-	-	-	3,731,418,600	3,716,175,000
Regency Convention Centre and Hotels Limited	12,569,474	12,119,474	-	-	-	-	12,569,474	12,119,474
Robust Hotels Private Limited	-	136,914	-	-	-	-	-	136,914
Chartered Hampi Hotels Private Limited	-	-	-	-	-	126,168	-	126,168
Chartered Hotels Private Limited	-	-	-	-	-	349,310	-	349,310
Juniper Hotels Private Limited	-	-	-	-	-	297,378	-	297,378
Taragaon Regency Hotels Limited	-	-	-	-	-	191,314	-	191,314
Yak & Yeti Hotels Limited	-	-	-	-	-	222,798	-	222,798
Unison Hotels Private Limited	-	-	-	-	-	161,584	-	161,584
Investments as at year end								
GJS Hotels Limited	2,346,365,000	2,346,365,000	-	-	-	-	2,346,365,000	2,346,365,000
Regency Convention Centre and Hotels Limited	257,901,724	257,901,724	-	-	-	-	257,901,724	257,901,724
Robust Hotels Private Limited	615,374,060	615,374,060	-	-	-	-	615,374,060	615,374,060

44. Previous Year figures have been regrouped / reclassified, wherever necessary to confirm to current year's classification.

45. There is no other additional material information required to be disclosed pursuant to the provisions of the Companies Act, 2013, Schedule III to the Companies Act, 2013, Companies (Accounting Standards) Rules, 2006 and other material applicable enactments, circulars, orders, notifications etc.

As per our report of even date

For and on behalf of the Board of Directors

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
Firm Registration No.: 000756N

K K Tulshan
Partner
Membership No. 085033

Place : Kolkata
Date : 24th May 2016

Arun K Saraf Joint Managing Director
Umesh Saraf Joint Managing Director
A. C. Chakrabortti Director
Rama Shankar Jhawar Director
Padam Kumar Khaitan Director
Rita Bhimani Director

Bimal K Jhunjunwala CFO & Vice President - Corporate Finance
Saumen Chattopadhyay Chief Legal Officer & Company Secretary

GJS Hotels Limited

FOURTEENTH ANNUAL REPORT 2015-16

BOARD OF DIRECTORS

UMESH SARAF
PADAM KUMAR KHAITAN
AMIT MODI
PAWAN KUMAR KAKARANIA
SOUMYA SAHA (till 7th April, 2016)

MANAGER

NIROD BARAN MAHATA

CHIEF FINANCIAL OFFICER

BIMAL KUMAR JHUNJHUNWALA

COMPANY SECRETARY

SAUMEN CHATTOPADHYAY

AUDITORS

M/S. KSMN & COMPANY
CHARTERED ACCOUNTANTS
21, LANSDOWNE PLACE,
KOLKATA - 700 029.

BANKERS

IDBI BANK LIMITED

REGISTERED OFFICE

GJS HOTELS LIMITED
C/O. ASIAN HOTELS (EAST) LIMITED,
HYATT REGENCY KOLKATA
JA-1, SECTOR-III, SALT LAKE CITY,
KOLKATA - 700 098, WEST BENGAL
TEL: 033 2517 1009/ 1012, FAX: 033-2335 8246
CIN: U55101WB2002PLC160608

DIRECTORS' REPORT

TO THE MEMBERS

Your Directors have pleasure in presenting the 14th Annual Report of the Company together with the audited financial statements of the Company for the financial year ended 31st March, 2016.

FINANCIAL HIGHLIGHTS

Your Company's performance for the year ended 31st March, 2016 is summarised as under:

Particulars	For the year ended 31st March 2016 (Rs.)	For the year ended 31st March 2015 (Rs.)
Profit / (Loss) before tax	11,46,651	(860,079)
Tax Expenses -		
Current Tax (including earlier years)	952	-
Deferred Tax	-	-
Profit/(Loss) for year	11,45,699	(860,079)

TRANSFER TO RESERVES

The Company has not transferred any amount to General Reserve during the financial year 2015-16.

GJS Hotels Limited

DIVIDEND

Your Board does not recommend payment of any dividend.

BUSINESS OVERVIEW AND OPERATING PERFORMANCE

The profit after tax during the financial year 2015-16 is Rs. 11,45,699 as compared to loss of Rs. (8,60,079) during financial year 2014-15.

Your Board is exploring various options to build a luxury 5 star deluxe hotel at Bhubaneswar, Odisha. Present plot of land at Bhubaneswar is not suitable for such hotel. Feasibility study findings are being reviewed to explore various possibilities. During the year, the loan amount invested in subsidiary company namely Robust Hotels Private Limited, owning Company of Hyatt Regency, Chennai was repaid in full by your holding company.

SUBSIDIARY COMPANY

The Company has one subsidiary namely Robust Hotels Private Limited (Robust), owning company of Hyatt Regency Chennai.

Robust Hotels Private Limited (Robust) at Chennai has shown improved performance during the year under review. Revenue has increased to Rs. 95.07 crores as against Rs. 89.34 crores in the previous year. Room occupancy has increased to 67% as compared 59% in the previous year. EBDITA has increased to Rs. 25.18 crores from Rs. 21.50 crores. Robust could meet the principal re-payment of the lender amounting to Rs. 4.70 crores out of internal accruals during the year. Robust has for the first time since commencing business made cash profit (PBDT) of Rs. 2.92 crores. Your directors are hopeful of better performance of Robust in the current financial year also.

In terms of proviso to sub section (3) of Section 129 of the Companies Act, 2013, a report on the performance and financial position of the subsidiary of the Company as set out in the prescribed Form AOC-1 is annexed herewith and marked as **Annexure-I** to this report.

MEETING OF THE BOARD

Five (5) meetings of the Board of Directors were held during the year. These were held on 16th April, 2015, 27th May, 2015, 30th July, 2015, 30th October, 2015 and 10th February 2016.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Umesh Saraf (DIN No.:00017985) retires by rotation and being eligible, offers himself for reappointment at the ensuing Annual General Meeting. Mr. Soumya Saha (DIN No.:02949845) has resigned as a Director of the Company with effect from 7th April, 2016. The Board appreciates the service rendered by Mr. Soumya Saha as the Director of the Company during his tenure.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.

During the year, Ms. Ritu Chandak and Ms. Shalini Ghatak have tendered their resignation as a Company Secretary. Mr. Saumen Chattopadhyay, Chief Legal Officer & Company Secretary of the holding company i.e. Asian Hotels (East) Limited, has also been appointed as Company Secretary of the Company w.e.f 13th April, 2016, pursuant to the provisions of Section 203 of the Companies Act, 2013.

DIRECTORS' RESPONSIBILITY STATEMENT

The Board of Directors acknowledges the responsibility for ensuring compliance with the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013 in the preparation of the annual accounts for the year ended 31st March, 2016 and state that:

- in the preparation of the annual accounts for the financial year ended 31st March, 2016, the applicable accounting standards have been followed along with proper explanation relating to materials departures, if any;
- the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year under review and of the profit or loss of the Company for that period;
- the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors have prepared the annual accounts on a 'going concern' basis;
- the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

COMPOSITION OF AUDIT COMMITTEE

The Audit Committee comprises three (3) Directors amongst which two (2) are Independent Non-Executive Directors, namely Mr. Amit Modi and Mr. Pawan Kumar Kakarania and one (1) is Non-Independent, Non-Executive Director namely Mr. Umesh Saraf. Recommendations made by the Audit Committee were accepted by the Board.

NOMINATION & REMUNERATION POLICY

The Board of Directors, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration as required under Section 178 of the Companies Act, 2013. The Nomination & Remuneration Policy of the Company is annexed herewith marked as **Annexure II** to this Report.

AUDITORS & AUDITORS' REPORT

M/s. KSMN & Company, Chartered Accountants (Firm Registration No. 001075N) was appointed as Statutory Auditors of the Company at the Annual General Meeting (AGM) held on 28th July, 2014 to hold office upto the conclusion of the sixth consecutive Annual General Meeting subject to ratification by the members at every Annual General Meeting. Their appointment was ratified at the last AGM held on 31st July, 2015. Therefore, ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing AGM. The notes on accounts referred to in the Auditors' Report are self-explanatory and therefore, do not call for any further comments.

GJS Hotels Limited

PARTICULARS OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company has no particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and outgo pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014.

PATICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITY PROVIDED

Particulars of loans given, investments made, guarantees given and securities provided have been disclosed in the financial statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

There were no contracts or arrangements entered into by the Company in accordance with the Section 188 of the Companies Act, 2013. Information on transactions with related parties under Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are provided in the accompanying financial statements.

EXTRACT OF ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith as **Annexure-III** to this Report.

PARTICULARS OF EMPLOYEES

The Company has no employee falling under the categories mentioned in Rules 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

INTERNAL FINANCIAL CONTROL

Adequate internal financial controls have been laid down by the Company. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The Company has not adopted any policy on internal financial control as formulation of policy on internal financial control of the Company does not apply to the Company.

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
4. The Directors of the Company did not receive any remuneration or commission from any of its subsidiaries.
5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
6. No material changes and commitment occurred that affected the financial position of the Company between the end of the financial year to which the financial statements relate and the date of this report.
7. Development and implementation of a risk management policy including identification therein of elements of risk that may threaten the existence of the Company.
8. No policy developed and implemented by the Company on corporate social responsibility as the provision of Section 135 of the Companies Act, 2013 is not applicable to the Company.
9. Appointment of a Internal Auditor under the provisions of Section 138 of the Companies Act, 2013.
10. Appointment of a Secretarial Auditor under the provisions of Section 204 of the Companies Act, 2013.
11. Annual evaluation of the performance of the Board, Committee and individual directors by the Board.

ACKNOWLEDGEMENT

Your Directors thank the Company's employees, vendors, the Government of Odisha, shareholders and others for their continuous support and co-operation.

For and on behalf of the Board of Directors

Place: Kolkata
Date: 23rd May 2016

Umesh Saraf **Padam Kumar Khaitan**
Director Director

ANNEXURE-I**FORM AOC-I : STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARY**

Sl. No.	Particulars	Robust Hotels Private Limited
1.	Reporting currency	INR
2.	Issued and Subscribed Share capital	1,459,073,920
3.	Reserves & Surplus	1,417,531,266
4.	Total Assets	6,801,736,701
5.	Total Liabilities	6,801,736,701
6.	Investments Long Term	6,684,000
7.	Turnover	950,695,389
8.	Profit / Loss before taxation	(216,212,185)
9.	Provision for taxation	-
10.	Profit after taxation	(216,212,185)
11.	Proposed Dividend	-
12.	% of shareholding	68.06%

ANNEXURE-II**NOMINATION AND REMUNERATION POLICY****Introduction:**

In terms of Section 178 of the Companies Act, 2013 read with Rule 6 of the Companies (Meeting of Board and its Powers) Rules, 2014, all public company with a paid-up capital of ten crore rupees or more shall constitute a Nomination and Remuneration Committee (the Committee) consisting of three or more non-executive directors out of which not less than one half shall be independent directors and the Chairman of the Committee shall be an independent director.

Role of the Committee:

The role of the Committee shall be governed by the applicable provisions of the Companies Act, 2013 and rules made thereunder.

Constitution of the Nomination and Remuneration Committee:

The Board of Directors of the Company at its meeting held on 24th February, 2015 has constituted the Nomination and Remuneration Committee. The Committee comprises of following Directors:

- Mr. Pawan Kumar Kakarania - Independent Director (Chairman)
- Mr. Amit Modi - Independent Director (Member)
- Mr. Umesh Saraf - Non-Independent, Non-Executive Director (Member)

Applicability:

The Nomination and Remuneration Policy (the Policy) is applicable to Directors, Key Managerial Personnel (KMP) and Senior Management Personnel.

Frequency of Meetings:

The meetings of the Committee shall be held when required.

Secretary:

The Company Secretary shall act as Secretary of the Committee.

Policy relating to the appointment and removal of Director, KMP and Senior Management Personnel:

The appointment/ re-appointment/ removal and term/tenure of Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval and the same shall be in accordance with the provisions of the Companies Act, 2013 read with the rules made thereunder and other applicable Act, rules and regulations.

Policy relating to the remuneration for the Director, KMP and Senior Management Personnel:

The remuneration/compensation/commission/fee etc. to the Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval and the same shall be in accordance with the provisions of the Companies Act, 2013 read with the rules made thereunder and other applicable Act, rules and regulations.

GJS Hotels Limited

ANNEXURE - III**Form No. MGT - 9
EXTRACT OF ANNUAL RETURN****As on the financial year ended on 31st March, 2016**

[Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i) CIN	:	U55101WB2002PLC160608
ii) Registration Date	:	09/12/2002
iii) Name of the Company	:	GJS Hotels Limited
iv) Category / Sub-Category of the Company	:	Company limited by shares / Indian Non Government Company
v) Address of the Registered office and contact details	:	Hyatt Regency Kolkata, JA-1, Sector III, Salt Lake City, Kolkata 700098, West Bengal
vi) Whether listed company	:	No
vii) Name, Address and Contact details of Registrar and Transfer Agent	:	Nil

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Hotel	N.A.	N.A.

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-

Sl. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1.	Asian Hotels (East) Ltd. Hyatt Regency Kolkata, JA-1, Sector - III, Salt Lake City, Kolkata - 700098, West Bengal	L15122WB2007 PLC162762	Holding	100%	2(46) of Companies Act, 2013
2.	Robust Hotels Private Limited 365, Annasalai, Teynampet, Chennai - 600018	U55101TN2007 PTC062085	Subsidiary	68.06%	2(87) of the Companies Act, 2013

IV. SHARE HOLDING PATTERN (Equity Share Capital Break up as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	0	1,09,61,000	1,09,61,000	100%	0	1,09,61,000	1,09,61,000	100%	0
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (1):-	0	1,09,61,000	1,09,61,000	100%	0	1,09,61,000	1,09,61,000	100%	0
(2) Foreign									
a) NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (2):-	0	0	0	0.00	0	0	0	0.00	0.00
Total shareholding of Promoter (A) = (A)(1) + (A)(2)	0	1,09,61,000	1,09,61,000	100%	0	1,09,61,000	1,09,61,000	100%	0

GJS Hotels Limited

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1):-	0	0	0	0.00	0	0	0	0.00	0.00
2. Non- Institutions									
a) Bodies Corp.									
i) Indian	0	0	0	0.00	0	0	0	0.00	0.00
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
c) Others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(2):-	0	0	0	0.00	0	0	0	0.00	0.00
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	0	0	0.00	0	0	0	0.00	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	0	1,09,61,000	1,09,61,000	100%	0	1,09,61,000	1,09,61,000	100%	0

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	%of total Shares of the company	%of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	
1.	Asian Hotels (East) Limited	1,09,60,940	99.99945262	0	1,09,60,940	99.99945262	0	0
2.	Asian Hotels (East) Limited with Mr. Umesh Saraf	10	0.00009123	0	10	0.00009123	0	0
3.	Asian Hotels (East) Limited with Mrs. Preeti Saraf	10	0.00009123	0	10	0.00009123	0	0
4.	Asian Hotels (East) Limited with Mr. Arun K Saraf	10	0.00009123	0	10	0.00009123	0	0
5.	Asian Hotels (East) Limited with Mrs. Namita Saraf	10	0.00009123	0	10	0.00009123	0	0
6.	Asian Hotels (East) Limited with Mr. Bimal K Jhunjhunwala	10	0.00009123	0	10	0.00009123	0	0
7.	Asian Hotels (East) Limited with Mr. Saumen Chattopadhyay	10	0.00009123	0	10	0.00009123	0	0

GJS Hotels Limited

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	No change	No change	No change	No change
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc):	No change	No change	No change	No change
	At the end of the year	No change	No change	No change	No change

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

Sl. No.	Name	Shareholding at the beginning of the year (01.04.2015) / end of the year (31.03.2016)		Cumulative Shareholding during the year (01.04.2015 to 31.03.2016)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
NA	NA	NA	NA	NA	NA

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year (01.04.2015) / end of the year (31.03.2016)		Date	Increase/ Decrease in share holding	Reason	Cumulative Shareholding during the Year (01.04.2015 to 31.03.2016)	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
A.	Directors:							
1.	Mr. Umesh Saraf	10	0.00%	01/04/2015				
		10	0.00%	31/03/2016	0	Nil movement during the year	0	0.00%
2.	Mr. Padam K Khaitan	0	0.00%	01/04/2015				
		0	0.00%	31/03/2016	0	Nil movement during the year	0	0.00%
3.	Mr. Soumya Saha*	0	0.00	01/04/2015				
		0	0.00	31/03/2016	0	Nil movement during the year	0	0.00
4.	Mr. Amit Modi	0	0.00	01/04/2015				
		0	0.00	31/03/2016	0	Nil movement during the year	0	0.00
5.	Mr. Pawan Kumar Kakarania	0	0.00	01/04/2015				
		0	0.00	31/03/2016	0	Nil movement during the year	0	0.00
B.	Key Managerial Personnel:							
1.	Ms. Sunita Singh**	0	0.00	01/04/2015				
		0	0.00	10/04/2015	0	Nil movement during the year	0	0.00
2.	Ms. Ritu Chandak***	0	0.00	10/04/2015				
		0	0.00	10/02/2016	0	Nil movement during the year	0	0.00
3.	Ms. Shalini Ghatak	0	0.00	10/02/2016				
		0	0.00	31/03/2016	0	Nil movement during the year	0	0.00
4.	Mr. Bimal K Jhunjunwala	10	0.00	01/04/2015				
		10	0.00	31/03/2016	0	Nil movement during the year	0	0.00

* Mr. Soumya Saha has tendered his resignation on 7th April, 2016.

**Ms. Sunita Singh has tendered her resignation on 10th April, 2015.

*** Ms. Ritu Chandak has tendered her resignation on 10th February, 2016.

GJS Hotels Limited

V. INDEBTEDNESS

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

(₹ in lacs)

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

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(in ₹)

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Managing Director	Whole-time Director	Manager Mr. Nirod Baran Mahata	
1	Gross salary	NA	NA	NA	NA
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NA	NA	1	1
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NA	NA	NA	NA
2	Stock Option	NA	NA	NA	NA
3	Sweat Equity	NA	NA	NA	NA
4	Commission	NA	NA	NA	NA
	– as % of profit	NA	NA	NA	NA
	– others, specify	NA	NA	NA	NA
5	Others, please specify	NA	NA	NA	NA
	Total (A)	NA	NA	1	1
	Ceiling as per the Act	-	-	-	114569.9

GJS Hotels Limited

B. Remuneration to other directors

(₹ in lacs)

Sl. No.	Particulars of Remuneration	Name of Directors					Total Amount
	1. Independent Directors		Padam K Khaitan	Soumya Saha*	Amit Modi	Pawan Kumar Kakarania	
	→ Fee for attending board committee meetings		NIL	NIL	NIL	NIL	NIL
	→ Commission		NIL	NIL	NIL	NIL	NIL
	→ Others, please specify		NIL	NIL	NIL	NIL	NIL
	Total (1)		NIL	NIL	NIL	NIL	NIL
	2. Other Non-Executive Directors	Umesh Saraf					
	→ Fee for attending board committee meetings	NIL	NA	NA	NA	NA	NA
	→ Commission	NIL	NA	NA	NA	NA	NA
	→ Others, please specify	NIL	NA	NA	NA	NA	NA
	Total (2)	NIL	NA	NA	NA	NA	NA
	Total (B) = (1 + 2)	NIL	NIL	NIL	NIL	NIL	NIL
	Total Managerial Remuneration	NIL	NIL	NIL	NIL	NIL	NIL
	Overall Ceiling as per the Act	-	-	-	-	-	126026.89

* Mr. Soumya Saha resigned as Director with effect from 7th April, 2016.

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

(Amount in ₹)

Sl. No.	Particulars of Remuneration	CEO	Key Managerial Personnel				Total
			Company Secretary			CFO	
1	Gross salary	N.A.	Ms. Sunita Singh	Ms. Ritu Chandak	Ms. Shalini Ghatak	Mr. Bimal K. Jhunhunwala	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		15,833	3,71,663	48,050	–	4,35,546
	(b) Value of perquisites u/s17(2) Income-tax Act, 1961		–	–	–	–	–
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		–	–	–	–	–
2	Stock Option		–	–	–	–	–
3	Sweat Equity		–	–	–	–	–
4	Commission						
	– as % of profit		–	–	–	–	–
	– others, specify...		–	–	–	–	–
5	Others, please specify		–	–	–	–	–
	Total		15,833	3,71,663	48,050	–	4,35,546

GJS Hotels Limited

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

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

GJS Hotels Limited

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF GJS HOTELS LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **GJS HOTELS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of these standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e. On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164(2) of the Act;
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial statement;
 - ii. The Company has no material foreseeable losses on long-term contracts including derivative contracts;
 - iii. No amount is required to be transferred to the Investor Education and Protection Fund by the Company.

Place of Signature: Kolkata
Date : 23rd May, 2016

For **KSMN & Company**
Chartered Accountants
Firm Registration No. 001075N
Birjesh Kumar Bansal
Partner
Membership No. 096740

GJS Hotels Limited

Annexure A to the Independent Auditor's Report to the members of GJS HOTELS LIMITED dated 23rd May 2016

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section

- (i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Fixed assets have been physically verified by the management at reasonable intervals; no material discrepancy was noticed on such verification.
- (c) The title deeds of immovable properties are held in the name of the Company.
- (ii) As the Company does not have any inventory, this clause is not applicable.
- (iii) The Company has not granted loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Hence, this clause is not applicable.
- (iv) The Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees or securities, wherever transacted and applicable.
- (v) The Company has not accepted any deposits and hence the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder are not applicable.
- (vi) According to the information and explanation given to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013. Therefore, the provision is not applicable.
- (vii) (a) The Company is regular in depositing undisputed statutory dues of income-tax and any other statutory dues to the appropriate authorities. There are no arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable.
- (b) There are no particulars of dues of income tax that have not been deposited on account of any dispute.
- (c) In our opinion and to the best of our knowledge and as per the explanation and information provided to us by the management upon which we have relied, the Provident fund, Employees' state Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess enactments are presently not applicable to the Company.
- (viii) The Company has no loans or borrowings from a financial institution, bank, Government or dues to debenture holders.
- (ix) No money has been raised by way of initial public offer or further public offer (including debt instruments) and term loans.
- (x) No fraud by the Company or fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) The Company has not paid or provided for managerial remuneration. Hence, the related provisions are not applicable.
- (xii) The Company is not a Nidhi Company, hence clause (xii) of the Order is not applicable to the Company.
- (xiii) All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013, as applicable and the details have been disclosed in these Financial Statements as required by the applicable accounting standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully & partly convertible debentures during the year under review. The requirement of section 42 of the Companies Act, 2013, are thus, not required to be complied with.
- (xv) The Company has not entered into non-cash transactions with directors and persons connected with him. In this respect, the provisions of section 192 of Companies Act, 2013 need not be complied with;
- (xvi) As per the information and explanation given to us by the management of the Company in view of the principal nature of the business and nature of securities held by it considering the options vested / agreed to be vested with the Company and upon which we have relied, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

Place of Signature: Kolkata
Date : 23rd May, 2016

For **KSMN & Company**
Chartered Accountants
Firm Registration No. 001075N
Birjesh Kumar Bansal
Partner
Membership No. 096740

GJS Hotels Limited

Annexure B to the Independent Auditor's Report to the members of GJS HOTELS LIMITED dated 23rd May 2016

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **GJS HOTELS LIMITED** ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- c) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

Place of Signature: Kolkata
Date : 23rd May, 2016

For **KSMN & Company**
Chartered Accountants
Firm Registration No. 001075N
Birjesh Kumar Bansal
Partner
Membership No. 096740

GJS Hotels Limited

CIN No. - U55101WB2002PLC160608

BALANCE SHEET as at 31st March 2016

			Amount in ₹
	Note	As at 31st March 2016	As at 31st March 2015
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUNDS			
(a) Share Capital	3	109,610,000	109,610,000
(b) Reserves and Surplus	4	2,253,610,990	2,252,465,291
		2,363,220,990	2,362,075,291
NON-CURRENT LIABILITIES			
(a) Other Long Term Liabilities	5	3,731,418,600	3,716,175,000
(b) Long Term Provisions	6	14,452	-
		3,731,433,052	3,716,175,000
CURRENT LIABILITIES			
(a) Other Current Liabilities	7	50,125	615,205
		50,125	615,205
Total		6,094,704,167	6,078,865,496
ASSETS			
NON-CURRENT ASSETS			
(a) Fixed Assets			
Tangible Assets	8	68,539,349	54,539,349
Capital Work-in-Progress		781,731	781,731
(b) Non Current Investments	9	6,023,242,553	6,023,242,553
(c) Long Term Loans and Advances	10	220,500	2,000
		6,092,784,133	6,078,565,633
CURRENT ASSETS			
(a) Cash and Bank Balances	11	75,034	294,247
(b) Other Current Assets	12	1,845,000	5,616
		1,920,034	299,863
Total		6,094,704,167	6,078,865,496
Notes forming part of the Financial Statements	1 to 31		

As per our report of even date

For **KSMN & Company**
Chartered Accountants
Firm Regn. No. 001075N

Birjesh Kumar Bansal
Partner
Membership No. 096740
Place : Kolkata
Date : 23rd May 2016

For and on behalf of the Board of Directors

Umesh Saraf
Director

Padam Kr. Khaitan
Director

Bimal Kr. Jhunjhunwala
Chief Financial Officer

Saumen Chattopadhyay
Company Secretary

GJS Hotels Limited

CIN No. - U55101WB2002PLC160608

STATEMENT OF PROFIT AND LOSS for the year ended 31st March 2016

			Amount in ₹
	Note	Year Ended 31st March 2016	Year Ended 31st March 2015
INCOME			
Other Income	13	2,062,600	5,616
		2,062,600	5,616
EXPENDITURE			
Employee Benefits Expense	14	614,956	528,883
Other Expenses	15	300,993	336,812
		915,949	865,695
PROFIT / (LOSS) BEFORE TAX		1,146,651	(860,079)
TAX EXPENSES			
Current Tax (including earlier years)		219,452	-
MAT Credit		(218,500)	-
Deferred Tax		-	-
PROFIT / (LOSS) AFTER TAX		1,145,699	(860,079)
EARNINGS PER EQUITY SHARE			
(a) Basic		0.10	(0.08)
(b) Diluted		0.10	(0.08)

Notes forming part of the Financial Statements

1 to 31

As per our report of even date

For **KSMN & Company**
Chartered Accountants
Firm Regn. No. 001075N

Birjesh Kumar Bansal
Partner
Membership No. 096740
Place : Kolkata
Date : 23rd May 2016

For and on behalf of the Board of Directors

Umesh Saraf
Director

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Bimal Kr. Jhunjunwala
Chief Financial Officer

Saumen Chattopadhyay
Company Secretary

GJS Hotels Limited

CIN No. - U55101WB2002PLC160608

CASH FLOW STATEMENT for the year ended 31st March 2016

	Year Ended 31st March 2016	Amount in ₹ Year Ended 31st March 2015
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit / (Loss) before tax	1,146,651	(860,079)
Adjustments for :		
Liabilities Written Back	12,600	-
Operating profit/(loss) before working capital changes	1,159,251	(860,079)
Adjustment for :		
Other Current Liabilities	(577,680)	575,274
Other Long Term Liabilities	15,243,600	2,278,500,000
Short term Loans and Advances	-	1,000,000
Other Current Assets	(1,839,384)	(5,616)
Cash generated from operations	13,985,787	2,279,209,579
Direct taxes paid	205,000	-
Net Cash generated from/(used in) Operations (A)	13,780,787	2,279,209,579
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of fixed assets/ capital work in progress	(14,000,000)	(781,731)
Investment in Non Convertible Debentures	-	(2,050,000,000)
Investment in Preferene Shares	-	(228,501,140)
Net Cash flow from/(used in) Investing Activities (B)	(14,000,000)	(2,279,282,871)
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from long term borrowings	-	-
Net cash flow from/(used in) Financing Activities (C)	-	-
Net increase/(decrease) in Cash and Bank balance (A + B + C)	(219,213)	(73,292)
Cash and Bank balance at the beginning of the year	294,247	367,539
Cash and Bank balance at the end of the year	75,034	294,247

Notes:-

1. The above cash flow statement has been prepared under the indirect method set out in Accounting Standard - 3.
2. Figures in brackets indicates cash outgo.
3. Previous year figures have been regrouped/reclassified, wherever considered necessary to confirm the current year classification.

Notes forming part of the Financial Statements

1 to 31

As per our report of even date

For **KSMN & Company**
Chartered Accountants
Firm Regn. No. 001075N

Birjesh Kumar Bansal
Partner
Membership No. 096740
Place : Kolkata
Date : 23rd May 2016

For and on behalf of the Board of Directors

Umesh Saraf
Director

Bimal Kr. Jhunjhunwala
Chief Financial Officer

Padam Kr. Khaitan
Director

Saumen Chattopadhyay
Company Secretary

NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016**1. Company Overview**

The Company is a wholly Owned subsidiary of Asian Hotels (East) Limited which is listed in Bombay Stock Exchange and National Stock Exchange. The Company possess leasehold land in Bhubaneswar (Odisha) for setting up a hotel. The Company has a subsidiary, Robust Hotels Private Limited that is also into hospitality business and presently operating Hyatt Regency, Chennai.

