



BEST EASTERN HOTELS LIMITED

78th Annual Report 2020-2021



BEST EASTERN HOTELS LIMITED



(CIN-L99999MH1943PLC040199)

BOARD OF DIRECTORS

Mr. Vinaychand Kothari (DIN-00010974)
Chairman & Managing Director

Mr. Dilip V. Kothari (DIN-00011043)
Joint Managing Director
Dr. Ramnik K. Baxi (DIN-00011048)
(Independent Director)
Mr. Mangal S. Chheda (DIN-00010927)
(Independent Director)

Ms. Neelam D. Kothari (DIN-02312332)
Non Executive Director
Mr. Manohar R. Tambat (DIN-00011062)
(Independent Director)

Mr. Rajesh Kedia
Company Secretary and Compliance Officer
ICSI Membership No. A11282

Mr. Dilip V. Kothari
Chief Financial Officer (CFO)

BOARD COMMITTEE

Audit Committee

Dr. Ramnik K. Baxi Chairman
Mr. Dilip Kothari Member
Mr. Mangal S. Chheda Member

Stakeholders Relationship Committee

Dr. Ramnik K. Baxi Chairman
Mr. Dilip Kothari Member
Mr. Mangal S. Chheda Member

NOMINATION AND REMUNERATION COMMITTEE

Dr. Ramnik K. Baxi Chairman
Mr. Mangal S. Chheda Member

Ms. Neelam Kothari Member

AUDITORS

M/s. Sancheti & Co.
Chartered Accountants
(FRN: 000016C)

SECRETARIAL AUDITOR

Ferrao MSR and Associates.
Company Secretaries

BANKERS

UNION BANK OF INDIA
ICICI BANK LTD.
HDFC BANK LTD.

REGISTRARS & TRANSFER AGENT

Link Intime India Private Limited,
C-101, 247 Park, LBS Marg, Vikhroli West,
Mumbai – 400083 Tel – 022-49186270
Website: <https://linkintime.co.in/>

REGISTERED OFFICE :

401, Chartered House,
293/299, Dr. C. H. Street, MUMBAI – 400 002.
Tel.: 91 22 2207 8292 Fax: 91 22 2206 1324
Email: booking@ushaascot.com

HOTEL SITE :

USHA ASCOT
M. G. Road, Matheran, Dist. Raigad.
Tel.: 91 2148 230360 Fax: 91 2148 230213
Web site: www.ushaascot.com

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-: NOTICE :-

NOTICE is hereby given that the 78th Annual General Meeting of **Best Eastern Hotels Limited** will be held on Tuesday, 21st September, 2021 at 12:00 noon through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

The proceedings of the Annual General Meeting ("AGM") shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2021 and the Profit and Loss Account for the year ended on that date together with the Report of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Dilip Vinaychand Kothari (DIN: 00011043), who retires by rotation and being eligible, offers himself for re-appointment.

On behalf of the Board

Sd/-
Vinaychand Kothari
Chairman & Managing Director
DIN: 00010974

Sd/-
Neelam D Kothari
Director
DIN: 02312332

Place: Mumbai
Date : 12th August, 2021

-: NOTES :-

1. In view of the situation arising due to COVID-19 pandemic and resultant restrictions on the movement of persons at several places in the country, the Ministry of Corporate Affairs ("MCA") vide its circular dated 13th January, 2021 read with circulars dated 8th April, 2020, 13th April and 5th May, 2020 (collectively referred to as "MCA Circulars") permitted Companies to conduct their AGM through video conferencing (VC) or other audio visual means (OAVM), and has dispensed with the requirement of personal presence of the members at a common venue.. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM. The members can attend and participate in the AGM through VC / OAVM only.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents (RTA), Link Intime India Private Limited
4. Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form.
5. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to RTA in case the shares are held by them in physical form.
6. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DPs in case the shares are held by them in electronic form and to RTA in case the shares are held by them in physical form.
7. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2021, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories as on Friday, 20th August 2021 being cut-off date for the purpose. The Company will not be dispatching physical copies of the Notice and Annual Report to any Member. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website www.ushaascot.com and website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM i.e. www.evotingindia.com).
8. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

9. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
10. In continuation of this Ministry's **General Circular No. 20/2020**, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January, 13, 2021.
11. **Unclaimed Dividends:** Dividends remaining unclaimed/unpaid for 7 years from the date of disbursement will be transferred as per section 124 and 125 of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended, ("Rules") to the Investors Education and Protection Fund (IEPF). As no claim shall lie against either the company or the IEPF after a period of 7 years from the date of disbursement, shareholders who have not yet encashed their dividend warrants are urged to contact the Registered office of the company for revalidation and encash them before the due date for transfer to the IEPF as mentioned below.

Sr. No.	Dividend for F.Y.	Disbursed on	Due Date for Transfer to IEPF
1	2013-2014	26/08/2014	25/08/2021
2	2014-2015	28/09/2015	27/09/2022

12. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
13. **Instructions for e-voting and joining the AGM are as follows:**
 - i. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
 - ii. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
 - iii. The voting period begins on Friday, September 17, 2021 (09:00 a.m) and ends on Monday, September 20, 2021 (05:00 p.m) During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, September 15, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - iv. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue

- v. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/ retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- vi. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the

	<p>home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

vii. Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)· <ul style="list-style-type: none"> ● Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> ● If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- 7) After entering these details appropriately, click on “SUBMIT” tab.
- 8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

1. Click on the EVSN for Best Eastern Hotels Limited on which you choose to vote.
2. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
3. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

4. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
5. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
6. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
7. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

ix. Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; bhaves@ushaascot.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

14. Instructions for shareholders attending the AGM through VC/OAVM & E-voting during meeting are as under:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **07 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **07 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at bhaves@ushaascot.com. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

15. Process for those shareholders whose email/mobile no. are not registered with the Company/depositories.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to bhavesh@ushaascot.com/ bharti.aswalkar@linkintime.co.in
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

16. The Board of Directors has appointed Mr. Martinho Ferrao, Company Secretary (Membership no. FCS 6221) failing him; Ms. Sherlyn Rebello, Company Secretary (Membership no. ACS 41541) of M/s. Martinho Ferrao and Associates as the Scrutinizer to scrutinize the e-voting process and voting during the AGM in a fair and transparent manner, and to ascertain requisite majority
17. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
18. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.ushaascot.com and on the website of CDSL www.evotingindia.com immediately. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.

Your Directors recommend all the resolutions.

On behalf of the Board

Sd/-
Vinaychand Kothari
Chairman & Managing Director
DIN: 00010974

Sd/-
Neelam D Kothari
Director
DIN: 02312332

Place: Mumbai
Date: 12th August, 2021

DIRECTOR'S REPORT

To the Members,

Your Directors present their 78th Annual Report together with the Audited Statement of Accounts for the year ended on 31st March, 2021

FINANCIAL RESULTS:

Particulars	Rupees in 000's	
	2020-21	2019-20
Total Revenue	23,435	42,993
Profit (Loss) before Taxation	(6,242)	(3,980)
Less : Provision for Tax		
Current Tax	-	-
Deferred Tax	(513)	(468)
Excess/(Short) Provision for Tax Earlier Years	-	-
Profit (Loss) after Tax for the year	(5,728)	(3,512)
Add : Brought forward Profit	12,309	15,821
Profit available for appropriation	6,581	12,309
Transfer To General Reserve	-	-
Balance carried over to Balance Sheet	6,581	12,309

Operating Results:

The Company has achieved total revenue of Rs. 234.35 lac, a significant decline of 45.49% as compared to total revenue of Rs. 429.93 lac recorded in the previous year. The Loss before Tax was Rs. 62.42 lac as compared to loss before tax of Rs. 39.80 Lacs earned in the previous year. One of the main reasons for decline in the turnover was slowdown caused by COVID-19 pandemic in the last year where initial six months the hotel was completely shut.

Effect of Covid-19 Pandemic

The year started amidst a strict nationwide lockdown in India with tough restrictions on economic activity and mobility. The Company and indeed the entire tourism and hospitality sector saw a collapse due to social distancing norms and travel restrictions imposed by Governments across the globe.

To overcome the situation, the Management came up with various measures/programs such as following covid protocol vaccination of staff etc.

The Management will continue to closely monitor any material changes to the future economic conditions and consequential impact on its financial results. The extent to which Covid-19 impacts the operations will depend on future developments which remain uncertain.

Share Capital

The issued, subscribed and paid up equity share capital of the Company is Rs. 16,850,000 divided into 1,68,50,000 of Rs. 1/- per share (Rupee One each).

10% Cumulative Non-Convertible Preference shares of the Company are Rs. 12,000,000 divided into 12,00,000 shares of Rs. 10/- per share (Rupee Ten each)

During the year, the Company has not issued any equity or preference shares.

Dividend on Equity and Preference Shares:

In view of the loss for FY 2020-21 and considering the necessity to conserve resources of the Company during the uncertain and difficult times due to Covid-19 pandemic, the Board of Directors do not recommend any dividend for the year ended 31st March, 2021 on equity shares as well as Preference shares.

Transfer to Reserves:

No amount was transferred to the reserves during the financial year ended 31st March, 2021.

Deposits from Public:

The Company has neither invited nor accepted any deposits from Public. The Company does not have any unpaid or unclaimed deposits as at the end of financial year.

Directors and Key Managerial Personnel (KMP)

Mr. Dilip Vinaychand Kothari (DIN: 00011043) Executive Non-Independent Director retires by rotation and being eligible offers himself for re-appointment. The Board has recommended his reappointment at the forthcoming Annual General Meeting as Executive Non-Independent Director of the Company, liable to retire by rotation.

The Board appointed Mr. Rajesh Kedia (A11282) as Company Secretary and Compliance Officer of the Company effective 12th February 2021.

DIN of Mr. Dilip Kothari (DIN: 00011043) Joint Managing Director and Chief Financial Officer of the Company was Disqualified u/s 164(2) due to inadvertence / error on part of Registrar of Companies for which Mr. Dilip Kothari represented the matter to the competent authority and the said disqualification was removed during FY 2020-21

The following policies of the company are attached herewith and marked as Annexure 1, Annexure 2 and Annexure 3.

Policy on appointment of Directors and Senior Management (Annexure 1)

Policy on Remuneration to Directors' (Annexure 2)

Policy on Remuneration of Key Managerial Personnel and Employees (Annexure 3)

Directors Responsibility Statement:

Pursuant to sub-section (5) of section 134 of the Companies Act, 2013, the Board of Directors of the company hereby state and confirm that:

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

Corporate Social Responsibility (CSR):

The provisions of section 135 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to your company.

However, Company's social welfare and community development initiatives focus on the key areas of education, health care. As a social responsible Corporate Citizen, the company continues to support a wide spectrum of community initiative through N.G.O.s / Charitable Institutes as well as programs for health, education and environment. Also your company carries Medical Camps for the locals of Matheran & surrounded areas on regular Basis, including vaccination for school children. These projects are largely in accordance with Schedule VII of the Companies Act, 2013.

