



BEST EASTERN HOTELS LIMITED

83rd Annual Report 2025-2026



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. Rahul R. Baxi (DIN-10694427)
Independent Director

Mrs. Jenny Vijaykar (DIN-11195098)
Independent Director

Mrs. Neelam D. Kothari (DIN-02312332)
Non-Executive Director

Mr. Manohar R. Tambat (DIN-00011062)
Independent Director

Mr. Keshav Binani
Company Secretary and Compliance Officer
ICSI Membership No. A59999

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

BOARD COMMITTEE

Audit Committee

Dr. Rahul R. Baxi Chairman
Mr. Dilip V. Kothari Member
Mrs. Jenny Vijaykar Member

Stakeholders Relationship Committee

Dr. Rahul R. Baxi Chairman
Mr. Dilip V. Kothari Member
Mrs. Jenny Vijaykar Member

NOMINATION AND REMUNERATION COMMITTEE

Dr. Rahul R. Baxi Chairman
Mrs. Neelam D. Kothari Member
Mrs. Jenny Vijaykar Member

AUDITORS

M/s GMJ & Co.
Chartered Accountants
(FRN: 103429W)

SECRETARIAL AUDITOR

Ferrao MSR & Associates
Company Secretaries

BANKERS

UNION BANK OF INDIA
YES BANK LTD.
HDFC BANK LTD.

REGISTRARS & TRANSFER AGENT

MUFG Intime India Private Limited, (Formerly Link Intime Pvt. Ltd.)
C-101, 247 Park, LBS Marg, Vikhroli West,
Mumbai - 400083 Tel.: 022-49186270
Website: www.in.mpns.mufig.com

REGISTERED OFFICE:

401, Chartered House,
293/299, Dr. C. H. Street, Mumbai - 400 002.
Tel.: 91 22 2207 8292 Tel: 91 22 6931 4400
Email: booking@ushaascot.com

HOTEL SITE:

USHA ASCOT
M. G. Road, Matheran, Dist. Raigad.
Tel.: 022 6931 4422
Web site: www.ushaascot.com

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BEST EASTERN HOTELS LIMITED

NOTICE

NOTICE is hereby given that the 83rd Annual General Meeting of Best Eastern Hotels Limited will be held on Tuesday, 25 August 2026 at 03:00 p.m. 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 31 March 2026 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 declare a dividend at the rate of 10% on 10% Cumulative Non-Convertible Redeemable Preference Shares for the financial year 2025-26.
3. To appoint a director in place of Mr. Vinaychand Yadavsingh Kothari (DIN: 00010974), who retires by rotation and being eligible, offers himself for re-appointment.

For Best Eastern Hotels Limited

Sd/-

Vinaychand Kothari

Chairman & Managing Director

DIN: 00010974

Place: Mumbai

Date: 27 July 2026

NOTES

1. The Ministry of Corporate Affairs ("MCA"), vide its General Circular No. 09/2024 dated 19 September 2024 and Securities and Exchange Board of the India ("SEBI") vide circular no. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated 03 October 2024 (in continuation to the Circulars issued earlier in this regard) (hereinafter collectively referred to as 'Circulars') have permitted the Companies to hold their Annual General Meeting ("AGM") through video conferencing/any other audio visual means ("VC facility or VC/OAVM") without the physical presence of the members at a common venue. In compliance with the applicable provisions of the Companies Act, 2013 (the "Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, read with the MCA Circulars, SEBI Circulars and pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") the Annual General Meeting ("AGM") of the Company is scheduled to be held on **Tuesday, 25 August 2026 at 03:00 p.m.** (IST) through VC/OAVM. The members can attend and participate in the AGM only 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 01 April 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), MUFG Intime India Private Limited. (Formerly Link Intime 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 inform regarding 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 Circulars, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those members whose email addresses are registered with the Company/Depositories as on Monday, 27 July 2026 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 2025-26 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.

The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular Nos. 14/2020 dated 08 April 2020, 17/2020 dated 13 April 2020 and 20/2020 dated 05 May 2020 and all other relevant circulars issued from time to time.