2. Basis of Preparation

The financial statements have been prepared to comply in all material respects with the mandatory Accounting Standards (AS) notified under section 133 of the Companies Act, 2013 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on a going concern basis on an accrual basis. The accounting policies have been consistently applied in company and are consistent with those used in the previous years.

2.1 Significant Accounting Policies**a. Use of Estimates**

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting 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.

b. Tangible Fixed Assets

Fixed assets are stated at cost of acquisition or construction or at revalued amounts, net of impairment loss if any, less depreciation/amortization. Cost represents the direct expenses incurred on acquisition /construction of the assets and the relative share of indirect expenses relating to construction allocated in proportion to the direct costs involved.

c. Depreciation

Since there are no assets other than the expenditures related to land as referred above, no depreciation has been provided.

Amortization of leasehold land shall be provided on commencement of commercial operation.

d. 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.

Revenue from Interest is recognized on time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend Income is recognized when rights to receive payment is established.

e. Income Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act. Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred Tax is provided during the year, using the liability method on all temporary differences at the Balance Sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes in accordance with mandatory Accounting Standard (AS-22).

Deferred Tax asset is recognized only to the extent that there is a reasonable certainty that sufficient taxable profit will be available against which such deferred tax asset can be realized.

Deferred Tax asset and liability are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the Balance Sheet date.

f. Investment

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are valued at the lower of cost and fair value. Changes in the carrying amount of current investments are recognised in the Statement of Profit and Loss. Long-term investments are valued at cost, less any provision for diminution, other than temporary, in the value of such investments; decline, if any, is charged to the Statement of Profit and Loss. Share Application Money pending allotment of shares is classified as investments.

NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

Amount in ₹

g. Impairment

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use.

Previously recognized impairment losses are reversed where the recoverable amount increases because of favorable changes in the estimates used to determine the recoverable amount since the last impairment was recognized. A reversal of an asset's impairment loss is limited to its carrying amount that would have been (net of depreciation or amortization) had no impairment loss been recognized in prior years.

h. Earning per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings 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.

i. Cash and Cash Equivalents

Cash and cash equivalents in the cash flow statement comprise cash at bank and cash/ cheques in hand and short-term deposits with Banks less short-term advances from Banks.

j. Provision and Contingent Liabilities

Provisions are recognized for present obligations of uncertain timing or amount arising as a result of a past event where a reliable estimate can be made and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain events, are also disclosed as contingent liabilities unless the probability of outflow of resources embodying economic benefit is remote.

	As at 31st March 2016	As at 31st March 2015
3. Share Capital		
Authorised Shares		
14,000,000 Equity Shares of ₹ 10/- each	140,000,000	140,000,000
Issued, Subscribed and fully Paid-up Shares		
10,961,000 Equity Shares of ₹ 10/- each	109,610,000	109,610,000
	109,610,000	109,610,000

3.1 Reconciliation of the Shares outstanding at the beginning and at the end of the reporting year

	As at 31st March 2016		As at 31st March 2015	
Equity Shares	No. of Share	₹	No. of Share	₹
At the beginning of the year	10,961,000	109,610,000	10,961,000	109,610,000
Issued during the year	—	—	—	—
Buy Back during the year	—	—	—	—
At the end of the year	10,961,000	109,610,000	10,961,000	109,610,000

3.2 Terms/rights attached to Equity Shares

The Company has only one class of equity shares having a par value of ₹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.

3.3 Shares held by Holding/ultimate Holding Company and/or their subsidiaries/associates

Asian Hotels (East) Limited, the Holding Company

10,961,000 (31st March 2015: 10,961,000) equity shares of ₹10 each fully paid **109,610,000** 109,610,000
(including their nominees)

GJS Hotels Limited

NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

Amount in ₹

3.4 Details of shareholders Holding more than 5% shares in the Company

Equity Shares	As at 31st March 2016		As at 31st March 2015	
	No. of Share	% of Holding	No. of Share	% of Holding
Asian Hotels (East) Limited, the holding Company (including their nominees)	10,961,000	100	10,961,000	100

- 3.5** No class of shares have been allotted for consideration other than cash or as bonus shares and no shares have been bought back during the period of five years immediately preceding the balance sheet date including the previous year.

	As at 31st March 2016	As at 31st March 2015
4. Reserves and Surplus		
a. Securities Premium Reserve		
Opening Balance	2,236,755,000	2,236,755,000
Add: Additions / deductions during the year	-	-
Closing Balance	2,236,755,000	2,236,755,000
b. Surplus in the Statement of Profit and Loss		
Opening Balance	15,710,291	16,570,370
Add: Profit / (Loss) for the year	1,145,699	(860,079)
Closing Balance	16,855,990	15,710,291
Total	2,253,610,990	2,252,465,291
5. Other Long Term Liabilities		
Advances from holding company (refer note 26)	3,731,418,600	3,716,175,000
Total	3,731,418,600	3,716,175,000
6. Long Term Provisions		
Provision for Income Tax (Net of Advance Tax ₹205,000 (Previous Year - ₹NIL))	14,452	-
Total	14,452	-
7. Other Current Liabilities		
Other Payables-		
TDS payable	4,100	65,774
Professional Tax payable	280	-
Expenses Payable	45,745	549,431
Total	50,125	615,205
8. Fixed Assets - Tangible assets		
Leasehold Land (Gross/Net Carrying Value) (refer note 2.1b and 20)*	68,539,349	54,539,349
Total	68,539,349	54,539,349

- * During the year, ₹ 1.40 Crores earlier expensed by Asian Hotels (East) Limited (Holding Company) on the registration of the land at Bhubaneshwar has been transferred to the Company. The same has been capitalised against the said land.

GJS Hotels Limited

NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

	As at 31st March 2016	Amount in ₹ As at 31st March 2015
9. Non Current Investments		
Trade investments, Unquoted (At Cost, Fully Paid Up)		
Investment in Equity Shares of Subsidiary Company - Robust Hotels Pvt. Ltd.		
63,932,769 (Previous Year: 63,932,769) equity shares of ₹10/- each	2,045,848,608	2,045,848,608
Investment in Preference Shares of Subsidiary Company - Robust Hotels Pvt. Ltd.		
8,964,623 (Previous Year: 8,964,623) 1% Cumulative Redeemable Optional Convertible Preference Shares of ₹10/- each	1,927,393,945	1,927,393,945
Investment in Debenture of Subsidiary Company - Robust Hotels Pvt. Ltd.		
20,500,000 (Previous Year: 20,500,000) 0.1% Unsecured Redeemable Non Convertible Debenture of ₹100/- each	2,050,000,000	2,050,000,000
Total	6,023,242,553	6,023,242,553
Aggregate value of Unquoted Investment	6,023,242,553	6,023,242,553
Aggregate amount of Provision for diminution in value of investments	-	-
10. Long Term Loans and Advances		
Security Deposit (Unsecured, considered good)	2,000	2,000
MAT Credit Entitlement	218,500	-
Total	220,500	2,000
11. Cash & Bank Balances		
Cash & Cash Equivalents		
Balances with Banks:		
Current Accounts	68,091	290,153
Cash in hand	6,943	4,094
Total	75,034	294,247
12. Other Current Assets		
Interest due & accrued	1,845,000	5,616
Total	1,845,000	5,616
	Year Ended 31st March 2016	Year Ended 31st March 2015
13. Other Income		
Interest on Debentures from subsidiary company	2,050,000	5,616
Liabilities Written Back	12,600	-
Total	2,062,600	5,616
14. Employee Benefit Expenses		
Salaries and bonus	591,546	501,858
Staff welfare expenses	23,410	27,025
Total	614,956	528,883
15. Other Expenses		
Travelling and conveyance	143,428	157,189
Payment to auditor		
Statutory audit fees	35,000	35,000
Rates & Taxes	9,889	7,642
Interest on Late Payment of Lease rent	11,350	-
Printing & Stationery	11,030	9,064
Legal & Professional expenses	13,710	63,650
Filing Fees	38,439	12,015
Lease Rent	2,100	31,500
Miscellaneous expenses	36,047	20,752
Total	300,993	336,812

GJS Hotels Limited

NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

	Year Ended 31st March 2016	Amount in ₹ Year Ended 31st March 2015
16. Earnings per Share (Basic & Diluted)		
(i) Profit available for Equity Shareholders	1,145,699	(860,079)
(ii) Weighted average number of Equity Shares @ ₹10 each	10,961,000	10,961,000
(iii) Earnings/(Loss) per share (₹)	0.10	(0.08)

- 17.** In accordance with the Accounting Standard on " Related Party Disclosures" (AS-18), the disclosures in respect of Related Parties and transactions with them, as identified and certified by the management, are as follows: -

Related Party Disclosures

(i) List of Related Parties

- | | |
|--|---|
| <p>(a) Holding Company :</p> <p style="padding-left: 20px;">Asian Hotels (East) Limited</p> <p>(c) Fellow Subsidiary Company :</p> <p style="padding-left: 20px;">Regency Convention Centre and Hotels Limited</p> <p>(d) Entities over which directors or their relatives can exercise significant influence/control</p> <p style="padding-left: 20px;">(i) Nepal Travel Agency Pvt. Ltd., Nepal</p> <p style="padding-left: 20px;">(ii) Unison Hotels Private Limited</p> <p style="padding-left: 20px;">(iii) Vedic Hotels Limited</p> <p style="padding-left: 20px;">(iv) Unison Power Limited</p> <p style="padding-left: 20px;">(v) Unison Hotels South Private Limited</p> <p style="padding-left: 20px;">(vi) Juniper Hotels Private Limited</p> <p style="padding-left: 20px;">(vii) Yak & Yeti Hotels Limited, Nepal</p> <p style="padding-left: 20px;">(viii) Taragaon Regency Hotels Limited, Nepal</p> <p style="padding-left: 20px;">(ix) Saraf Investments Limited, Mauritius</p> <p style="padding-left: 20px;">(x) Sara Hospitality Limited, Hong Kong</p> <p style="padding-left: 20px;">(xi) Triumph Realty Pvt. Ltd.</p> | <p>b) Subsidiary Company</p> <p style="padding-left: 20px;">Robust Hotels Private Limited</p> <p style="padding-left: 20px;">(xii) Juniper Investments Limited</p> <p style="padding-left: 20px;">(xiii) Chartered Hotels Pvt. Ltd.</p> <p style="padding-left: 20px;">(xiv) Blue Energy Private Limited</p> <p style="padding-left: 20px;">(xv) Footsteps of Buddha Hotels Private Limited</p> <p style="padding-left: 20px;">(xvi) Sara International Limited, Hong Kong</p> <p style="padding-left: 20px;">(xvii) Samra Importex Private Limited</p> <p style="padding-left: 20px;">(xviii) Forex Finance Private Limited</p> <p style="padding-left: 20px;">(xix) Saraf Industries Limited, Mauritius</p> <p style="padding-left: 20px;">(xx) Saraf Hotels Limited, Mauritius</p> <p style="padding-left: 20px;">(xxi) Chartered Hampi Hotels Pvt. Ltd.</p> |
|--|---|

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

Transactions	31st March 2016	31st March 2015
Interest on Debentures from Subsidiary Company	2,050,000	5,616
Interest Accrued on Debentures from Subsidiary Company	1,845,000	5,616
Investment made by Holding Company in Share Capital & Securities Premium		
During the year	-	-
Year end balance	2,346,365,000	2,346,365,000
Investment in Equity Shares of Subsidiary Company		
Allotment made during the year	-	-
Year end balance	2,045,848,608	2,045,848,608
Investment in Preference Shares of Subsidiary Company		
Allotment made during the year	-	228,501,140
Year end balance	1,927,393,945	1,927,393,945
Investment in Non Convertible Debenture of Subsidiary Company		
Allotment made during the year	-	2,050,000,000
Year end balance	2,050,000,000	2,050,000,000
Advances taken from Holding Company		
Taken during the year	15,243,600	2,278,500,000
Year end balance	3,731,418,600	3,716,175,000

- 18.** There is no Contingent liabilities as on 31st March 2016 (Previous Year - NIL).

- 19.** The Company has no Capital commitments as on 31st March 2016 (Previous Year - NIL).

- 20.** Pursuant to the representation made by the Company and Compromise Deed executed on 12th September, 2014, General Administration Department, Government of Odisha vide its Order No. 33889 dated 20th December, 2014 revoked its earlier Order No. 25748 dated 1st November, 2012 determining the lease of land situated at Plot No. A/1 in Mouza-Jagamara, Bhubaneswar, Odisha. With this positive outcome, the Company has gone ahead and have undertaken the topographical and soil investigation survey work and examining the basic condition in relation to development of a Hotel Project in Bhubaneshwar. The Company is also exploring various other business models on the said site.

GJS Hotels Limited

NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

21. No amount is due to Micro, Small and Medium enterprises (identified on the basis of 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.
22. The Company has not amortized the leasehold expenses in respect of the land.
23. The Company is not liable for Provident Fund and/or any other retirement benefit for its employees under the relevant applicable Laws, Rules & Regulations.
24. There are no adjustments on account of deferred tax liability or deferred tax asset in respect of current period as well as earlier period since there are no timing difference between the book income and taxable income.
25. The Company has not recognized any loss on impairment in respect of assets of the Company as is required in terms of Accounting Standard 28 on "Impairment of Assets" since in the opinion of the management there is no reduction in the value of any assets.
26. Amount of advances from Holding Company as at 31st March 2016 :

Holding Company	Outstanding as on		Maximum amount outstanding during the year	
	31st March 2016	31st March 2015	31st March 2016	31st March 2015
Asian Hotels (East) Limited	3,731,418,600	3,716,175,000	3,731,418,600	3,716,175,000

27. Derivative instruments and foreign currency exposures.

- a) Foreign currency exposure outstanding as at the Balance Sheet date is ₹ Nil (previous year ₹ Nil).
- b) Particulars of un-hedged foreign currency exposures as at the Balance Sheet date is ₹ Nil (previous year ₹ Nil).
28. The cumulative dividend income of ₹ 1,752,928 accrued till 31st March 2016 (Previous Year - ₹ 854,376) in respect of investment made by the Company in 1% Cumulative Redeemable Preference Shares of Robust Hotels Private Limited will be accounted for as and when declared by the investee Company.
29. The Company does not have more than one reportable segment in accordance with the principle outlined in Accounting Standard (AS 17), "Segment Reporting", the disclosure requirements on "Segment Reporting" is not applicable. The Company operates presently only in India. Thus there is no geographical segment apart from India.
30. The previous year figures have been regrouped/reclassified, wherever considered necessary to confirm the current year classification.
31. There are no other additional material information required to be disclosed pursuant to the provisions of the Companies Act, 2013, Schedule III to the Companies Act, 2013, Companies (Accounting Standards) Rules, 2006 and other material applicable enactments, circulars, orders, notifications etc.

As per our report of even date

For **KSMN & Company**
Chartered Accountants
Firm Regn. No. 001075N

Birjesh Kumar Bansal
Partner
Membership No. 096740
Place : Kolkata
Date : 23rd May 2016

For and on behalf of the Board of Directors

Umesh Saraf
Director

Padam Kr. Khaitan
Director

Bimal Kr. Jhunjhunwala
Chief Financial Officer

Saumen Chattopadhyay
Company Secretary

Regency Convention Centre and Hotels Limited

TWENTY SECOND ANNUAL REPORT 2015-16

BOARD OF DIRECTORS

UMESH SARAF
SURENDRA JAI NARAYAN KAPUR
FARHATH SURENDRA KAPUR
JOY SURENDRA KAPUR
AMIT SARAF
BIMAL KUMAR JHUNJHUNWALA
AMIT MODI

AUDITORS

V. VAIDYANATHAN & CO.
CHARTERED ACCOUNTANTS
D-704, NEELKANT BUSINESS PARK,
NATHANI ROAD, VIDYAVIHAR(W)
MUMBAI-400086

BANKERS

IDBI BANK LIMITED

REGISTERED OFFICE

REGENCY CONVENTION CENTRE AND HOTELS LIMITED
C/O. ASIAN HOTELS (EAST) LIMITED,
HYATT REGENCY KOLKATA,
JA-1, SECTOR - III, SALT LAKE CITY
KOLKATA - 700 098, WEST BENGAL
TEL: 033 2517 1009/1012, FAX: 033 2335 8246
CIN: U74899WB1994PLC160633

DIRECTORS' REPORT

TO THE MEMBERS

Your Directors have pleasure in presenting the 22nd Annual Report of the Company together with the audited financial statements of the Company for the financial year ended 31st March 2016.

FINANCIAL HIGHLIGHTS

Your Company's performance for the year ended 31st March, 2016 is summarised as under:

Particulars	For the year ended 31st March 2016 (Rs.)	For the year ended 31st March 2015 (Rs.)
Profit / (Loss) before tax	(140,133)	(141,015)
Tax Expenses	—	—
Profit/(Loss) for year	(140,133)	(141,015)

TRANSFER TO RESERVES

The Company has not transferred any amount to General Reserve during the financial year 2015-16.

DIVIDEND

Your Board does not recommend payment of any dividend.

BUSINESS OVERVIEW AND OPERATING PERFORMANCE

The profit after tax during the financial year 2015-16 is Rs. (140,133) as compared to Rs. (141,015) during financial year 2014-15.

There has been no progress in Suit No. 6846 of 1999 as reported last year. Presently in the matter of Suit No. 6846 of 1999 taken out by the Company against the Airports Authority of India (AAI) & Ors., evidence of witnesses is being recorded by the Commissioner appointed vide an Order

Regency Convention Centre and Hotels Limited

dated 3rd September 2007 passed by the Hon'ble High Court of Judicature at Bombay. All other parties except AAI have completed of their evidence. Pursuant to the meetings with the committee of the Airports Authority of India (AAI), the Company has submitted projections for the proposed hotel-cum-convention project at the alternate pocket of land at CSI Airport, Mumbai and is presently engaged in dialogue with all concerned for amicable settlement of the dispute. Your Board is hopeful of a positive outcome.

SUBSIDIARY COMPANY

The Company does not have any subsidiary company till date.

NUMBER OF MEETINGS OF THE BOARD

Five (5) meetings of the Board of Directors were held during the year. These were held on 5th April, 2015, 30th July 2015, 30th October, 2015, 4th February, 2016 and 29th March, 2016.

DIRECTORS

In accordance with the provisions of Section 152 of the Companies Act, 2013, Mr. Bimal Kumar Jhunjunwala (DIN No. : 00358072) and Mr. Joy Surendra Kapur (DIN No. : 00036336), Directors of the Company, are liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offer themselves for reappointment. Your Directors recommend their appointment to the Board in the ensuing Annual General Meeting.

DIRECTORS' RESPONSIBILITY STATEMENT

The Board of Directors acknowledges the responsibility for ensuring compliance with the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013 in the preparation of the annual accounts for the year ended 31st March, 2016 and state that:

- a) in the preparation of the annual accounts for the financial year ended 31st March 2016, the applicable accounting standards have been followed along with proper explanation relating to materials departures, if any;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year under review and of the profit or loss of the Company for that period;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a 'going concern' basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

AUDITORS & AUDITORS' REPORT

M/s. V. Vaidyanathan & Co., Chartered Accountants, Mumbai (Firm Registration No. 111225W) the present auditors of the Company, retires at the forthcoming Annual General Meeting and is eligible for re-appointment as auditors. Members are requested to re-appoint them and fix their remuneration. The Company has received confirmation from the firm to the effect that their reappointment, if made, would be within the prescribed limits under Sections 139 and 141 of the Companies Act, 2013 and they are not disqualified for reappointment.

The notes on accounts referred to in the Auditor's Report are self-explanatory and therefore, do not call for any further comments.

PARTICULARS OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company has no particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and outgo pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014.

PATICULARS OF LOANS GIVEN, INVESTMENT MADE, GUARANTEES GIVEN AND SECURITY PROVIDED

Particulars of loans given, investments made, guarantees given and securities provided have been disclosed in the financial statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

There were no contracts or arrangements entered into by the Company in accordance with the Section 188 of the Companies Act, 2013. Information on transactions with related parties to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are provided in the accompanying financial statements.

Regency Convention Centre and Hotels Limited

EXTRACT OF ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith as **Annexure-I** to this Report.

PARTICULARS OF EMPLOYEES

The Company has no employee falling under the categories mentioned in Rules 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

INTERNAL FINANCIAL CONTROL

Adequate internal financial controls have been laid down by the Company. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The Company has not adopted any policy on internal financial control as formulation of policy on internal financial control of the Company does not apply to the Company.

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
5. No material changes and commitment occurred that affected the financial position of the Company between the end of the financial year of the Company to which the financial statements relate and the date of this report.
6. No statement indicating the development and implementation of a risk management policy including identification therein of elements of risk that may threaten the existence of the Company.
7. No policy developed and implemented by the Company on corporate social responsibility as the provision of Section 135 of the Companies Act, 2013 is not applicable to the Company.
8. No policy developed and implemented by the Company on Nomination and Remuneration as the provision of Section 178 of the Companies Act, 2013 is not applicable to the Company.
9. Details relating to composition of an Audit Committee is not required as the provision of Section 177 of the Companies Act, 2013 is not applicable to the Company.
10. Appointment of a Internal Auditor under the provisions of Section 138 of the Companies Act, 2013.
11. Appointment of a Secretarial Auditor under the provisions of Section 204 of the Companies Act, 2013.
12. Annual evaluation of the performance of the Board, Committee and individual directors by the Board.

ACKNOWLEDGEMENT

Your Directors thank the Company's employees, vendors, shareholders and others for their continuous support and co-operation.

For and on behalf of Board of Directors

Place: Kolkata
Date: 30th April 2016

Umesh Saraf
Director

Bimal Kumar Jhunjunwala
Director

Regency Convention Centre and Hotels Limited

ANNEXURE - I

Form No. MGT - 9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2016

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i) CIN	:	U74899WB1994PLC160633
ii) Registration Date	:	21/07/1994
iii) Name of the Company	:	Regency Convention Centre and Hotels Limited
iv) Category / Sub-Category of the Company	:	Company limited by shares / Indian Non Government Company
v) Address of the Registered office and contact details	:	Hyatt Regency Kolkata , JA-1, Sector III, Salt Lake City, Kolkata - 700098, West Bengal
vi) Whether listed company	:	No
vii) Name, Address and Contact details of Registrar and Transfer Agent	:	Nil

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Hotel	N.A.	N.A.

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-

Sl. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	Asian Hotels (East) Ltd. Hyatt Regency Kolkata, JA-1, Sector - III, Salt Lake City, Kolkata - 700098, West Bengal	L15122WB2007 PLC162762	Holding	58.99%	2(46) of Companies Act, 2013

IV. SHARE HOLDING PATTERN (Equity Share Capital Break up as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	0	63705	63705	41.01%	0	63705	63705	41.01%	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	0	91652	91652	58.99%	0	91652	91652	58.99%	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (1):-	0	155357	155357	100%	0	155357	155357	100%	0.00
(2) Foreign									
a) NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (2):-	0	0	0	0.00	0	0	0	0.00	0.00
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	0	155357	155357	100%	0	155357	155357	100%	0.00

Regency Convention Centre and Hotels Limited

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1):-	0	0	0	0.00	0	0	0	0.00	0.00
2. Non- Institutions									
a) Bodies Corp.									
i) Indian	0	0	0	0.00	0	0	0	0.00	0.00
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
c) Others (Specify)									
Sub-total (B)(2):-	0	0	0	0.00	0	0	0	0.00	0.00
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	0	0	0.00	0	0	0	0.00	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	0	155357	155357	100%	0	155357	155357	100%	0.00

(ii) Shareholding of Promoters

SI No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	%of total Shares of the company	%of Shares Pledged/ encumbered to total shares	No. of Shares	%of total Shares of the company	%of Shares Pledged/ encumbered to total shares	
1.	Asian Hotels (East) Limited	91652	58.99	0	91652	58.99	0	0

Regency Convention Centre and Hotels Limited

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	No change	No change	No change	No change
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc):	No change	No change	No change	No change
	At the end of the year	No change	No change	No change	No change

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

Sl. No.	Name	Shareholding at the beginning of the year (01.04.2015) / end of the year (31.03.2016)		Date	Increase/ Decrease in share holding	Reason	Cumulative Shareholding during the Year (01.04.2015 to 31.03.2016)	
		No of Shares	% of total shares of the Company				No of Shares	% of total shares of the Company
1.	Mr. Saumen Chattopadhyay	5357	3.45	01/04/2015				
				31/03/2016	0	Nil Movement during the year	5357	3.45
2.	Ms. Yash Kapur	11250	7.24	01/04/2015				
				31/03/2016	0	Nil Movement during the year	11250	7.24
3.	Mr. Mohd. H. Merchant	10424	6.71	01/04/2015				
				31/03/2016	0	Nil Movement during the year	10424	6.71
4.	Mr. Tanveer M. Merchant	2924	1.89	01/04/2015				
				31/03/2016	0	Nil Movement during the year	10424	6.71

Regency Convention Centre and Hotels Limited

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year (01.04.2015) / end of the year (31.03.2016)		Date	Increase/Decrease in share holding	Reason	Cumulative Shareholding during the Year (01.04.2015 to 31.03.2016)	
		No of Shares	% of total shares of the Company				No of Shares	% of total shares of the Company
A.	Directors:							
1.	Mr. Umesh Saraf	0	0.00%	01/04/2015				
		0	0.00%	31/03/2016	0	Nil movement during the year	0	0.00%
2.	Mr. Surendra Jainarayan Kapur	11250	7.24%	01/04/2015				
		11250	7.24%	31/03/2016	0	Nil movement during the year	0	0.00%
3.	Ms. Farhath S Kapur	11250	7.24%	01/04/2015				
		11250	7.24%	31/03/2016	0	Nil movement during the year	0	0.00
4.	Mr. Joy S Kapur	11250	7.24%	01/04/2015				
		11250	7.24%	31/03/2016	0	Nil movement during the year	0	0.00
5.	Mr. Amit Saraf	0	0.00%	01/04/2015				
		0	0.00%	31/03/2016	0	Nil movement during the year	0	0.00
6.	Mr. Bimal Kumar Jhunjhunwala	0	0.00%	01/04/2015				
		0	0.00%	31/03/2016	0	Nil movement during the year	0	0.00
7.	Mr. Amit Modi	0	0.00%	01/04/2015				
		0	0.00%	31/03/2016	0	Nil movement during the year	0	0.00
B.	Key Managerial Personnel:							
	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

V. INDEBTEDNESS

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

(₹ in lacs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	NIL	167.35	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total(i+ii+iii)	NIL	167.35	NIL	NIL
Change in Indebtedness during the financial year				
Addition	NIL	4.5	NIL	NIL
Reduction	NIL	NIL	NIL	NIL
Net Change	NIL	4.5	NIL	NIL
Indebtedness at the end of the financial year				
i) Principal Amount	NIL	171.85	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total(i+ii+iii)	NIL	171.85	NIL	NIL

Regency Convention Centre and Hotels Limited

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

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

B. Remuneration to other directors

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

Regency Convention Centre and Hotels Limited

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			Total Amount (₹)
		CEO	Company Secretary	CFO	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A.	N.A.	N.A.	N.A.
	(b) Value of perquisites u/s17(2) Income-tax Act, 1961	N.A.	N.A.	N.A.	N.A.
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	N.A.	N.A.	N.A.	N.A.
2	Stock Option	N.A.	N.A.	N.A.	N.A.
3	Sweat Equity	N.A.	N.A.	N.A.	N.A.
4	Commission				
	– as % of profit	N.A.	N.A.	N.A.	N.A.
	– others, specify...	N.A.	N.A.	N.A.	N.A.
5	Others, please specify	N.A.	N.A.	N.A.	N.A.
	Total	N.A.	N.A.	N.A.	N.A.

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

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

Regency Convention Centre and Hotels Limited

INDEPENDENT AUDITORS' REPORT

To,
The Members,
Regency Convention Centre And Hotels Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Regency Convention Centre & Hotels Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of these standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls.