Risk Management:

The Company's principal financial liabilities include borrowing, trade and other payables. The Company's principal financial assets include loans, trade receivable, cash and cash equivalents and others. The Company is exposed to credit risk, liquidity risk and market risk. The Company's senior management oversees the management of these risks.

The Company's senior management provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

Vigilance Function:

Your Company has developed a structured mechanism of vigilance functions and is focused towards creation of value for all the stakeholders. The practices involve multi-layer checks and balances to improve transparency. Vigilance Awareness and preventive vigilance activities were continuously carried out during the year. Guidelines of central vigilance commission (CVC) are being followed.

Internal Financial Control and its Adequacy:

Your Company has put in place adequate internal financial controls with reference to the financial statements. The CFO periodically carries out inspection of assets, debtors and inventory. The internal financial controls are periodically reviewed by Audit Committee of the Company.

Reporting of frauds by Auditors:

During the year, there were no instances of frauds reported by the Statutory Auditors under Section 143(12) of the Companies Act, 2013.

Particulars of Loan, Guarantees and Investments under Section 186:

During the year Company has not given any loan, guarantee or made investment covered under Sec 186 of Companies Act, 2013.

Related Party Transactions:

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis.

During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material. Particulars of contracts / arrangements / transactions made with related parties, in Form AOC-2 and **Related Party Details as per SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("LODR") given in Annexure-4.**

Subsidiaries, Joint Ventures and Associate Companies:

During the year under review, no company has become or ceased to be the Company's subsidiaries, joint ventures or associate companies.

Details of Significant and Material Orders Passed By the Regulators, Courts and Tribunals:

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013:

The Company is committed to provide a safe and conducive work environment to its employees. During the year under review, no case of sexual harassment was reported.

Material Changes and Commitment if any affecting the financial position of the Company occurred between the ends of the financial year to which this financial statement relate and the date of the report:

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which this financial statement relate on the date of this report

Secretarial Standards

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.

Performance Evaluation

The annual evaluation of the performance of the Board, its Committees and of individual directors has been carried out by the NRC and the Board of Directors on the basis of criteria such as experience, competencies, performance of duties & obligations, contribution in the meetings and otherwise, independent judgment and impact made by being on the Board of the Company.

MEETINGS OF THE BOARD AND COMMITTEES:
Board:

During FY 2020-21, 7 (Seven) Board Meetings were held. Meetings were held on 30th June 2020, 07th July 2020, 14th August 2020, 28th August 2020, 09th September 2020, 12th November 2020 and 12th February 2021

Committees:
Audit Committee:

During FY 2020-21, five meetings were held on the following dates: 30th June 2020, 07th July 2020, 28th August 2020, 12th November 2020 and 12th February 2021. The recommendation by the Audit Committee as and when made to the Board has been accepted. All members of the Audit Committee possess strong knowledge of accounting and financial management. The Chairman, the Managing Director, Chief Financial Officer, and Statutory Auditors are regularly invited to attend the Audit Committee Meetings. Significant audit observations and corrective actions as may be required and taken by the management are presented to the Audit Committee. The Board has accepted all recommendations made by the Audit Committee from time to time.

Name of Director	Designation	Number of Meetings	
		Held	Attended
Mr. Ramnik Baxi	Chairperson – Non Executive Independent Director	5	5
Mr. Dilip V Kothari	Member - Joint Managing Directors & Chief Financial Officer	5	5
Mr. Mangal Chedda	Member - Non Executive Independent Director	5	5

Nomination & Remuneration Committee:

During the year under review, three meetings were held on the following dates: 30th June 2020, 28th August 2020 and 12th February 2021

Name of Director	Designation	Number of Meetings	
		Held	Attended
Mr. Ramnik Baxi	Chairperson – Non Executive Independent Director	3	3
Ms. Neelam Kothari	Member - Director	3	3
Mr. Mangal Chedda	Member - Non Executive Independent Director	3	3

Stakeholders Relationship Committee

Pursuant to the Companies Act, 2013 and the Listing Regulations, the Company has constituted a Stakeholders Relationship Committee. The Committee looks into the grievances of security holders of the Company.

During FY 2020-2021, the Committee met once on 07th July 2020 to, inter alia, review the status of investors' services rendered. The Committee was apprised of all the major developments on matters relating to investors. In addition, the Committee also looked into matters that can facilitate better investor services and relations. During FY 2020-2021, no complaints from investors were received on any matters.

Meeting of Independent Directors:

The Independent Directors of the Company meet without the presence of the Chairman, Managing Director / Chief Executive Officer, other Non- Independent Director, Chief Financial Officer, Company Secretary and any other Management Personnel. This Meeting is conducted to enable the Independent Directors to, inter-alia, discuss matters pertaining to review of performance of Non-Independent Directors and the Board as a whole, review the performance of the Chairman of the Company (taking into account the views of the Executive and Non-Executive Directors), assess the quality, quantity and timeliness of flow of information between the Company Management and the Board, that is necessary for the Board to effectively and reasonably perform its duties. One meeting of Independent Directors was held on 12th February, 2021. The said meeting was attended by all Independent Directors of the Company

Annual Return:

The Annual Return in Form MGT-7 for the financial year ended 31st March, 2021, is available on the website of the Company at www.ushaascot.com

Transfer of Dividend to IEPF:

In terms of Section 124 of the Act, dividends that are unclaimed/unpaid for a period of seven years are required to be transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government. Accordingly, transfer of unpaid / unclaimed dividend for the financial year ended on 31st March, 2014 is in process of being transferred to the IEPF. No claim lies against the Company in respect thereof.

Auditors:

M/s Sancheti & Co. (Firm Registration No. 000016C), Chartered Accountants have been appointed as statutory auditors of the company for a period of five years i.e. from the conclusion of 75th Annual General Meeting till the conclusion of 80th Annual General Meeting of the Company.

Auditors Report:

The comments made in Auditors Report read with notes on accounts are self-explanatory and therefore, in the opinion of the Directors, do not call for any further explanation.

Listing:

The Equity Shares of the Company are listed on Bombay Stock Exchange Ltd., Mumbai. It may be noted that there are no payment outstanding to the said Exchange by way of listing fees etc.

Secretarial Audit Report:

In accordance with Section 204 of the Companies Act, 2013, the Company had appointed Ferrao MSR & Associates, Company Secretaries as Secretarial Auditors for the financial year ended 31st March, 2021. The Secretarial Auditor's report forms part of the Annual Report. Management's reply to the comments in the secretarial audit report is as follows:

The Company had received an email from BSE Limited regarding penalties imposed under regulation 6(1) of SEBI LODR for non-appointment of Compliance Officer for the period 16th March 2020 to 11th February 2021. The Management explained to the stock exchange that delay in appointment was caused due to restrictions during Covid-19 pandemic and that the Company was in process of shortlisting suitable candidates. This was considered and the penalty was waived off by BSE.

Your Company has appointed Mr. Rajesh Kedia a qualified Company Secretary as the Compliance Officer effective 12th February 2021.

Particulars of Employees:

Information as per Section 197 of the Companies Act, 2013 (the 'Act') read with the Companies Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended by notification dated 30/06/2016, list of the top ten employees in terms of remuneration drawn is annexed as Annexure – 5. None of the employees is employed on a remuneration of Rs. 8,50,000/- p.m. or Rs. 1,02,00,000/- p.a.

Energy Conservation, Technology Transfer and Foreign Exchange Earnings and Outgo:

Information required to be disclosed pursuant to section 134 (3) (m) of The Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014 with respect to conservation of energy, technology absorption and foreign exchange earning & outgo are furnished hereunder:

- a) **Conservation of Energy:** The Company has always given high priority to energy conservation. Constant efforts have been made to reduce energy consumption on continuous basis. Employee awareness and effective monitoring of uses of energy are being pursued. The Company is also examining the use of alternative source of energy. It had already implemented Hot Water System at the hotel site and converting normal lighting to PL/CFL lighting to save fuel and electricity consumption to the considerable extent.
- b) **Technology Absorption:** The Company being in the hospitality industry, its activities do not as such involve any technology absorption or expenditure on research and development. Nonetheless, the Company's endeavors would be to achieve what is best possible in its business.
- c) **Foreign Exchange Earnings & Outgo:** Earnings and Outgo during the year was Nil (Previous year Earning was Rs. 0.53 lakh being realization under credit cards and Outgo was Rs.1.13 lakh being realization under travelling expenditure).

Corporate Governance:

Regulation 15(2t) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 in respect of Corporate Governance is not applicable to your Company since the paid-up capital of the company is less than Rs. 3 Crore.

Cost Records as Specified by the Central Government:

Making and Maintenance of cost records as specified by the Central Government under subsection (1) of section 148 of the Companies Act, 2013 is not required by the Company.

Acknowledgements:

The Directors would like to express their sincere appreciation of the co-operation and assistance received from Shareholders, Bankers, Central & State Government, Local Authorities and all other authorities during the year under review. Your Directors would also like to thank its customers, contractors and suppliers for their continuous support and confidence in its management.

The Directors would like to appreciate the efforts of the Company's employees for their dedicated support extended to the Company.

For and on behalf of the Board

Sd/-

Vinaychand Kothari

Chairman & Managing Director

DIN: 00010974

Sd/-

Neelam D Kothari

Director

DIN: 02312332

Place: Mumbai

Date: 12th August, 2021

ANNEXURE 1

POLICY ON APPOINTMENT OF DIRECTORS AND SENIOR MANAGEMENT

Appointment of Directors

The Nomination and Remuneration Committee (NRC) of the Board of Directors (Board) of the Company reviews and assesses Board composition and recommends the appointment of new Directors. In evaluating the suitability of individual Board member, the NRC shall take into account the following criteria regarding qualifications, positive attributes and also independence of director when Independent Director is to be appointed:

1. All Board appointments will be based on merit, in the context of the skills, experience, diversity, and knowledge, for the Board as a whole to be effective;
2. Ability of the candidates to devote sufficient time and attention to his / her professional obligations as Director for informed and balanced decision making;
3. Adherence to the applicable Code of Conduct and highest level of Corporate Governance in letter and in spirit by the Directors;

Based on the recommendations of the NRC the board will evaluate the candidates and decide on the selection the appropriate member. The Board through the Chairman or the Managing Director will interact with the new member to obtain his/her consent for joining the Board. Upon receipt of the consent, the new Director will be co-opted by the Board in accordance with the applicable provisions of the Companies Act, 2013 and Rules made there under.

Removal of Directors

If a Director is attracted with any disqualification as mentioned in any of the applicable Act, rules and regulations there under or due to non - adherence to the applicable policies of the Company, the NRC may recommend to the Board with reasons recorded in writing, removal of a Director subject to the compliance of the applicable statutory provisions.

Senior Management Personnel

The NRC shall identify persons based on merit, experience and knowledge who may be appointed in senior management team.

Senior Management personnel are appointed or promoted and removed/relieved with the authority of Managing Director & CEO based on the business need and the suitability of the candidate. The details of the appointment made and the personnel removed one level below the Key Managerial Personnel during a quarter shall be presented to the Board.