With reference to MCA's General Circular Nos. 20/2020 dated 05 May 2020, 02/2021 dated 13 January 2021, 19/2021 dated 18 December 2021, 21/2021 dated 14 December 2021, 10/2022 dated 28 December 2022, 09/2023 dated 25 September, 2023, 09/2024 dated 19 September, 2024, 03/2025 dated 22 September 2025 and all other relevant circulars issued from time to time, it has been decided to allow the companies whose AGMs are due in the Year 2026 to conduct their AGMs in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05 May 2020.

9. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

10. **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 08 April 2020, 13 April 2020 and 05 May 2020 and all other relevant circulars issued from time to time, 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 at least 1000 members on first come first serve 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 EGM/AGM without restriction on account of first come first serve basis.
- iii. **The voting period begins on Saturday, 22 August 2026 (09:00 a.m.) and ends on Monday, 24 August 2026 (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 **Tuesday, 18 August 2026** 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 December 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. 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 09 December 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	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. 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/MUFG INTIME, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 e-voting 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	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 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.

Individual Shareholders (holding securities in demat mode) login through their Depository Participants

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>

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.

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.

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) 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. 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.
- a. Click on the EVSN for Best Eastern Hotels Limited on which you choose to vote.
 - b. 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.
 - c. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
 - d. 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.
 - e. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
 - f. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
 - g. 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; accounts@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.

11. 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/EGM.
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 at least 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 accounts@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.

12. 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 accounts@ushaascot.com / sneha.kane@in.mpms.mufg.com

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, Central Depository Services (India) Limited (CDSL), 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.

13. The Board of Directors has appointed Mr. Martinho Ferrao, Company Secretary (Membership no. FCS 6221) of M/s. Martinho Ferrao & 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.
14. 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.
15. 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.

For Best Eastern Hotels Limited

Sd/-

Vinaychand Kothari

Chairman & Managing Director

DIN: 00010974

Place: Mumbai

Date: 27 July 2026

BEST EASTERN HOTELS LIMITED

INFORMATION ON DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015) AND SECRETARIAL STANDARDS ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA WITH RESPECT TO GENERAL MEETINGS

Name of Director	Mr. Vinaychand Yadavsingh Kothari
DIN	00010974
Date of Birth	
Date of Original Appointment	01/06/2009
Qualifications	
Experience / Expertise in specific functional Areas	
Terms and conditions of appointment / reappointment along with details of remuneration sought to be paid	Managing Director liable to retire by rotation
Shareholding in the Company including shareholding as Beneficial Owner (Individually or Jointly)	
Number of Meetings of the Board Attended during the Year	4 (Four)
Directorships in other Public Limited Companies	NIL
Resignations as Director in other Public Limited Companies	NIL
Membership of Committees in other Public Limited Companies	NIL
Relationship of the Directors Interse	Father of Mr. Dilip Kothari Father-in-law of Mrs. Neelam Kothari

For Best Eastern Hotels Limited

Sd/-

Vinaychand Kothari

Chairman & Managing Director

DIN: 00010974

Place: Mumbai

Date: 27 July 2026

DIRECTOR'S REPORT

To the Members,

Your directors present their 83rd Annual Report together with the Audited Statement of Accounts for the year ended on 31 March 2026.

Financial Results:

Particulars	Rupees in lakhs	
	2025-26	2024-25
Total Income	568.63	637.60
Total Expenses	625.76	637.26
Profit before Taxation	(57.13)	0.34
Less: Provision for Tax		
Current Tax	-	-
Adjustment of tax relating to earlier periods	(0.06)	(1.07)
Deferred Tax	2.08	(1.76)
Profit (Loss) for the period	(59.16)	1.03

Operating Results:

The Company has achieved total revenue of Rs. 568.63 lakhs, as compared to total revenue of Rs. 637.60 lakhs recorded in the previous year. The Company registered a loss of Rs. 59.16 lakhs as compared to a profit of Rs. 1.03 lakh in the previous year, mainly due to higher input cost. Your directors are hopeful towards increasing the revenue and profit during this financial year.