An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016, and its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

Regency Convention Centre and Hotels Limited

- d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e. On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There is no amount which is required to be transferred, to the Investor Education and Protection Fund by the Company

Place: Mumbai
Dated: 30th April 2016

For **V. Vaidyanathan & Co.**
Chartered Accountants
Firm Regn. No. 111225W

V. Vaidyanathan
(Partner)
Membership No. 017905

Regency Convention Centre and Hotels Limited

Annexure A to the Independent Auditor's Report to the members of Regency Convention Centre & Hotels Limited dated 30th April 2016

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section

- (i) The amount shown under the head Fixed Assets represents the earnest money paid for the property and the expenditure incurred by the promoters on the property. The company had handed over the property to the Government on December 2001. As per the understanding with the Government the land will be leased back to the company for its operations. The expenditure incurred on this property till 31st March 2016 was capitalized with the fixed assets. The expenditures identified to be directly connected to the fixed assets to the extent of Rs. 4,00,412/- have been capitalised during the year.
Since the company does not have any other assets other than rights in the property referred to above, the question of maintenance of property records of its fixed assets showing full particulars, including quantitative details and their location or physical verification etc does not arise.
- (ii) As the Company does not have any inventory, clause 3 (ii) of the Companies (Auditor's Report) Order, 2016 is not applicable to the Company.
- (iii) (a) Subject to note no. 15 in the Notes to Financial Statements the Company has not granted or taken any other loan, secured or unsecured, to or from person/ firm/ companies covered in the register maintained under section 189 of the Companies Act 2013. The interest free loan from Holding company was Rs. 125.69 lakhs as on 31st March 2016.
(b) There are no overdue amounts.
- (iv) The Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013, as applicable to the Company in respect of loans, investments and guarantees.
- (v) The Company has not accepted deposits and hence the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under are not applicable.
- (vi) According to the information and explanation given to us, the Central Government has not prescribed maintenance of cost records under Sub section (I) of Section 148 of the Companies Act, 2013 in respect of services carried out by the Company. Therefore, the provisions of Clause of the Order are not applicable.
- (vii) (a) The Company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities.
(b) There are no particulars of dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax that have not been deposited on account of any dispute.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted during the year, in repayment of dues to any financial institution, banks or debenture-holders.
- (ix) The Company has not raised any funds either through initial public offer or further public offer (including debt instruments) or additional term loans during the year.
- (x) According to the information and explanations given to us, no fraud by the Company or any fraud on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) In our opinion and according to the information and explanations given to us, the Company has not paid or provided for Managerial remuneration. Hence the related provisions are not applicable.
- (xii) The Company is not a Nidhi Company, hence clause (xii) of the Order is not applicable to the Company;
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with related-parties as per the provisions of the Companies Act are in compliance with the provisions of Section 188 and 177 of the Companies Act, 2013, where applicable. We further report that in our opinion all transactions of the Company with the related parties, as required by the accounting standards and the provisions of the Companies Act, 2013, have been duly disclosed in the Financial Statements.
- (xiv) The company has not made any preferential allotment or private placement of shares or fully & partly convertible debentures during the year under review. The requirement of section 42 of the Companies Act, 2013 need not be complied with.
- (xv) The company has not entered into non-cash transactions with directors and persons connected with him. In this respect, the provisions of section 192 of Companies Act, 2013 need not be complied with.
- (xvi) Based on the information and explanations given to us, in our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For V. Vaidyanathan & Co.
Chartered Accountants
Firm Regn. No. 111225W

V. Vaidyanathan
(Partner)
Membership No, 017905

Place: Mumbai
Dated: 30th April 2016

Regency Convention Centre and Hotels Limited

Annexure B to the Independent Auditor's Report to the members of Regency Convention Centre & Hotels Limited dated 30th April 2016

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **Regency Convention Centre & Hotels Limited** ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- c) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

*Regency Convention Centre and Hotels Limited***Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

Place: Mumbai
Dated: 30th April 2016

For **V. Vaidyanathan & Co.**
Chartered Accountants
Firm Regn. No. 111225W

V. Vaidyanathan
(Partner)
Membership No, 017905

*Regency Convention Centre and Hotels Limited***BALANCE SHEET as at 31st March 2016**

	Note	As at 31st Mar 2016	Amount in ₹ As at 31st Mar 2015
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUNDS			
(a) Share Capital	3	1,553,570	1,553,570
(b) Reserves and Surplus	4	(628,574)	(488,441)
		924,996	1,065,129
CURRENT LIABILITIES			
(a) Short Term Borrowings	5	17,185,258	16,735,258
(b) Other Current Liabilities	6	51,814	49,219
		17,237,072	16,784,477
Total		18,162,068	17,849,606
ASSETS			
NON-CURRENT ASSETS			
(a) Fixed Assets			
Tangible assets	7	18,028,948	17,628,536
(b) Long-Term Loans and Advances	8	84,770	84,770
		18,113,718	17,713,306
CURRENT ASSETS			
(a) Cash and Bank Balances	9	48,350	136,300
Total		18,162,068	17,849,606

Notes forming part of the Financial Statements

1 to 16

As per our report of even date

For **V. Vaidyanathan & Co.**Chartered Accountants
Firm Regn. No. 111225W**V. Vaidyanathan**Partner
Membership No. 017905Place : Mumbai
Date : 30th April 2016

For and on behalf of Board of Directors

Umesh Saraf
Director**Bimal K Jhunjunwala**
DirectorPlace : Kolkata
Date : 29th April 2016

*Regency Convention Centre and Hotels Limited***STATEMENT OF PROFIT AND LOSS for the year ended 31st March 2016**

		Amount in ₹	
	Note	Year Ended 31st March 2016	Year Ended 31st March 2015
INCOME			
Revenue from Operations		-	-
Other Income		-	-
		<u>-</u>	<u>-</u>
EXPENDITURE			
Employee Benefits Expense	10	116,750	110,000
Other Expenses	11	23,383	31,015
		<u>140,133</u>	<u>141,015</u>
PROFIT/(LOSS) BEFORE TAX		(140,133)	(141,015)
TAX EXPENSES			
Current Tax		-	-
Deferred Tax		-	-
PROFIT/(LOSS) AFTER TAX		<u>(140,133)</u>	<u>(141,015)</u>
EARNINGS PER EQUITY SHARE			
(a) Basic		(0.90)	(0.91)
(b) Diluted		(0.90)	(0.91)

Notes forming part of the Financial Statements

1 to 16

As per our report of even date

For **V. Vaidyanathan & Co.**
Chartered Accountants
Firm Regn. No. 111225W

V. Vaidyanathan
Partner
Membership No. 017905

Place : Mumbai
Date : 30th April 2016

For and on behalf of Board of Directors

Umesh Saraf
Director

Bimal K Jhunjunwala
Director

Place : Kolkata
Date : 29th April 2016

*Regency Convention Centre and Hotels Limited***CASH FLOW STATEMENT for the year ended 31st March 2016**

	Amount in ₹
	Year Ended 31st March 2016
	Year Ended 31st March 2015
A. CASH FLOW FROM OPERATING ACTIVITIES	
Profit before tax	(140,133)
Adjustments	-
Operating profit/(loss) before working capital changes	(140,133)
Adjustment for :	
Other current liabilities	2,595
Cash generated from operations	(137,538)
Direct taxes	-
Net Cash generated from/(used in) Operations	(137,538)
B. CASH FLOWS FROM INVESTING ACTIVITIES	
Purchase of fixed assets	(400,412)
Net Cash flow from/(used in) Investing Activities	(400,412)
C. CASH FLOWS FROM FINANCING ACTIVITIES	
Proceeds from short-term borrowings	450,000
Net cash flow from/(used in) Financing Activities	450,000
Net increase/(decrease) in Cash and Cash Equivalents (A + B + C)	(87,950)
Cash and cash equivalents at the beginning of the year	136,300
Cash and cash equivalents at the end of the year	48,350

Notes forming part of the Financial Statements

1 to 16

As per our report of even date

For **V. Vaidyanathan & Co.**
Chartered Accountants
Firm Regn. No. 111225W

V. Vaidyanathan
Partner
Membership No. 017905

Place : Mumbai
Date : 30th April 2016

For and on behalf of Board of Directors

Umesh Saraf
Director

Bimal K Jhunjhunwala
Director

Place : Kolkata
Date : 29th April 2016

Regency Convention Centre and Hotels Limited

NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

1. Company Overview

The Company is a subsidiary of Asian Hotels (East) Limited, a Company listed in Bombay Stock Exchange and National Stock Exchange. The principle assets of the Company comprise of an interest in a parcel of land at Mumbai, such interest being the subject matter of dispute pending in the Bombay High Court.

2. Basis of Preparation

The financial statements have been prepared to comply in all material respects with the mandatory Accounting Standards (AS) notified under section 133 of the Companies Act, 2013 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on an accrual basis.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

2.1 Significant Accounting Policies

a. Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting 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.

b. Tangible Fixed Assets

Tangible Fixed assets are stated at cost of acquisition or construction or at revalued amounts, net of impairment loss if any, less depreciation/amortization. Cost represents the direct expenses incurred on acquisition/construction of the assets and the relative share of indirect expenses relating to construction allocated in proportion to the direct costs involved.

c. Depreciation

Since there are no assets other than the expenditures related to land as referred above, no depreciation has been provided.

d. 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.

e. Income Taxes

Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

f. Earning per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

g. Cash and Cash Equivalents

Cash and cash equivalents in the cash flow statement comprise cash at bank and cash/ cheques in hand and short-term deposits with Banks less short-term advances from Banks.

Regency Convention Centre and Hotels Limited

NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

Amount in ₹

	As at 31st March 2016	As at 31st March 2015
3. Share Capital		
Authorised Shares		
2,50,000 (31st March 2015: 2,50,000) Equity Shares of ₹10/- each	2,500,000	2,500,000
Issued, Subscribed and fully Paid-up Shares		
1,55,357 (31st March 2015: 1,55,357) Equity Shares of ₹10/- each	1,553,570	1,553,570
	1,553,570	1,553,570

3.1 Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

	As at 31st March 2016		As at 31st March 2015
Equity Shares	No. of Share	₹	No. of Share
At the beginning of the year	155,357	1,553,570	155,357
Issued during the year	—	—	—
At the end of the year	155,357	1,553,570	155,357

3.2 Terms/rights attached to Equity Shares

The Company has only one class of equity shares having a par value of ₹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.

3.3 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 is as below:

	As at 31st March 2016	As at 31st March 2015
Asian Hotels (East) Limited, the Holding Company		
91,652 (31st March 2015: 91,652) equity shares of ₹10 each fully paid	916,520	916,520

3.4 Details of shareholders Holding more than 5% shares in the Company

	As at 31st March 2016		As at 31st March 2015
Equity Shares	No. of Share	% of Holding	No. of Share
Asian Hotels (East) Limited	91,652	58.99	91,652
Mr. S. Kapur	11,250	7.24	11,250
Ms. Farhath S. Kapur	11,250	7.24	11,250
Mr. Joy S. Kapur	11,250	7.24	11,250
Ms. Yash Kapur	11,250	7.24	11,250
Mohd. H. Merchant	10,424	6.71	10,424

4. Reserves and Surplus

Surplus/(deficit) in the Statement of Profit and Loss

	As at 31st March 2016	As at 31st March 2015
Balance as per the last financial statements	(488,441)	(347,426)
Add: Profit/(Loss) for the year	(140,133)	(141,015)
Net surplus/(deficit) in the Statement of Profit and Loss	(628,574)	(488,441)

Regency Convention Centre and Hotels Limited

NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

	Amount in ₹
As at 31st March 2016	As at 31st March 2015
5. Short Term Borrowings	
Loan from related party repayable on demand (unsecured) (refer note 15)	12,119,474
Loan from other parties repayable on demand (unsecured)	4,615,784
17,185,258	16,735,258
6. Other Current Liabilities	
Other Payables	
TDS payable	-
Expenses Payable	49,219
51,814	49,219
7. Fixed Assets - Tangible Assets *	
Interest in Land at Sahar, CSI Airport, Mumbai	17,328,752
Add:- Expenses capitalised during the year	
Professional and legal fees	28,127
Travelling expenses	271,657
18,028,948	17,628,536
<p>* The cost of property represents the earnest money paid for the property, the incidental expenditure, legal expenses and the pre-operative expenditures capitalized. The Company has handed over the property to the Airports Authority of India (AAI). As per the understanding with the AAI the land will be leased back to the Company for its operations.</p> <p>As a step to resolve the dispute with AAI, the Company has entered into an Articles of Agreement on 24th July, 2015 with Mumbai International Airport Private Limited (MIAL) for sub-lease of an alternate land admeasuring about 9776 sq. mtr. at CSI National area, Mumbai for construction of a hotel cum commercial complex and allied facilities subject to provisions of Operation, Management, & Development Agreement (OMDA). Upon sub-lease of the said land by MIAL, the Company shall file consent terms with the Court to withdraw the pending suit filed against the Airport Authority of India (AAI). However, till date the AAI has not yet approved the said agreement and the matter is pending before the Court. The Company is hopeful of a positive outcome out of the same.</p>	
8. Long Term Loans and Advances	
Other loans & advances	
Advances recoverable in cash or kind or for value to be received	84,770
(Unsecured, considered good)	
84,770	84,770
9. Cash & Bank Balances	
Cash & Cash Equivalents	
Balances with Banks	
Current Accounts	134,184
Cash on hand	2,116
48,350	136,300
	Year Ended 31st March 2016
10. Employee Benefit Expenses	
Salaries and wages	110,000
116,750	110,000

Regency Convention Centre and Hotels Limited

NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

	Year Ended 31st March 2016	Amount in ₹ Year Ended 31st March 2015
11. Other Expenses		
Rates and taxes	2,500	2,500
Legal & Professional Expenses	8,588	14,392
Filing fees	616	2,596
Payment to auditor	11,450	11,236
Miscellaneous expenses	229	291
	23,383	31,015
12. Earnings per Share	31st March 2016	31st March 2015
(i) Profit available for Equity Shareholders	(140,133)	(141,015)
(ii) Weighted average number of Equity Shares @ ₹10 each	155,357	155,357
(iii) Earnings/(Loss) per share (₹)	(0.90)	(0.91)

- 13.** In accordance with the Accounting Standard on "Related Party Disclosures" (AS-18), the disclosures in respect of Related Parties and transactions with them, as identified and certified by the management, are as follows: -

Related Party Disclosures

(i) List of Related Parties

- (a) Holding Company :
Asian Hotels (East) Limited
- (b) Fellow Subsidiary Company :
GJS Hotels Limited
- (c) Entities over which directors or their relatives can exercise significant influence/control :
 - (i) Robust Hotels Private Limited
 - (ii) Nepal Travel Agency Pvt. Ltd., Nepal
 - (iii) Unison Hotels Private Limited
 - (iv) Triumph Realty Pvt. Ltd.
 - (v) Vedic Hotels Limited
 - (vi) Unison Power Limited
 - (vii) Unison Hotels South Private Limited
 - (viii) Juniper Hotels Private Limited
 - (ix) Yak & Yeti Hotels Limited, Nepal
 - (x) Taragaon Regency Hotels Limited, Nepal
 - (xi) Saraf Investments Limited, Mauritius
 - (xii) Sara Hospitality Limited, Hong Kong
 - (xiii) Juniper Investments Limited
 - (xiv) Chartered Hotels Pvt. Ltd.
 - (xv) Chartered Hampi Hotels Pvt. Ltd.
 - (xvi) Blue Energy Private Limited
 - (xvii) Footsteps of Buddha Hotels Private Limited
 - (xviii) Sara International Limited, Hong Kong
 - (xix) Samra Importex Private Limited
 - (xx) Forex Finance Private Limited
 - (xxi) Saraf Industries Limited, Mauritius
 - (xxii) Saraf Hotels Limited, Mauritius

(ii) Details of transactions with related parties during the year :

Transactions	31st March 2016	31st March 2015
Services Availed during the Year		
Unison Hotels Private Limited	-	76,985
Juniper Hotels Private Limited	-	38,333
Investment made by Holding Company		
During the year	-	-
Year end balance	916,520	916,520
Loans & Advances taken from Holding Company		
During the year	450,000	550,000
Year end balance	12,569,474	12,119,474

Regency Convention Centre and Hotels Limited

NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

Amount in ₹

- 14.** No amount is due to Micro, Small and Medium enterprises (identified on the basis of 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.
- 15.** Amount of loans and advances in the nature of loans outstanding to Holding Company carrying no interest and repayable on demand as at 31st March 2016 :

Holding Company	Outstanding as on		Maximum amount outstanding during the year	
	31st March 2016	31st March 2015	31st March 2016	31st March 2015
Asian Hotels (East) Limited	12,569,474	12,119,474	12,569,474	12,119,474

- 16.** Previous year figures have been re-grouped and re-classified wherever considered necessary to confirm to current year's classification.

As per our report of even date

For **V. Vaidyanathan & Co.**
Chartered Accountants
Firm Regn. No. 111225W

V. Vaidyanathan
Partner
Membership No. 017905

Place : Mumbai
Date : 30th April 2016

For and on behalf of Board of Directors

Umesh Saraf **Bimal K Jhunjunwala**
Director Director

Place : Kolkata
Date : 29th April 2016

NINETH ANNUAL REPORT 2015-16**BOARD OF DIRECTORS**

ARUN KUMAR SARAF
 UMESH SARAF
 A. SRINIVASAN
 VARUN SARAF
 SOUMYA SAHA
 PAWAN KUMAR KAKARANIA

CHIEF FINANCIAL OFFICER

N. MUTHULAKSHMI

COMPANY SECRETARY

T. N. THANIKACHALAM

AUDITORS

M/S. V. SINGHI & ASSOCIATES
 CHARTERED ACCOUNTANTS
 KOLKATA

BANKERS

IDBI BANK LIMITED
 HDFC LTD.
 CITI BANK, N.A.

REGISTERED OFFICE

365, ANNA SALAI
 TEYNAMPET
 CHENNAI - 600018
 TEL: +91 44 6100 1234, FAX: +91 44 24338320
 E-MAIL: info@robusthotels.com
 CIN: U55101TN2007PTC062085

**DIRECTORS' REPORT
 TO THE SHAREHOLDERS**

Your directors have pleasure in presenting their Ninth Annual Report on the business and operation of the Company together with the Audited Annual Accounts of the Company for the year ended 31st March 2016.

1. The extract of Annual Return in Form MGT-9 is attached to this report (Annexure I)
2. Number of Meetings of the Board During the year under review, the company conducted a total of Seven Board Meetings.
3. Directors' Responsibility Statement pursuant to section 134(3)(c) of the Companies Act 2013;
 - a. That in the preparation of annual accounts for the year ended 31st March 2016 the applicable accounting standards had been followed along with proper explanation relating to material departures,
 - b. That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of financial year and of the profit and loss of the Company for that period.
 - c. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013. for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities, and
 - d. That the accounts for the period have been prepared on a "going concern" basis.
 - e. That the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

4. **State of the Company's affairs**
REVIEW OF HOTEL OPERATION

The company's Hotel Hyatt Regency Chennai continued to perform well during the year under review. Revenue has increased to Rs.95.07 crores as against Rs.89.38 crores in the previous year. This has been achieved despite adverse market conditions and delay in completion of metro rail work seriously affecting the business of the Hotel. Room occupancy has increased to 67% as compared to 59% in the previous year. However, the average room rate has come down compared to previous year due to market conditions. The EBDITA has increased from Rs.21.50 crores to 25.18 crores. The company could meet the principal re-payment of the lender amounting to Rs.4.70 crores out of internal accruals during the year. Your directors are hopeful of better performance of the Hotel in the current year also.

Robust Hotels Private Limited

Financial Performance

The financial performance of the Company for the year 2015-16 is as follows:

	(₹ in crores)	
	2015-16	2014-15
Turnover	95.07	89.38
Earnings before interest and depreciation	25.18	21.50
Interest	22.26	51.21
Earnings before Depreciation and Tax	2.92	(29.71)
Depreciation	24.54	24.40
Loss for the year	21.62	54.11

The Turnover has increased by 6.37% and where as the EBDITA of the company has improved by 17.12%. This is mainly due to increase in Room occupancy, increase in F&B revenue and also due to cost control measures undertaken by the Hotel especially in the area of employee related cost.

The Company has for the first time since commencing business made cash profit (EBDT) of Rs.2.92 crores. This was possible due to saving in interest cost as a result of repayment of the term loan last year to IDBI Bank.

Future Outlook:

The hospitality industry in India is registering growth across the country and the same is getting reflected in the Occupancy of the rooms with the country poised for overall economic development and growth with the newly elected Government in the State of Tamilnadu in place, your Directors are optimistic of increased business and profitability for the company in the coming year.

5. DIRECTORS

Mr. A. Srinivasan was reappointed as Whole-time Director for the term upto 31st December 2016.

Mr. Pawan Kumar Kakrania and Mr. Sowmya Saha were appointed as Independent Directors of the company effective from 4th February 2016

Mr. Varun Saraf retires by rotation and being eligible offers himself for re-appointment.

6. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 the information is furnished below :

Conservation of Energy

The Company is continued to take many energy saving initiatives during the years to save energy resulting in reduction of energy cost. The initiatives include the following items;

- Change of CFL lamps with LED lights
- Installation of condensate recovery system to reduce the Fuel consumption for Boilers.
- Reducing the temperature of Hot water to reduce the consumption Fuel.
- Application of sun control film on the window glasses fixed in Banquet Halls, Restaurants and Fitness Centre.

The Company is also planning to take following energy saving initiatives in the year to come;

- Replacement of halogen with LED lamps in public areas
- Replacement of existing Boilers with energy efficient Boilers
- Explore the possibilities of generating and consuming solar power.

7. Foreign Exchange earnings and outgo

	(₹ in lakhs)	
	Year ending 31.03.16	Year ending 31.03.15
Foreign Exchange Earnings:	3994.57	3846.77
Foreign Exchange Outgo:	731.10	717.25

8. AUDITORS

M/s. V. Singhi & Associates, Chartered Accountants, Kolkata were appointed as the Statutory Auditors of the Company by the Board and hold office until the conclusion of the ensuing Annual General Meeting and are eligible for reappointment. The Board recommends their reappointment.

9. ACKNOWLEDGEMENT

The Directors wish to express their sincere thanks for the valuable assistance extended by Banks, Investors and Financial institutions to the Company. The Directors also extend their sincere thanks to the employees for their support.

For and on behalf of the Board of Directors

Place: Chennai
Date: 21st May 2016

Umesh Saraf
Director

A. Srinivasan
Whole-time Director

Robust Hotels Private Limited

ANNEXURE - I

Form No. MGT - 9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2016

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i) CIN	: U55101TN2007PTC062085
ii) Registration Date	: 19.01.2007
iii) Name of the Company	: Robust Hotels Private Limited
iv) Category / Sub-Category of the Company	: Private Limited Company
v) Address of the Registered office and contact details	: 365, Anna salai, Teynampet, Chennai - 18 044-61001234
vi) Whether listed company	: No
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	: NA

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Hotel 5 -Star	-	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-

Sl. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	GJS Hotels Ltd. Hyatt Regency Kolkata, JA-1, Sector - III, Salt Lake City, Kolkata - 700 098	U55101WB2002 PLC160608	Holding	68%	2(46) of Companies Act, 2013
2	Forex Finance Pvt. Ltd 15, India Exchange Place, 1st Floor, Kolkata - 700 001	U15491WB1983 PTC035826	Associate	32%	2(6) of Companies Act, 2013

IV. SHARE HOLDING PATTERN (Equity Share Capital Break up as percentage of Total Equity)

i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	0	9,39,42,769	9,39,42,769	100%	0	9,39,42,769	9,39,42,769	100%	Nil
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (1):-	0	9,39,42,769	9,39,42,769	100%	0	9,39,42,769	9,39,42,769	100%	Nil
(2) Foreign									
a) NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (2):-	0	0	0	0.00	0	0	0	0.00	0.00
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	0	9,39,42,769	9,39,42,769	100%	0	9,39,42,769	9,39,42,769	100%	Nil

Robust Hotels Private Limited

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1):-	0	0	0	0.00	0	0	0	0.00	0.00
2. Non- Institutions									
a) Bodies Corp.									
i) Indian	0	0	0	0.00	0	0	0	0.00	0.00
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
c) Others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(2):-	0	0	0	0.00	0	0	0	0.00	0.00
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	0	0	0.00	0	0	0	0.00	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	0	9,39,42,769	9,39,42,769	100%	0	9,39,42,769	9,39,42,769	100%	Nil

(ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	%of total Shares of the company	%of Shares Pledged/ encumbered to total shares	No. of Shares	%of total Shares of the company	%of Shares s Pledged/ encumbered to total share	
1.	GJS Hotels Ltd	6,39,32,769	68%	Nil	6,39,32,769	68%	Nil	Nil
2.	Forex Finance Pvt. Ltd	3,00,10,000	32%	Nil	3,00,10,000	32%	Nil	Nil

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	9,39,42,769	100%	9,39,42,769	100%
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc):	—	—	—	—
	At the end of the year	9,39,42,769	100%	9,39,42,769	100%

Robust Hotels Private Limited

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

Sl. No.	For Each of the Top10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/ Decrease in Shareholding during the year specifying the reasons for increase/ decrease(e.g. allotment/ transfer/ bonus/sweat equity etc):	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Director & KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/ Decrease in Shareholding during the year specifying the reasons for increase/ decrease(e.g. allotment/ transfer/ bonus/sweat equity etc):	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil

V. INDEBTEDNESS

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

(Amount in ₹)

	Secured Loans excluding deposits	Unsecured Debentures	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,50,00,00,000	205,00,00,000	Nil	3,55,00,00,000
ii) Interest due but not paid B/S	2,85,95,665	5,616	Nil	2,86,01,281
iii) Interest accrued but not due B/S	Nil	Nil	Nil	Nil
Total(i+ii+iii)	1,52,85,95,665	205,00,05,616	Nil	3,57,86,01,281
Change in Indebtedness during the financial year				
Addition	Nil	18,39,384	Nil	18,39,384
Reduction	4,64,44,846	Nil	Nil	4,64,44,846
Net Change	(4,64,44,846)	18,39,384	Nil	(4,48,05,462)
Indebtedness at the end of the financial year				
i) Principal Amount	1,45,30,50,000	205,00,00,000	Nil	3,50,30,50,000
ii) Interest due but not paid	2,89,00,819	18,45,000	Nil	3,07,45,819
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total(i+ii+iii)	1,48,19,50,819	205,18,45,000	Nil	3,53,37,95,819

Robust Hotels Private Limited

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/ WTD/ Manager	Total Amount (₹)
		A. Srinivasan Whole-time Director	
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	46,06,004	46,06,004
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961		
2.	Stock Option	Nil	Nil
3.	Sweat Equity	Nil	Nil
4.	Commission	Nil	Nil
	– as % of profit	Nil	Nil
	– others, specify	Nil	Nil
5.	Others, please specify	Nil	Nil
	Total (A)	46,06,004	46,06,004
	Ceiling as per the Act	NA	NA

B. Remuneration to other directors

Sl. No.	Particulars of Remuneration	Name of Directors		Total Amount (₹)
	1. Independent Directors	Soumya Saha	Pawan Kumar Kakarania	
	– Fee for attending Board Committee Meetings	Nil	Nil	Nil
	– Commission	Nil	Nil	Nil
	– Others, please specify	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil
	2. Other Non-Executive Directors			
	– Fee for attending Board Committee Meetings	Nil	Nil	Nil
	– Commission	Nil	Nil	Nil
	– Others, please specify	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil
	Total (B)=(1+2)	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil
	Overall Ceiling as per the Act	NA	NA	NA

Robust Hotels Private Limited

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

(Amount in ₹)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		Total
		Company Secretary	Chief Financial Officer	
		T.N Thanikachalam	N Muthulakshmi	
1	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	27,88,420	8,57,376	36,45,796
	(b) Value of perquisites u/s17(2) Income-tax Act, 1961	8,38,613	96,966	9,35,579
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	—	—	—
2	Stock Option	—	—	—
3	Sweat Equity	—	—	—
4	Commission	—	—	—
	– as % of profit	—	—	—
	– others, specify...	—	—	—
5	Others, please specify	—	—	—
	Total	36,27,033	9,54,342	45,81,375

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

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

Robust Hotels Private Limited

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF **ROBUST HOTELS PRIVATE LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of ROBUST HOTELS PRIVATE LIMITED ("the Company"), which comprises the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016, its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we further report that:
 - a) we have sought and obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purpose of our audit;
 - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) on the basis of the written representations received from the directors as on 31st March, 2016 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act; and
 - f) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company does not have any pending litigations which would impact its financial position.
 - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses and
 - iii. there were no amounts due which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No. 311017E
(SUNIL SINGHI)
Partner
Membership No. : 060854

Place : Kolkata
Date : 21st May 2016

Robust Hotels Private Limited

Annexure - A to the Independent Auditor's Report

(Referred to in paragraph-1 on other Legal and Regulatory Requirements of our Report of even date to the members of Robust Hotels Private Limited on the Financial Statements of the Company for the year ended 31st March, 2016)

On the basis of such checks, as we considered appropriate, during the course of our audit, we report that:

- i.
 - a) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
 - b) As explained to us, Fixed Assets have been physically verified by the management at regular intervals and as informed to us no material discrepancy were noticed on such verification.
 - c) As per records of the company and according to the information and explanations given to us the Title Deeds of immovable properties are held in the name of the Company.
- ii. The inventories have been physically verified during the year at reasonable intervals by the management. The discrepancies noticed on verification between the physical inventories and book records were not material in relation to the operations of the Company and the same have been properly dealt with in the books of account.
- iii. According to the information and explanations given to us, the Company has not granted any loan, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, clause 3(iii) (a), (b) and (c) of the Order are not applicable.
- iv. According to the information and explanations given to us, the Company has complied with the provisions of sections 185 and 186 of the Act, with respect to the loans, investments made and guarantees given.
- v. According to the information and explanations given to us, the Company has not accepted any deposits in terms of directives issued by Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under.
- vi. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Sub section 1 of Section 148 of the Act, for any services rendered by the Company. Accordingly, clause 3(vi) of the Order is not applicable.
- vii.
 - a) As per records of the Company and according to the information and explanations given to us, the Company is generally regular in depositing undisputed applicable statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Custom Duty, Value Added Tax, Cess and any other statutory dues to the appropriate authorities and there are no undisputed amount payable in respect of the same which were in arrears as on 31st March, 2016 for a period of more than six months from the date the same became payable.
 - b) According to the information and explanations given to us, the Company has not deposited the following dues on account of dispute with the appropriate authority:

Name of the Statue	Nature of Dues	Amount (Rs.)	Period to which the amount relates	Forum where dispute is pending
Income tax Act, 1961	Income Tax	17,12,83,635	A.Y 2010-11	CIT(A)