For and on behalf of the Board

Sd/-
Vinaychand Kothari
 Chairman & Managing Director
 DIN: 00010974

Sd/-
Neelam D Kothari
 Director
 DIN: 02312332

Place: Mumbai
 Date: 12th August, 2021

ANNEXURE 2**POLICY FOR REMUNERATION OF THE DIRECTORS****General**

This Policy sets out the approach to Compensation/remuneration/commission etc. will be determined by Committee and Recommended to the Board of Directors, for approval. Also remuneration to be paid to the Managing Director, other executive directors in accordance with provisions of Companies Act, 2013, and other statutory provisions if any, would require to complying for time being of appointment of such person.

Policy Statement

The Company has a well-defined Compensation policy for Directors, including the Chairman of the Company. The overall compensation philosophy which guides us to focus on enhancing the value, to attract, to retain and motivate Directors for achieving objectives of Company and to become a major player in market, to be the most trusted brand in the business we operate in and focus on customer serenity through transparency, quality and on time delivery to be a thought leader and establish industry benchmarks in sustainable development.

In order to effectively implement this, the Company has built a compensation structure by a regular annual benchmarking over the years with relevant players across the industry the Company operates in.

Non-Executive Including Independent Directors

The Nomination and Remuneration Committee (NRC) shall decide the basis for determining the compensation, both fixed and variable, to the Non-Executive Directors, including Independent Directors, whether as commission or otherwise. The NRC shall take into consideration various factors such as director's participation in Board and Committee meetings during the year, other responsibilities undertaken, such as membership or Chairmanship of committees, time spent in carrying out their duties, role and functions as envisaged in Schedule IV to the Companies Act, 2013 and the LODR with Stock Exchanges and such other factors as the NRC may consider deem fit for determining the compensation. The Board shall determine the compensation to Non-Executive Directors within the overall limits specified in the Shareholders resolutions.

Managing Director (MD) and Executive Director

Remuneration of the MD and Executive Directors reflects the overall remuneration philosophy and guiding principle of the Company. While considering the appointment and remuneration of Managing Director and Executive Directors, the NRC shall consider the industry benchmarks, merit and seniority of the person and shall ensure that the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies. The policy aims at a balance between fixed and variable pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

The remuneration to the MD shall be recommended by NRC to the Board. The remuneration consists of both fixed compensation and variable compensation and shall be paid as salary, commission, performance bonus, stock options (where applicable), perquisites and fringe benefits as per the policy of the Company from time to time and as approved by the Board and within the overall limits specified in the Shareholders resolution. While the fixed compensation is determined at the time of appointment, the variable compensation will be determined annually by the NRC based on the performance of MD.

The term of office and remuneration of MD is subject to the approval of the Board of Directors, shareholders, and Central Government, as may be required and within the statutory limits laid down in this regard from time to time.

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay, subject to the requisite approvals, remuneration to its MD in accordance with the provisions of Schedule V to the Companies Act, 2013

If a MD draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government of the Company.

Remuneration for MD is designed subject to the limits laid down under the Companies Act, 2013 to remunerate him / her fairly and responsibly. The remuneration to the MD comprises of salary, perquisites and benefits as per policy of the Company and performance-based incentive apart from retirement benefits like P.F., Superannuation, Gratuity, Leave Encashment, etc. as per Rules Salary is paid within the range approved by the Shareholders. Increments are effective annually, as recommended /approved by the NRC / Board. The MD is entitled for grant of Stock Options as per the approved Stock Options Schemes of the Company from time to time.

Directors

The MD is an executive of the Company and draws remuneration from the Company. The Non-Executive Independent Directors receive sitting fees for attending the meeting of the Board and Committee thereof, as fixed by the Board of Directors from time to time subject to statutory provisions. The Non-Executive Independent Directors would be entitled to the remuneration under the Companies Act, 2013. In addition to the above, the Directors are entitled for reimbursement of expenses incurred in discharge of their duties.

The Company may also grant Stock Options to the eligible employees and Directors (other than Independent Directors) in accordance with the ESOP Schemes of the Company from time to time and subject to the compliance statutes and regulations.

Disclosures

Information on the total remuneration of members of the Company's Board of Directors, Managing Director and Executive Directors and KMP/senior management personnel may be disclosed in the Board's report and the Company's annual report / website as per statutory requirements in this regard.

For and on behalf of the Board

Sd/-
Vinaychand Kothari
Chairman & Managing Director
DIN: 00010974

Sd/-
Neelam D Kothari
Director
DIN: 02312332

Place: Mumbai
Date: 12th August, 2021

ANNEXURE 3**POLICY ON REMUNERATION OF KEY MANAGERIAL PERSONNEL AND EMPLOYEES****Objective**

To establish guidelines of remuneration/ compensation/ commission etc. to be paid for employees by way of fairly and in keeping with Statutes, it will be determined by the Nomination & Remuneration committee (NRC) and the NRC will recommend to the Board for approval.

Standards

1. All employees, irrespective of contract, are to be paid remuneration fairly and the remuneration is to be externally competitive and internally equitable. The remuneration will be paid in accordance with the laid down Statutes.
2. Remuneration for on-roll employees will include a fixed or guaranteed component payable monthly; and a variable component which is based on performance and paid annually.
3. The fixed component of remuneration will have a flexible component with a bouquet of allowances to enable an employee to choose the allowances as well as the quantum based on laid down limits as per Company policy. The flexible component can be varied only once annually in the month of July, after the salary increment exercise.
4. The variable component of the remuneration will be a function of the employee's grade.
5. The actual pay-out of variable component of the remuneration will be function of individual performance as well as business performance. Business performance is evaluated using a Balance Score Card (BSC) while individual performance is evaluated on Key Result Areas (KRA). Both the BSC & KRAs are evaluated at the end of the fiscal to arrive at the BSC rating of the business and PPS rating of the individual.
6. An Annual compensation survey is carried out to ensure that the Company's compensation is externally competitive. Based on the findings of the survey and the business performance, the committee decides:
 - (i) The increment that needs to be paid for different performance ratings as well as grades.
 - (ii) The increment for promotions and the total maximum increment.
 - (iii) The maximum increase in compensation cost in % and absolute.
 - (iv) Compensation corrections are made in a few cases where it is outside the band or to keep it tune with the market.

For and on behalf of the Board

Sd/-

Vinaychand Kothari
Chairman & Managing Director
DIN: 00010974

Sd/-

Neelam D Kothari
Director
DIN: 02312332

Place: Mumbai

Date: 12th August, 2021

ANNEXURE 4

FORM AOC - 2

{Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014}

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third provision is given below:

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The particulars of Contracts or Arrangements with related parties along with justification of these contracts, pursuant to requirements of Section 134 (h) and 188 (2) of the Companies Act, 2013 is given hereunder.

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

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of the contracts / arrangements / transaction	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transaction	Date(s) of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in general meeting as required under first provision to section 188
1	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

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

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements / transactions	Duration of the contracts / arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board	Amount paid as advances, if any
1	Mr. Vinaychand Yadavsingh Kothari, Managing Director of the Company, also Owner of premises rented to Company.	Rental of premises duly approved by Board	Renewed w.e.f. 1 st April, 2010 (with no increase in rent till date)	Premises situated at 401, Chartered House, 293/299, Dr. C H St., Near Marine Lines, Church, Mumbai - 400002 taken on rent by Company for Registered office from owner Mr. Vinaychand Yadavsingh Kothari at monthly rent of Rs. 70,000/-	30/04/2010	Nil

Related Party Disclosures as per Schedule V of SEBI (LODR), 2013

Sr. No	In the accounts of	Disclosures of amounts at the year end and the maximum amount of loans/ advances/ Investments outstanding during the year.
1	Holding Company	Loans and advances in the nature of loans to subsidiaries by name and amount. Loans and advances in the nature of loans to associates by name and amount. Loans and advances in the nature of loans to firms / companies in which directors are interested by name and amount.
2	Subsidiary	Same disclosures as applicable to the parent company in the accounts of subsidiary Company
3	Holding Company	Investments by the loanee in the shares of parent company and subsidiary company, when the company has made a loan or advance in the nature of loan.

Note: Not applicable since the Company is has not entered into any related party transaction as per Companies Act, 2013, since all the transactions entered are on ordinary course of business and on arms length basis.

Disclosures of transactions of the listed entity with any person or entity belonging to the promoter/promoter group which holds 10% or more shareholding in the listed entity, in the format prescribed in the relevant accounting standards for annual results.

The above is disclosed in Note 32 of Financial Statements.

For and on behalf of the Board

Sd/-
Vinaychand Kothari
 Chairman & Managing Director
 DIN: 00010974

Sd/-
Neelam D Kothari
 Director
 DIN: 02312332

Place: Mumbai
 Date: 12th August, 2021

ANNEXURE 5

DISCLOSURE AS REQUIRED UNDER SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5 (2) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULE, 2014 AS AMENDED BY THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) AMENDMENT RULES, 2016 (As on 31.03.2021)

INFORMATION OF THE TOP 10 EMPLOYEES IN TERMS OF REMUNERATION DRAWN

Sr. No.	Name of Employee	Designation	Remuneration Received Gross (Rs.)	Nature of Employment (Contractual or Otherwise)	Qualification	Experience in years	Date of Commencement of Employment	Age in Years	Last Employment	% (Equity)	Employee is relative of Director or Manager (Name of Director or Manager)
1	Mr. Vinaychand Kothari	Chairman & Managing Director	Rs.15,75,000	Regular	Matriculate	53	01.06.2000	73	Hotel Relax Pvt. Ltd.	25.798%	Relative of Mr. Dilip Kothari & Mrs. Neelam Kothari
2	Mr. Dilip V Kothari	Jt. Managing Director	Rs.12,60,000	Regular	B.Com, C.A.	32	01.06.2000	54	Hotel Relax Pvt. Ltd.	13.000%	Relative of Mr. Vinaychand Kothari & Mrs. Neelam Kothari
3	Mr. Rahul Munot	Residence Manager	Rs.3,11,288	Regular	B. Com	23	10.09.2004	45	—	Nil	Nil
4	Mr. Kalpesh Bhandari	Accountant	Rs. 3,38,393	Regular	H.S.C.	27	01.01.2001	46	Hotel Relax Pvt. Ltd.	Nil	Nil
5	Mr. Nitesh Jain	Purchase Manager	Rs.2,27,812	Regular	B.com	9	01.01.2012	31	—	Nil	Nil
6	Mr. Kishore More	F.O. Incharge	Rs.1,82,164	Regular	B.com	24	01.10.2018	46	—	Nil	Nil
7	Mr. M. P. Pandey	Maintenance Manager	Rs.99,095	Regular	Diploma	30	23.11.2011	61	—	Nil	Nil
8	Ms. Khusbhu Sheth	Executive Reservation	Rs.1,59,447	Regular	SY B.com	8	01.01.2020	32	—	Nil	Nil
9	Mr. Vijay Ahir	Executive Reservation	Rs.1,17,103	Regular	F.Y. BA	7	01.04.2014	32	—	Nil	Nil
10	Mr. Dikar Singh Oli	Main Cook Punjabi	Rs. 1,82,682	Regular	S.S.C.	6	01.10.2014	46	—	Nil	Nil

For and on behalf of the Board

Sd/-
Vinaychand Kothari
 Chairman & Managing Director
 DIN: 00010974

Sd/-
Neelam D. Kothari
 Director
 DIN: 02312332

Place Mumbai
 Date: 12.08.2021

MANAGEMENT DISCUSSION AND ANALYSIS

Industry Structure, Developments and Outlook

This is a difficult time for Hospitality Industry worldwide. India is coming up with measures to cope with the new age changes due to Covid-19 pandemic. There has been transition in the image of the Industry from being old fashioned to modern in outlook.