Share Capital

The issued, subscribed and paid-up equity share capital of the Company is Rs. 1,68,50,000 divided into 1,68,50,000 shares of Rs. 1/- (Rs. One) per share. The 10% Cumulative Non-Convertible Preference shares of the Company are Rs. 1,20,00,000 divided into 12,00,000 shares of Rs. 10/- (Rs. Ten) per share. During the year, the Company has not issued any equity or preference shares.

Dividend on Equity and Preference Shares:

Considering the necessity to conserve resources of the Company, the Board of Directors do not recommend any dividend for the year ended 31 March 2026 on equity shares of the Company. However, the Board of Directors have declared a dividend at the rate of 10% on 10% Cumulative Non-Convertible Redeemable Preference Shares of Rs. 12 lakhs for financial year 2025-26.

Transfer to Reserves:

No amount was transferred to the reserves during the financial year ended 31 March 2026.

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.

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.

Subsidiaries, Joint Ventures and Associate Companies:

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

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.

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.

Management Discussion and Analysis

The Management Discussion and Analysis Report, providing an overview of the Company's industry, business performance, opportunities, risks, outlook, internal control systems, and key financial and operational developments, forms part of this Annual Report and is annexed herewith as Annexure-A.

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-B.

Listing:

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

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.

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. Audit Committee of the Company periodically reviews the internal financial controls.

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.

Directors and Key Managerial Personnel (KMP)

Mr. Vinaychand Yadavsingh Kothari (DIN: 00010974), Non-Executive, Non-Independent Director retires by rotation and being eligible offers himself for re-appointment.

The changes in the Board Composition and Key Managerial Personnel during the year 2025-26 are detailed below: Change in designation of Mr. Mangal Chheda (DIN: 00010927) with effect from 01 April 2025 to Non-Executive Director of the Company and Cessation with effect from 01 July 2025 due to expiry of term.

Appointment of Ms. Jenny Vijaykar (DIN: 11195098) as an Additional Director in the category of Non- Executive, Independent Director with effect from 16 July 2025, who was regularized by the members of the company, at their Annual General Meeting held on 29 August 2025, as Director in the category of Non- Executive, Independent Director.

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 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.

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 the financial year 2025-26, 5 (Five) Board Meetings were held. Meetings were held 21 May 2025, 17 July 2025, 12 August 2025, 12 November 2025 and 13 February 2026.

Committees:

Audit Committee:

During the financial year 2025-26, 4 (four) Meetings were held on the following dates: 21 May 2025, 12 August 2025, 12 November 2025 and 13 February 2026. The recommendations 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	
		Entitled to attend	Attended
Dr. Rahul R. Baxi	Chairperson - Non-Executive Independent Director	4	4
Mr. Dilip V. Kothari	Member - Joint Managing Directors & Chief Financial Officer	4	4
Mr. Mangal Chedda	Member - Non-Executive Independent Director	1	1
Ms. Jenny Vijaykar	Member - Non-Executive Independent Director	3	3

**Mr. Mangal Chhedda (DIN: 00010927) ceased to be a member with effect from 01 July 2025.*

Nomination & Remuneration Committee:

During the year under review, two meetings were held on 21 May 2025 and 17 July 2025.

Name of Director	Designation	Number of Meetings	
		Entitled to attend	Attended
Dr. Rahul R. Baxi	Chairperson - Non-Executive Independent Director	2	2
Mrs. Neelam D. Kothari	Member - Non-Executive Non-Independent Director	2	2
Mr. Mangal Chedda	Member - Non-Executive Independent Director	1	1
Ms. Jenny Vijaykar	Member - Non-Executive Independent Director	1	1

**Mr. Mangal Chhedda (DIN: 00010927) ceased to be a member with effect from 01 July 2025.*

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 the financial year 2025-26, the Committee met once on 17 July 2025 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 the year under review, 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 Directors, other Non-Independent Directors, Chief Executive Officer, 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 13 February 2026. The said meeting was attended by all Independent Directors of the Company.