- viii. According to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions, banks except accrued interest for the year of Rs. 18,45,000/- (since paid) to its debenture holders.
- ix. According to the information and explanations given to us and based on our examination of the books and records of the Company, we report that the company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loan during the year. Accordingly, Clause 3 (ix) of the order is not applicable.
- x.. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi. According to the information and explanations given to us and based on our examination of the books and records, we report that the Company has paid or provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. According to the information and explanations given to us, the Company is not a Nidhi Company and accordingly, clause 3 (xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the books and records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Accounting Standards.
- xiv. According to the information and explanations given to us and based on our examination of the books and records of the Company, we report that the Company has not made any preferential allotment/ private placement of shares or fully or partly convertible debentures during the year. Accordingly, Clause 3 (xiv) of the Order is not applicable.
- xv. According to the information and explanations given to us and based on our examination of the books and records, the Company has not entered into any non-cash transactions with directors or persons connected with him during the year. Accordingly, Clause 3 (xv) of the Order is not applicable.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No. 311017E
(SUNIL SINGHI)
Partner
Membership No. :060854

Place : Kolkata
Date : 21st May 2016

Robust Hotels Private Limited

Annexure - B to the Independent Auditor's Report

(Referred to in paragraph-2(f) on Other Legal and Regulatory Requirements of our Report of even date to the members of Robust Hotels Private Limited on the Financial Statements of the Company for the year ended 31st March, 2016)

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

We have audited the internal financial controls over financial reporting of Robust Hotels Private Limited ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No. 311017E
(SUNIL SINGHI)
Partner
Membership No. :060854

Place : Kolkata
Date : 21st May 2016

*Robust Hotels Private Limited***BALANCE SHEET as at 31st March 2016**

		Amount in ₹			
	Note	As at 31st March 2016		As at 31st March 2015	
I. EQUITY AND LIABILITIES					
1 Shareholders' Funds					
a) Share Capital	4	1,459,073,920		1,459,073,920	
b) Reserves and Surplus	5	1,417,531,266	2,876,605,186	1,633,743,451	3,092,817,371
2 Non-current Liabilities					
a) Long Term Borrowings	6	3,448,600,000		3,503,050,000	
b) Other Long Term Liabilities	7	-		61,904	
c) Long Term Provisions	8	10,100,522	3,458,700,522	8,479,357	3,511,591,261
3 Current Liabilities					
a) Short-term Borrowings	9	48,107,455		49,252,790	
b) Trade Payables	10	252,862,604		230,963,887	
c) Other Current Liabilities	11	165,460,934	466,430,993	149,005,561	429,222,238
TOTAL		6,801,736,701		7,033,630,870	
II. ASSETS					
1 Non-current Assets					
a) Fixed Assets	12				
i) Tangible Assets		6,075,765,948		6,308,478,321	
ii) Intangible Assets		13,649,582		18,316,578	
iii) Capital Work-in-progress		2,159,643		-	
b) Non Current Investments	13	6,684,000		6,684,000	
c) Long Term Loans and Advances	14	45,822,521	6,144,081,694	46,853,674	6,380,332,573
2 Current Assets					
a) Inventories	15	6,565,554		11,526,893	
b) Trade Receivables	16	62,666,016		44,271,790	
c) Cash and Cash Equivalents	17	19,741,945		23,948,518	
d) Short Term Loans and Advances	18	544,629,926		544,358,908	
e) Other Current Assets	19	24,051,566	657,655,007	29,192,188	653,298,297
TOTAL		6,801,736,701		7,033,630,870	

Significant Accounting Policies

1 - 3

The accompanying notes form an integral part of the Financial Statements

As per our report of even date

For **V. Singhi & Associates**

Chartered Accountants

Firm Regn. No. 311017E

(Sunil Singhi)

Partner

Membership No. 060854

Place : Kolkata

Date : 21st May 2016

For and on behalf of the Board

Umesh Saraf
Director**A. Srinivasan**
Whole-time Director**T. N. Thanikachalam**
Company Secretary

*Robust Hotels Private Limited***STATEMENT OF PROFIT AND LOSS for the year ended 31st March 2016**

	Note	Year Ended 31st March 2016	Amount in ₹ Year Ended 31st March 2015
I INCOME:			
Revenue from Operations	20	946,413,842	888,908,926
Other Income	21	4,281,547	4,462,585
		950,695,389	893,371,511
II EXPENSES:			
Consumption of Provisions, Beverages, Smokes & Others	22	122,466,212	114,924,233
Employee Benefits Expense	23	166,661,275	169,479,093
Finance Costs	24	222,549,669	512,154,299
Depreciation and Amortization Expense		245,381,297	243,953,898
Other Expenses	25	409,849,120	393,969,599
		1,166,907,574	1,434,481,122
III LOSS BEFORE TAX (I-II)		216,212,185	541,109,611
IV TAX EXPENSE:			
Current Tax			
- Provision for Earlier Years		-	(24,048)
V LOSS FOR THE YEAR (III-IV)		216,212,185	541,085,563
Earnings per Equity Share (Nominal value per Share ₹ 10/-) (Refer Note No. 35)			
i) Basic		(2.30)	(5.76)
ii) Diluted		(2.30)	(5.76)

Significant Accounting Policies

1 - 3

The accompanying notes form an integral part of the Financial Statements

As per our report of even date

For **V. Singhi & Associates**
Chartered Accountants
Firm Regn. No. 311017E

(Sunil Singhi)

Partner
Membership No. 060854
Place : Kolkata
Date : 21st May 2016

For and on behalf of the Board of Directors

Umesh Saraf
Director

A. Srinivasan
Whole-time Director

T. N. Thanikachalam
Company Secretary

Robust Hotels Private Limited

CASH FLOW STATEMENT for the year ended 31st March 2016

	Year Ended 31st March 2016	Year Ended 31st March 2015	Amount in ₹
CASH FLOW FROM OPERATING ACTIVITIES			
Profit/(Loss) after Tax	(216,212,185)		(541,085,563)
Adjustment for:			
Depreciation and Amortization Expense	245,381,297	243,953,898	
(Loss)/Profit on sale of Fixed Assets	(247,474)	-	
Interest Income	(2,207,946)	(2,927,585)	
Tax Provision for Earlier Years	-	(24,048)	
Liabilities written Back	-	(1,148,300)	
Provision for Leave Benefits & LTA	2,315,073	(858,124)	
Provision for Gratuity	1,380,183	4,109,453	
Interest Expenses(Term Loan & Others Borrowing Cost)	207,389,847	509,665,492	752,770,786
Changes in Working Capital			
(Increase) / Decrease in Inventories	4,961,339	(3,237,885)	
(Increase) / Decrease in Trade Receivables	(18,394,227)	4,091,733	
Increase / (Decrease) in Trade Payables and Provisions	19,824,626	30,871,867	
(Increase) / Decrease in Other Receivables	(271,018)	3,825,973	
(Increase) / Decrease in Other Current Assets	7,348,568	125,530	
Increase / (Decrease) in Advance from Customers	(4,397,339)	1,670,458	
Increase / (Decrease) in Other Payables	11,282,989	(19,023,779)	
Net changes in Working Capital	20,354,938	18,323,897	
Direct Tax paid	(827,930)	(7,502,584)	10,821,313
NET CASH GENERATED FROM OPERATIONS	257,325,803		222,506,536
CASH FLOW FROM INVESTING ACTIVITIES			
Purchases of Fixed Assets	(8,001,928)	(10,158,782)	
Increase in Capital Work in progress	(2,159,643)	-	
Decrease in Capital Advance	-	407,663	
Increase/(Decrease) in Deposits	1,859,083	173,556	
Proceeds from sale of Fixed Assets	247,474	981,285	
(Purchase)/Sale of Investment during the year (Net)	-	(355,000)	
NET CASH GENERATED FROM INVESTING ACTIVITIES	(8,055,014)		(8,951,278)
CASH FLOW FROM FINANCING ACTIVITIES			
Interest & Finance Charges paid	(205,382,027)	(544,056,130)	
Proceeds from Issue of Preference Shares	-	228,501,140	
Proceeds from Issue of Debentures	-	2,050,000,000	
Repayment of Long Term Borrowings	(46,950,000)	(1,979,123,866)	
Proceeds from Short Term Borrowings	(1,145,335)	5,806	
Subscription for Preference Shares			
NET CASH GENERATED FROM FINANCING ACTIVITIES	(253,477,362)		(244,673,050)
NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS	(4,206,573)		(31,117,792)
CASH & CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR (REFER NOTE 17)	23,948,518		55,066,310
CASH & CASH EQUIVALENTS AT THE END OF THE YEAR (REFER NOTE 17)	19,741,945		23,948,518
Net Increase / (decrease) as disclosed above	(4,206,573)		(31,117,792)

- a) The above Cash Flow Statement has been prepared under the indirect method as set out in the Accounting Standard 3 on Cash Flow Statement notified by the Companies (Accounting Standards) Rules, 2006
- b) Also Refer Note No. 30 of the Financial Statements
- c) Previous year figures have been regrouped/ rearranged wherever found necessary.

As per our report of even date

For and on behalf of the Board of Directors

For **V. Singhi & Associates**
Chartered Accountants
Firm Regn. No. 311017E

Umesh Saraf
Director

A. Srinivasan
Whole-time Director

(Sunil Singhi)
Partner
Membership No. 060854
Place : Kolkata
Date : 21st May 2016

T. N. Thanikachalam
Company Secretary

Robust Hotels Private Limited

NOTES FORMING PART OF THE FINANCIAL STATEMENTS for the Year ended 31st March 2016

1. Corporate Overview

The Company was incorporated as Private Limited Company in the year 2007 and became a subsidiary of Forex Finance Private Limited. In the financial year 2012, it became a subsidiary of GJS Hotels Limited. 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. The Company became a step down subsidiary of Asian Hotels (East) Limited w.e.f 26.06.2012. The Company is primarily engaged in the Hotel business through "Hyatt Regency Chennai" a Five Star- Deluxe Premium Hotel situated in the city of Chennai.

2. Basis of Preparation

The financial statements have been prepared in accordance with Generally Accepted Accounting Principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the Accounting Standards, notified under section 133 of the Companies Act, 2013 read together with paragraph 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention.

3 Significant Accounting Policies

i) Use of Estimates

The preparation of financial statements requires the management to make estimates and assumptions considered in the reported amounts of revenues, expenses, assets and liabilities (including contingent liabilities) on the date of financial statements. The management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Difference between the actual results and the estimates are recognised in the period in which the results are known / materialized.

ii) Fixed Assets

- a) Tangible Assets are stated at cost of acquisition, construction and expenses incurred for its acquisition, construction and other directly attributable cost of bringing the assets to its working condition for the intended use.
- b) Intangible Assets are stated at cost.
- c) Capital Work-in-progress includes cost of acquisition, construction and expenses including cost directly incurred and attributable to the assets in process.

iii) Depreciation

Depreciation has been calculated as per Schedule II to the Companies Act, 2013 where depreciation is the systematic allocation of the depreciable amount of an asset over its useful life. The depreciable amount of an asset is the cost of an asset or other amount substituted for cost, less residual value. Considering the applicability of Schedule II in earlier year, the management has re-estimated useful lives and residual values of all its fixed assets and adopted written down value method for providing depreciation w.e.f 1st April 2014.

iv) Inventories

Inventories are valued at cost or net realizable value, whichever is lower. Net realizable value is the estimated realizable value in the normal course of business less the estimated costs necessary to make the sale.

v) 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 really measured.

- a) Revenue from rendering of hospitality services is recognized when the related services are performed and billed to the customers.
- b) Interest Income is recognized on time proportion basis taking into account the amount outstanding and the rate applicable.

vi) Investments

Non- Current Investments are stated at cost unless there is permanent diminution.

vii) Retirement and Other Employee Benefits

- a) Retirement benefit in the form of provident fund is a defined contribution scheme and the contribution is charged in the Financial Statements as and when contribution is done. The Company has no obligation, other than the contributions payable to the provident fund.

*Robust Hotels Private Limited***NOTES FORMING PART OF THE FINANCIAL STATEMENTS for the Year ended 31st March 2016**

Amount in ₹

- b) The liabilities towards Gratuity and Employee Leave Encashment have been determined by an independent Actuarial valuer as per the requirements of Accounting Standard - 15(Revised 2005) on Employee Benefits and provided for in the financial statements.

viii) Borrowing Cost

Borrowing costs that are directly attributable to acquisition or construction of an asset that necessarily takes substantial period of time to get ready for its intended use, have been capitalized/allocated as part of such assets.

ix) 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 for the year.

x) Taxes on Income

Tax expense comprises current and deferred tax. Current Income Tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act.

Deferred tax is calculated at current statutory Income Tax rates as applicable and is recognized on timing difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent period. Deferred tax assets subject to consideration of prudence are recognized and carried forward only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

xi) Impairment of Assets

The carrying amount of assets are reviewed at each Balance Sheet date, if there is any indication of impairment based on internal/external factors. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment recognized. An impairment loss is recognized whenever the carrying amount of the assets exceeds its recoverable amount. The recoverable amount is the greater of the assets' net selling price and value in use. Value in use is determined for assets or group of assets which are capable of generating independent cash flows i.e. cash generating units.

The Impairment loss, if any, is recognized in accordance with the Accounting Standard- 28.

xii) Foreign Currency Transactions

Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of transaction. Expenses remittable in Foreign Exchange are charged on invoices as approved and accepted by appropriate Authorities as applicable. Gain or Loss on settled transactions are recognized in the statement of Profit and Loss. The settled transactions at the year end are translated at closing rate and the gain or loss is recognized in the Statement of Profit and Loss.

xiii) Provisions

A provision is recognised when the Company has a present obligation as a result of 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. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting period. These estimates are reviewed at each reporting date and adjusted to reflect the current based estimate.

xiv) Contingent Liabilities and Contingent Assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. The Company does not recognise a contingent liability but discloses its existence in the financial statements. The Contingent Assets are neither recognized nor disclosed in the financial statements.

Robust Hotels Private Limited

NOTES FORMING PART OF THE FINANCIAL STATEMENTS for the Year ended 31st March 2016

		Amount in ₹	
		As at 31st March 2016	As at 31st March 2015
4) Share Capital	No. of Shares	₹	No. of Shares
a) Authorised			
Equity Shares of ₹10/- each	95,000,000	950,000,000	95,000,000
Redeemable Preference Shares of ₹100/- each	4,300,000	430,000,000	4,300,000
Preference Shares of ₹10/- each	14,000,000	140,000,000	14,000,000
		1,520,000,000	1,520,000,000
b) Issued, Subscribed and Paid Up			
Equity Shares of ₹10/- each fully paid up in cash	93,942,769	939,427,690	93,942,769
12% Cumulative Redeemable Preference Shares of ₹100/- each fully paid up in cash {Refer Note 'd' below}	4,300,000	430,000,000	4,300,000
1% Cumulative Redeemable Optionally Convertible Preference Shares of ₹10/- each fully paid up in cash {Refer Note 'e' below}	8,964,623	89,646,230	8,964,623
		1,459,073,920	1,459,073,920

Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year

Equity Shares

At the beginning of the year	93,942,769	93,942,769
At the end of the year	93,942,769	93,942,769

1 % Cumulative Redeemable Optionally Convertible Preference Shares of ₹10/- each

At the beginning of the year	8,964,623	7,901,827
Add: Allotted during the year	-	1,062,796
At the end of the year	8,964,623	8,964,623

12% Cumulative Redeemable Preference Shares of Rs.100/- each fully paid up in cash

At the beginning of the year	4,300,000	4,300,000
At the end of the year	4,300,000	4,300,000

- 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 holders of Cumulative Redeemable Preference Shares have accepted the request to extend the date of redemption for a further period of two years from July 5, 2014 to July 5, 2016 vide their letter dated May 26, 2014. Accordingly, the said shares are redeemable at a premium of 10% on 5th July, 2016 unless mutually agreed upon for further rollover.
- e) The Shareholders of Cumulative Redeemable Optionally Convertible Preference Shares have a right either to seek redemption or conversion of the said shares into Equity shares of the Company or to seek part redemption and part conversion of the said shares at its sole discretion. In the eventuality, the redemption is sought, the said shares shall be fully redeemed at a premium of Rs. 205 per share. In case conversion is sought, the total proceeds in respect of the number of shares sought to be converted, would be converted into such number of Equity Shares of face value of Rs. 10 each as would result on conversion of such Equity Shares at a conversion price of Rs. 32 per share. The right for conversion of preference shares to equity in part or whole amount may be exercised by the applicant either at its own or through its Holding Company on 18th December, 2017 for 86,13,459 shares, 24th February, 2018 for 2,81,396 shares and 31st March, 2018 for 69,768 shares unless mutually agreed upon for further rollover.
- f) The shareholders have the right to declare and approve dividends, 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.
- g) The rights, preferences and restrictions attached to the Preference Shares are in accordance with the terms of issue and provisions of the Companies Act, 1956 and the Companies Act, 2013 unless stated otherwise.
- h) In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution of all or any of the assets in specie among the shareholders would be in accordance with their rights.

Robust Hotels Private Limited

NOTES FORMING PART OF THE FINANCIAL STATEMENTS for the Year ended 31st March 2016

4) Share Capital (contd.)

i) **Name of the Shareholders holding shares more than 5%**

	As at 31st March 2016		As at 31st March 2015	
	No. of Share	% of Holding	No. of Share	% of Holding
Equity Shares				
Forex Finance Private Limited	30,010,000	32	30,010,000	32
GJS Hotels Limited (Holding Company)	63,932,769	68	63,932,769	68
12% Cumulative Redeemable Preference Shares				
Asian Hotels (East) Limited (Holding Company of GJS Hotels Limited)	4,300,000	100	4,300,000	100
1% Cumulative Redeemable Optionally Convertible Preference Shares				
GJS Hotels Limited (Holding Company)	8,964,623	100	8,964,623	100

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 ownerships of shares.

Amount in ₹

	As at 31st March 2016	As at 31st March 2015
5) Reserves & Surplus		
Securities Premium Reserve		
As per last Financial Statement	3,136,260,676	2,918,387,496
Add: Created upon allotment of 10,62,796 1% Cumulative Redeemable Optionally Convertible Preference Shares of ₹ 10/- each at a premium of ₹ 205 per share.	-	217,873,180
	3,136,260,676	3,136,260,676
Surplus		
As per last Financial Statement	(1,502,517,225)	(961,431,662)
Add: Loss for the year as per Statement of Profit and Loss	(216,212,185)	(541,085,563)
	(1,718,729,410)	(1,502,517,225)
	1,417,531,266	1,633,743,451

6) Long Term Borrowings

a) **From HDFC Limited (Refer Note 'd')**

Gross Amount	1,453,050,000	1,500,000,000
Less: Repayable within one year	54,450,000	46,950,000
	1,398,600,000	1,453,050,000

b) **Unsecured - Debentures (Refer Note 'e')**

2,05,00,000, 0.1% Unsecured Cumulative Non-Convertible Debentures of ₹ 100/- each	2,050,000,000	2,050,000,000
	3,448,600,000	3,503,050,000

Robust Hotels Private Limited

NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

Amount in ₹

c) **Security Clause**

The above term loan is secured by pari passu 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 Tamilnadu. Above securities are ranking pari passu for the Bank Guarantee facility of ₹ 15 crores granted by IDBI Bank Limited. Further, the above term loan is also secured by second charge on all book debts, operating cash flows, revenues, commission and receivables of the Company both present and future, ranking pari passu with each other. Bank Guarantee of Rs. 15 crores from IDBI Bank Ltd are further secured by corporate guarantee of Asian Hotels (East) Limited. The Term Loan from HDFC Limited is further secured by corporate guarantee of Forex Finance Private Limited.

d) **Terms of Repayment**

HDFC Limited: The loan is repayable in 42 Quarterly Instalments being:

2 Quarterly instalments of ₹ 93,00,000 each commenced from March 31, 2015 and ended on June 30, 2015, 4 Quarterly instalments of ₹ 94,50,000 each commenced from September 30, 2015 and ending on June 30, 2016, 4 Quarterly instalments of ₹ 1,50,00,000 each commencing from September 30, 2016 and ending on June 30, 2017, 4 Quarterly instalments of ₹ 1,95,00,000 each commencing from September 30, 2017 and ending on June 30, 2018, 4 Quarterly instalments of ₹ 2,53,50,000 each commencing from September 30, 2018 and ending on June 30, 2019, 4 Quarterly instalments of ₹ 3,09,00,000 each commencing from September 30, 2019 and ending on June 30, 2020, 4 Quarterly instalments of ₹ 3,75,00,000 each commencing from September 30, 2020 and ending on June 30, 2021, 4 Quarterly instalments of ₹ 4,50,00,000 each commencing from September 30, 2021 and ending on June 30, 2022 and 12 Quarterly instalments of ₹ 6,25,50,000 each commencing from September 30, 2022 and ending on June 30, 2025 as per Repayments Schedule letter dated August 16, 2012 of Repayment Schedule.

- e) The above Debentures are issued as Unsecured Cumulative Non- Convertible Debentures to GJS Hotels Limited (Holding Company) carrying interest rate @ 0.1% or such other higher rate as may be agreed by both the parties from time to time having cumulative payment rights payable annually on 31st March. The said Debentures are redeemable in one or more instalments at intervals as mutually agreed from time to time, maximum 10 years.

	As at 31st March 2016	As at 31st March 2015
7) Other Long Term Liabilities		
State Cheque Liabilities	-	61,904
	-	61,904
8) Long Term Provisions		
For Leave Benefits	5,031,684	4,315,801
For Gratuity	5,068,838	4,163,556
	10,100,522	8,479,357
9) Short Term Borrowings		
Secured		
a) Cash Credit		
– From IDBI Bank Limited {Refer Note 'b' below}	48,107,455	49,252,790
	48,107,455	49,252,790
b) 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 clean, outstanding monies receivable, both present and future and second charge by way of hypothecation of entire movable properties including movable machineries, tools & accessories present and future and further secured by second charge by way of Equitable Mortgage on Immovable property situated at 365, Anna Salai, Chennai - 600018 and by Corporate Guarantee of Asian Hotels (East) Limited.		
10) Trade Payables		
To Other [includes Related Parties Rs. 14,03,653/- Refer Note No 33] (Previous Year Rs. 1,93,733/-)	252,862,604	230,963,887
	252,862,604	230,963,887

Robust Hotels Private Limited

NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

	As at 31st March 2016	As at 31st March 2015	Amount in ₹
11) Other Current Liabilities			
Current Maturities of Long Term Debt			
- From HDFC Limited (Refer Note No. 6 'd')	54,450,000	46,950,000	46,950,000
Interest accrued but not due	479,997		616,716
Interest accrued and due [included Related Parties ₹ 18,45,000/- Refer Note 33] (Previous year ₹ 5,616)	30,745,819		28,601,281
Advance from Customers	8,025,469		12,422,808
Other Liabilities			
- Others	55,897,176	43,702,702	
[includes Related Parties ₹88,522/-Refer Note No 33] (Previous Year ₹2,17,426/-)			
- Payable to Statutory Authorities	15,862,473	71,759,649	16,712,054
		165,460,934	149,005,561

12) Fixed Assets

	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 01.04.2015	Additions during the year	Sale / Adjustments during the year	As at 31st March, 2016	Upto 31st March, 2015	For the year	Deductions/ Adjustments during the year	Upto 31st March, 2016	As at 31st March, 2016	As at 31st March, 2015
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
i. Tangible Assets										
Freehold Land	1,540,585,512	-	-	1,540,585,512	-	-	-	-	1,540,585,512	1,540,585,512
Buildings	3,107,246,793	-	-	3,107,246,793	140,278,452	49,369,008	-	189,647,460	2,917,599,333	2,966,968,341
Plant & Equipments	1,660,861,741	3,918,582	-	1,664,780,323	277,814,315	111,251,290	-	389,065,605	1,275,714,718	1,383,047,426
Furniture & Fixture	583,745,661	1,341,992	-	585,087,653	176,408,447	74,936,588	-	251,345,035	333,742,618	407,337,214
Vehicles	3,693,148	1,665,842	1,278,088	4,090,902	3,508,491	73,205	1,278,088	2,303,608	1,777,294	184,657
Office Equipments	17,117,217	321,299	-	17,438,516	6,762,046	4,329,997	-	11,092,043	6,346,473	10,355,171
Total	6,913,250,072	7,247,715	1,278,088	6,919,219,699	604,771,751	239,960,088	1,278,088	843,453,751	6,075,765,948	6,308,478,321
Previous Year	6,884,481,162	29,750,195	981,285	6,913,250,072	366,145,400	238,626,358	-	604,771,751	6,308,478,321	
ii. Intangible Assets										
Softwares	36,597,112	754,214	-	37,351,326	18,280,534	5,421,210	-	23,701,744	13,649,582	18,316,578
Previous Year	36,597,112	-	-	36,597,112	12,952,994	5,327,540	-	18,280,534	18,316,578	
iii. Capital Work in Progress	-	2,159,643	-	2,159,643	-	-	-	-	2,159,643	19,591,420
Previous Year	19,591,420	3,489,338	23,080,758	-						

*Robust Hotels Private Limited***NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016**

	As at 31st March 2016	As at 31st March 2015
Amount in ₹		
13) Non- Current Investments		
Unquoted, At cost-other than trade		
6,65,000 (Previous Year : 6,65,000) Class-B Equity Shares of Maple Renewable Power Private Limited of ₹ 10/- each	6,650,000	6,650,000
In Government Securities		
– National Savings Certificate	34,000	34,000
	6,684,000	6,684,000
14) Long Term Loans and Advances		
(Unsecured, considered good by the management)		
Security Deposit	20,681,241	22,540,324
Advance Income Tax (Net) *	25,141,280	24,313,350
	45,822,521	46,853,674
* Net of Provision of ₹ 5,00,000/- (Previous Year ₹ 5,00,000/-)		
15) Inventories		
(As taken valued and certified by the management)		
(Valued at Cost or Net Realisable Value, whichever is lower)		
Food	1,320,757	1,203,976
Beverages	5,183,811	10,286,316
Tobacco	60,986	36,601
	6,565,554	11,526,893
	6,565,554	11,526,893
16) Trade Receivables		
(Unsecured, considered good by the management)		
Debts outstanding for a period exceeding six months	14,962,162	6,213,464
Others	47,703,854	38,058,326
[includes ₹ 4,80,320/- from Related Parties Refer Note No 33]		
(Previous Year ₹ 1,34,930/-)	62,666,016	44,271,790

*Robust Hotels Private Limited***NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016**

	Amount in ₹	
	As at 31st March 2016	As at 31st March 2015
17) Cash and Cash Equivalents		
Balance with Banks		
- In Current Accounts	2,707,420	7,212,976
- Margin Money Deposit (having maturity more than 12 months)	15,663,173	15,356,496
Cash in hand (as certified by the management)	1,371,352	1,379,046
	19,741,945	23,948,518
18) Short Term Loans And Advances		
(Unsecured, considered good by the management)		
Advance to Related Parties		
Associates		
Forex Finance Private Limited	532,000,000	532,000,000
Other Advances		
To Employees	82,249	749,940
[includes ₹ 50,000/- to Related Parties Refer Note No 33] (Previous Year ₹ 4,00,000/-)		
To Suppliers	12,547,677	11,608,968
	12,629,926	12,358,908
	544,629,926	544,358,908
19) Other Current Assets		
Prepaid Expenses	10,974,962	9,769,044
Interest accrued on Term Deposit	183,042	153,158
Interest accrued on Others	12,949	9,135
Service Tax	12,880,613	19,260,851
	13,076,604	19,423,144
	24,051,566	29,192,188
20) REVENUE FROM OPERATIONS		
Sale of Products		
a) Food and Smokes , Soft Beverages	392,378,025	365,502,090
b) Wines & Liquor	34,888,828	36,761,690
	427,266,853	402,263,780
Sale of Services		
a) Rooms Revenue	410,439,563	375,059,679
b) Banquets Income	39,239,345	53,250,681
c) Other Operating Revenue	22,343,823	12,926,030
d) Auto Rental Revenue	26,638,723	24,725,828
e) Communications	2,548,448	3,371,367
f) Health & Spa Revenue	7,818,646	8,203,616
g) Laundry Revenue	10,118,441	9,107,945
	519,146,989	486,645,147
	946,413,842	888,908,927

Robust Hotels Private Limited

NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

	Amount in ₹	
	As at 31st March 2016	As at 31st March 2015
21) OTHER INCOME		
a) Interest Income (Gross) (TDS Deducted for the period ₹ 1,38,458/-) (Previous Year ₹ 3,35,736/-)		
- On Term Deposits	1,262,339	1,741,290
- On Others	945,607	2,207,946
b) Miscellaneous Income	1,826,127	386,700
c) Profit on Sale of Assets	247,474	-
d) Liabilities written back	-	1,148,300
	4,281,547	4,462,585
22) COST OF MATERIALS CONSUMED		
a) Food		
Opening Stock	1,203,976	1,164,661
Add: Purchases	100,443,897	95,077,492
	101,647,873	96,242,153
Less: Closing Stock	1,320,757	1,203,976
	100,327,116	95,038,177
b) Beverages, Wines & Liquor		
Opening Stock	10,286,316	7,039,246
Add: Purchases	15,717,784	22,021,348
	26,004,100	29,060,594
Less: Closing Stock	5,183,811	10,286,316
	20,820,289	18,774,278
c) Smokes & Others		
Opening Stock	36,601	85,101
Add: Purchases	1,343,192	1,063,278
	1,379,793	1,148,379
Less: Closing Stock	60,986	36,601
	1,318,807	1,111,778
Net Cost of Materials Consumed	122,466,212	114,924,233
23) EMPLOYEE BENEFITS EXPENSE		
a) Salaries, Wages and Bonus	130,978,541	133,629,347
b) Contribution to Gratuity, Provident and Other Funds	8,684,028	8,745,682
c) Recruitment and Training	2,805,604	2,674,762
d) Staff Welfare Expenses*	24,193,103	24,429,302
	166,661,275	169,479,093
*includes cost of provisions consumed in staff cafeteria		

Robust Hotels Private Limited

NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

	Amount in ₹	
	As at 31st March 2016	As at 31st March 2015
24) FINANCE COST		
a) Interest		
- on Term Loans	201,101,201	503,375,776
- on Cash Credit	6,288,646	6,289,716
- on Debentures	2,050,000	5,616
- to others	6,377	835,365
	209,446,224	510,506,473
b) Other Borrowing Cost	13,103,445	1,647,826
	222,549,669	512,154,299
25) OTHER EXPENSES		
Contract Labour and Service	67,802,012	61,736,779
Linen, Room, Catering ,Other Supplies & Equip hiring chgs	26,261,641	29,925,662
Operating Equipment Consumption	14,311,366	21,442,027
Fuel, Power and Light	104,428,454	105,169,465
Repairs & Maintenance		
- To Building	9,187,715	4,957,768
- To Plant & Equipment	20,977,453	22,075,803
- To Others	3,418,757	2,345,350
	33,583,925	29,378,921
Rates and Taxes	29,677,528	28,941,408
Advertisement & Publicity	35,713,965	26,670,806
Insurance	2,912,147	2,747,987
Net Gain / (Loss) on Foreign Currency transaction and translation	1,497,281	5,531,788
Motor Car Expenses	323,499	502,428
Printing and Stationery	3,500,447	3,015,858
Travelling and Conveyance	5,591,465	5,056,169
Professional and Consultancy Fees	4,219,639	3,271,044
Freight Charges	-	300
Filing Fees	16,200	15,435
Communication Expense	-	-
Cost of Calls	2,358,702	1,962,407
Telephone Charges	75,795	73,113
Lease Line Rentals	2,126,949	2,121,299
Technical Services	27,890,629	25,274,660
Brokerage & Commission	41,480,914	36,359,587
Auditors' Remuneration		
- As Auditor	277,038	275,000
- For Taxation Matters	75,375	75,000
- For Other Services	107,610	19,830
	460,023	369,830
Prior Period Expenses	1,021,200	-
Miscellaneous Expenses	4,595,339	4,402,625
	409,849,120	393,969,599
26) Contingent Liabilities and Commitments not provided for		
i) Contingent Liabilities		
Bank Guarantee	12,41,08,348	12,61,18,564
ii) Commitments		
Estimated amount of Capital Contracts pending to be executed [net of advances ₹ 2,27,700/- (Previous year ₹ Nil)]	5,31,300	-
iii) Export Obligation in Respect of EPCG licenses	98,44,09,864	1,00,89,48,512
iv) Claims against the company not acknowledged as debt	7,94,480	3,67,03,572
v) Disputed Income Tax demand for the A.Y 2010-11	17,12,83,635	-

Robust Hotels Private Limited

Notes to Financial Statements for the Year Ended 31st March 2016

Amount in ₹

27. The Company has not provided liability on account of dividend payable on Cumulative Preference Shares as detailed below:

Class of Preference Share	Number of Shares	Date of Allotment	Dividend Payable (₹) As at 31.03.2016
1% Cumulative Redeemable	77,94,850	21.03.2014	15,82,461
Optionally Convertible Preference	1,06,977	29.03.2014	21,513
Shares of ₹ 10 each	1,67,442	21.05.2014	31,241
	1,11,629	18.08.2014	18,105
	2,18,606	10.10.2014	32,222
	1,90,699	18.12.2014	24,556
	23,256	18.12.2014	2,995
	2,81,396	24.02.2015	30,684
	69,768	31.03.2015	7,015
			<u>17,50,791</u>
12% Cumulative Redeemable Preference Shares of ₹100 each	43,00,000	04.09.2008	39,07,46,301

28) As per information available with the Company and as certified by the Management, there is no amount due to any Small Scale Industrial Undertaking as on 31st March, 2016.