The long-term outlook for the Indian hospitality business continues to be positive, both for the business and leisure segments. The sector has potential for growth on the back of increases in disposable incomes, increase in foreign tourist arrivals, momentum from government-led initiatives, and the burgeoning middle-class population.

Financial and Operating Performance

The Company has achieved total revenue of Rs. 234.35 lac, a significant decline of 45.49% as compared to total revenue of Rs. 429.93 lac recorded in the previous year. The Loss before Tax was Rs. 62.42 lac as compared to loss before tax of Rs. 39.80 Lacs earned in the previous year. One of the main reason for decline in the turnover was slowdown caused by COVID-19 during 1st half of 2020-2021.

The Company continues to be largely engaged in hospitality and related businesses.

Internal Control Mechanism and Adequacy

The Company has a proper and adequate system of internal control to ensure that all assets are safeguarded and protected against any loss from unauthorized use or disposition and that transaction are authorized, recorded and reported correctly. The Company's internal control systems are periodically reviewed by the management together with the Audit Committee of the Board. The emphasis of internal control prevails across functions and processes, covering the entire gamut of activities.

Internal Financial Controls (IFC)

The Directors have devised a framework for Internal Financial Controls to be followed by the Company that conforms to the requirements of Section 134(5)(e) of the Companies Act, 2013 and incorporates measures that ensure adequate and continuing operating effectiveness of internal financial controls. Furthermore, in accordance with Section 149(8), read with the Code for Independent Directors laid down under Schedule IV, Clause II (3) of the Companies Act, 2013, the Independent Directors have satisfied themselves on the integrity of financial information and have ensured that Financial Controls and systems of Risk Management are robust and secure. In order to enable the Directors to meet these responsibilities, the Board has devised the necessary systems, frameworks and mechanisms within the Company. The Board has empowered the Audit Committee to periodically review and confirm that the mechanism remains effective and fulfill the objectives for which they have been created.

HUMAN RESOURCES DEVELOPMENT/INDUSTRIAL RELATIONS:

The Company recognizes the need for continuous growth and development of its employees in order to provide greater job satisfaction and also to equip them to meet growing organizational challenges. Industrial relations have continued to be harmonious at all units throughout the year. Measures for safety of employees, Welfare and development continue to receive top priorities.

THE FINANCIAL AND OPERATIONAL PERFORMANCE:

The financial statement is in confirmation with provisions of the Companies Act, 2013 and applicable accounting standard recommended by the Institute of Chartered Accountants of India. The financial statement reflects the genuine desire for the

transparency and best judgment for the estimates made on prudent and reasonable bases to correctly reflect the true and fair affairs of the company.

CAUTIONARY STATEMENT:

Statements in this report on Management Discussion and Analysis describing the Company's objectives, expectations or predictions may be forward looking statements within the meaning of applicable security laws and regulations. These statements are based on certain assumptions and expectations of future events. Actual results could however differ materially from those expressed or implied.

The Company assumes no responsibility in respect of forwarded looking statements herein which may undergo changes in future on the basis of subsequent developments, information or events of the Company.

The Board takes this opportunity to thank all employees for their commitment, dedication and co-operation.

For and on behalf of the Board

Sd/-

Vinaychand Kothari
Chairman & Managing Director
DIN: 00010974

Sd/-

Neelam D Kothari
Director
DIN: 02312332

Place: Mumbai

Date: 12th August, 2021

SECRETARIAL AUDIT REPORT**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021**

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

To,
The Members,
Best Eastern Hotels Limited
401, Chartered House, 293/299, Dr. C.H. Street,
Near Marine Lines Church,
Mumbai - 400002

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Best Eastern Hotels 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.

We have conducted online verification and examination of records of the papers, minute books, forms, returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021, as facilitated by the Company, due to COVID-19 and subsequent lockdown situation in Maharashtra for the purpose of issuing this report. No physical verification of any document / record was possible. Based on our examination as aforesaid 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, 2021, 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:

The Audit has been conducted for the financial year ended on 31st March, 2021 in accordance with 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; **(Not applicable to the Company during the financial year under review)**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), as amended:
 - (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")
 - (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (d) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable to the Company during the financial year under review**
 - (g) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993: **Not applicable as the Company is not registered as a Registrar to an issue and Share Transfer Agent.**
 - (h) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009: **Not applicable as**

the Company has not delisted its equity shares from any Stock Exchange during the financial year under review and

- (i) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018: **Not applicable as the Company has not bought back any of its securities during the financial year under review.**

We have also examined the compliances of the provisions of the following other laws applicable specifically to the Company wherein we have also relied on the representations made by the head of the respective departments in addition to the checks carried out by us:

- i. Food Safety and Standards Act, 2006 and Rules made there under
- ii. The Water (Prevention and Control of Pollution) Act, 1974 and Rules made there under

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. the Listing Agreements entered into by the Company with BSE Limited

Based on our verification and also the information provided by the Company, its officers, agents and its authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, *however the Company did not appoint a Compliance Officer for the period from 16th March 2020 till 11th February 2021 therefore pursuant to Regulation 6(1) of SEBI LODR the Company had received notices of penalty in this regard from BSE Limited which was then waived off by the Stock Exchange since appointment of Compliance Officer was delayed due to difficulties caused by Covid-19 pandemic.*

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 and SEBI LODR.

- The Board appointed Mr. Rajesh Kedia having membership number A11282 as Company Secretary and Compliance officer of the Company effective 12th February 2021.

Adequate notice is given to all Directors for the Board Meetings. Agenda and detailed notes on agenda were, in most cases, 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. Consent of the Board of Directors was obtained in cases where Meetings were scheduled by giving notice or agenda papers less than seven days.

All decisions are carried through with requisite majority. There were no dissenting views from the Board members during the period under review.

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 Ferrao MSR & Associates
Company Secretaries**

**Martinho Ferrao
Partner**

FCS 6221

CP No 5676

UDIN: F006221C000774197

Place: Mumbai

Date: 12th August 2021

This report is to be read with our letter which is annexed as **Annexure A** and forms an integral part of this report.

‘Annexure A’

To,
The Members,
Best Eastern Hotels Limited
401, Chartered House, 293/299, Dr. C.H. Street,
Near Marine Lines Church,
Mumbai - 400002

Our report is to be read along with this letter.

1. 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.
2. 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 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.
3. The minutes, documents, records and other information checked for the purpose of audit were received from the Company in soft copy and through electronic mail due to the nationwide lockdown caused pursuant to the outbreak of Covid-19 (Coronavirus).
4. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. 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.
7. 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.

**For Ferrao MSR & Associates
Company Secretaries**

**Martinho Ferrao
Partner**

FCS 6221
CP No 5676
UDIN: F006221C000774197

Place: Mumbai
Date: 12th August 2021

INDEPENDENT AUDITOR'S REPORT

To the Members of
Best Eastern Hotels Limited
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Best Eastern Hotels Limited** ("the Company") which comprise the Balance Sheet as at 31st March-2021, the Statement of Profit and Loss (including Other Comprehensive Income), the statement of Changes in Equity and the Statement of Cash Flow for the year then ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "standalone financial statements")

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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2021; its Loss, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis of Opinion

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

Emphasis of Matter

We draw attention to Note 43 to the Standalone Financial Results which describes management's assessment of the impact of outbreak of Covid-19. The management believes that no adjustments are required in the financial statements as there is no impact in the current financial year. However, in view of highly uncertain economic environment due to COVID-19, a definitive assessment of the impact on the subsequent periods is dependent upon circumstances as they evolve. Our report is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance, in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to communicate in our report.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's information but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent and with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

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 and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and accounting principles generally accepted in India. 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's responsibilities for the audit of the financial statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial

statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatement in the standalone financial statements that, individually, or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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 in terms of Section 143(11) of the Act, we give in the Annexure-A, a statement on the matters specified in the paragraph 3 and 4 of the order to the extent applicable.
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, Statement of Profit & Loss including Other Comprehensive Income, Statement Of Change In Equity and Cash Flow Statement dealt with by this report, are in agreement with the books of account;
 - d. In our opinion, the aforesaid standalone (Ind AS) financial statements comply with the Ind Accounting Standards specified under Section 133 of the Act read with relevant rules issued thereunder;
 - e. On the basis of the written representations received from the directors as on 31.03.2021 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2021 from being appointed as director in terms of Section 164 (2) of the Act;
 - f. With respect to the adequacy of internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure-B. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. In our opinion and to the best of our information and according to the explanations given to us, the managerial remuneration paid/provided by the Company to its directors for the year ended 31st March, 2021 is in accordance with the provisions of section 197 of the Act read with Schedule V to the Act.

- h. 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 litigation 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 has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company during the year except unpaid dividend amount of Rs.13,010/- pertaining to FY 2012-13 as referred in Note No.42 of accompanying financial statement which has been paid with delay.

For **Sancheti & Co.**
Chartered Accountants,
(FRN : 000016C)

(Pradeep Sancheti)
Partner
M.No. : 074930

Place : Mumbai

Dated : 15th June, 2021

UDIN21074930AAAAAL6443

ANNEXURE-A TO THE INDEPENDENT AUDITOR'S REPORT

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

1. In respect of Fixed Assets:
 - a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets on the basis of available information.
 - b. Some of the fixed assets were physically verified during the year by the Management in accordance with a programme of verification, which in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the tile deeds of immovable properties are held in the name of the Company.
2. In our opinion, the inventories have been physically verified during the year by the Management at reasonable intervals and, in our opinion, the frequency of verification is reasonable. As explained to us, no material discrepancies were noticed on such physical verification.
3. According to the information and explanations given to us and on the basis of our examination of the records of the Company, The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act with respect to the loans and investments made.
5. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the meaning of the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Act and rules framed thereunder and therefore Clause 3(v) of the Order is not applicable.
6. According to the information and explanations given to us, the maintenance of cost records has not been prescribed by the Central Government under section 148 (1) of the Companies Act, 2013, for any of the activities of the Company.
7. Statutory Dues
 - a. According to the information and explanations given to us and on the basis of our examination of the records of the Company, amount deducted / accrued in the books of account in respect of undisputed statutory dues including, provident fund, employees' state insurance, income-tax, sales tax, value added tax, duty of customs, excise duty, service tax, cess and other material statutory dues have generally been deposited regularly during the year with the appropriate authorities.
8. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, sales tax, wealth tax, service tax, customs duty, excise duty, value added tax, cess and other material statutory dues in arrears as at 31 March 2021 for a period of more than six months from the date they became payable.
9. Based on our audit procedure and as per the information and explanations given by the management, the Company has not made any default in repayment of dues to a financial institution or any loans from banks, government and the Company has not issued debentures during the year.
10. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
11. 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.