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.

Secretarial Audit Report:

In accordance with Section 204 of the Companies Act, 2013, the Company appointed Ferrao MSR & Associates, Company Secretaries as Secretarial Auditors for the financial year ended 31 March 2026. The Secretarial Auditor's report forms part of the Annual Report annexed herewith as Annexure-C. The observations made by the Secretarial Auditors are self-explanatory and do not call for any further comments.

Auditors:

M/s GMJ & Co. (Firm Registration No. 103429W), Chartered Accountants were appointed as statutory auditors of the company for a period of five years i.e. from the conclusion of the 80th Annual General Meeting till the conclusion of the 85th 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.

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.

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.

Annual Return:

The Annual Return in Form MGT-7 for the financial year ended 31 March 2026, is available on the website of the Company at www.ushaascot.com

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 June 2016, a list of the top ten employees in terms of remuneration drawn is annexed as Annexure-D. None of the employees are employed on a remuneration of Rs. 8,50,000/- p.m. or Rs. 1,02,00,000/- p.a.

Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and the Maternity Benefit Act, 1961:

The Company is committed to provide a safe and conducive work environment to its employees. An Internal Complaints Committee has been established as per the provisions of the Act. During the year under review, no case of sexual harassment was reported as detailed below:

- (a) number of complaints of sexual harassment received in the year - 0.
- (b) number of complaints disposed off during the year - 0.
- (c) number of cases pending for more than ninety days - 0.

Further, the Board hereby confirms that the Company is in compliance with the Maternity Benefit Act, 1961.

Policies:

The following policies of the company are attached herewith and marked as **Annexure-E, Annexure-F and Annexure-G.**

Policy on appointment of Directors and Senior Management (**Annexure-E**)

Policy on Remuneration to Directors' (**Annexure-F**)

Policy on Remuneration of Key Managerial Personnel and Employees (**Annexure-G**)

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 socially 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 a regular basis, including vaccination for school children. These projects are largely in accordance with Schedule VII of the Companies Act, 2013.

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:** Rs. 0.35 lakhs being realization under credit cards (Previous year Rs. 1.42 lakhs) and Outgo Rs. Nil (Previous year Nil)

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. No claim lies against the Company in respect thereof.

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 equity share capital of the company does not exceed rupees ten crore and net worth does not exceed rupees twenty-five crore.

Details of applications made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year.

There were no such instances during the reporting period and preceding years.

Details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the banks or financial institutions along with the reasons thereof.

The Company has not entered into any One-time settlement with Banks or Financial Institutions.

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/-
Dilip V Kothari
Jt. Managing Director & CFO
DIN: 00011043

Place: Mumbai
Date: 27 July 2026

ANNEXURE - A

MANAGEMENT DISCUSSION AND ANALYSIS (FY 2025-26)

Industry Structure, Developments and Outlook

The hospitality and tourism industry continued its strong growth trajectory in FY 2025 26, building on the post pandemic recovery. Rising domestic and international travel demand, coupled with sustained government initiatives in infrastructure development, visa relaxations, and tourism promotion campaigns, have further strengthened the sector.

Luxury and premium hotel chains reported double digit revenue growth, with occupancy rates consistently exceeding pre pandemic levels. Budget and mid scale hotels continued to see higher demand, particularly in tier 2 and tier 3 cities, fueled by affordable travel options, digital booking platforms, and the rise of experiential tourism.

Sustainable tourism and eco friendly hospitality gained further traction, with leading companies investing in renewable energy, water conservation, and carbon neutral operations. Wellness tourism and health focused retreats also emerged as key growth drivers.

Economic Overview

Global Economy The global economy remained resilient, with moderate growth supported by easing inflationary pressures and gradual reduction in interest rates across major economies.

Emerging markets, particularly India and Southeast Asia, continued to see strong expansion, supported by manufacturing, services, and tourism. Geopolitical tensions and supply chain disruptions posed challenges, but resilient demand in hospitality and travel helped mitigate risks.