29) Defined Benefit Plans / Long Term Compensated Absences As per Actuarial Valuation as on March 31, 2016 and recognized in the financial statements in respect of Employee Benefit Schemes.

	Gratuity Unfunded		Leave Encashment Unfunded	
	Year ended 31st March, 2016 ₹	Year ended 31st March, 2015 ₹	Year ended 31st March, 2016 ₹	Year ended 31st March, 2015 ₹
I Components of Employer Expense				
1 Current Service Cost	15,14,618	12,53,509	7,79,313	5,88,898
2 Interest Cost	2,64,443	67,357	58,560	3,14,662
3 Actuarial (Gains)/Losses	8,42,265	26,61,901	8,27,726	(22,68,263)
4 Total expense recognised in the statement of Profit and Loss	26,21,326	39,82,767	16,65,599	(13,64,703)
II Net Asset/(Liability) recognised in Balance Sheet as at 31st March				
1 Present Value of Defined Benefit Obligation	50,68,838	41,63,556	17,46,085	13,83,511
2 Status (Surplus/ Deficit)	(50,68,838)	(41,63,556)	(17,46,085)	(13,83,511)
3 Net Asset/(Liability) recognised in Balance Sheet	(50,68,838)	(41,63,556)	(17,46,085)	(13,83,511)
III Change in Defined Benefit Obligation (DBO) during the year				
1 Present Value of DBO at the beginning of the year	41,63,556	15,03,145	13,83,511	51,18,342
2 Current Service Cost	15,14,618	12,53,509	7,79,313	5,88,898
3 Interest Cost	2,64,443	67,357	58,560	3,14,662
4 Actuarial (Gains)/Losses	(8,42,265)	(26,61,901)	(8,27,726)	22,68,263
5 Benefits Paid	17,16,044	13,22,356	13,03,025	23,70,128
6 Present Value of DBO at the end of the year	50,68,838	41,63,556	17,46,085	13,83,511
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)	8%	8%	8%	8%
3 Rate of escalation in Salary (per annum)	6%	6%	6%	6%

*Robust Hotels Private Limited***Notes to Financial Statements for the Year Ended 31st March 2016**

	Amount in ₹	
Experience adjustment on account of actuarial assumption of Gratuity:	31.3.16	31.3.15
1. Defined Benefit Obligation as at 31 st March	50,68,838	41,63,556
2. Plan Assets as at 31 st March	-	-
3. Surplus/(Deficit)	8,42,265	26,61,901
4. Experience adjustment of Obligation	7,12,305	26,61,901
30) In the opinion of the Management, the value of realization of Long Term Loans and Advances and Current Assets in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.		
31) Salary, Wages and Bonus includes Remuneration paid to a Whole Time Director ₹ 46,06,004/- (Previous Year ₹ 46,06,004/-)		
32) The timing difference relating mainly to depreciation and unabsorbed losses result in net deferred credit as per Accounting Standard 22 "Accounting for Taxes on Income". As a prudent measure the net Deferred Tax Assets' relating to the above has not been recognized in the financial statements.		
33) Disclosure in respect of related parties as defined in Accounting Standard 18 are given below:-		
A. Key Managerial Personnel and Relatives		
a. Mr. Arun Kumar Saraf, Director		
b. Mr. A. Srinivasan, Whole-time Director		
c. Mr. Umesh Saraf, Director		
d. Mr. Varun Saraf, Director		
e. Mr. Pawan Kumar Kakarania, Director		
f. Ms. Soumya Saha, Director		
g. Mr. T. N. Thanikachalam, Company Secretary		
h. Ms. N. Muthulakshmi, CFO		
B. Holding Company:		
GJS Hotels Limited (GJS)		
Asian Hotels (East) Limited (AHEL) holding company of GJS Hotels Limited.		
C. Enterprises over which Key Managerial Personnel are able to exercise Significant Influence :		
a. Juniper Hotels Private Limited (JHPL)		
b. Juniper Investments Limited (JIL)		
c. Chartered Hotels Private Limited (CHPL)		
d. Chartered Hampi Hotels Private Limited (CHHPL)		
e. Unison Hotels Limited (UHL)		
f. Forex Finance Private Limited (FFPL)		
g. Taragaon Regency Hotels Limited (TRHL)		

*Robust Hotels Private Limited***Notes to Financial Statements for the Year Ended 31st March 2016**

Amount in ₹

D. Disclosure of Transactions during the year

Name of Person	Nature of Transactions	Year Ended 31st March, 2016	Year Ended 31st March, 2015
AHEL	Cost of Materials Consumed	-	2,62,492
	Travelling Expenses	-	16,863
	Reimbursement of Expenses(Net)	74,926	3,23,832
	Contract Labour and Services	18,000	-
	Sales Promotion	3,86,265	26,184
	Sale of Services	1,70,722	96,785
	Sale of Scrap	63,000	-
	Other Expenses	69,543	-
JHPL	Reimbursement of Expenses	1,15,531	2,04,215
	Lenin, Room, Catering and Other Supplies	-	19,238
	Cost of Material Consumed	8,15,850	2,05,295
	Travelling and Conveyance	2,30,612	1,11,679
	Sale of Services	6,39,179	1,74,532
	Sales Promotion	1,97,857	-
UHL	Travelling Expenses	88,522	23,847
CHHPL	Reimbursement of Expenses	-	64,270
	Sale of service	-	1,29,012
TRHL	Reimbursement of Expenses	-	1,147
	Sale of service	-	1,26,304
GJS	Issue of 1% Cumulative Redeemable Optionally Convertible Preference Shares	-	22,85,01,140
	Issue of 0.1% Cumulative Non- Convertible and Unsecured Debentures	-	2,05,00,00,000
	Interest on Debentures	20,50,000	5,616
Mr. A. Srinivasan	Remuneration	46,06,004	46,06,004
Mr.T.N.Thanikachalam	Remuneration	2,788,420	2,471,597
	Advance made	50,000	5,00,000
	Refund of advance	4,50,000	1,00,000
Ms. N.Muthulakshmi	Remuneration	8,57,376	-

E. Balances as at year end

Name of Person	Nature of Balances		
FFPL	Short Term Advances	53,20,00,000	53,20,00,000
	Corporate Guarantee	1,50,00,00,000	1,50,00,00,000
AHEL	Corporate Guarantee	35,00,00,000	35,00,00,000
	Trade Payables	91,806	1,16,134
	Trade receivable	2,84,214	-
JHPL	Trade Payables	13,11,847	77,599
	Trade receivable	1,91,659	-
TRHL	Trade receivable	-	1,27,448
UHL	Other Payables	88,522	2,17,426
GJS	Interest accrued and due	18,45,000	5,616
	1% Cumulative Redeemable Optionally Convertible Preference Shares	8,96,46,230	8,96,46,230
	0.1% Unsecured Cumulative Non- Convertible Debenture	2,05,00,00,000	2,05,00,00,000
CHHPL	Trade Receivable	4,447	7,482
Mr.T. N. Thanikachalam	Advance given	-	4,00,000

*Robust Hotels Private Limited***Notes to Financial Statements for the Year Ended 31st March 2016**

	Amount in ₹	
	Year Ended 31st March, 2016	Year Ended 31st March, 2015
34) Earnings in Foreign Currency (Net):-		
-On Receipt Basis	39,94,57,470	38,46,76,609
35) Earnings Per Share		
<u>Numerator</u>		
Loss after Tax (Rs.)	21,62,12,185	54,10,85,563
<u>Denominator</u>		
Weighted average number of Equity Share	9,39,42,769	9,39,42,769
Face Value per Share	10	10
Earnings Per Share		
- Basic	(2.30)	(5.76)
- Diluted	(2.30)	(5.76)
36) C. I. F. Value of Capital Goods imported	10,65,452	7,73,287
37) Expenditure in Foreign Currency:-		
Fees for Technical Services	69,90,282	86,98,308
Professional & Consultancy	-	6,76,711
Travelling Expenses	6,228	4,40,154
Commission	54,72,562	1,63,45,767
Recruitment & Training	10,34,972	14,19,788
Cost of Supplies	10,40,037	2,23,483
Business Promotion & Advertisement	7,78,694	14,78,859
Repair & Maintenance	2,43,550	48,98,636
Staff Welfare	4,72,591	4,07,998
Management Fee	5,58,78,233	3,34,33,278
Others	1,27,887	29,28,744
38) As the Company is engaged in only one segment of Hotel Business, the disclosure requirements of Accounting Standard (AS-17) on "Segment Reporting" are not applicable.		
39) There are no other disclosure requirements which need to be disclosed as per Accounting Standards and Schedule III to the Company.		
40) Previous year figures have been regrouped / rearranged wherever necessary.		

Signature to notes 1 to 40

As per our report of even date

For **V. Singhi & Associates**
Chartered Accountants
Firm Regn. No. 311017E

(Sunil Singhi)
Partner
Membership No. 060854
Place : Kolkata
Date : 21st May 2016

For and on behalf of the Board of Directors

Umesh Saraf
Director

A. Srinivasan
Whole-time Director

T. N. Thanikachalam
Company Secretary

Asian Hotels (East) Limited

CONSOLIDATED FINANCIAL STATEMENTS
INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF ASIAN HOTELS (EAST) LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying Consolidated Financial Statements of **ASIAN HOTELS (EAST) LIMITED** (herein referred to as "the Holding Company"), and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the Consolidated Balance Sheet as at 31st March, 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (herein referred to as "the Consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective board of directors of the Companies included in the group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error which have been used for the purpose of preparation of the Consolidated financial statements by the Directors of the Holding Company as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the Audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us in terms of the reports referred to in Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March, 2016, and their consolidated loss and their consolidated cash flows for the year ended on that date.

Other Matters

We did not audit the financial statements / financial information of three subsidiaries, whose financial statements / financial information reflect total assets of Rs.75,108.31 Lacs as at 31st March, 2016, total revenues of Rs. 9,507.08 Lacs and net cash outflow amounting to Rs. 45.14 Lacs for the year ended on that date, as considered in these consolidated financial statements. These financial statements / financial information have been

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS**

audited by other auditors whose report have been furnished to us by the management and our opinion on the consolidated financial statements, in so far it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub sections (3) and (11) of section 143 of the act, in so far relates to the aforesaid subsidiaries, is based solely on the reports of other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and reports of the other auditors and financial statements/financial information certified by the management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
 - c) The consolidated Balance Sheet, the consolidated Statement of Profit and Loss, and the consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of accounts maintained for the purpose of the preparation of the consolidated financial statements.
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors of the Holding Company / subsidiary companies as on 31st March, 2016 taken on record by the Board of Directors of the Holding Company / subsidiaries, none of the directors of the Group companies is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial positions in its financial statements as referred in note no. 38 of the financial statements;
 - ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii. No amount is required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies.

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
Firm Registration No: 000756N

K K Tulshan
Partner
Membership No: 085033

Place of Signature : Kolkata
Date: 24th May, 2016

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS**

Annexure A to the Independent Auditor's Report to the members of ASIAN HOTELS (EAST) LIMITED (Company) dated 24th May 2016

Report on the Internal Financial Controls under clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 (f) of 'Report on Other Legal and Regulatory Requirements' section of our report referred above

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2016, We have audited the internal financial controls over financial reporting of **ASIAN HOTELS (EAST) LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Holding Company and its subsidiary companies which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to three subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
Firm Registration No: 000756N

K K Tulshan
Partner
Membership No: 085033

Place of Signature : Kolkata
Date: 24th May, 2016

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****CONSOLIDATED BALANCE SHEET as at 31st March 2016**

	Note	As at 31st March 2016	Amount in ₹ As at 31st March 2015
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUND			
(a) Share Capital	4	114,405,850	114,405,850
(b) Reserves & Surplus	5	7,361,456,090	7,453,195,826
		7,475,861,940	7,567,601,676
MINORITY INTEREST			
		166,262,138	235,377,779
NON-CURRENT LIABILITIES			
(a) Long Term Borrowings	6	1,398,600,000	3,103,050,000
(b) Deferred tax liabilities (Net)	7	175,252,818	180,308,421
(c) Other Long Term Liabilities	8	2,227,500	4,529,969
(d) Long-term Provisions	9	23,848,967	23,599,685
		1,599,929,285	3,311,488,075
CURRENT LIABILITIES			
(a) Short Term Borrowings	10	125,559,144	53,868,574
(b) Trade Payables	11	341,852,667	330,155,472
(c) Other Current Liabilities	12	1,527,758,461	194,379,763
(d) Short-term Provisions	13	33,026,047	29,643,581
		2,028,196,319	608,047,390
Total		11,270,249,682	11,722,514,920
ASSETS			
NON-CURRENT ASSETS			
(a) Fixed Assets			
(i) Tangible Assets	14	7,398,450,211	7,667,265,439
(ii) Intangible Assets		1,077,324,792	1,081,991,788
(iii) Capital Work-in-Progress		19,283,403	18,881,523
(b) Non-Current Investments	15	156,684,000	156,684,000
(c) Long-term Loans and Advance	16	170,196,676	113,503,536
		8,821,939,082	9,038,326,286
CURRENT ASSETS			
(a) Current Investments	17	1,546,657,897	1,808,037,074
(b) Inventories	18	29,496,159	31,583,118
(c) Trade Receivable	19	116,131,752	77,642,373
(d) Cash and Bank Balances	20	69,356,628	61,874,682
(e) Short-term Loans and Advances	21	648,618,256	661,732,775
(f) Other Current Assets	22	38,049,908	43,318,612
		2,448,310,600	2,684,188,634
Total		11,270,249,682	11,722,514,920

Notes forming part of Consolidated Financial Statements

1-49

As per our report of even date

For and on behalf of the Board of Directors

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
Firm Registration No.: 000756N

K K Tulshan
Partner
Membership No. 085033

Place : Kolkata
Date : 24th May 2016

Arun K Saraf Joint Managing Director
Umesh Saraf Joint Managing Director
A. C. Chakrabortti Director
Rama Shankar Jhawar Director
Padam Kumar Khaitan Director
Rita Bhimani Director

Bimal K Jhunjunwala
CFO & Vice President - Corporate Finance

Saumen Chattopadhyay
Chief Legal Officer & Company Secretary

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****CONSOLIDATED STATEMENT OF PROFIT AND LOSS for the year ended 31st March 2016**

			Amount in ₹
	Note	Year Ended 31st March 2016	Year Ended 31st March 2015
I INCOME			
(a) Revenue from Operations	23	1,927,340,114	1,884,142,086
(b) Other Income	24	93,657,566	61,040,717
		2,020,997,680	1,945,182,803
II EXPENDITURE			
(a) Consumption of Provisions, Beverages, Smokes & Others	25	250,846,563	246,678,891
(b) Employee Benefit Expense	26	354,996,918	356,532,898
(c) Finance Cost	27	376,796,124	515,752,436
(d) Depreciation and Amortization Expenses	14	313,914,771	315,153,501
(e) Other Expenses	28	847,508,939	843,965,545
		2,144,063,315	2,278,083,271
III PROFIT BEFORE TAX (I - II)		(123,065,635)	(332,900,468)
IV TAX EXPENSE			
(a) Current Tax		17,391,314	67,973,531
(b) Deferred Tax		(5,055,603)	(10,758,001)
(c) MAT Credit		(4,315,841)	-
(d) Tax adjustments for earlier years		2,204,927	1,626,080
V PROFIT / (LOSS) AFTER TAX (before adjustment for Minority Interest) (III - IV)		(133,290,432)	(391,742,078)
Add: Share of Loss transferred to Minority Interest		69,115,641	172,880,559
VI PROFIT / (LOSS) AFTER TAX (after adjustment for Minority Interest)		(64,174,791)	(218,861,519)
VII EARNING PER SHARE	29		
(a) Basic		(5.61)	(19.13)
(b) Diluted		(5.61)	(19.13)
Notes forming part of Consolidated Financial Statements	1-49		

As per our report of even date

For and on behalf of the Board of Directors

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
Firm Registration No.: 000756N

K K Tulshan
Partner
Membership No. 085033

Place : Kolkata
Date : 24th May 2016

Arun K Saraf Joint Managing Director
Umesh Saraf Joint Managing Director
A. C. Chakrabortti Director
Rama Shankar Jhawar Director
Padam Kumar Khaitan Director
Rita Bhimani Director

Bimal K Jhunjhunwala CFO & Vice President - Corporate Finance
Saumen Chattopadhyay Chief Legal Officer & Company Secretary

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****CONSOLIDATED CASH FLOW STATEMENT for the year ended 31st March 2016**

	Year Ended 31st March, 2016	Amount in ₹ Year Ended 31st March, 2015
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	(123,065,635)	(332,900,468)
Adjustment for :		
Depreciation/amortization	313,914,771	315,153,501
Loss/(profit) on sale of fixed assets	1,019,334	494,980
Provision for bad and doubtful debts	1,379,969	1,241,389
Excess Provision written back	(52)	(1,832,093)
Adjustment to Carrying Amount of Investment	-	216,804
Liabilities Written back	(12,600)	(1,148,300)
Interest expenses	362,460,803	510,117,547
Other Borrowing Cost	14,197,845	3,151,698
Provision for leave benefits	859,300	(1,100,986)
Provision for gratuity	2,746,741	4,967,688
Net loss/(gain) on sale of current investments	(65,805,615)	(2,137,756)
Interest income	(25,149,953)	(27,573,538)
Dividend income	(180,405)	(27,689,056)
Operating profit before working capital changes	482,364,503	440,961,410
Movements in working capital :		
Increase/(decrease) in trade payables	11,697,247	52,335,717
Increase/(decrease) in other current liabilities	6,772,086	(28,512,166)
Increase/(decrease) in other long term liabilities	(2,240,565)	(2,679,585)
Decrease/(increase) in trade receivables	(39,869,348)	26,856,891
Decrease/(increase) in inventories	2,086,959	(4,088,976)
Decrease/(increase) in other current assets	5,174,320	(3,853,029)
Increase / (Decrease) in Advance from Customers	(945,506)	1,670,458
Increase / (Decrease) in Stale cheque	(61,904)	(1,000)
Decrease / (increase) in long term loans and advances	1,980,528	(8,450,444)
Decrease / (increase) in short term loans and advances	11,826,125	(2,510,855)
Cash generated from / (used in) operations	478,784,445	471,728,421
Direct taxes paid (net of refunds)	74,016,953	73,268,272
Net cash flow from/ (used in) Operating Activities (A)	404,767,492	398,460,149
B. CASH FLOW FROM INVESTING ACTIVITIES		
Payments for fixed assets	(41,916,579)	(55,653,931)
(Increase) / Decrease in Capital Work in progress	(401,880)	20,357,652
Decrease / (Increase) in Capital Advance	62,885	110,944
Proceeds from sale of fixed assets	464,698	1,028,446
Purchase of Non-current investments	-	(355,000)
Sale of Non-current investments	-	-
Purchase of current investments	(72,826,137)	(328,040,163)
Proceeds from sale/maturity of current investments	400,010,930	800,766,045
Short term loans and advances given	1,288,393	(1,154,474)
Interest received	25,244,337	20,906,827
Dividend received	180,405	27,689,056
Net cash flow from/ (used in) Investing Activities (B)	312,107,052	485,655,402
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Interest and finance charges paid	(362,292,368)	(547,665,499)
Payment of Other Borrowing Cost	(14,197,845)	-
Proceeds from Long Term Borrowings	-	1,650,000,000
Repayment of Long Term Borrowings	(377,511,646)	(1,979,123,866)
Proceeds from short term borrowings	71,690,570	5,806
Dividend paid on shares	(22,423,241)	(33,615,825)
Tax on dividend paid	(4,658,068)	(5,832,982)
Net cash flow from/ (used in) in Financing Activities (C)	(709,392,598)	(916,232,366)
Net increase/ (decrease) in Cash and Cash Equivalents (A + B + C)	7,481,946	(32,116,815)
Cash and Cash Equivalents at the beginning of the year (Refer Note 20)	61,874,682	93,991,497
Cash and Cash Equivalents at the end of the year (Refer Note 20)	69,356,628	61,874,682

Notes forming part of Consolidated Financial Statements

1-49

As per our report of even date

For and on behalf of the Board of Directors

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
Firm Registration No.: 000756N

K K Tulshan
Partner
Membership No. 085033

Place : Kolkata
Date : 24th May 2016

Bimal K Jhunjunwala
CFO & Vice President - Corporate Finance

Arun K Saraf Joint Managing Director
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Rama Shankar Jhawar Director
Padam Kumar Khaitan Director
Rita Bhimani Director

Saumen Chattopadhyay
Chief Legal Officer & Company Secretary

Asian Hotels (East) Limited

CONSOLIDATED FINANCIAL STATEMENTS

Consolidated Notes to Financial Statements for the Year Ended 31st March 2016

1. Corporate Information

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.

2. Basis of preparation

The financial statements have been prepared to comply in all material respects with the mandatory Accounting Standards (AS) notified under section 133 of the Companies Act, 2013 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on going concern basis on an accrual basis.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year, except for the change in accounting policy explained below, if any.

3. Significant Accounting Policies

a. Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting 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.

b. Tangible Fixed Assets

Tangible Fixed assets are stated at cost of acquisition or construction or at revalued amounts, net of impairment loss if any, less depreciation/amortization. Cost represents the direct expenses incurred on acquisition/construction of the assets and the relative share of indirect expenses relating to construction allocated in proportion to the direct costs involved.

c. Depreciation

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. No depreciation is charged for the quarter on the assets sold/ discarded during the year.

d. Impairment of Tangible Assets

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. Value in use is determined for assets or group of assets which are capable of generating independent cash flows i.e. cash generating units.

e. Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016****f. Inventories**

Inventory is valued at cost or net realizable value, whichever is lower. Net realizable value is the estimated realizable value in the normal course of business less the estimated costs necessary to make the sale.

Operating equipment in circulation is valued at weighted average cost less estimated diminution in value on account of usage.

Shares held as Stock-in-trade are valued at cost or market value whichever is lower.

g. 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 customer.
- ii. Interest income is recognized on time proportion basis taking into account the amount outstanding and the rate applicable.
- iii. Dividend income from investments is recognized when the Company's right to receive payment is established.
- iv. Income from hiring of vehicles is recognized on accrual basis on the basis of agreed rate.

h. Foreign Currency Transaction**Initial recognition**

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

Exchange differences

Exchange differences are recognized as income or as expenses in the period in which they arise.

Income in Foreign Exchange

The bills for services rendered are raised in Indian Rupees. The payment received in foreign currency against these bills is credited and accounted for at the rate / rates prevalent on the date of receipt of payment. The gains / losses arising out of fluctuation in the exchange rates are accounted for on realization.

Expenses remittable in foreign exchange

These are charged based on invoices (including for earlier years) as approved and accepted by the appropriate authorities as applicable.

i. Retirement and other employee benefits

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.

All employees are covered under contributory provident fund benefit of a contribution of 12% of salary. It is a defined contribution scheme and the contribution is charged to the Profit and Loss Account of the year when the contributions to the respective funds are due. There are no obligations other than the contributions payable to the respective fund.

j. Income Taxes

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Asian Hotels (East) Limited

CONSOLIDATED FINANCIAL STATEMENTS

Consolidated Notes to Financial Statements for the Year Ended 31st March 2016

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

k. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share 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 rights 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 earnings 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.

l. Provisions

A provision is recognized when the Company has a present obligation as a result of 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. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

m. Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

n. Cash and Cash Equivalents

Cash and cash equivalents for the purposes of cash flow statement comprises cash at bank and in hand and short term investments with an original maturity of three months or less.

o. Dividend

Dividend recommended by the Board of Directors, if any, is provided for in the accounts pending shareholders approval.

p. Principles of Consolidation

The Consolidated Financial Statements have been prepared in accordance with Accounting Standard 21 (AS – 21) – "Consolidated Financial Statements".

The Consolidated Financial Statements comprise the financial statements of Asian Hotels (East) Limited and the following subsidiaries:-

Name of the Company	Country of Incorporation	% of Holding as on 31-March 2016
GJS Hotels Limited	India	100
Regency Convention Centre & Hotels Limited	India	58.99
Robust Hotels Private Limited	India	68.06

The Consolidated Financial Statements have been prepared on the following basis:

The Financial Statements of the Company and its subsidiaries companies have been combined on a line basis by adding together the book value of like items of assets, liabilities, income and expenses after fully eliminating intra group balances and intra group transactions, if any.

The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances.

Goodwill arising in Consolidated Financial Statements on consolidation of Financial Statements of the Company and its subsidiary companies have been capitalised and shown as part of fixed assets to the extent not impaired in the books of the Company.