12. According to the information and explanations give to us and based on our examination of the records of the Company, 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 Act.
13. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
14. According to the information and explanations given to us and based on our examination of the 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 standalone financial statements as required by the applicable accounting standards.
15. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
16. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
17. In our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For **Sancheti & Co.**
Chartered Accountants,
(FRN : 000016C)

(Pradeep Sancheti)
Partner
M.No. : 074930

Place : Mumbai
Dated : 15th June, 2021

ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT

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 Best Eastern Hotels Limited ("the Company") as of 31 March 2021 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 Board of Directors of the Company 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 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 judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls 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 standalone 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

3. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone 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, to the best of our information and according to the explanations given to us, 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 31 March 2021, 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 **Sancheti & Co.**
Chartered Accountants,
(FRN : 000016C)

(Pradeep Sancheti)
Partner
M.No. : 074930

Place : Mumbai
Dated : 15th June, 2021

BALANCE SHEET AS AT 31ST MARCH - 2021

DESCRIPTIONS	Note	As at 31.03.2021 ₹	As at 31.03.2020 ₹
A ASSETS			
(1) Non-Current Assets			
(a) Property, Plant & Equipments	2	56,918,566	63,014,862
(b) Financial Assets:			
Other Financial Assets	3	877,132	929,150
Total Non-Current Assets	Sub-Total	57,795,698	63,944,012
(2) Current Assets			
(a) Inventories	4	631,420	1,304,278
(b) Financial Assets:			
Trade receivables	5	50,547	70,131
Cash and cash equivalents	6	1,356,935	1,252,717
Other financial assets	7	14,577	30,653
(c) Other Current Assets	8	930,966	799,120
Total Current Assets	Sub-Total	2,984,445	3,456,899
Total Assets	Total	60,780,143	67,400,911
B EQUITY & LIABILITIES			
(1) Equity			
(a) Equity Share Capital	9	16,850,000	16,850,000
(b) Other Equity	10	9,451,561	15,179,837
Total Equity	Sub-Total	26,301,561	32,029,837
(2) Non-Current Liabilities			
(a) Financial Liabilities			
Borrowings	11	14,010,000	12,000,000
(b) Deferred Tax Liabilities (Net)	12	4,379,056	4,892,924
Total Non-Current Liabilities	Sub-Total	18,389,056	16,892,924
(3) Current Liabilities			
(a) Financial Liabilities			
Borrowings	13	10,621,232	12,859,111
Trade Payables Due to:	14		
– Micro and Small Enterprises		-	-
– Other than Micro and Small Enterprises		645,405	1,452,873
Other Financial Liabilities	15	3,761,056	3,319,773
(b) Other Current Liabilities	16	1,061,833	846,393
(c) Provisions	17	-	-
Total Current Liabilities	Sub-Total	16,089,526	18,478,150
Total Equity & Liabilities	Total	60,780,143	67,400,911
Notes forming part of the financial statements	1 - 44		

As per our Report of even date attached

for Sancheti & Co.,
Chartered Accountants
(FRN. : 000016C)

[CA Pradeep Sancheti]
Partner
M. No. : 074930

Place : Mumbai
Dated : 15th June, 2021

For & on Behalf of the Board of Directors

[Dilip V Kothari]
Chief Financial Officer

[Vinaychand Kothari]
Chairman & Managing Director

[Neelam D Kothari]
Director

[Rajesh Kedia]
Company Secretary

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH-2021

DESCRIPTIONS	Note No.	For the Year ended 31.03.2021 ₹	For the Year ended 31.03.2020 ₹
REVENUE			
I Revenue from Operations	18	23,411,760	42,951,264
II Other Income	19	24,086	42,201
III Total Income (I+II)	Total	23,435,846	42,993,465
IV EXPENSES			
Cost of Materials Consumed	20	3,169,925	5,308,449
Employee Benefits Expenses	21	7,816,198	15,138,051
Finance Cost	22	1,729,858	1,510,205
Depreciation & Amortisation		6,540,976	7,027,209
Other Expenses	23	10,421,033	17,989,486
Total Expenses	Total	29,677,990	46,973,400
V Profit (Loss) before Exceptional Item and Tax (III-IV)		(6,242,144)	(3,979,935)
VI Exceptional Items		-	-
VII Profit (Loss) before tax (V - VI)		(6,242,144)	(3,979,935)
VIII Tax Expense:			
(1) Current Year Tax Expenses		-	-
(2) Deferred Tax Expenses (Credit)		(513,868)	(468,398)
(3) Earlier Year Tax Expenses		-	-
IX Profit (Loss) for the year (VII-VIII)		(5,728,276)	(3,511,537)
X Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Remeasurement on defined benefit plans		-	-
Income tax effect on above		-	-
XI Total comprehensive income for the year		(5,728,276)	(3,511,537)
XII Earning Per Equity Share			
of face value of Rs.1/- each	24		
Basic & Diluted		(0.34)	(0.21)
Notes forming part of the financial statements	1 - 44		

As per our Report of even date attached

for Sancheti & Co.,
Chartered Accountants
(FRN. : 000016C)

[CA Pradeep Sancheti]
Partner
M. No. : 074930

Place : Mumbai
Dated : 15th June, 2021

For & on Behalf of the Board of Directors

[Dilip V Kothari]
Chief Financial Officer

[Vinaychand Kothari]
Chairman & Managing Director

[Neelam D Kothari]
Director

[Rajesh Kedia]
Company Secretary

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH - 2021

DESCRIPTION	Year Ended 31.03.2021 ₹	Year Ended 31.03.2020 ₹
1 Equity Share Capital		
Balance at the beginning of the Reporting Period	16,850,000	16,850,000
Changes in equity share capital during the year	-	-
Balance at the end of the Reporting Period	16,850,000	16,850,000

2 Other Equity	Reserves & Surplus		Total Other Equity ₹
	General Reserves ₹	Retained Earnings ₹	
Balance as at 31st March, 2019	2,870,818	15,820,556	18,691,374
Profit (Loss) for the Year	-	(3,511,537)	(3,511,537)
Other Comprehensive Income of the Year	-	-	-
Balance as at 31st March, 2020	2,870,818	12,309,019	15,179,837
Balance as at 31st March, 2020	2,870,818	12,309,019	15,179,837
Profit (Loss) for the Year	-	(5,728,276)	(5,728,276)
Other Comprehensive Income of the Year	-	-	-
Balance as at 31st March, 2021	2,870,818	6,580,743	9,451,561

As per our Report of even date attached
for **Sancheti & Co.,**
Chartered Accountants
(FRN. : 000016C)

[CA Pradeep Sancheti]
Partner
M. No. : 074930

Place : Mumbai
Dated : 15th June, 2021

For & on Behalf of the Board of Directors

[Dilip V Kothari]
Chief Financial Officer

[Vinaychand Kothari]
Chairman & Managing Director

[Neelam D Kothari]
Director

[Rajesh Kedia]
Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH-2021

DESCRIPTIONS	Year ended 31.03.2021 ₹	Year ended 31.03.2020 ₹
[a] Cash Flow from Operating Activities		
Net Profit before tax for continuing operations	(6,242,144)	(3,979,935)
Add : Adjustments For:		
[a] Depreciation	6,540,976	7,027,209
[b] Interest Expenses	1,729,858	1,510,205
Sub-Total	8,270,834	8,537,414
Less : Adjustments For:		
[a] Interest Income	24,086	42,201
Sub-Total	24,086	42,201
Operating Profit (Loss) before Working Capital Changes	2,004,604	4,515,278
Adjustments For change in Working Capital:		
[a] Inventories	672,858	21,522
[b] Trade Receivables	19,584	93,326
[c] Other Financial Assets	68,094	165,250
[d] Other Current Assets	(96,718)	-
[e] Trade Payables	(807,468)	924,433
[f] Other Liabilities	656,723	987,754
Cash Generations from Operations	2,517,677	6,707,563
Less : Payment of Income Tax (Net of Refund)	(35,128)	(548,425)
Less : Payment of Gratuity	-	(200,000)
Net Cash Flow (Used) from Operating Activities	Total (A) 2,482,549	5,959,138
[b] Cash Flow from Investing Activities		
[a] Interest & Dividend Income	24,086	42,201
[b] Increase (Decrease) in Fixed Assets	(444,681)	(1,442,532)
Net Cash Flow (Used) from Investing Activities	Total (B) (420,595)	(1,400,331)
[c] Cash Flow from Financing Activities		
[a] Interest Paid	(1,729,858)	(1,510,205)
[b] Dividend Paid (including Dividend Dist. Tax)	-	(1,736,064)
[c] Increase (Decrease) in Borrowings (Current)	(2,237,879)	(13,465,511)
[d] Increase (Decrease) in Borrowings (Non-Current)	2,010,000	12,000,000
Net Cash Flow (Used) from Financing Activities	Total (C) (1,957,737)	(4,711,780)
[d] Net Increase/(Decrease) in Cash & Equivalents	(A+B+C) 104,218	(152,973)
Opening Cash / Bank Balance	1,252,717	1,405,690
Closing Cash / Bank Balances	1,356,935	1,252,717

Notes to the Cash Flow Statement

- Cash flow statement has been prepared following the indirect method as set out in Ind AS-7
- Proceeds from Borrowing (Current and Non-current) are shown net of repayment.
- Cash comprises Cash on Hand and Current Accounts with Banks.
- Previous year's figures have been regrouped / reclassified wherever applicable.

As per our Report of even date attached

for Sancheti & Co.,
Chartered Accountants
(FRN. : 000016C)

[CA Pradeep Sancheti]
Partner
M. No. : 074930

Place : Mumbai
Dated : 15th June, 2021

For & on Behalf of the Board of Directors

[Dilip V Kothari]
Chief Financial Officer

[Vinaychand Kothari]
Chairman & Managing Director

[Neelam D Kothari]
Director

[Rajesh Kedia]
Company Secretary

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH - 2021

CORPORATE INFORMATION

The Best Eastern Hotels Limited ("the Company") is a public limited company, incorporated and domiciled in India having its registered office at 401, Chartered House, Dr C H Street, Marine Lines Mumbai 400 002 Maharashtra, India. The equity shares of the Company are listed on BSE Limited. The Company is primarily engaged in the business of owning, operating hotel and resort.

Note - 1

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(i) Basis of preparation:

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ("the Act") [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act. The financial statements have been prepared on the historical cost basis except for certain financial assets and liabilities and land and building, which are measured at fair value.

(ii) Fair value hierarchy

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

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

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

- Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

(iii) Revenue Recognition:

Revenue is measured at the fair value of the consideration received or receivable. Revenue comprises sale of rooms, food and beverages and allied services relating to hotel operations.

Revenue is recognized upon rendering of the service, provided pervasive evidence of an arrangement exists, tariff / rates are fixed or are determinable and collectability is reasonably certain. Revenue from rendering of services is net of Indirect taxes, returns and discounts.