India remained one of the fastest growing economies, with GDP growth projected at 6.8% for FY 2025 26. Key factors influencing the hospitality sector included:

- Rising disposable income and urbanization boosting domestic travel.
- Government policies such as GST rationalization, tourism incentives, and infrastructure upgrades supporting industry expansion.
- Foreign tourist arrivals rebounded strongly, with business, leisure, and MICE travel driving demand.

Hospitality and Tourism Sector Performance

The hospitality sector continued to deliver record breaking performance, with major hotel chains reporting strong revenue growth.

Key trends:

- Luxury hotels expanded their footprint, with new openings and acquisitions.
- Budget hotels leveraged technology driven solutions to enhance customer experience.
- MICE tourism saw significant growth, with corporate events, weddings, and destination conferences driving occupancy rates.
- Digital transformation accelerated, with AI driven booking systems, personalized guest experiences, and smart property management solutions becoming mainstream.

Outlook for the Matheran Hotel

Our Matheran hotel continues to remain strongly positioned for sustained success, benefiting from Matheran's rising popularity as a premier holiday destination.

Passenger traffic on the toy train in 2025-26 exceeded 2.4 lakh, with additional inflows through e-rickshaws and improved road connectivity. Government initiatives like 'Swadesh Darshan' and 'PRASHAD' further enhanced tourism infrastructure, creating a favorable environment for growth.

Our investments in upgraded amenities, digital booking integration, and eco-friendly practices (including solar energy adoption and waste management systems) further strengthened our competitive positioning. In addition, wellness-focused offerings, sustainable tourism packages, and partnerships with local eco-tourism operators have been introduced to align with evolving guest preferences.

Future Prospects Based on Market Research

Looking ahead, future prospects remain highly positive. Government-led initiatives such as improved infrastructure projects, electronic visa systems, and enhanced connectivity are expected to boost tourism significantly.

As international and domestic travel continues to expand, our hotel's modern offerings align with industry trends towards technological integration, wellness, and enhanced guest safety. The rise of weekend tourism, corporate retreats, and eco-conscious travel is expected to further drive demand.

India's hospitality sector remains poised for robust growth, supported by resurgence in international travel, major events, and government support. Trends include a focus on wellness, sustainability, technological integration, and branded accommodations.

Financial and Operating Performance

The Company has achieved total revenue of Rs. 568.63 lakhs, as compared to total revenue of Rs. 637.60 lakhs recorded in the previous year. The Company registered a loss of Rs. 59.16 lakhs as compared to a profit of Rs. 1.03 lakh in the previous year, mainly due to higher input cost. The Company continues to be largely engaged in hospitality and related businesses. The Company remains primarily engaged in hospitality and related businesses. The financial statements are in compliance with provisions of the Companies Act, 2013 and applicable accounting standards.

Internal Control Mechanism and Adequacy

The Company maintains robust internal control systems to safeguard assets and ensure accurate authorization, recording, and reporting of transactions. Periodic reviews by management and the Audit Committee continued to strengthen compliance and operational efficiency.

Internal Financial Controls (IFC)

The Directors continued to maintain a framework for Internal Financial Controls conforming to Section 134(5)(e) of the Companies Act, 2013. Independent Directors satisfied themselves on the integrity of financial information and robustness of risk management systems. Audit Committee remains empowered to periodically review and confirm effectiveness.

Human Resources Development / Industrial Relations

The Company continued to recognize the need for continuous growth and development of employees. Industrial relations remained harmonious across all units. Safety, welfare, and development measures continued to receive top priority. New training initiatives in digital hospitality tools and sustainability practices were introduced during the year.

Cautionary Statement

Statements in this report are forward looking within the meaning of applicable securities laws. Actual results may differ materially due to subsequent developments.