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

4. Share Capital	Amount in ₹	
	As at 31st March 2016	As at 31st March 2015
Authorised Shares		
14,000,000 (Previous Year : 14,000,000) Equity Shares of ₹10/- each	140,000,000	140,000,000
1,000,000 (Previous Year : 1,000,000) Preference Shares of ₹10/- each	10,000,000	10,000,000
Total	150,000,000	150,000,000
Issued, Subscribed and Paid-up		
11,440,585 (Previous Year : 11,440,585) Equity Shares of ₹10/- each fully paid-up	114,405,850	114,405,850
	114,405,850	114,405,850

4.1 Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Equity Shares	As at 31st March 2016		As at 31st March 2015	
	No. of Shares	₹	No. of Shares	₹
At the beginning of the year	11,440,585	114,405,850	11,440,585	114,405,850
Issued during the year	—	—	—	—
Deducted during the year	—	—	—	—
At the end of the year	11,440,585	114,405,850	11,440,585	114,405,850

4.2 Terms / rights attached to Equity Shares**Equity Shares**

The Company has one class of equity shares having a par value of ₹10 each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Preference Shares

The rights, preferences and restrictions attached to the preference shares are in accordance with the provisions of the Companies Act, 2013, unless stated otherwise.

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

Equity Shares	As at 31st March 2016		As at 31st March 2015	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Saraf Industries Limited	3,630,630	31.73	3,630,630	31.73
Forex Finance Private Limited	3,127,072	27.33	3,127,072	27.33
Axis Bank Limited	640,152	5.60	640,152	5.60

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

	Amount in ₹	
5. Reserves and Surplus	As at 31st March 2016	As at 31st March 2015
Capital Reserve		
Opening Balance	141,043	141,043
Add: Additions during the year	-	-
Less: Deletions during the year	-	-
Closing Balance	141,043	141,043
Capital Redemption Reserve (for redeemed Non Conversion Preference Shares -NCPS)		
Opening Balance	2,000,000	2,000,000
Add: Additions during the year	-	-
Less: Deletions during the year	-	-
Closing Balance	2,000,000	2,000,000
Securities Premium Account		
Opening Balance	14,612,822	14,612,822
Add: Additions during the year	-	-
Less: Deletions during the year	-	-
Closing Balance	14,612,822	14,612,822
General Reserve		
Opening Balance	6,447,174,116	6,432,174,116
Add: Transferred from Statement of Profit & Loss	15,000,000	15,000,000
Closing Balance	6,462,174,116	6,447,174,116
Surplus in the Statement of Profit and Loss		
Opening Balance	989,267,845	1,311,855,445
Add: Profit for the Year	(64,174,791)	(218,861,519)
Less: Appropriations-		
Accumulated Depreciation due to reclassification	-	61,186,843
Amount transferred to General Reserve	15,000,000	15,000,000
Proposed final dividend on equity shares*	22,881,170	22,881,170
Corporate Dividend Tax (including earlier years adjustment)	4,683,775	4,658,068
Closing Balance	882,528,109	989,267,845
Total	7,361,456,090	7,453,195,826

* The Board of Directors at their meeting held on 24th May 2016 has recommended a final dividend of ₹ 2.00 per share (Previous Year ₹2.00 per share)

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

	Amount in ₹
	As at
	31st March 2016
	31st March 2015
6. Long Term Borrowings	
Secured - Term Loans	
From HDFC Limited (Refer Note 'a' & 'b' below)	
Gross Amount	1,453,050,000
Less: Repayable within one year	54,450,000
	1,398,600,000
From ICICI Bank (Refer Note 'c' below)	
Gross Amount	1,319,438,354
Less: Repayable within one year	1,319,438,354
	-
	1,650,000,000
Total	1,398,600,000
	3,103,050,000

a) Security Clause

The above term loan is secured by pari passu 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 Tamilnadu. Above securities are ranking pari passu for the Bank Guarantee facility of ₹ 15 crores granted by IDBI Bank Limited. Further, the above term loan is also secured by second charge on all book debts, operating cash flows, revenues, commission and receivables of the Company both present and future, ranking pari passu with each other. Bank Guarantee of ₹ 15 crores from IDBI Bank Ltd are further secured by corporate guarantee of Asian Hotels (East) Limited. The Term Loan from HDFC Limited is further secured by corporate guarantee of Forex Finance Private Limited.

b) Terms of Repayment and Rate of Interest**i) HDFC Limited @ 12.40% p.a.: The loan is repayable in 42 Quarterly Instalments being:**

2 Quarterly instalments of ₹ 93,00,000 each commenced from March 31, 2015 and ended on June 30, 2015, 4 Quarterly instalments of ₹ 94,50,000 each commenced from September 30, 2015 and ending on June 30, 2016, 4 Quarterly instalments of ₹ 1,50,00,000 each commencing from September 30, 2016 and ending on June 30, 2017, 4 Quarterly instalments of ₹ 1,95,00,000 each commencing from September 30, 2017 and ending on June 30, 2018, 4 Quarterly instalments of ₹ 2,53,50,000 each commencing from September 30, 2018 and ending on June 30, 2019, 4 Quarterly instalments of ₹ 3,09,00,000 each commencing from September 30, 2019 and ending on June 30, 2020, 4 Quarterly instalments of ₹ 3,75,00,000 each commencing from September 30, 2020 and ending on June 30, 2021, 4 Quarterly instalments of ₹ 4,50,00,000 each commencing from September 30, 2021 and ending on June 30, 2022 and 12 Quarterly instalments of ₹ 6,25,50,000 each commencing from September 30, 2022 and ending on June 30, 2025 as per Repayments Schedule letter dated August 16, 2012 of Repayment Schedule

c) Nature :- Loan against security of Mutual Funds of carrying value (Refer Note - 17)	1,353,246,737	1,603,246,737
Interest Rate :- At base rate of Bank	9.35%	10.00%
Tenure :- Within 16 months from date of sanction, i.e. 31st March 2015		

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

	Amount in ₹
As at 31st March 2016	As at 31st March 2015
7. Deferred Tax Liabilities (Net)	
Deferred tax liabilities :-	
On Fiscal Allowances on Fixed Assets	189,732,820
Gross deferred tax liabilities	189,732,820
Deferred tax assets :-	
On Employees' separation and retirement etc.	8,333,117
On Provision for doubtful debts / advances	1,016,250
Other timing differences	75,032
Gross deferred tax assets	9,424,399
Net Deferred Tax Liabilities	180,308,421
8. Other Long Term Liabilities	
Trade Payable	2,482,565
Others -	
Security Deposit Received	1,985,500
Stale Cheque Liabilities	61,904
Total	4,529,969
9. Long Term Provisions	
Provision for employee benefits	
Provision for gratuity (refer note 30)	16,017,378
Provision for leave benefits (refer note 30)	7,582,307
Total	23,599,685
10. Short Term Borrowings	
Unsecured	
From Other parties - interest free borrowing repayable on demand	4,615,784
Secured	
Overdraft Facility with ICICI Bank Limited (Interest Rate - 9.60%) (Refer Note 17 and 'a' below)	-
Cash Credit facility from IDBI Bank Limited (Interest Rate :12.25% p.a.) {Refer Note 'b' below}	49,252,790
	53,868,574
(a) Secured against Mutual Fund of ₹17,34,11,160/- (Previous Year ₹NIL)	
Interest Rate :- At base rate of Bank plus 25 basis points	9.60%
Tenure : - 1 year from date of sanction and renewable every year	-
(b) 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 clean, outstanding monies receivable, both present and future and second charge by way of hypothecation of entire movable properties including movable machineries, tools & accessories present and future and further secured by second charge by way of Equitable Mortgage on Immovable property situated at 365, Anna Salai, Chennai - 600018 and by Corporate Guarantee of Asian Hotels (East) Limited.	

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

	Amount in ₹	
	As at 31st March 2016	As at 31st March 2015.
11. Trade Payables		
Trade Payable (including acceptances) (refer note 37 for details of dues to micro and small enterprise)	341,852,667	330,155,472
Total	341,852,667	330,155,472
12. Other Current Liabilities		
Advance from Customers	30,782,839	31,728,345
Current Maturities of Long Term Debt		
– From HDFC Bank (Refer Note No. 6 'b')	54,450,000	46,950,000
– From ICICI Bank	1,319,438,354	-
Salary Payable	3,240,809	7,240,396
Unpaid Dividend	3,983,706	3,525,777
Interest accrued but not due	479,997	616,716
Interest accrued and due	28,900,819	28,595,665
Other Payables -		
Expenses Payable	9,308,653	9,866,483
Statutory Dues	21,147,249	21,506,282
Others	56,026,035	44,350,099
Total	1,527,758,461	194,379,763
13. Short Term Provisions		
Provision for employee benefits -		
Provision for gratuity (refer note 30)	4,677,993	1,578,302
Provision for leave benefits (refer note 30)	783,109	526,041
Total (A)	5,461,102	2,104,343
Other provisions		
Proposed equity dividend	22,881,170	22,881,170
Dividend tax	4,683,775	4,658,068
Total (B)	27,564,945	27,539,238
Total (A+B)	33,026,047	29,643,581

Asian Hotels (East) Limited

CONSOLIDATED FINANCIAL STATEMENTS
Consolidated Notes to Financial Statements for the Year Ended 31st March 2016

Amount in ₹

14. Fixed Assets

Particulars	Gross Carrying Value				Depreciation				Net Carrying Value	
	Balance as at 1st April 2015	Additions	Deduction during the year	Assets Written Off during the year	Balance as at 31st March 2016	Balance as at 1st April 2015	Depreciation for the period	Deduction during the year	Balance as at 31st March 2016	Balance as at 31st March 2015
Tangible Assets										
Lease Hold Land*	339,210,704	14,400,412	-	-	353,611,116	-	-	-	-	339,210,704
Freehold Land	1,540,585,512	-	-	-	1,540,585,512	-	-	-	-	1,540,585,512
Buildings	4,103,938,548	2,325,345	-	-	4,106,263,893	336,657,061	65,641,049	-	402,298,110	3,703,965,783
Plant & Equipment	2,308,642,299	17,000,905	5,709,328	-	2,319,933,876	723,531,514	161,349,712	4,277,639	880,603,587	1,439,330,289
Furniture and Fixtures	760,755,004	5,448,562	-	-	766,203,566	338,129,897	76,357,716	-	414,487,613	351,715,952
Vehicles	13,440,544	1,665,842	2,324,938	-	12,781,448	11,343,871	815,087	2,272,595	9,886,363	2,895,085
Office Equipments	17,117,217	321,299	-	-	17,438,516	6,762,046	4,329,997	-	11,092,043	6,346,473
Total	9,083,689,828	41,162,365	8,034,266	-	9,116,817,927	1,416,424,389	308,493,561	6,550,234	1,718,367,716	7,398,450,211
Previous Year	9,123,438,974	55,653,931	2,709,783	92,693,294	9,083,689,828	1,107,784,792	309,825,954	1,186,357	1,416,424,389	7,667,265,439
Capital Work-in-progress	18,881,523	2,727,225	2,325,345	-	-	-	-	-	-	-
Previous Year	39,239,182	4,817,811	25,175,470	-	19,283,403	-	-	-	-	19,283,403
Intangible Assets										
Softwares	36,597,112	754,214	-	-	37,351,326	18,280,534	5,421,210	-	23,701,744	13,649,582
Goodwill on Consolidation**	1,063,675,210	-	-	-	1,063,675,210	-	-	-	-	1,063,675,210
Total	1,100,272,322	754,214	-	-	1,101,026,536	18,280,534	5,421,210	-	23,701,744	1,077,324,792
Previous Year	1,100,272,322	-	-	-	1,100,272,322	12,952,994	5,327,540	-	18,280,534	1,081,991,788
Total	10,202,843,673	44,643,804	10,359,611	-	10,237,127,866	1,434,704,923	313,914,771	6,550,234	1,742,069,460	8,495,058,406
Previous Year	10,262,950,478	60,471,742	27,885,253	92,693,294	10,202,843,673	1,120,737,786	315,153,501	1,186,357	1,434,704,923	8,768,138,750

* During the year, ₹ 1.40 Crores earlier expensed by Asian Hotels (East) Limited (Holding Company) on the registration of the land at Bhubaneshwar has been transferred to GJS Hotels Limited, Subsidiary Company. The same has been capitalised against the said land.

** Goodwill represents the difference between the net assets of Subsidiary Companies as at the date of its becoming subsidiary of the Company and Company's investment therein as at that date.

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

	Amount in ₹	
	As at 31st March 2016	As at 31st March 2015
15. Non-Current Investments		
Non Trade, Quoted, Fully Paid up		
In Bonds of Indian Railways Financial Corporation Limited		
150,000 (Previous Year: 150,000) 8.23% Tax Free Bonds of ₹1000 each	150,000,000	150,000,000
Non Trade, Unquoted, Fully Paid up		
In Equity Shares		
665,000 (Previous Year 665,000) Equity Shares of Maple Renewable Power Private Limited of ₹ 10/- each	6,650,000	6,650,000
In Government Securities		
– National Savings Certificate	34,000	34,000
Total	156,684,000	156,684,000
Aggregate Market Value of Quoted Investment	150,000,000	150,000,000
Aggregate amount of Unquoted Investment	6,684,000	6,684,000
Aggregate Provision for diminution in value of Investments	-	-
16. Long Term Loans & Advances (Unsecured, Considered Good)		
Capital Advance	233,834	296,719
Security Deposits	32,318,241	34,298,769
Advance for acquisition of shares from shareholders of Regency Convention Centre & Hotels Limited (Refer Note - 41)	33,448,275	33,448,275
Advances recoverable in cash or in kind	84,770	84,770
Other Loans and Advances:		
Advance Tax & TDS (Net of Provision for taxes ₹288,439,120 (Previous Year - ₹268,873,264)	92,905,684	38,488,658
MAT Credit Entitlement	11,205,872	6,886,345
Total	170,196,676	113,503,536

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

			Amount in ₹	
	As at 31st March 2016 No. of Shares	As at 31st March 2015 No. of Shares	As at 31st March 2016 ₹	As at 31st March 2015 ₹
17. Current Investments				
Non-Trade, Quoted, fully paid-up				
In Equity Shares				
(Face Value of ₹10 each, unless otherwise stated)				
Ahlcons Parenterals Limited	-	800	-	364,920
Apcotex Industries Limited (Face Value ₹5 each)	-	300	-	54,092
Arman Financial Services Ltd.	-	1,500	-	117,199
Ashapura Minechem Ltd (Face Value ₹2 each)	-	6,600	-	402,834
Atul Auto Limited (Face Value ₹5 each)	-	1,254	-	162,379
Capital First Limited	-	3,122	-	460,245
DCM Shriram Ltd. (Face Value ₹2 each)	-	248	-	26,635
Dhanuka Agritech Limited (Face Value ₹2 each)	-	1,450	-	187,939
Gateway Distriparks Limited	-	1,423	-	183,008
Godrej Properties Ltd (Face Value ₹5 each)	-	1,050	-	233,589
Gujarat Pipavav Port Limited	-	6,872	-	386,770
Granules India Limited (Face Value ₹1 each)	-	5,650	-	468,495
Greenlam Industries Limited (Face Value ₹5 each)	-	825	-	102,006
Greenply Industries Limited (Face Value ₹5 each)	-	825	-	188,609
Indusind Bank Limited	-	1,177	-	460,561
Intec Capital Ltd.	-	747	-	63,495
IPCA Laboratories Ltd. (Face Value ₹2 each)	-	498	-	316,653
Jyothy Laboratories Limited (Face Value ₹1 each)	-	1,931	-	294,447
KPIT Technologies Limited (Face Value - ₹2 each)	-	3,793	-	405,537
Mahindra & Mahindra Financial Services Limited (Face Value ₹2 each)	-	1,436	-	352,812
Oriental Carbon & Chemicals Limited	-	3,364	-	341,527
Persistent Systems Limited	-	720	-	189,783
PTC India Financial Services Limited	-	5,640	-	276,736
PVR Limited	-	701	-	170,498
Selan Exploration Technology Limited	-	1,417	-	322,013
Shasun Pharmaceuticals Ltd (Face Value ₹2 each)	-	4,100	-	587,591
Shilpa Medicare Limited (Face Value ₹2 each)	-	1,524	-	373,410
Shriram Transport Finance Company Limited	-	969	-	547,692
SMS Pharmaceuticals Ltd	-	536	-	231,387
Snowman Logistics Ltd.	-	2,700	-	223,886
South Indian Bank Limited (Face Value ₹1 each)	-	8,530	-	168,705
Sterling Holiday Resorts India Ltd	-	6,960	-	686,702
Strides Arcolab Limited	-	1,247	-	472,123
Sunteck Reality Limited (Face Value ₹2 each)	-	1,755	-	437,960
SQS India BFSI Limited	-	955	-	228,382
Uniply Industries Limited	-	8,570	-	198,463
Total			-	10,689,083

(Market Value as on 31st March 2016 is ₹NIL (Previous Year - ₹2,37,49,116/-))

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

	As at 31st March 2016 No. of Units	As at 31st March 2015 No. of Units	As at 31st March 2016 ₹	Amount in ₹ As at 31st March 2015 ₹
17. Current Investments (Contd.)				
Non -Trade ,Unquoted, fully paid-up				
In Mutual Funds				
(Face Value of ₹10 each, unless otherwise stated)				
DSP BlackRock Short Term Fund Regular Plan- Growth*	11,252,127	11,252,127	224,673,474	224,673,474
DHFL Pramerica (DWS) Short Maturity Fund - Growth*	8,101,478	8,101,478	170,650,337	170,650,337
HDFC Income Fund - Growth*	4,389,855	4,389,855	120,696,443	120,696,443
HDFC Income Fund - Growth	727,421	727,421	20,000,000	20,000,000
HDFC Liquid Fund - DDR	-	16,024	-	163,419
ICICI Prudential Dynamic Bond Fund - (Growth)*	11,208,615	11,208,615	150,297,441	150,297,441
ICICI Prudential Fixed Maturity Plan-Series 68*	10,000,000	10,000,000	100,000,000	100,000,000
Kotak Bond Scheme Plan A - Growth*	15,974,828	21,903,566	542,783,504	742,783,504
Kotak FMP Series 106-Growth*	7,341,116	7,341,116	73,411,160	73,411,160
Pramerica Liquid Fund (Face Value ₹1000 each)	-	357	-	526,675
UTI Bond Fund-Growth Plan-Regular*	4,105,424	5,544,223	144,145,538	194,145,538
(Market Value as on 31st March 2016 is ₹1,945,611,534/- (Previous Year - ₹2,122,505,822/-))				
Total (B)			1,546,657,897	1,797,347,991
Total (A+B)			1,546,657,897	1,808,037,074
* Pledged against loan taken from ICICI Bank during the year (Refer Note 6) -		-		
* Pledged against Overdraft Limit taken from ICICI Bank Limited (Refer Note 10)			1,546,657,897	1,797,347,991
Basis of Valuation - Lower of Cost or Market Value on an individual investment basis				
Aggregate Amount of Quoted Investments			-	10,689,083
Aggregate Amount of Unquoted Investments			1,546,657,897	1,797,347,991
Aggregate amount of Adjustments to Carrying amount of Quoted Investments			-	216,804
Aggregate amount of Adjustments to Carrying amount of Unquoted Investments			-	-

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

	Amount in ₹
	As at
	31st March 2016
	31st March 2015
18. Inventories	
(Valued at cost or Net Realisable Value whichever is lower)	
Food, Liquor & Tobacco	21,573,925
Crockery, Cutlery, Silverware, Linen	4,459,149
General Stores and Spares	3,463,085
Total	29,496,159
19. Trade Receivable	
Outstanding for a period exceeding six months from the date they are due for payment	
Unsecured, Considered good	15,426,890
Doubtful	2,934,729
	18,361,619
Less: Provision for Doubtful Debts	2,934,729
(A)	15,426,890
Other receivables	
Unsecured, Considered good	100,704,862
Total (A+B)	116,131,752
20. Cash & Bank Balances	
Cash and Cash Equivalents	
Balance with banks	26,757,592
Cash on hand (Including Stamps in Hand ₹189,673 (Previous Year ₹189,673))	2,846,204
Cheques on Hand	105,953
Other Bank Balances	
Fixed Deposits- under lien (Refer Note 20.1)	20,000,000
Margin Money Deposit (having maturity more than 12 months)	15,663,173
Unpaid Dividend Accounts	3,983,706
Total	69,356,628
20.1 The Company maintains a cash credit account (secured against Fixed Deposit Receipts) with a favourable balance as on the current and comparative reporting date and have been included in balance with banks. Further, the Company has given revolving Letter of Credit to West Bengal State Electricity Distribution Company Limited (WBSEDCL).	
21. Short Term Loans & Advances	
(Unsecured, Considered Good)	
Advance to Related Parties (Refer Note 43)	
Chartered Hotels Private Limited	-
Forex Finance Private Limited	532,000,000
Juniper Hotels Private Limited	-
Chartered Hampi Hotels Pvt. Ltd.	-
Taragaon Regency Hotels Ltd.	-
Unison Hotels Pvt. Limited	-
Yak & Yeti Hotels Ltd.	-
Other loans and advances -	
Inter Corporate Deposits	75,000,000
Balances with Statutory Authorities	12,445,476
Advance to Suppliers & Other Parties	20,620,788
Prepaid Expenses	8,085,543
Stamp Duty Recoverable from Odisha Govt.	-
Advance to Employees	82,249
Others	384,200
Total	648,618,256

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

	Amount in ₹
As at 31st March 2016	As at 31st March 2015
22. Other Current Assets	
Prepaid Expenses	9,769,044
Interest accrued but not due	12,129,164
Interest accrued on Term Deposit	153,158
Interest accrued on Others	2,006,395
Service Tax	19,260,851
Total	43,318,612
23. Revenue from Operations	
Sale of products	
Beverages, Wines and Liquor	91,254,775
Food and Smokes	808,771,360
	900,026,135
Less: Excise Duty	676,986
	899,349,149
Sale of services	
Rooms	788,649,605
Banquet Income (Only Rental Portion)	79,782,383
Health & Spa	30,549,495
Laundry & Dry Cleaning	22,287,044
Auto Rental	37,387,036
Communication	4,843,327
Other Operating Revenue	21,294,047
	984,792,937
Total	1,884,142,086
24. Other Income	
Interest Income from Non-Current Investments	12,345,000
Interest Income from Others	15,228,538
Dividend on Current Investment	27,689,056
Net Gain on Sale of Current Investments	2,161,030
Profit on Sale of Fixed Assets	-
Excess Provision Written Back	1,832,093
Liabilities Written Back	1,148,300
Miscellaneous Income	636,700
Total	61,040,717

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

	Amount in ₹
	Year Ended 31st March 2016
	Year Ended 31st March 2015
25. Consumption of Provisions, Beverages, Smokes & Others	
Food, Beverages, Smokes, Wine & Liquor	
Opening Stock	23,643,742
Add : Purchases	248,776,746
	272,420,488
Less : Closing Stock	21,573,925
Total Cost of Consumption	250,846,563
	20,772,215
	249,550,418
	270,322,633
	23,643,742
	246,678,891
26. Employee Benefit Expenses	
Salaries, Wages & Bonus	287,479,839
Contribution to Provident & other funds	19,810,397
Staff Welfare Expenses	41,507,010
Recruitment & Training	6,199,672
Total	354,996,918
	287,559,033
	19,795,158
	43,705,366
	5,473,341
	356,532,898
27. Finance Cost	
Interest on	
- Term Loan	201,101,201
- Loan Against Securities	154,050,946
- Cash Credit / Overdraft	7,308,656
- TDS	137,476
- Others	-
Other Borrowing Cost	14,197,845
Total	376,796,124
	503,375,776
	452,055
	6,289,716
	835,365
	-
	4,799,524
	515,752,436

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

	Year Ended 31st March 2016	Amount in ₹ Year Ended 31st March 2015
28. Other Expenses		
Contract Labour and Service	114,745,566	109,648,557
Room, Catering & other supplies	77,608,696	75,238,376
Linen & Operating equipments Consumption	21,055,547	35,349,922
Fuel, Power & Light	200,816,848	219,931,413
Repairs, Maintenance & Refurbishing*	77,528,378	67,861,726
Satellite & Television Charges	654,959	2,729,536
Lease Rent	18,310,362	16,089,768
Rates & Taxes	39,340,354	38,280,554
Insurance	6,122,514	6,259,803
Directors' Sitting Fees	1,090,000	740,000
Legal & Professional Expenses	12,359,151	13,038,507
Payment to Auditors	1,386,473	1,271,066
Printing & Stationery	5,772,684	6,041,217
Guest Transportation	19,017,291	18,330,667
Travelling & Conveyance**	18,179,937	15,055,442
Communication Expenses	9,123,988	8,676,937
Technical Services	60,445,859	58,366,722
Advertisement & Publicity	66,905,157	57,605,395
Commission & Brokerage	76,254,620	72,793,792
CSR Expenditure	5,000,000	6,000,000
Charity & Donation	2,435,626	31,000
Net (Gain) / Loss on Foreign Currency Translation	784,159	5,259,587
Adjustments to Carrying Amount of Current Investments	-	216,804
Bank charges and Commission	601,831	242,177
Provision for Bad & Doubtful Debts	1,379,969	1,241,389
Loss on sale of Fixed Assets	1,308,318	494,980
Loss on sale of Current Investments	88,690	23,274
Interest on Late Payment of Lease rent	11,350	-
Filing Fees	55,255	18,031
Motor Car Expenses	323,499	502,428
Freight Charges	-	300
Prior Period Expenses	1,021,200	-
Miscellaneous	7,780,658	6,626,175
Total	847,508,939	843,965,545
* Repairs, Maintenance & Refurbishing includes		
Repairs & Maintenance - Building	14,795,847	11,293,215
Repairs & Maintenance - Plant & Machinery	42,658,728	40,283,385
Repairs & Maintenance - Others	20,073,803	16,285,126
** Travelling & Conveyance includes		
Travel of Directors	739,471	1,024,197

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

	Amount in ₹
	31st March 2016
29. Earnings per share (Basic & Diluted)	31st March 2015
A. Basic	
(i) Profit / (Loss) for the period	(64,174,791) (218,861,519)
(ii) Profit / (Loss) Available for Equity Shareholders	(64,174,791) (218,861,519)
(iii) Weighted average number of Equity Shares of ₹10 each	11,440,585 11,440,585
(iv) Earnings / (Loss) per share	(5.61) (19.13)
B. Diluted	
(i) Profit / (Loss) for the period	(64,174,791) (218,861,519)
(ii) Profit / (Loss) Available for Equity Shareholders	(64,174,791) (218,861,519)
(iii) Weighted average number of Equity Shares of ₹10 each	11,440,585 11,440,585
(iv) Earnings / (Loss) per share	(5.61) (19.13)

30. 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	31st March 2016	31st March 2015
Employer's Contribution to provident Fund	6,220,627	6,372,787
Employer's Contribution to Pension Scheme	3,279,071	2,738,581

b) Defined benefit plans

i. Contribution to Gratuity fund

ii. Compensated absences Earned leave

In accordance with Accounting Standard 15 (revised 2005), actuarial valuation was done in respect of the aforesaid defined 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 8.00 % 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)****Compensated absences
Earned leave (Unfunded)**

	31st March 2016	31st March 2015	31st March 2016	31st March 2015
Present value of obligations as at the beginning of the year	17,595,679	14,077,033	5,176,058	9,153,751
Current service cost	3,947,318	3,801,823	1,974,543	1,851,899
Interest cost	1,312,149	1,136,138	354,379	657,672
Benefit Paid	(2,889,745)	(3,695,572)	(2,163,403)	(3,505,302)
Actuarial (gain)/ loss on obligation	377,020	2,276,257	340,472	(2,981,962)
Present value of obligations as at the year end	20,342,421	17,595,679	5,682,049	5,176,058
Current liability	4,677,993	1,578,302	783,109	526,041
Non-Current liability	15,664,428	16,017,377	4,898,940	4,650,017
Total	20,342,421	17,595,679	5,682,049	5,176,058

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

Amount in ₹

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

Particulars	Gratuity (Unfunded)		Compensated absences Earned leave (Unfunded)	
	31st March 2016	31st March 2015	31st March 2016	31st March 2015
Current Service Cost	3,947,318	3,801,823	1,974,543	1,851,899
Interest Cost	1,312,149	1,136,138	354,379	657,672
Actuarial (Gain) / Loss recognized during the year	377,020	2,276,257	340,472	(2,981,962)
Expenses recognised in Statement of Profit and Loss	5,636,487	7,214,218	2,669,394	(472,391)

iii. Principal Actuarial assumptions:

Particulars	Refer Note below	Year ended 31st March 2016	Year ended 31st March 2015
Discount rate (p.a.)	1	8.00%	7.80%
Salary Escalation Rate (p.a.)	2	6.75%	7.00%

Notes:

- 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.
- 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.
- The gratuity plan and earned leave is unfunded.

Demographic assumptions:

- Retirement age : 58 years
- Mortality rate : Published rates under Indian Assured Lives Mortality (IALM) ultimate Table.

31. C.I.F Value of Imports:

	31st March 2016	31st March 2015
Stores & Spares	4,338,191	2,757,789
Capital Goods	4,172,844	2,857,954
Beverages through canalizing agencies	16,928,304	7,512,434
Total	25,439,339	13,128,177

32. Expenditure in Foreign Currency (on payment basis)

Technical Services	102,353,361	73,107,818
Commission & Brokerage	56,231,438	29,554,274
Training & Recruitment	2,786,467	2,213,179
Travelling Expenses	6,228	440,154
Professional & Consultancy	-	676,711
Business Promotion and Advertisement	778,694	1,478,859
Repair and Maintenance	243,550	4,898,636
Staff Welfare	472,591	407,998
Cost of Supplies	1,040,037	223,483
Others	6,871,139	5,893,408
Total	170,783,505	118,894,520

33. Earnings in Foreign Currency (on receipt basis)

	647,167,501	664,522,010
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34. The Company has paid dividend in respect of shares held by Non-Residents. The total amount remitted in this respect is given herein below:-

Number of Non Resident Shareholders	554	595
Number of Equity Shares held by them	4,583,077	4,614,393
Amount of Dividend Paid	9,166,154	13,843,179
Year to which Dividend Relates	2014-15	2013-14

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

Amount in ₹

35. 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 recognized in the Statement of Profit & Loss for the year ended amounted to ₹ 5,520,214/-.