(iv) Property, Plant and Equipment: Recognition and measurement:

Items of property, plant and equipment, Land and Building are measured at cost less accumulated depreciation and impairment, if any. The cost of property, plant and equipment includes purchase price, including freight, duties, taxes and expenses incidental to acquisition and installation. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Property, plant and equipment are derecognized from financial statements, either on disposal or when no economic benefits are expected from its use or disposal. The gain or losses arising from disposal of property, plant and equipment are recognized in the Statement of Profit and Loss in the year of occurrence.

Subsequent expenditures:

Subsequent expenditures related to an item of property, plant and equipment are added to its carrying value only when it is probable that the future economic benefits from the asset will flow to the Company and cost can be reliably measured. All other repair and maintenance costs are recognized in the Statement of Profit and Loss during the year in which they are incurred.

Depreciation:

Depreciation is provided on all property, plant and equipment on straight-line method in the manner and useful life prescribed in Schedule II of the Companies Act, 2013. Depreciation on additions/deletion is provided on pro-rata basis with reference to the date of addition/deletion as the case may be.

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognized as at 01 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Company has adopted cost model for all class of items of Property Plant and Equipment.

(v) Impairment of Non-Financial Assets:

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's or cash generating unit's (CGU) fair value less costs of disposal and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. If such recoverable amount of the asset or cash generating unit is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the Balance Sheet date there is any indication that any impairment loss recognized for an asset in prior years may no longer exist or may have decreased, the recoverable amount is reassessed and such reversal of impairment loss is recognized in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss..

(vi) Financial Instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial Assets**Initial recognition and measurement**

The Company recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets are recognized initially at fair value plus transaction costs that are directly attributable to the acquisition of the financial asset.

Subsequent measurement

For the purpose of subsequent measurement, the financial assets are classified as under:

a) Financial assets at amortised cost

A financial asset is measured at the amortised cost, if both the following conditions are met:

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. Interest income from these financial assets is included in other income using the EIR in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

b) Financial assets at fair value through other comprehensive income (FVTOCI)

Financial assets are classified as FVTOCI, if both of the following criteria are met:

- These assets are held within a business model whose objective is achieved both by collecting contractual cash flows and selling the financial assets; and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Fair value movements are recognised in the other comprehensive income (OCI), except for the recognition of impairment gains or losses, interest income and foreign exchange gains or losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to Profit or Loss and recognised in other income/(loss).

c) Financial assets at fair value through profit or loss (FVTPL)

Financial assets that do not meet the criteria for amortized cost or FVTOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is recognized in profit or loss and presented net in the Statement of Profit and Loss within other income in the period in which it arises.

d) Impairment of financial assets

The Company applies 'simplified approach' for recognition of impairment loss on financial assets for loans, deposits and trade receivables.

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime Expected Credit Loss at each reporting date, right from its initial recognition.

e) De-recognition

A financial asset is derecognized when:

- the rights to receive cash flows from the assets have expired or
- the Company has transferred substantially all the risk and rewards of the asset, or
- the Company has neither transferred nor retained substantially all the risk and rewards of the asset, but has transferred control of the asset.

Financial Liabilities

Initial recognition and measurement

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction cost.

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. For trade and other payables maturing within operating cycle, the carrying amounts approximate the fair value due to short maturity of these instruments.

Loans and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using Effective Interest Rate (EIR) method. Gain and losses are recognized in the Statement of Profit and Loss when the liabilities are derecognized.

Amortised cost is calculated by taking into account any discount or premium on acquisition and transaction costs. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

Derecognition

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified,

such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount is reflected in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

(vii) Inventories:

Stock of food and beverages and stores and operating supplies are carried at the lower of cost or net realisable value. Cost includes the fair value of consideration paid including duties and taxes (other than those refundable), inward freight and other expenditure directly attributable to the purchase. Trade discounts and rebates are deducted in determining the cost of purchase.

(viii) Taxes:

The tax expense comprises current and deferred tax. Tax is recognized in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity or in OCI.

Current Tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantially enacted at the reporting date.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities for financial reporting purpose and the amount used for taxation purposes.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences can be utilised. The carrying amount of deferred tax asset is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

(ix) Employee benefits:**Short term employee benefits:**

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognized as an expense during the period when the employees render the services.

Defined contribution plans:

The Company's contribution to Provident Fund, Pension, Superannuation and Employees State Insurance Contribution are considered as defined contribution plans, as the Company does not carry any further obligations apart from the contribution made to the respective fund/scheme and are charged as an expense based on the amount of contribution required to be made. Gratuity is funded through Group Gratuity scheme formed by Life Insurance Corporation of India.

(x) Borrowing Costs:

Borrowing costs attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use.

All other borrowing costs are recognized as expense in the period in which these are incurred.

(xi) Cash and Cash Equivalents:

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

(xii) Provisions & Contingent Liabilities:

The Company recognizes a provision when there is a present obligation (legal or constructive) as a result of a past event and 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.

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

(xiii) Earnings per share

Basic earnings per share is calculated by dividing the net profit / (loss) for the year attributable to the equity shareholders by weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit / (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.

USE OF ESTIMATES AND JUDGEMENTS

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, income, expenses and disclosures of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Estimates and underlying assumptions are reviewed at each reporting date. Any revision to accounting estimates and assumptions are recognised prospectively i.e. recognised in the period in which the estimate is revised and future periods affected.

i. Fair value measurement of financial instruments

When the fair values of the financial assets and liabilities recorded in the balance sheet cannot be measured based on the quoted market prices in active markets, their fair value is measured using valuation techniques. The inputs to these models are taken from the observable market, where possible, but where this is not feasible, a review of judgement is required in establishing fair values. Changes in assumptions relating to these assumptions could affect the fair value of financial instruments.

ii. Deferred taxes

Deferred tax is recorded on temporary differences between tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profit during the periods in which those temporary differences and the tax loss carry forwards become deductible. The Company considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of deferred tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry forward periods are reduced.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021
NOTE 2 : Property, Plant and Equipments

Particulars	GROSS BLOCK (At Cost)				DEPRECIATION				NET BLOCK	
	Balance as at 01.04.2020 Rupees	Purchased during the year Rupees	Deletions during the year Rupees	Balance As At 31.03.2021 Rupees	Balance upto 01.04.2020 Rupees	Provided for the year Rupees	Adjustment on account of deletions	Balance Upto 31.03.2021 Rupees	Balance As At 31.03.2021 Rupees	Balance As At 31.03.2020 Rupees
TANGIBLE										
Freehold Land	3,700,000	-	-	3,700,000	-	-	-	-	3,700,000	3,700,000
Buildings	56,355,009	-	-	56,355,009	12,468,014	3,131,499	-	15,599,513	40,755,496	43,886,995
Electrical Installation	4,272,418	51,900	-	4,324,318	1,783,788	491,213	-	2,275,001	2,049,317	2,488,630
Plant And Machinery	10,538,705	250,492	-	10,789,197	4,843,068	961,149	-	5,804,217	4,984,979	5,695,637
Furniture & Fixtures	12,061,810	-	-	12,061,810	6,607,155	1,455,049	-	8,062,204	3,999,606	5,454,655
Computers	828,536	142,289	480,676	490,149	625,650	113,897	480,676	258,871	231,278	202,886
Vehicles	3,263,934	-	-	3,263,934	1,677,875	388,169	-	2,066,044	1,197,890	1,586,059
Total	91,020,412	444,681	480,676	90,984,417	28,005,550	6,540,976	480,676	34,065,850	56,918,566	63,014,862
Previous Year	89,577,880	1,442,532	-	91,020,412	20,978,341	7,027,209	-	28,005,550	63,014,862	

Note	DESCRIPTIONS	As at 31.03.2021 ₹	As at 31.03.2020 ₹
3	OTHER FINANCIAL ASSET (NON - CURRENT)		
	Security Deposits	486,275	486,275
	Staff Advance	390,857	442,875
		877,132	929,150
4	INVENTORIES		
	Provision Stores	218,950	521,350
	Miscellaneous Parlor Goods	10,950	17,150
	Liquor & Wine	62,050	113,450
	Consumables (material unutilised)	339,470	652,328
		631,420	1,304,278

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021

Note	DESCRIPTIONS	As at 31.03.2021 ₹	As at 31.03.2020 ₹
5	TRADE RECEIVABLES: (Unsecured, considered Good) Outstanding for less than six months	50,547	70,131
		50,547	70,131
6	CASH & CASH EQUIVALENTS		
	(a) Cash and Cash Equivalents		
	Cash on hand		
	- Cash in Indian Rupees	950,438	920,727
	Balances with banks		
	- In Current accounts	199,762	120,572
	(b) Other Bank Balances		
	- Deposit Accounts (held as security)	130,140	121,813
	- Unclaimed Dividend Accounts	76,595	89,605
		1,356,935	1,252,717
7	OTHER FINANCIAL ASSETS (CURRENT) (Unsecured, considered Good) Interest accrued on Fixed Deposits	14,577	30,653
		14,577	30,653
8	OTHER ASSETS (CURRENT)		
	Balance with Govt Authorities	744,756	709,628
	Prepaid Expenses	186,210	89,492
		930,966	799,120

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021

Note	DESCRIPTIONS	As at 31.03.2021 ₹	As at 31.03.2020 ₹
9	SHARE CAPITAL		
	Authorised		
	4,80,00,000 (P.Y. 4,80,00,000) Equity Shares of Rs 1/- each	48,000,000	48,000,000
	12,00,000 (P.Y. 12,00,000) Redeemable Preference Shares of Rs 10 each	12,000,000	12,000,000
		60,000,000	60,000,000
	Issued, Subscribed and Paid Up		
	1,68,50,000 (P.Y. 1,68,50,000) Equity Shares of Rs.1/- each fully paid up	16,850,000	16,850,000
		16,850,000	16,850,000

Note on Share Capital:

a

The Company has one class of shares referred to as equity shares having a par value of Rs. 1/- each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of Company the holders of equity shares will be entitled to receive the remaining assets of the Company after distribution of all preferential amounts in proportion to the number of equity shares held by holders.

b

For the period of five years immediately preceding the date of the Balance Sheet, the Company has not allotted any shares as fully paid up pursuant to the contracts without payment being received in cash; or allotted as fully paid up bonus shares; or bought back any of its equity shares.

c

Reconciliation of the number of shares outstanding

		As at 31.03.2021 ₹	As at 31.03.2020 ₹
	Number of Equity Shares at the beginning of the year	16,850,000	16,850,000
	Add : Number of Equity Shares issued during the year	Nil	Nil
	Number of Equity Shares at the end of the year	16,850,000	16,850,000

d

The details of shareholder holding more than 5% shares is given below

Vinaychand Kothari	No. of Shares	4,346,970	4,346,970
	% held	25.80%	25.80%
Meena Kothari	No. of Shares	4,250,000	4,250,000
	% held	25.22%	25.22%
Dilip Kothari	No. of Shares	2,190,530	2,190,530
	% held	13.00%	13.00%
Vandeep Impex LLP	No. of Shares	1,250,000	1,250,000
	% held	7.42%	7.42%

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021

Note	DESCRIPTIONS	As at 31.03.2021 ₹	As at 31.03.2020 ₹
10	OTHER EQUITY		
	General Reserve:		
	As per the last Financial Statements	2,870,818	2,870,818
	Sub-Total	2,870,818	2,870,818
	Surplus in the Statement of Profit & Loss Account:		
	As per the last Financial Statements	12,309,019	15,820,556
	Add (Less) : Net Profit (Loss) for the Year	(5,728,276)	(3,511,537)
	Sub-Total	6,580,743	12,309,019
	G Total	9,451,561	15,179,837
11	BORROWINGS (Non-Current)		
	Secured		
	Term Loan - Union Guaranteed Emergency Credit Line	2,010,000	-
	Note on Term Loan:		
a.	The Term Loan is sanctioned and disbursed under ECLGS 2.00 scheme announced by Government to meet with liquidity crunch and cash flow mismatch on account of outbreak of COVID-19 pandemic.		
b.	The Term Loan is secured by equitable mortgage of immovable property owned by the Company situated at Matheran and secured by personal guarantee furnished by two directors of the Company.		
c.	The Term Loan carries fixed rate of interest of 7.50% p.a.		
d.	The Term Loan is repayable in 36 monthly installments after a moratorium period of 12 months from the date of disbursement.		
	Preference Share Capital		
	12,00,000 (Previous Year : 12,00,000) 10% Cumulative, Non-Convertible, Redeemable Preference Shares of Rs.10/- each to be redeemed at par on or before 26th June, 2039 but not later than 26th June 2039.	12,000,000	12,000,000
	(Refer Note No. 39)	14,010,000	12,000,000
12	DEFERRED TAX LIABILITY:		
	Deferred Tax Liabilities		
	Depreciation on Assets	4,379,056	4,892,924
	Deferred Tax Assets	-	-
	Disallowances under Income Tax Act	4,379,056	4,892,924

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021

Note	DESCRIPTIONS	As at 31.03.2021 ₹	As at 31.03.2020 ₹
13	BORROWINGS (Current)		
	Secured		
	Overdraft from a Bank	9,443,510	10,975,547
	Note on Bank Overdraft		
a.	The Secured Overdraft from bank is secured by equitable mortgage of immovable property owned by the Company situated at Matheran and secured by the personal guarantee of two directors of the Company.		
b.	The Rate of Interest is linked with MCLR of respective bank with spread of 2.40%, hence ROI varies from 9% to 10% p.a. depending upon MCLR.		
	Unsecured		
	From related parties	1,177,722	1,883,564
		10,621,232	12,859,111
14	TRADE PAYABLES:		
	Payable to Micro and Small Enterprises	-	-
	Payable to Creditors other than Micro and Small Enterprises	645,405	1,452,873
		645,405	1,452,873
	Note:		
	The company has classified "Suppliers" regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any relating to amounts unpaid as at the year end together interest paid/payable as required under the said Act have been made. The above information regarding Micro, Small and medium enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.		
15	OTHER FINANCIAL LIABILITIES (CURRENT)		
	Current Maturities of Borrowings - Non Current	670,000	-
	Outstanding Expenses Payable	2,460,979	2,671,996
	Statutory Dues Payable	553,482	558,172
	Unpaid Dividend (See Note 41)	76,595	89,605
		3,761,056	3,319,773

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021

Note	DESCRIPTIONS	As at 31.03.2021 ₹	As at 31.03.2020 ₹
16	OTHER CURRENT LIABILITIES		
	Advance from Customers	1,061,833	846,393
		1,061,833	846,393
17	SHORT TERM PROVISIONS		
	Provision for Dividend on Preference Shares (See Note 39)	-	-
	Provision for Income Tax (See Note 40)	-	-
		-	-
18	REVENUE FROM OPERATIONS		
	Lodging	12,316,470	23,677,201
	Boarding	11,035,854	18,069,883
	Income from Other Services	59,436	1,204,181
		23,411,760	42,951,264
19	OTHER INCOME		
	Interest Income	24,086	42,201
		24,086	42,201
20	COST OF MATERIAL CONSUMED		
	Food & Beverages Cost		
	Opening Stock	651,950	995,050
	Add: Purchases	2,809,925	4,965,349
		3,461,875	5,960,399
	Less: Closing Stock	291,950	651,950
	(Food & Beverage consumption is inclusive of cost of complimentary meals provided to house guests)	3,169,925	5,308,449
21	EMPLOYEE BENEFITS EXPENSES		
	Salaries & Wages	4,022,723	7,985,418
	Directors Remuneration (See Note No. 42)	2,835,000	4,940,000
	Contributions to Provident, Gratuity & Other fund (Refer Note No.36)	648,117	1,428,994
	Bonus and Leave Encashment	283,067	747,322
	Staff welfare expenses (including estimated cost of staff meals)	27,291	36,317
		7,816,198	15,138,051

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021

Note	DESCRIPTIONS	As at 31.03.2021 ₹	As at 31.03.2020 ₹
22	FINANCE COST		
	Interest on Borrowings from bank	1,093,265	683,348
	Interest on Borrowings from others	636,593	826,857
		1,729,858	1,510,205
23	OTHER EXPENSES		
	Operating Expenses		
	Power & Fuel Expenses	2,972,111	4,330,297
	Water Charges	1,015,834	1,511,423
	Commission to Agents & Guides	704,348	1,240,385
	Repairs to Building	407,770	1,525,108
	Repairs to Plant & Machinery	270,522	586,671
	Repairs to Others	292,046	650,185
	Linen, Cloth & Uniforms	317,200	511,122
	Laundry Operating Expenses	229,607	490,947
	Other Operating Expenses	397,389	760,207
	Sub-Total	6,606,827	11,606,345
	Sales, Administrative and Establishment Expenses		
	Advertisement Expenses	168,169	1,079,862
	Rent, Rates & Taxes	745,550	773,925
	Office Rent	420,000	840,000
	Travelling Expenses	164,929	248,969
	Listing Fees	300,000	300,000
	Printing & Stationery	37,920	98,259
	Insurance Charges	168,459	150,512
	Communication Expenses	145,672	169,646
	Legal & Professional Charges	202,500	699,000
	Motor Car Expenses	119,872	237,511
	Filing Fees	39,650	70,300
	Share Registrar Expenses	98,390	77,277
	Auditors' Remunerations	150,000	200,000
	Other Administrative & Selling Expenses.	1,053,094	1,437,880
	Sub-Total	3,814,206	6,383,141
	G Total	10,421,033	17,989,486

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021

Note	DESCRIPTIONS	As at 31.03.2021 ₹	As at 31.03.2020 ₹
24	EARNING PER SHARE		
	Earning per Share is calculated in accordance with Accounting Standard - 20 (AS-20) - "Earning per share" issued by Institute of Chartered Accountants of India)		
a.	Net Profit after Tax available for Equity Shareholders	(5,728,276)	(3,511,537)
b.	Weighted average number of Equity Shares outstanding (Nos.)	16,850,000	16,850,000
c.	Nominal Value of Equity Share (Rupees)	1.00	1.00
d.	Earning Per Share - basic & diluted (Rupees)	(0.34)	(0.21)
25	TAXATION		
	Income Tax recognised in Statement of Profit & Loss		
	Current Income Tax	-	-
	Deferred Income Tax	(513,868)	(468,398)
	Adjustment in respect of Current Income Tax of Previous Year	-	-
	Total Income tax recognised in the Current Year	(513,868)	(468,398)
	Reconciliation of Effective Tax Rate		
	Profit (Loss) Before Tax	(6,242,144)	(3,979,935)
	Applicable Tax Rate	26.00%	26.00%
	Computed Tax Expenses	(1,622,957)	(1,034,783)
	Tax Effects of amounts which are not deductible in calculating taxable income:		
	Disallowances of Expenses	633,314	513,110
	Tax Losses on which no deferred tax assets was recognised	989,643	521,673
	Current Tax Provision (A)	(0)	0
	Deferred Tax Liability on account of Property, Plant & Equipment's	(513,868)	(468,398)
	Deferred Tax Assets on account of Retirement Benefits of Employees	-	-
	Deferred Tax Provision (B)	(513,868)	(468,398)
	Adjustment in respect of Current Income Tax of Previous Year (C)	-	-
	Total Tax Expenses recognised in Statement of Profit & Loss	(513,868)	(468,398)
	Effective Tax Rate	8.23%	11.77%
26	Contingent Liabilities not provided for in the books of Accounts	Nil	Nil
27	Capital Commitment (net of advances)	Nil	Nil
28	FOB Value of Exports	Nil	Nil
29	Expenditure incurred in Foreign Currency	Nil	Nil

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021

Note	DESCRIPTIONS	As at 31.03.2021 ₹	As at 31.03.2020 ₹
30	Directors' Remunerations includes:		
[a]	Salary & Allowances	2,835,000	4,940,000
[b]	Contribution to PF and other fund	291,600	547,200
		3,126,600	5,487,200
31	Auditors' Remuneration includes:		
[a]	Audit Fees	100,000	115,000
[b]	Tax Advisory Services	25,000	35,000
[c]	Other Services	25,000	50,000
		150,000	200,000

32 RELATED PARTY DISCLOSURE
A The name of related parties are under:

- (i) Enterprises that directly or indirectly control (through subsidiaries) or are under common control with the reporting enterprises
Nil
- (ii) Associates, Joint venture of the reporting entity, investing party or venture in respect of which reporting enterprise is an associate or joint venture.
Nil
- (iii) Individual owning directly or indirectly, an interest in voting power of the reporting an enterprises that gives them control or significant influence over the enterprise and relative of any such individual:
Meena Infratech LLP
Vandeep Impex LLP
Vandeep Developers LLP
Vandeep Hotels Private Limited
Sardar Sarovar Holiday Resortts LLP
- (iv) Key Management Persons (KMP) and their relatives
 - (a) Key Management Personnel
Mr. Vinaychand Kothari (Chairman & Managing Director)
Mr. Dilip V. Kothari (Chief Financial Officer)
Mrs. Neelam D Kothari (Director)
 - (b) Relative of Key Management Personnel
Mrs. Meena V Kothari
Mr. Parasmal Kothari
Mrs. Monica M Daga

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021

Note	DESCRIPTIONS	As at 31.03.2021 ₹	As at 31.03.2020 ₹
(v)	Enterprises over which any person described in (iii) & (iv) is able to exercise significant influence Sankalp Enterprises - Firm Navkar Heights - Firm		
B	The details of transactions with related parties entered into by the Company are given below:		
	Transactions with KMP and their relatives		
	Salaries Paid and Contribution to PF & other fund	3,126,600	6,015,200
	Interest Paid / Provided	636,593	826,857
	Rent Paid	420,000	840,000
	Loans Received during the year	17,136,593	8,826,857
	Loans Repaid during the year	17,842,435	14,407,282
	Balance outstanding at the end of the year	1,177,722	1,883,564

33 FINANCIAL INSTRUMENTS-FAIR VALUE AND RISK MANAGEMENT
(a) Accounting classification

The carrying value of financial instruments by categories are as follows:

Particulars	31.03.2021			31.03.2020		
	At cost	FVTOCI	Amortised cost	At cost	FVTOCI	Amortised cost
Financial Assets						
Investments in equity inst.	-	-	-	-	-	-
Loans	-	-	-	-	-	-
Trade receivable	-	-	50,547	-	-	70,131
Cash and cash equivalents	-	-	1,356,935	-	-	1,252,717
Other bank balances	-	-	-	-	-	-
Other financial assets	-	-	891,709	-	-	959,803
	-	-	2,299,191	-	-	2,282,651
Financial Liabilities						
Borrowings	-	-	24,631,232	-	-	24,859,111
Trade payables	-	-	645,405	-	-	1,452,873
Other financial liabilities	-	-	3,761,056	-	-	3,319,773
	-	-	29,037,693	-	-	29,631,757

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021

(b) Fair value hierarchy and Method of valuation

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

Level 1:

Level 1 hierarchy includes financial instruments measured using quoted prices in an active market. This included listed equity instruments, traded debentures and mutual funds that have quoted price. The fair value of all equity instruments (including debentures) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The company do not have any investment in financial instruments that are quoted on stock exchanges.