The future Payments for operating lease are as follows:

	31st March 2016	31st March 2015
Not Later than 1 year	2,240,450	1,998,048
Later than one year and not later than five years	3,580,800	1,880,450
Later than five years	1,694,880	1,353,000

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 recognized in the Statement of Profit & Loss for the year ended amounted to ₹ 15,000,000/-.

The future Payments for operating lease are as follows:

	31st March 2016	31st March 2015
Not Later than 1 year	3,000,000	18,000,000
Later than one year and not later than five years	—	3,000,000
Later than five years	—	—

36. As the Group is engaged in only one segment of Hotel Business, the disclosure requirements of Accounting Standard (AS-17) on "Segment Reporting" are not applicable. Further the Group operates only in India, hence additional information under geographical segment is also not applicable.

37. 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 :-

	31st March 2016	31st March 2015
The principal amount remaining unpaid to supplier as at the end of the accounting year.	67,728	335,420
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

38. Contingent Liabilities :

Bank Guarantee	124,108,348	126,118,564
Claims against the Company not acknowledged as debt	794,480	36,703,572
Letter of Credit issued by IDBI Bank Ltd. in favour of West Bengal Electricity Distribution Company Limited	8,000,000	8,000,000
Service Tax under the Finance Act, 1994 pertaining to prior to F.Y. 2004-05	4,374,245	4,374,245
Service Tax under the Finance Act, 1994 pertaining to F.Y. 2003-04 to F.Y. 2006-07	59,09,585	59,09,585
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	1,30,28,999
Service Tax under the Finance Act, 1994 pertaining to period Oct-2007 to Jan-2013	348,656	NIL
ESIC under the Employees' State Insurance Act, 1948 pertaining to F.Y. 2004-05	2,180,235	2,180,235
Income Tax under the Income Tax Act, 1961 for the F.Y. 2009-10	171,283,635	NIL
Income Tax under the Income Tax Act, 1961 for the F.Y. 2011-12 (the Company has preferred an appeal against the demand)	16,906,870	16,906,870
Income Tax under the Income Tax Act, 1961 for the F.Y. 2012-13 (the Company has preferred an appeal against the demand)#	12,273,270	NIL
Others	36,44,056	36,44,056

Commitments

Export Obligation in respect of EPCG Licenses	984,409,864	1,037,047,479
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* The Company has paid demand of ₹ 14,750,000/- under protest and is included in Long Term Loans & Advances (Refer Note 16)

The Company has paid demand of ₹ 1,841,000/- under protest on 3rd May 2016.

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

Amount in ₹

39. Estimated amount of Capital Contracts pending to be executed (Net of advances of ₹227,700/- (Previous Year ₹NIL)) - ₹531,300/- (Previous Year - ₹NIL).

	31st March 2016	31st March 2015
40. Payment to Auditors		
Statutory Audit Fees	923,488	921,236
Tax Audit Fees	225,375	225,000
Fees for other services	182,610	69,830
Reimbursement of Expenses	55,000	55,000

41. As on date, the Company holds 91,652 Equity shares of ₹10 each of its subsidiaries, Regency Convention Centre and Hotels Limited (RCC), representing 58.99% of the paid up capital of RCC. Apart from the above, the Company had also made an advance of ₹33,448,275 for acquiring further shares of RCC from their existing shareholders and paid advances to Regency Convention Centre and Hotels Limited amounting to ₹12,569,474 up to the Balance Sheet date which has been disclosed as Short Term Loans and Advances.

The principal assets of Regency Convention Centre and Hotels Limited comprise of an interest in a piece of land at Mumbai, such interest being the subject matter of dispute pending in the Bombay High Court. Such assets form part of Company's undertaking at book values. The Company has handed over the land to Airport Authority of India (AAI). As per the understanding with AAI, an alternate piece of land will be leased back to the Company for its operations. Further, an agreement has been entered with Mumbai International Airport Private Limited (MIAL) in July 2015 for an alternate piece of land admeasuring 9776 sq. mtr. at CSI Airport, Mumbai. Till date AAI has not yet approved the said agreement and the matter is pending before the Court. The Company is hopeful of a positive outcome out of the same.

As per the terms of agreement with the Regency Convention Centre and Hotels Limited and its shareholders, the Company has to make additional payment for acquiring the balance shares of Regency Convention Centre and Hotels Limited, the amount of which is unascertainable and dependent on the outcome of the dispute pending in the Bombay High Court.

42. During the year Robust Hotels Private Limited (Subsidiary Company) has incurred loss of ₹2,162.12 lacs. The loss is mainly attributable to the long gestation period of Robust Hotels Private Limited due to its size and scale and the Company is hopeful of improvement in the consolidated results in coming years.

43. In accordance with the Accounting Standard on "Related Party Disclosures" (AS-18), the disclosures in respect of Related Parties and transactions with them are as follows: -

Related Party Disclosures**(i) List of Related Parties****(a) Key Management Personnel :**

- | | |
|-----------------------|-------------------|
| (i) Radhe Shyam Saraf | (iii) Umesh Saraf |
| (ii) Arun Kumar Saraf | (iv) A Srinivasan |

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

- | | |
|---|---|
| (i) Unison Hotels Private Limited | (xi) Footsteps of Buddha Hotels Private Limited |
| (ii) Unison Hotels South Private Limited | (xii) Juniper Hotels Private Limited |
| (iii) Juniper Investments Limited | (xiii) Samra Importex Private Limited |
| (iv) Vedic Hotels Limited | (xiv) Forex Finance Private Limited |
| (v) Nepal Travel Agency Pvt. Ltd., Nepal | (xv) Sara International limited, Hong Kong |
| (vi) Yak & Yeti Hotels Limited, Nepal | (xvi) Sara Hospitality Limited, Hong Kong |
| (vii) Chartered Hotels Private Limited | (xvii) Saraf Hotels Limited, Mauritius |
| (viii) Chartered Hampi Hotels Private Limited | (xviii) Saraf Investments Limited, Mauritius |
| (ix) Blue Energy Private Limited | (xix) Saraf Industries Limited, Mauritius |
| (x) Unison Power Limited | (xx) Taragaon Regency Hotels Limited, Nepal |

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

Amount in ₹

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

Transactions during the year	Key Management Personnel		Entities Controlled by Directors or their Relatives		Total	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
Dividend Paid						
Forex Finance Private Limited	-	-	6,254,144	9,381,216	6,254,144	9,381,216
Saraf Industries Limited	-	-	7,261,260	10,891,890	7,261,260	10,891,890
Radhe Shyam Saraf	1,143,860	1,715,790	-	-	1,143,860	1,715,790
Sale of Service and Scrap Sales						
Juniper Hotels Private Limited	-	-	639,179	174,532	639,179	174,532
Taragaon Regency Hotels Limited	-	-	-	126,301	-	126,301
Chartered Hampi Hotels Private Limited	-	-	-	129,012	-	129,012
Expenses incurred including reimbursement of expenses						
Chartered Hampi Hotels Private Limited	-	-	314,902	334,060	314,902	334,060
Chartered Hotels Private Limited	-	-	-	249,995	-	249,995
Juniper Hotels Private Limited	-	-	1,847,720	837,805	1,847,720	837,805
Taragaon Regency Hotels Limited	-	-	242,871	540,511	242,871	540,511
Yak & Yeti Hotels Limited	-	-	-	161,584	-	161,584
Unison Hotels Private Limited	-	-	196,198	342,717	196,198	342,717
Managerial Remuneration						
Mr. Umesh Saraf	13,350,507	12,096,000	-	-	13,350,507	12,096,000
Mr. Arun Kr. Saraf	13,462,107	10,836,000	-	-	13,462,107	10,836,000
Mr. A. Srinivasan	4,606,004	4,606,004	-	-	4,606,004	4,606,004

Closing Balance as on 31st March, 2016	Key Management Personnel		Entities Controlled by Directors or their Relatives		Total	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
Loans and Advances given to						
Forex Finance Private Limited	-	-	532,000,000	532,000,000	532,000,000	532,000,000
Corporate Guarantee given by in favour of Robust Hotles Pvt. Ltd.						
Forex Finance Private Limited	-	-	1,500,000,000	1,500,000,000	1,500,000,000	1,500,000,000
Account Receivables						
Chartered Hampi Hotels Private Limited	-	-	4,447	133,650	4,447	133,650
Chartered Hotels Private Limited	-	-	-	349,310	-	349,310
Juniper Hotels Private Limited	-	-	191,659	297,378	191,659	297,378
Taragaon Regency Hotels Limited	-	-	-	318,762	-	318,762
Yak & Yeti Hotels Ltd.	-	-	-	222,798	-	222,798
Unison Hotels Private Limited	-	-	-	161,584	-	161,584
Account Payables						
Unison Hotels Private Limited	-	-	88,522	217,426	88,522	217,426
Juniper Hotels Private Limited	-	-	1,311,847	77,599	1,311,847	77,599

44. In the opinion of the Board all the assets of the Company have a value on realization in ordinary course of business atleast equal to the amount at which they are stated. Therefore, the Company has not recognised any loss on impairment in respect of any of the assets of the Company. In respect of subsidiaries, such decision is based on the audited accounts of the subsidiaries.

*Asian Hotels (East) Limited***CONSOLIDATED FINANCIAL STATEMENTS****Consolidated Notes to Financial Statements for the Year Ended 31st March 2016**

45. In respect of the scheme of amalgamation of the Company with Forex Finance Private Limited, a promoter body corporate, the Court convened meeting was held approving the amalgamation and the Company has subsequently filed petition to Hon'ble High Court of Calcutta for sanction of the scheme. Presently the scheme of amalgamation is pending for hearing in the Hon'ble High Court of Calcutta. Post sanction of scheme of amalgamation, Robust Hotels Private Limited, owner of Hyatt Regency Chennai, will be a wholly owned subsidiary of the Company; partially by having direct holding and balance through GJS Hotels Limited (wholly owned subsidiary of the Company).

46. Additional Information as required under Schedule III to the Companies Act, 2013 of Enterprises Consolidated as Subsidiary :-

Particulars	Net Assets i.e. total assets minus total liabilities		Share in Profit or Loss	
	As a % of Consolidated Net Assets	Amount (₹)	As a % of Consolidated Profit / (Loss)	Amount (₹)
PARENT				
Asian Hotels (East) Limited	114.11%	8,503,581,033	-127.65%	81,916,186
SUBSIDIARIES				
GJS Hotels Limited	31.61%	2,363,220,990	-1.79%	1,145,699
Regency Convention Centre & Hotels Limited	0.01%	924,996	0.22%	(140,133)
Robust Hotels Private Limited	38.48%	2,876,605,186	336.91%	(216,212,185)
Minority Interest in all subsidiaries	2.22%	166,262,138	-107.70%	69,115,641

47. The Company has not amortized the leasehold expenses in respect of the land.

48. Previous Year figures have been regrouped / reclassified, wherever necessary to confirm to current year's classification.

49. There is no other additional material information required to be disclosed pursuant to the provisions of the Companies Act, 2013, Schedule III to the Companies Act, 2013, Companies (Accounting Standards) Rules, 2006 and other material applicable enactments, circulars, orders, notifications etc.

As per our report of even date

For and on behalf of the Board of Directors

For **S. S. Kothari Mehta & Co.**
Chartered Accountants
Firm Registration No.: 000756N

K K Tulshan
Partner
Membership No. 085033

Place : Kolkata
Date : 24th May 2016

Arun K Saraf Joint Managing Director
Umesh Saraf Joint Managing Director
A. C. Chakrabortti Director
Rama Shankar Jhawar Director
Padam Kumar Khaitan Director
Rita Bhimani Director

Bimal K Jhunjhunwala
CFO & Vice President - Corporate Finance

Saumen Chattopadhyay
Chief Legal Officer & Company Secretary

GJS Hotels Limited

CONSOLIDATED FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF GJS HOTELS LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying Consolidated Financial Statements of **GJS HOTELS LIMITED** (herein referred to as "the Holding Company"), and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the Consolidated Balance Sheet as at 31st March, 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (herein referred to as "the Consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these **consolidated** financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective board of directors of the Companies included in the group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error which have been used for the purpose of preparation of the Consolidated financial statements by the Directors of the Holding Company as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the Audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us in terms of the reports referred to in other matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March, 2016, and their consolidated loss and their consolidated cash flows for the year ended on that date.

Other Matters

We did not audit the financial statement / financial information of the subsidiary, whose financial statements / financial information reflect total assets of Rs. 68,017.37 Lacs as at 31st March, 2016, total revenues of Rs. 9,506.95 Lacs and net cash outflow amounting to Rs. 42.07 Lacs for the year ended on that date, as considered in these consolidated financial statements. These financial statements / financial information has been audited by the other auditor whose report has been furnished to us by the management and our opinion on the consolidated financial statements, in so far it relates to the amounts and disclosures included in respect of the subsidiary and our report in terms of sub sections (3) and (11) of section 143 of the act, in so far relates to the aforesaid subsidiary, is based solely on the report of the other auditor.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and reports of the other auditors and financial statements / financial information certified by the management.

*GJS Hotels Limited***CONSOLIDATED FINANCIAL STATEMENTS****Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
 - (c) The consolidated Balance Sheet, the consolidated Statement of Profit and Loss, and the consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of accounts maintained for the purpose of the preparation of the consolidated financial statements.
 - (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors of the Holding Company / subsidiary company as on 31st March, 2016 taken on record by the Board of Directors of the Holding Company / subsidiary, none of the directors of the Group companies is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2015, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial positions in its financial statements as referred in note no. 37 of the financial statements.
 - ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii. No amount is required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary company.

Place of Signature: Kolkata
 Date: 23rd May, 2016

For **KSMN & Company**
 Chartered Accountants
 Firm Registration No. 001075N

Birjesh Kumar Bansal
 Partner
 Membership No. 096740

GJS Hotels Limited

CONSOLIDATED FINANCIAL STATEMENTS

Annexure A to the Independent Auditor's Report to the members of GJS HOTELS LIMITED (Company) dated 23rd May 2016

Report on the Internal Financial Controls under clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 (f) of 'Report on Other Legal and Regulatory Requirements' section of our report referred above

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2016, We have audited the internal financial controls over financial reporting of **GJS HOTELS LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiary company, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Holding Company and its subsidiary companies which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to the subsidiary company, which is a company incorporated in India, is based on the corresponding report of the auditor of such company incorporated in India.

For **KSMN & Company**
Chartered Accountants
Firm Registration No. 001075N
Birjesh Kumar Bansal
Partner
Membership No. 096740

Place of Signature: Kolkata
Date: 23rd May, 2016

*GJS Hotels Limited***CONSOLIDATED FINANCIAL STATEMENTS****CONSOLIDATED BALANCE SHEET as at 31st March 2016**

		Amount in ₹			
	Note	As at 31st March 2016		As at 31st March 2015	
I. EQUITY AND LIABILITIES					
1	Shareholders' Funds				
a)	Share Capital	4	109,610,000	109,610,000	
b)	Reserves and Surplus	5	1,182,406,703	1,292,016,703	1,438,025,016
2	Minority Interest		595,882,866		664,941,038
3	Non-Current Liabilities				
a)	Long Term Borrowings	6	1,398,600,000	1,453,050,000	
b)	Other Long Term Liabilities	7	3,731,418,600	3,716,236,904	
c)	Long Term Provisions	8	10,100,522	5,140,119,122	5,177,766,261
4	Current Liabilities				
a)	Short-term Borrowings	9	48,107,455	49,252,790	
b)	Trade Payables	10	252,862,604	230,963,887	
c)	Other Current Liabilities	11	163,666,059	464,636,118	429,831,828
TOTAL			7,492,654,809		7,710,564,143
II. ASSETS					
1	Non-Current Assets				
a)	Fixed Assets	12			
i)	Tangible Assets		6,144,305,297	6,363,017,670	
ii)	Intangible Assets		634,965,528	639,632,524	
iii)	Capital Work-in-progress		2,941,374	781,731	
b)	Non Current Investments	13	6,684,000	6,684,000	
c)	Long-Term Loans and Advances	14	46,028,569	6,834,924,768	7,056,971,599
2	Current Assets				
a)	Inventories	15	6,565,554	11,526,893	
b)	Trade Receivables	16	62,666,016	44,271,790	
c)	Cash and Bank Balance	17	19,816,979	24,242,765	
d)	Short-Term Loans and Advances	18	544,629,926	544,358,908	
e)	Other Current Assets	19	24,051,566	657,730,041	653,592,544
TOTAL			7,492,654,809		7,710,564,143
Notes forming part of the Financial Statements		1 - 45			

As per our report of even date

For **KSMN & Company**
Chartered Accountants
Firm Regn. No. 001075N

Birjesh Kumar Bansal
Partner
Membership No. 096740
Place : Kolkata
Date : 23rd May 2016

For and on behalf of the Board of Directors

Umesh Saraf
Director

Bimal Kr. Jhunjhunwala
Chief Financial Officer

Padam Kr. Khaitan
Director

Saumen Chattopadhyay
Company Secretary

*GJS Hotels Limited***CONSOLIDATED FINANCIAL STATEMENTS****CONSOLIDATED STATEMENT OF PROFIT AND LOSS for the year ended 31st March 2016**

			Amount in ₹
	Note	Year Ended 31st March 2016	Year Ended 31st March 2015
I INCOME:			
Revenue from Operations	20	946,413,842	888,908,926
Other Income	21	4,294,147	4,462,585
		950,707,989	893,371,511
II EXPENSES:			
Cost of Materials Consumed	22	122,466,212	114,924,233
Employee Benefits Expense	23	167,276,232	170,007,976
Finance Costs	24	220,499,669	512,148,683
Depreciation and Amortization Expense	12	245,381,298	243,953,898
Other Expenses	25	410,150,111	394,306,411
		1,165,773,522	1,435,341,201
III Profit / (Loss) Before Tax (I-II)		(215,065,533)	(541,969,690)
IV Tax Expense:			
Current Tax (including earlier years)		219,452	(24,048)
MAT Credit		(218,500)	-
V Profit/(Loss) for the Year (before adjustment for Minority Interest) (III-IV)		(215,066,485)	(541,945,642)
Less: Share of Loss transferred to Minority Interest		69,058,172	172,822,729
VI Profit/(Loss) for the Year (after adjustment for Minority Interest)		(146,008,313)	(369,122,913)
Earnings per Equity Share	26		
i) Basic		(13.32)	(33.68)
ii) Diluted		(13.32)	(33.68)
Notes forming part of the Financial Statements	1 - 45		

As per our report of even date

For **KSMN & Company**
Chartered Accountants
Firm Regn. No. 001075N

Birjesh Kumar Bansal
Partner
Membership No. 096740
Place : Kolkata
Date : 23rd May 2016

For and on behalf of the Board of Directors

Umesh Saraf
Director

Padam Kr. Khaitan
Director

Bimal Kr. Jhunjhunwala
Chief Financial Officer

Saumen Chattopadhyay
Company Secretary

GJS Hotels Limited

CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED CASH FLOW STATEMENT for the year ended 31st March 2016

Amount in ₹

	Year Ended 31st March 2016	Year Ended 31st March 2015
CASH FLOW FROM OPERATING ACTIVITIES		
Profit/(Loss) before Tax	(215,065,533)	(541,969,690)
Adjustments for:		
Depreciation and Amortization Expense	245,381,298	243,953,898
Loss/(Profit) on sale of Fixed Assets	(247,474)	-
Interest Income	(2,207,946)	(2,927,585)
Liabilities written Back	(12,600)	(1,148,300)
Provision for Leave Benefits	2,315,073	(858,124)
Provision for Gratuity	1,380,183	4,109,453
Interest Expenses(Term Loan & Others Borrowing Cost)	207,389,847	509,665,492
	453,998,381	752,794,834
Changes in Working Capital		
(Increase) / Decrease in Inventories	4,961,339	(3,237,885)
(Increase) / Decrease in Trade Receivables	(18,394,226)	4,091,734
Increase / (Decrease) in Trade Payables	19,824,626	30,871,867
(Increase) / Decrease in Short-Term Loans & Advances	(271,018)	4,825,973
(Increase) / Decrease in Other Current Assets	5,174,320	(3,853,029)
Increase / (Decrease) in Advance from Customers	(4,397,339)	1,670,458
Increase / (Decrease) in Other Long Term Liabilities	15,181,696	2,278,500,000
Increase / (Decrease) in Other Payables	10,792,412	(18,448,506)
Net changes in Working Capital	32,871,810	2,294,420,612
Direct Taxes Paid	1,032,930	7,502,584
Net Cash Generated from operations	270,771,728	2,497,743,172
CASH FLOW FROM INVESTING ACTIVITIES		
Purchases of Fixed Assets	(22,001,929)	(29,750,202)
Increase in Capital Work in progress	(2,159,643)	18,809,689
Decrease in Capital Advance	-	407,663
Proceeds from sale of Fixed Assets	247,474	981,285
Increase/(Decrease) in Deposits	1,859,083	173,556
Sale / (Purchase) of Shares	-	(355,000)
Interest Received	2,174,248	3,978,559
Net Cash Generated from Investing Activities	(19,880,767)	(5,754,450)
CASH FLOW FROM FINANCING ACTIVITIES		
Interest & Finance Charges paid	(207,221,412)	(544,061,746)
Repayment of Long Term Borrowings	(46,950,000)	(1,979,123,866)
Proceeds from Short Term Borrowings	(1,145,335)	5,806
Net Cash Generated from Financing Activities	(255,316,747)	(2,523,179,806)
Net Increase / (decrease) in Cash & Bank balance	(4,425,786)	(31,191,084)
Cash & Bank balance at the beginning of the year (Refer Note 17)	24,242,765	55,433,849
Cash & Bank balance at the end of the year (Refer Note 17)	19,816,979	24,242,765
Net Increase / (decrease) as disclosed above	(4,425,786)	(31,191,084)

Notes:-

- The above cash flow statement has been prepared under the indirect method set out in Accounting Standard - 3.
- Figures in brackets indicates cash outgo.
- Previous year figures have been regrouped/reclassified, wherever considered necessary to confirm the current year classification.

Notes forming part of the Financial Statements

1 to 45

As per our report of even date

For **KSMN & Company**
Chartered Accountants
Firm Regn. No. 001075N

Birjesh Kumar Bansal
Partner
Membership No. 096740
Place : Kolkata
Date : 23rd May 2016

For and on behalf of the Board of Directors

Umesh Saraf
Director

Padam Kr. Khaitan
Director

Bimal Kr. Jhunjhunwala
Chief Financial Officer

Saumen Chattopadhyay
Company Secretary

GJS Hotels Limited

CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

1. Company Overview

The Company is a wholly Owned subsidiary of Asian Hotels (East) Limited which is listed in Bombay Stock Exchange and National Stock Exchange. The Company possess leasehold land in Bhubaneswar (Odisha) for setting up a hotel. The Company has a subsidiary, Robust Hotels Private Limited that is also into hospitality business and presently operating Hyatt Regency, Chennai.

2. Basis of Preparation

The financial statements have been prepared to comply in all material respects with the mandatory Accounting Standards (AS) notified under section 133 of the Companies Act, 2013 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on a going concern basis on an accrual basis. The accounting policies have been consistently applied in company and are consistent with those used in the previous years.

3. Significant Accounting Policies

a. Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting 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.

b. Tangible Fixed Assets

Fixed assets are stated at cost of acquisition or construction or at revalued amounts, net of impairment loss if any, less depreciation/amortization. Cost represents the direct expenses incurred on acquisition /construction of the assets and the relative share of indirect expenses relating to construction allocated in proportion to the direct costs involved.

Intangible Assets are stated at cost.

Capital Work-in-progress includes cost of acquisition, construction and expenses including cost directly incurred and attributable to the assets in process.

Additions to fixed assets during the year include pre-operative expenses and borrowing costs apportioned proportionately according to cost of assets.

c. Inventories

Inventories are valued at cost or net realizable value, whichever is lower. Net realizable value is the estimated realizable value in the normal course of business less the estimated costs necessary to make the sale.

d. Retirement and other Employee Benefits

Retirement benefit in the form of provident fund is a defined contribution scheme and the contribution is charged in the Financial Statements as and when contribution is done. The Company has no obligation, other than the contributions payable to the provident fund.

Gratuity Liability in respect of retirement benefits to the employees has been ascertained and provided for in the Financial Statements as per the Payment of Gratuity Act, 1972.

Liability for leave encashment benefits has been ascertained and provided for in the Financial Statements.

e. Depreciation

Depreciation has been calculated as per Schedule II to the Companies Act, 2013 where depreciation is the systematic allocation of the depreciable amount of an asset over its useful life. The depreciable amount of an asset is the cost of an asset or other amount substituted for cost, less residual value. Considering the applicability of Schedule II in earlier year, the management has re-estimated useful lives and residual values of all its fixed assets and adopted written down value method for providing depreciation w.e.f 1st April 2014.

Amortization of leasehold land shall be provided on commencement of commercial operation.

f. 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.

Revenue from Interest is recognized on time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend Income is recognized when rights to receive payment is established.

g. Income Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act. Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred Tax is provided during the year, using the liability method on all temporary differences at the Balance Sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes in accordance with mandatory Accounting Standard (AS-22).

CONSOLIDATED FINANCIAL STATEMENTS**CONSOLIDATED NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016**

Deferred Tax asset is recognized only to the extent that there is a reasonable certainty that sufficient taxable profit will be available against which such deferred tax asset can be realized.

Deferred Tax asset and liability are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the Balance Sheet date.

h. Borrowing Cost

Borrowing costs that are directly attributable to acquisition or construction of an asset that necessarily takes substantial period of time to get ready for its intended use, have been capitalized/allocated as part of such assets.

i. Investment

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are valued at the lower of cost and fair value. Changes in the carrying amount of current investments are recognised in the Statement of Profit and Loss. Long-term investments are valued at cost, less any provision for diminution, other than temporary, in the value of such investments; decline, if any, is charged to the Statement of Profit and Loss.

j. Impairment

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use.

Previously recognized impairment losses are reversed where the recoverable amount increases because of favorable changes in the estimates used to determine the recoverable amount since the last impairment was recognized. A reversal of an asset's impairment loss is limited to its carrying amount that would have been (net of depreciation or amortization) had no impairment loss been recognized in prior years.

k. Earning per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings 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.

l. Cash and Cash Equivalents

Cash and cash equivalents in the cash flow statement comprise cash at bank and cash/ cheques in hand and short-term deposits with Banks less short-term advances from Banks.

m. Provision and Contingent Liabilities

Provisions are recognized for present obligations of uncertain timing or amount arising as a result of a past event where a reliable estimate can be made and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain events, are also disclosed as contingent liabilities unless the probability of outflow of resources embodying economic benefit is remote.

n. Foreign Currency Transactions**Initial recognition**

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

Exchange differences

Exchange differences are recognized as income or as expenses in the period in which they arise.

Income in Foreign Exchange

The bills for services rendered are raised in Indian Rupees. The payment received in foreign currency against these bills is credited and accounted for at the rate / rates prevalent on the date of receipt of payment. The gains / losses arising out of fluctuation in the exchange rates are accounted for on realization.

Expenses remittable in foreign exchange

These are charged based on invoices (including for earlier years) as approved and accepted by the appropriate authorities as applicable.

GJS Hotels Limited

CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

a. Principles of Consolidation

The Consolidated Financial Statements have been prepared in accordance with Accounting Standard 21 (AS – 21) – “Consolidated Financial Statements”.

The Consolidated Financial Statements comprise the financial statements of GJS Hotels Limited and the following subsidiary:-

Name of the Company	Country of Incorporation	% of Holding as on 31-March 2016
Robust Hotels Private Limited	India	68.06

The Consolidated Financial Statements have been prepared on the following basis:

The Financial Statements of the Company and its subsidiary company have been combined on a line basis by adding together the book value of like items of assets, liabilities, income and expenses after fully eliminating intra group balances and intra group transactions, if any.

The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances.

Goodwill arising in Consolidated Financial Statements on consolidation of Financial Statements of the Company and its subsidiary company have been capitalised and shown as part of fixed assets to the extent not impaired in the books of the Company.