Level 2:

Level 2 hierarchy includes financial instruments that are not traded in an active market. The fair value in this hierarchy is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. The company have no such financial instruments that are value using Level 2 hierarchy.

Level 3:

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. Financial instruments such as unlisted equity shares, loans are included in this hierarchy.

The following table shows fair value measurement hierarchy. Except for these financial instruments, the Company considers that the carrying value amount recognised in the financial statements approximate their fair value largely due to the short term maturities of these instruments for security deposits, trade receivable, trade payables, cash and bank balances and other financial assets and liabilities.

	31.03.2021			31.03.2020		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Investments in equity inst.	Nil	Nil	Nil	Nil	Nil	Nil

(c) Risk management framework

The Company's principal financial liabilities include borrowing, trade and other payables. The Company's principal financial assets include loans, trade receivable, cash and cash equivalents and others. The Company is exposed to credit risk, liquidity risk and market risk. The Company's senior management oversees the management of these risks. The Company's senior management provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021
(d) Financial Risk Management

The Company has exposure to the following risks arising from financial instruments:

- (i) Credit Risk
- (ii) Liquidity Risk
- (iii) Market Risk

(i) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, and ageing of accounts receivable.

Credit risks arises from cash and cash equivalents, deposits with banks. The Company's policy is to place cash and cash equivalents and short term deposits with reputable banks and financial institutions.

(ii) Liquidity Risk

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

The Management monitors rolling forecasts of the Company's liquidity position on the basis of expected cash flows. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of surplus funds, bank loans and inter-corporate loans.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date.

	Carrying amount	Contractual cash flows				
March 31, 2021	Amount	Total	Within 1 year	1-2 years	2-5 years	< 5 Years
Financial liabilities						
Borrowings**	24,631,232	24,631,232	10,621,232	893,333	1,116,667	12,000,000
Trade payables	645,405	645,405	645,405	-	-	-
Other Financial Liabilities	3,761,056	3,761,056	3,761,056	-	-	-
	29,037,693	29,037,693	15,027,693	893,333	1,116,667	12,000,000

	Carrying amount	Contractual cash flows				
March 31, 2020	Amount	Total	Within 1 year	1-2 years	2-5 years	< 5 Years
Financial liabilities						
Borrowings **	24,859,111	24,859,111	12,859,111	-	-	12,000,000
Trade payables	1,452,873	1,452,873	1,452,873	-	-	-
Other Financial Liabilities	3,319,773	3,319,773	3,319,773	-	-	-
	29,631,757	29,631,757	17,631,757	-	-	12,000,000

** Borrowings include overdraft facility which is renewed year to year and includes loan from directors with no repayment schedules

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021
(iii) Market Risk

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

(iv) Currency risk

Currency risk is not material, as the Company's primary business activities are within India and does not have any exposure in foreign currency.

(v) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The company continuously co-ordinates with its banker with an indication of decline in market base rate of interest

34 CAPITAL MANAGEMENT

The Company manages its capital to ensure that it will be able to continue as going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the Company consists of net debt and the total equity of the Company. For this purpose, net debt is defined as total borrowings less cash and cash equivalents.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirements are met through short-term/long-term borrowings. The Company monitors the capital structure on the basis of total debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

The Company's net debt to equity ratio is as follows:

Particulars	31.03.2021	31.03.2020
Borrowing	24,631,232	24,859,111
Cash & cash equivalents	1,356,935	1,252,717
Net Debt	23,274,297	23,606,394
Total equity excluding revaluation	26,301,561	32,029,837
Debt/Equity ratio	0.88	0.74

35 LEASES

The company's leasing arrangements are in respect of operating lease of office premises occupied by the Company. These leasing arrangements are cancellable and renewable on a periodic basis by mutual consent on mutually acceptable terms. The lease rent expenses are recognised in the Statement of Profit and Loss under the head of "Office Rent".

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021

Particulars	31.03.2021	31.03.2020
Future minimum lease payments under operating leases		
Not later than 1 year	Nil	Nil
Later than 1 year not later than 5 years	Nil	Nil
Later than 5 years	Nil	Nil

36 EMPLOYEE BENEFITS
a Defined Contribution Plans

Contributions towards Provident Fund amounting to Rs. 6,07,117/- (Prev Year : Rs. 10,39,410/-) is recognised as an expenses and included in Note No. 21, " Employee Benefits Expenses" in the Statement of Profit & Loss.

b Defined Benefits Plans

The Company has a defined benefit plan. Every employee who has completed five years or more of services get a gratuity on departure an amount equivalent to 15 days salary (last drawn salary) for each completed year of service. The scheme is funded with an insurance company in the form of qualifying insurance policies. The Company has a defined unfunded obligation for leave encashment which is generally paid to employees as and when claimed.

The details are summarised below:

(a) Reconciliation of opening and closing balances of Defined Benefit Obligation

Particulars	31.03.2021	31.03.2020
Defined Benefit Obligation at the beginning of the year	4,913,443	4,482,987
Current Service Cost	203,872	210,208
Interest Cost	343,941	325,017
Actuarial (Gain) / Loss	(419,821)	46,096
(Benefits Paid)	(77,884)	(150,865)
Defined Benefit Obligation at the closing of the year	4,963,551	4,913,443

(b) Reconciliation of opening and closing balances of fair value of Plan Assets

Particulars	31.03.2021	31.03.2020
Fair value of Plan Assets at the beginning of the year	5,112,963	4,436,237
Return on Plan Assets	361,247	312,419
Employers Contributions	170,424	515,172
(Benefits Paid)	(77,884)	(150,865)
Fair value of Plan Assets at the closing of the year	5,566,750	5,112,963

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021
(c) Reconciliation of fair value of Assets and Obligations

Particulars	31.03.2021	31.03.2020
Fair value of Plan Assets	5,566,750	5,112,963
Present Value of Obligation	4,963,551	4,913,443
Surplus / (Deficit)	603,199	199,520

(d) Expenses recognised during the year

Particulars	31.03.2021	31.03.2020
In Income Statement		
Current Service Cost	203,872	210,208
Interest cost	343,941	325,017
Return on Plan Assets	361,247	312,419
Net cost	186,566	222,806

(e) Investments

Particulars	31.03.2021	31.03.2020
Insurance Policies	5,566,750	5,112,963
% of Investments	100%	100%

(f) Actuarial Assumptions

Particulars	31.03.2021	31.03.2020
Discount Rate (per annum)	7.00%	7.25%
Expected rate of return on Plan Assets (per annum)	7.00%	7.25%
Rate of escalation in salary (per annum)	4.00%	4.00%
Rate of employee turnover (per annum) variable depending upto age	1% to 3%	1% to 3%

37 In the opinion of the Management, Current Assets, Loans and Advances have value on realisation in the ordinary course of business at least equal to the amount at which they are statement

38 The Company is primarily engaged in the business of hospitality and managing the resort. Since the inherent nature of activities as a whole is governed by the same set of risks and returns, these have been regrouped as a single segment. No Assets of the Company is located outside India. The said treatment is in accordance with the Accounting Standard on "Segment Reporting (AS-17)" as issued by the Institute of Chartered Accountants of India.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2021

- 39** During the previous year, the Company had issued total of 12,00,000 10% Cumulative, Non-Convertible, Redeemable Preference Shares of Rs.10/-each which are to be redeemed at par on or before 26th June, 2039, the proceeds whereof were used for the redemption of preference shares issued in earlier year.
- As per the terms of issue, unpaid amount of dividend payable to the holders of preference shares, in the year of loss, is to be carried forward and paid out of the profit of subsequent year. In view of loss situation, the Company had not paid dividend to the preference shareholders amounting to Rs. 12,00,000/- for the FY 2020-21 and also Rs. 9,20,548/- which was due and payable for the FY 2019-20.
- The Company has received letters from the holders of preference shares consenting to waive their entitlement of dividend being accumulated and carried forward for payment in subsequent year and the management has, therefore, did not make any provision for dividend payable to the preference shareholders for both the years.
- 40** No provision has been made for Income tax during the year in view of loss situation.
- 41** The unclaimed dividend amount of Rs.13,010/- which was supposed to be transferred with Investor Education and Protection Fund or before 31st March, 2020 was not transferred due to lockdown announced by Government in view of outbreak of pandemic Covid-19. The said amount had subsequently been transferred by the Company.
- 42** The Company's resort at Matheran has been closed for most of the time during the first half in the previous year due to lockdown announced by the government because of outbreak of pandemic which has significantly affected the revenue of the Company. The Directors of the Company have therefore decided to forgo their remunerations for the first six months of the previous year. The Directors' Remunerations as per Note No. 22 amounting to Rs.28,35,000/- pertains to the period of remaining six months.
- 43** The outbreak of Coronavirus (COVID-19), a global pandemic, has significant impact on the operation of the company and there have been substantial fall in the revenue of the Company. The Company has considered the possible effects that may result from COVID-19 in preparation of the financial statement. The Company continue to monitor the impact of COVID-19 on its business, customers, vendors, employee's etc. The Company has exercised due care in significant accounting judgement and estimates in relation to the recoverability of receivables, loans and advances, based on the information available to date, both internal and external while preparing the Company's financial results for the current year.
- 44** The figures of previous year has been regrouped/rearranged wherever necessary to conform the current year presentation

As per our Report of even date attached

for Sancheti & Co.,
Chartered Accountants
(FRN. : 000016C)

[CA Pradeep Sancheti]
Partner
M. No. : 074930

Place : Mumbai
Dated : 15th June, 2021

For & on Behalf of the Board of Directors

[Dilip V Kothari]
Chief Financial Officer

[Vinaychand Kothari]
Chairman & Managing Director

[Neelam D Kothari]
Director

[Rajesh Kedia]
Company Secretary

As Matheran, So Usha.



MATHERAN

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