Amount in ₹

		As at 31st March 2016		As at 31st March 2015	
		No. of Share	₹	No. of Share	₹
4.	Share Capital				
	a) Authorised				
	Equity Shares of ₹10/- each	14,000,000	140,000,000	14,000,000	140,000,000
			140,000,000		140,000,000
	b) Issued, Subscribed and fully Paid Up				
	Equity Shares of ₹10/- each	10,961,000	109,610,000	10,961,000	109,610,000
			109,610,000		109,610,000
	c) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year				
		As at 31st March 2016		As at 31st March 2015	
	Equity Shares	No. of Share	₹	No. of Share	₹
	At the beginning of the year	10,961,000	109,610,000	10,961,000	109,610,000
	Add: Allotted/(Buy Back) during the year	–	–	–	–
	At the end of the year	10,961,000	109,610,000	10,961,000	109,610,000
	d) 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.				
	e) Shares held by Holding/ultimate Holding Company and/or their subsidiaries/associates				
		As at 31st March 2016		As at 31st March 2015	
	Asian Hotels (East) Limited, the Holding Company	10,961,000		10,961,000	
	10,961,000 (31 March 2015: 10,961,000) equity shares of Rs.10 each fully paid				
	f) Details of shareholders holding more than 5% of equity shares in the Company				
		As at 31st March 2016		As at 31st March 2015	
	Equity Shares	No. of Share	% of Holding	No. of Share	% of Holding
	Asian Hotels (East) Limited – Holding Company (including their nominees)	10,961,000	100%	10,961,000	100%
	g)	No class of shares have been allotted for consideration other than cash or as bonus shares and no shares have been bought back during the period of five years immediately preceding the balance sheet date including the previous year.			

GJS Hotels Limited

CONSOLIDATED FINANCIAL STATEMENTS**CONSOLIDATED NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016**

	Amount in ₹	
	As at 31st March 2016	As at 31st March 2015
5. Reserves & Surplus		
a) Securities Premium Reserve		
Opening Balance	2,236,755,000	2,236,755,000
Add: Created / (Utilised) during the year	— 2,236,755,000	— 2,236,755,000
b) Surplus / (deficit) from Statement of Profit and Loss		
Opening Balance	(908,339,984)	(539,217,071)
Add: Profit / (Loss) during the year	(146,008,313) (1,054,348,297)	(369,122,913) (908,339,984)
	1,182,406,703	1,328,415,016
6. Long Term Borrowings		
From HDFC Limited (Refer Note 'b' below)		
Gross Amount	1,453,050,000	1,500,000,000
Less: Repayable within one year	54,450,000 1,398,600,000	46,950,000 1,453,050,000
	1,398,600,000	1,453,050,000

a) Security Clause

The above term loan is secured by pari passu 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 Tamilnadu. Above securities are ranking pari passu for the Bank Guarantee facility of ₹ 15 crores granted by IDBI Bank Limited. Further, the above term loan is also secured by second charge on all book debts, operating cash flows, revenues, commission and receivables of the Company both present and future, ranking pari passu with each other. Bank Guarantee of ₹ 15 crores from IDBI Bank Ltd are further secured by corporate guarantee of Asian Hotels (East) Limited. The Term Loan from HDFC Limited is further secured by corporate guarantee of Forex Finance Private Limited.

b) Terms of Repayment and Rate of Interest

HDFC Limited @ 12.40% p.a.: The loan is repayable in 42 Quarterly Instalments being:

2 Quarterly instalments of ₹ 93,00,000 each commenced from March 31, 2015 and ended on June 30, 2015, 4 Quarterly instalments of ₹ 94,50,000 each commenced from September 30, 2015 and ending on June 30, 2016, 4 Quarterly instalments of ₹ 1,50,00,000 each commencing from September 30, 2016 and ending on June 30, 2017, 4 Quarterly instalments of ₹ 1,95,00,000 each commencing from September 30, 2017 and ending on June 30, 2018, 4 Quarterly instalments of ₹ 2,53,50,000 each commencing from September 30, 2018 and ending on June 30, 2019, 4 Quarterly instalments of ₹ 3,09,00,000 each commencing from September 30, 2019 and ending on June 30, 2020, 4 Quarterly instalments of ₹ 3,75,00,000 each commencing from September 30, 2020 and ending on June 30, 2021, 4 Quarterly instalments of ₹ 4,50,00,000 each commencing from September 30, 2021 and ending on June 30, 2022 and 12 Quarterly instalments of ₹ 6,25,50,000 each commencing from September 30, 2022 and ending on June 30, 2025 as per Repayments Schedule letter dated August 16, 2012 of Repayment Schedule.

*GJS Hotels Limited***CONSOLIDATED FINANCIAL STATEMENTS****CONSOLIDATED NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016**

Amount in ₹

	As at 31st March 2016	As at 31st March 2015
7) Other Long Term Liabilities		
Advances from Holding Company (refer note 36)	3,731,418,600	3,716,175,000
Stale Cheque Liabilities	-	61,904
	3,731,418,600	3,716,236,904
8) Long Term Provisions		
Provision for Leave Benefits	5,031,684	4,315,801
Provision for Gratuity	5,068,838	4,163,556
	10,100,522	8,479,357
9) Short Term Borrowings		
Secured		
Cash Credit		
– From IDBI Bank Limited (Interest Rate - 12.25% p.a.) {Refer Note below}	48,107,455	49,252,790
	48,107,455	49,252,790
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 clean, outstanding monies receivable, both present and future and second charge by way of hypothecation of entire movable properties including movable machineries, tools & accessories present and future and further secured by second charge by way of Equitable Mortgage on Immovable property situated at 365, Anna Salai, Chennai - 600018 and by Corporate Guarantee of Asian Hotels (East) Limited.		
10) Trade Payables		
Other Payables	252,862,604	230,963,887
includes Related Parties Rs.14,03,653/- (Previous Year Rs. 77,599/-)		
Refer Note No. 29	252,862,604	230,963,887
11) Other Current Liabilities		
Current Maturities of Long Term Debt		
– From HDFC Bank (Refer Note No. 6 'b')	54,450,000	46,950,000
Interest accrued but not due	479,997	616,716
Interest accrued and due	28,900,819	28,595,665
Advance from Customers	8,025,469	12,422,808
Other Liabilities		
– Others	55,942,921	44,317,908
includes Related Parties Rs.88,522/-		
(Previous Year Rs.3,33,560/-) Refer Note No. 29		
– Payable to Statutory Authorities	15,866,853	16,712,054
	71,809,774	61,029,962
	163,666,059	149,615,151

GJS Hotels Limited

CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

Amount in ₹

12. Fixed Assets

Particulars	Gross Carrying Value			Depreciation				Net Carrying Value	
	Balance as at 1st April 2015	Additions	Deduction during the year	Balance as at 31st March 2016	Balance as at 1st April 2015	Depreciation for the period	Deduction during the year	Balance as at 31st March 2016	Balance as at 31st March 2015
i. Tangible Assets									
Freehold Land	1,540,585,512	-	-	1,540,585,512	-	-	-	1,540,585,512	1,540,585,512
Leasehold Land #	54,539,349	14,000,000	-	68,539,349	-	-	-	68,539,349	54,539,349
Buildings	3,107,246,793	-	-	3,107,246,793	140,278,452	49,369,008	-	189,647,460	2,966,968,341
Plant & Equipments	1,660,861,741	3,918,582	-	1,664,780,323	277,814,315	111,251,290	-	389,065,605	1,383,047,426
Furniture & Fixture	583,745,661	1,341,992	-	585,087,653	176,408,447	74,936,588	-	251,345,035	407,337,214
Vehicles	3,693,148	1,665,842	1,278,088	4,080,902	3,508,491	73,205	1,278,088	2,303,608	1,777,294
Office Equipments	17,117,217	321,299	-	17,438,516	6,762,046	4,329,997	-	11,092,043	6,346,473
Total	6,967,789,421	21,247,715	1,278,088	6,987,759,048	604,771,751	239,960,088	1,278,088	843,453,751	6,144,305,297
ii. Intangible Assets									
Softwares	36,597,112	754,214	-	37,351,326	18,280,534	5,421,210	-	23,701,744	13,649,582
Goodwill on Consolidation*	621,315,946	-	-	621,315,946	-	-	-	-	621,315,946
Total	657,913,058	754,214	-	658,667,272	18,280,534	5,421,210	-	23,701,744	634,965,528
Grand Total	7,625,702,479	22,001,929	1,278,088	7,646,426,320	623,052,285	245,381,298	1,278,088	867,155,495	6,779,270,825
iii. Capital Work in Progress									
	781,731	2,159,643	-	2,941,374				2,941,374	781,731

* Goodwill represents the difference between the net assets of Robust Hotels Private Limited as at the date of its becoming subsidiary of the Company and Company's investment as at that date.

During the year, ₹ 1.40 Crores earlier expensed by Asian Hotels (East) Limited (Holding Company) on the registration of the land at Bhubaneswar has been transferred to the Company. The same has been capitalised against the said land.

Amount in ₹

	As at 31st March 2016	As at 31st March 2015
13) Non- Current Investments		
Unquoted, At cost-other than trade		
6,65,000 (Previous Year 6,65,000) Equity Shares of Maple Renewable Power Private Limited of ₹ 10/- each	6,650,000	6,650,000
In Government Securities		
- National Savings Certificate	34,000	34,000
	6,684,000	6,684,000
Aggregate amount of unquoted investments	6,684,000	6,684,000
Aggregate amount of provision for diminution in the value of investments	-	-
14) Long Term Loans and Advances		
(Unsecured, considered good by the management)		
Security Deposit	20,683,241	22,542,324
Advance Income Tax (Net of Provision for Taxation of ₹7,19,452/- (Previous Year ₹ 5,00,000/-))	25,126,828	24,313,350
MAT Credit Entitlement	218,500	-
	46,028,569	46,855,674
15) Inventories		
(As taken valued and certified by the management)		
(Valued at Cost or Net Realisable Value, whichever is lower)		
Food	1,320,757	1,203,976
Beverages	5,183,811	10,286,316
Tobacco	60,986	36,601
	6,565,554	11,526,893
	6,565,554	11,526,893

*GJS Hotels Limited***CONSOLIDATED FINANCIAL STATEMENTS****CONSOLIDATED NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016**

	As at 31st March 2016	As at 31st March 2015
Amount in ₹		
16) Trade Receivables		
(Unsecured, considered good)		
Debt outstanding for a period exceeding 6 months	14,962,162	6,213,464
Others receivables (outstanding for a period less than 6 months) (includes Rs.4,80,320/- (Previous Year Rs. 1,34,930/-) from Related Parties Refer Note No.29)	47,703,854	38,058,326
	62,666,016	44,271,790
17) Cash and Bank Balance		
Cash and Cash Equivalents		
Balance with Banks		
– In Current Accounts	2,775,511	7,503,129
– Margin Money Deposit (having maturity more than 12 months)	15,663,173	15,356,496
Cash in hand (as certified by the management)	1,378,295	1,383,140
	19,816,979	24,242,765
18) Short Term Loans And Advances		
(Unsecured, considered good by the management)		
Advance to Related Parties		
Forex Finance Private Limited	532,000,000	532,000,000
Other Advances		
To Employees	82,249	749,940
To Suppliers	12,547,677	11,608,968
	12,629,926	12,358,908
	544,629,926	544,358,908
19) Other Current Assets		
Prepaid Expenses	10,974,962	9,769,044
Other Receivables:		
Interest accrued on Term Deposit	183,042	153,158
Interest accrued on Others	12,949	9,135
Service Tax	12,880,613	19,260,851
	24,051,566	29,192,188

GJS Hotels Limited

CONSOLIDATED FINANCIAL STATEMENTS**CONSOLIDATED NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016**

	Year ended 31st March 2016		Year ended 31st March 2015		Amount in ₹
20) REVENUE FROM OPERATIONS					
Sale of Products					
a) Food, Soft Beverages & Smokes	392,378,025		365,502,090		
b) Beverages, Wines and Liquor	34,888,828	427,266,853	36,761,690		402,263,780
Sale of Services					
a) Rooms Revenue	410,439,563		375,059,679		
b) Banquets Income	39,239,345		53,250,681		
c) Other Operating Revenue	22,343,823		12,926,030		
d) Auto Rental Revenue	26,638,723		24,725,828		
e) Communications	2,548,448		3,371,367		
f) Health & Spa Revenue	7,818,646		8,203,616		
g) Laundry Revenue	10,118,441	519,146,989	9,107,945		486,645,146
		946,413,842			888,908,926
21) OTHER INCOME					
a) Interest Income (Gross) On (includes TDS of Rs. 1,38,458/- (Previous Year - Rs. 3,35,736/-))					
- Term Deposits	1,262,339		1,741,290		
- Others	945,607	2,207,946	1,186,295		2,927,585
b) Miscellaneous Income		1,826,127			386,700
c) Profit on Sale of Assets		247,474			-
d) Liabilities written back		12,600			1,148,300
		4,294,147			4,462,585
22) COST OF MATERIALS CONSUMED					
a) Wines & Liquor					
Opening Stock	10,286,316		7,039,246		
Add: Purchases	15,717,784		22,021,348		
	26,004,100		29,060,594		
Less: Closing Stock	5,183,811	20,820,289	10,286,316		18,774,278
b) Food, Smokes & Others					
Opening Stock	1,240,577		1,249,762		
Add: Purchases	101,787,089		96,140,770		
	103,027,666		97,390,532		
Less: Closing Stock	1,381,743	101,645,923	1,240,577		96,149,955
		122,466,212			114,924,233
23) EMPLOYEE BENEFITS EXPENSE					
a) Salaries, Wages and Bonus		131,570,087			134,131,205
b) Contribution to Provident and Other Funds		8,684,028			8,745,682
c) Recruitment and Training		2,805,604			2,674,762
d) Staff Welfare Expenses		24,216,513			24,456,327
		167,276,232			170,007,976
24) FINANCE COST					
a) Interest					
- on Term Loans	201,101,201		503,375,776		
- on Cash Credit	6,288,646		6,289,716		
- to Others	6,377	207,396,224	835,365		510,500,857
b) Other Borrowing Cost		13,103,445			1,647,826
		220,499,669			512,148,683

*GJS Hotels Limited***CONSOLIDATED FINANCIAL STATEMENTS****CONSOLIDATED NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016**

	Year ended 31st March 2016	Year ended 31st March 2015	Amount in ₹
25) OTHER EXPENSES			
Contract Labour and Service	67,802,012		61,736,779
Linen, Room, Catering and Other Supplies	26,261,641		29,925,662
Operating Equipment Consumption	14,311,366		21,442,027
Fuel, Power and Light	104,428,454		105,169,465
Repairs & Maintenance			
- On Building	9,187,715	4,957,768	
- On Plant & Equipment	20,977,453	22,075,803	
- On Others	3,418,757	2,345,350	29,378,921
Rent	2,100		31,500
Rates and Taxes	29,687,417		28,949,050
Business Promotion & Advertisement	35,713,965		26,670,806
Insurance	2,912,147		2,747,987
Net Gain / (Loss) on Foreign Currency Translation	1,497,281		5,531,788
Vehicle Upkeep	323,499		502,428
Printing and Stationery	3,511,477		3,024,922
Travelling and Conveyance	5,734,893		5,213,358
Professional and Consultancy Fees	4,233,349		3,334,694
Freight Charges	-		300
Filing Fees	54,639		15,435
Technical Services	27,890,629		25,274,660
Brokerage & Commission	41,480,914		36,359,587
Communication Expense	4,561,446		4,156,819
Interest on Late Payment of Lease rent	11,350		-
Audit Fees			
- As Auditor	312,038	310,000	
- For Taxation Matters	75,375	75,000	
- For Other Services	107,610	19,830	
- For Reimbursement of Expenses	-	-	404,830
Prior Period Expenses	1,021,200		-
Miscellaneous Expenditure	4,631,384		4,435,393
	410,150,111		394,306,411

26. Earnings per Share (Basic and Diluted)

	31st March 2016	31st March 2015
(i) Profit / (Loss) available for Equity Shareholders	(146,008,313)	(369,122,913)
(ii) Weighted average number of Equity Shares @ Rs.10 each	10,961,000	10,961,000
(iii) Profit / (Loss) per Share	(13.32)	(33.68)

*GJS Hotels Limited***CONSOLIDATED FINANCIAL STATEMENTS****CONSOLIDATED NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016**

Amount in ₹

- 27.** Pursuant to the representation made by the Company and Compromise Deed executed on 12th September, 2014, General Administration Department, Government of Odisha vide its Order No. 33889 dated 20th December, 2014 revoked its earlier Order No. 25748 dated 1st November, 2012 determining the lease of land situated at Plot No. A/1 in Mouza-Jagamara, Bhubaneswar, Odisha. With this positive outcome, the Company has gone ahead and have undertaken the topographical and soil investigation survey work and examining the basic condition in relation to development of a Hotel Project in Bhubaneswar. The Company is also exploring various other business models on the said site.
- 28.** No amount is due to Micro, Small and Medium enterprises (identified on the basis of 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.
- 29.** In accordance with the Accounting Standard on "Related Party Disclosures" (AS-18), the disclosures in respect of Related Parties and transactions with them, as identified and certified by the management, are as follows: -

Related Party Disclosures**(i) List of Related Parties****(a) Holding Company :**

Asian Hotels (East) Limited

(b) Fellow Subsidiary Company :

Regency Convention Centre and Hotels Limited

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

- | | |
|---|--|
| (i) Nepal Travel Agency Pvt. Ltd., Nepal | (xi) Juniper Investments Limited |
| (ii) Unison Hotels Private Limited | (xii) Chartered Hotels Private Limited |
| (iii) Vedic Hotels Limited | (xiii) Blue Energy Private Limited |
| (iv) Unison Power Limited | (xiv) Footsteps of Buddha Hotels Private Limited |
| (v) Unison Hotels South Limited | (xv) Sara International Limited, Hong Kong |
| (vi) Juniper Hotels Private Limited | (xvi) Samra Importex Private Limited |
| (vii) Yak & Yeti Hotels Limited, Nepal | (xvii) Forex Finance Private Limited |
| (viii) Taragaon Regency Hotels Limited, Nepal | (xviii) Saraf Industries Limited, Mauritius |
| (ix) Saraf Investments Limited, Mauritius | (xix) Saraf Hotels Limited, Mauritius |
| (x) Sara Hospitality Limited, Hong Kong | (xx) Chartered Hampi Hotels Private Limited |

(d) Key Management Personnel of Subsidiary Company :

- i) Mr. A Srinivasan

GJS Hotels Limited

CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

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

Transactions during the period	Holding Company		Key Management Personnel		Entities Controlled by Directors or their Relatives		Total	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
Sale of Service and Scrap Sales								
Asian Hotels (East) Limited	233,722	96,785	-	-	-	-	233,722	96,785
Juniper Hotels Private Limited	-	-	-	-	639,179	174,532	639,179	174,532
Taragaon Regency Hotels Limited	-	-	-	-	-	126,304	-	126,304
Chartered Hampi Hotels Private Limited	-	-	-	-	-	129,012	-	129,012
Expenses incurred including reimbursement of expenses								
Asian Hotels (East) Limited	548,734	629,371	-	-	-	-	548,734	629,371
Taragaon Regency Hotels Limited	-	-	-	-	-	1,147	-	1,147
Unison Hotels Private Limited	-	-	-	-	88,522	23,847	88,522	23,847
Juniper Hotels Private Limited	-	-	-	-	1,359,580	540,427	1,359,580	540,427
Chartered Hampi Hotels Private Limited	-	-	-	-	-	64,270	-	64,270
Loans & Advances taken from								
Asian Hotels (East) Limited	15,234,600	2,278,500,000	-	-	-	-	15,234,600	2,278,500,000
Managerial Remuneration								
Mr. A. Srinivasan	-	-	4,606,004	4,606,004	-	-	4,606,004	4,606,004

Closing Balance as on 31st March, 2016	Holding Company		Key Management Personnel		Entities Controlled by Directors or their Relatives		Total	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
Investment made by Holding Company								
Asian Hotels (East) Limited	2,346,365,000	2,346,365,000	-	-	-	-	2,346,365,000	2,346,365,000
Loans and Advances taken from								
Asian Hotels (East) Limited	3,731,418,600	3,716,175,000	-	-	-	-	3,731,418,600	3,716,175,000
Loans and Advances given to								
Forex Finance Private Limited	-	-	-	-	532,000,000	532,000,000	532,000,000	532,000,000
Corporate Guarantee given by in favour of Robust Hotels Pvt. Ltd.								
Forex Finance Private Limited	-	-	-	-	1,500,000,000	1,500,000,000	1,500,000,000	1,500,000,000
Asian Hotels (East) Limited	350,000,000	350,000,000	-	-	-	-	350,000,000	350,000,000
Trade Payables								
Asian Hotels (East) Limited	91,806	116,134	-	-	-	-	91,806	116,134
Juniper Hotels Private Limited	-	-	-	-	1,311,847	77,599	1,311,847	77,599
Other Payables								
Unison Hotels Private Limited	-	-	-	-	88,522	217,426	88,522	217,426
Trade Receivables								
Asian Hotels (East) Limited	284,214	-	-	-	-	-	284,214	-
Chartered Hotels Private Limited	-	-	-	-	4,447	7,482	4,447	7,482
Juniper Hotels Private Limited	-	-	-	-	191,659	-	191,659	-
Taragaon Regency Hotels Limited	-	-	-	-	-	127,448	-	127,448

GJS Hotels Limited

CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

Amount in ₹

30. The Company does not have more than one reportable segment in accordance with the principle outlined in Accounting Standard (AS 17), "Segment Reporting", the disclosure requirements on "Segment Reporting" is not applicable. The Company operates presently only in India. Thus there is no geographical segment apart from India.

31. Defined Benefit Plans / Long Term Compensated Absences – As per Actuarial Valuation as on March 31, 2016 and recognized in the financial statements in respect of Employee Benefit Schemes:

	For the year ended 31st March 2016		For the year ended 31st March 2015	
	Gratuity Unfunded Rs.	Leave Encashment Unfunded Rs.	Gratuity Unfunded Rs.	Leave Encashment Unfunded Rs.
I. Components of Employer Expense				
Current Service Cost	1,514,618	779,313	1,253,509	588,898
Interest Cost	264,443	58,560	67,357	314,662
Actuarial Gains / (Losses)	842,265	827,726	2,661,901	(2,268,263)
Total expense recognized in the Statement of Profit and Loss	2,621,326	1,665,599	3,982,767	(1,364,703)
II. Net Asset / (Liability) recognized in Balance Sheet as at 31st March				
Present Value of Defined Benefit Obligation	5,068,838	1,746,085	4,163,556	1,383,511
Status [Surplus/(Deficit)]	(5,068,838)	(1,746,085)	(4,163,556)	(1,383,511)
Net Asset/(Liability) recognized in Balance Sheet	(5,068,838)	(1,746,085)	(4,163,556)	(1,383,511)
III. Change in Defined Benefit Obligation (DBO) during the year				
Present Value of DBO at Beginning of Year	4,163,556	1,383,511	1,503,145	5,118,342
Current Service Cost	1,514,618	779,313	1,253,509	588,898
Interest Cost	264,443	58,560	67,357	314,662
Actuarial (Losses) / Gains	842,265	827,726	(2,661,901)	2,268,263
Benefits Paid	1,716,044	1,303,025	1,322,356	2,370,128
Present Value of DBO at the end of Year	5,068,838	1,746,085	4,163,556	1,383,511
IV. Actuarial Assumptions				
Mortality Table		IALM(2006-08) Ultimate		IALM(2006-08) Ultimate
Discount Rate (per annum)		8%		8%
Rate of escalation in Salary (per annum)		6%		6%

32. The timing difference relating mainly to depreciation and unabsorbed losses result in net deferred credit as per Accounting Standard 22 "Accounting for Taxes on Income". As a prudent measure the net Deferred Tax Assets' relating to the above has not been recognized in the financial statements.

33. The Company has not recognized any loss on impairment in respect of assets of the Company as is required in terms of Accounting Standard 28 on "Impairment of Assets" since in the opinion of the management there is no reduction in the value of any assets.

34. In the opinion of the Management, the value of realization of Long Term Loans and Advances and Current Assets in the ordinary course of business could not be less than the amount at which they are stated in the Balance Sheet.

35. Salary includes Remuneration paid to a Whole Time Director Rs. 46,06,004/- (Previous Year - Rs. 46,06,004/-).

36. Amount of advances from Holding Company as at 31st March 2016 :

Holding Company	Outstanding as on		Maximum amount outstanding during the year	
	31st March 2016	31st March 2015	31st March 2016	31st March 2015
Asian Hotels (East) Limited	3,731,418,600	3,716,175,000	3,731,418,600	3,716,175,000

GJS Hotels Limited

CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS for the Year Ended 31st March 2016

		Amount in ₹	
		31st March 2016	31st March 2015
37. Contingent Liabilities and Commitments not provided for			
i) Contingent Liabilities			
Bank Guarantee		124,108,348	126,118,564
ii) Commitments			
Estimated amount of Capital Contracts pending to be executed [net of advances of ₹227,700/- (Previous Year ₹ NIL)]		531,300	-
iii) Export Obligation in Respect of EPCG licenses		984,409,864	1,008,948,512
iv) Claims against the company not acknowledged as debt		794,480	36,703,572
v) Disputed Income Tax Demand for A.Y. 2010-11		171,283,635	-
38. The subsidiary company has not provided liability on account of dividend payable on Cumulative Preference Shares as detailed below:			
Class of Preference Share	Number of Share	Date of Allotment	Dividend Payable as on 31/03/2016
12% Cumulative Redeemable Preference Shares of ₹100 each	4,300,000	04.09.2008	390,887,671
39. Expenditure in Foreign Currency:-		31st March 2016	31st March 2015
Fees for Technical Services		6,990,282	8,698,308
Professional & Consultancy		-	676,711
Travelling Expenses		6,228	440,154
Commission		5,472,562	16,345,767
Recruitment & Training		1,034,972	1,419,788
Cost of Supplies		1,040,037	223,483
Business Promotion & Advertisement		778,694	1,478,859
Repair & Maintenance		243,550	4,898,636
Staff Welfare		472,591	407,998
Management Fees		55,878,233	33,433,278
Others		127,887	2,928,744
40. During the year Robust Hotels Private Limited (Subsidiary Company) has incurred loss of ₹ 1579.16 Lacs. The loss is mainly attributable to the long gestation period of Robust Hotels Private Limited due to its size and scale and the Company is hopeful of improvement in the consolidated results in coming years.			
41. C. I. F. Value of Capital Goods imported : ₹ 10,65,452/- (Previous Year - ₹ 7,73,287/-)			
42. Earnings in Foreign Currency - on receipt basis : ₹39,94,57,470/- (Previous Year - ₹ 38,46,76,609/-)			
43. The Company has not amortized the leasehold expenses in respect of the land.			
44. The previous figures have been regrouped/reclassified, wherever necessary to confirm the current year's classification.			
45. There are no other additional material information required to be disclosed pursuant to the provisions of the Companies Act, 2013, Schedule III to the Companies Act, 2013, Companies (Accounting Standards) Rules, 2006 and other material applicable enactments, circulars, orders, notifications etc.			

As per our report of even date

For **KSMN & Company**
Chartered Accountants
Firm Regn. No. 001075N

Birjesh Kumar Bansal
Partner
Membership No. 096740
Place : Kolkata
Date : 23rd May 2016

For and on behalf of the Board of Directors

Umesh Saraf
Director

Padam Kr. Khaitan
Director

Bimal Kr. Jhunjhunwala
Chief Financial Officer

Saumen Chattopadhyay
Company Secretary



ASIAN HOTELS (EAST) LIMITED

CIN : L15122WB2007PLC162762

Registered Office : Hyatt Regency Kolkata,
JA-1, Sector-III, Salt Lake City,
Kolkata-700 098, West Bengal, India



HYATT
REGENCY

To **BSE LIMITED**

ASIAN HOTELS (EAST) LIMITED

JA-1, Sector - III, Salt Lake City,

Kolkata - 700 098, India.

Phone : 033-23351234

Fax 033-23351235

: 033-25171064 (Finance)

Dear Sir,

Please find attached cheque No. 094120

dated 08-03-17

as per the details given below. Kindly

acknowledge receipt of the payment at your earliest.

INVOICE	INV DATE	INV AMOUNT	DEDUCTION	AMOUNT PAID
LISTING STOCK EXCHANGE	08.03.2017	2,30,000.00	20,000.00	2,10,000.00

P.S. For any query/clarification
Please call at 25171203
between 3.00 p.m. to 4.00 p.m.

8/3/17
8/03/17
8/03/17
Accounts Manager

TOTAL AMOUNT PAID Rs. **2,10,000.00**



Gariahat Branch,
23/56, Gariahat Road,
Kolkata, 700029. West Bengal

A/c Payee Only

VALID FOR THREE MONTHS ONLY

0 8 0 3 2 0 1 7
D D M M Y Y Y Y

PAY **BSE LIMITED**

या उनके आदेश पर OR ORDER

रुपये RUPEES Two Lakhs Ten Thousand rupees 00 paisa. Only

अदा करें

₹

2,10,000.00

खाता सं.
A/C No.

086655100000019

For **ASIAN HOTELS (EAST) LIMITED**

IFS Code - IBKL0000086

Payable at Par at all IDBI Bank Branches

Authorised Signatory(ies)

Please sign above

094120 700259006 008600 30

ASIAN HOTELS(EAST) LIMITED

Scrap Code : 533227

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 8246/2335 1235 www.ahleast.com

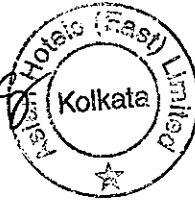
CIN: L15122WB2007PLC162762

To whomsoever it may concern

The Company shall seek approval from shareholders through postal ballot and e-voting, as required under Para 1(A)(9)(a) of Annexure-I of SEBI Circular CIR/CFD/CMD/16/2015 dated 30th November, 2015.

For Asian Hotels (East) Limited

Saumen Chattopadhyay
Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary



OWNER OF



HYATT
REGENCY™
KOLKATA