For and on behalf of the Board

Sd/-

Vinaychand Kothari

Chairman & Managing Director

DIN: 00010974

Sd/-

Dilip V Kothari

Jt. Managing Director & CFO

DIN: 00011043

Place: Mumbai

Date: 27 July 2026

ANNEXURE-B

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 the Owner of premises rented to Company.	Rental of premises duly approved by Board	Renewed w.e.f. 1st 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 Kothari at monthly rent of Rs. 70,000/-	30 April 2010	Nil
2.	Director Loan	Unsecured Loan	As agreed between the parties	Disclosure in financial RPT Note-No. 28		Nil
3.	Sardar Sarovar Holiday Resorts LLP	Support Services provided, duly approved by the Board	From 1st April, 2023	Human resource and other common shared facilities (such as telephone, etc). Rs.7,20,000/- Annual	30th May 2023	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 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 arm's 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 28 of Financial Statements.

For and on behalf of the Board

Sd/-

Vinaychand Kothari

Chairman & Managing Director

DIN: 00010974

Sd/-

Dilip V Kothari

Jt. Managing Director & CFO

DIN: 00011043

Place: Mumbai

Date: 27 July 2026

ANNEXURE - C

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

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

To,
The Members,
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 examined the papers, minute books, forms, returns filed and other records maintained by the Company provided to us for the financial year ended on 31 March 2026. 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 31 March 2026, 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 31 March 2026 in accordance with the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

- (e) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable to the Company during the financial year under review.**
- (f) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client; Not applicable as the Company is not registered as a Registrar to an issue and Share Transfer Agent.
- (g) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; Not applicable as the Company has not delisted its equity shares from any Stock Exchange during the financial year under review and
- (h) 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 thereunder
- ii. The Water (Prevention and Control of Pollution) Act, 1974 and Rules made thereunder
- iii. The Environment Protection Act, 1986
- iv. The Child and Adolescent Labour (Prohibition and Regulation) Act, 1986

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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments made thereunder ('Listing Regulations').

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. Whereas in terms of Regulation 30 of the SEBI LODR, the outcome of the Annual General Meeting was disclosed within 24 hours instead of 12 hours. Further, the Company disclosed the outcome of the Board Meeting held on 13 February 2026 with a delay of 1 minute. Further, the Company did not disclose the death of promoter Mrs. Meena Kothari within 24 hours from the date of event. The management of the Company was of the opinion that it was not a material event since she was not involved in day-to-day activities of the Company.
2. Whereas in terms of Regulation 47 of the SEBI LODR, the website of the Company was temporarily not updated since the Company was in the process of updating the entire website.

We further report that:

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

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

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.

We further report that during the period under review:

The shareholders of the Company approved the appointment of Ms. Jenny Vijaykar (DIN: 11195098) as an Independent Director of the Company at their Annual General Meeting held on 29 August 2025.

Mrs. Meena Kothari, Promoter passed away on 30 November, 2025.

For Martinho Ferrao & Associates

Company Secretaries

Sd/-

Martinho Ferrao

Partner

FCS 6221

CP No 5676

PR: 7535/2025

UDIN: F006221H000945280

Place: Mumbai

Date: 27 July 2026

This report is to be read with our letter which is annexed as **Annexure 1** and forms an integral part of this report.

'Annexure 1'

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. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. 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.
6. 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 Martinho Ferrao & Associates
Company Secretaries
Sd/-
Martinho Ferrao
Partner
FCS 6221
CP No 5676
PR: 7535/2025
UDIN: F006221H000945280

Place: Mumbai
Date: 27 July 2026

ANNEXURE D

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 31.03.2026)

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 / Manager (Name of Director/ Manager)
1	Mr. Vinaychand Kothari	Chairman & Managing Director	39,00,000	Regular	Matriculate	58	01.06.2000	78	Hotel Relax Pvt. Ltd.	25.798%	Relative of Dilip V. Kothari & Neelam D. Kothari
2	Mr. Dilip V Kothari	Jt. Managing Director	30,55,000	Regular	B.Com, C.A.	37	01.06.2000	59	Hotel Relax Pvt. Ltd.	13.00%	Relative of Shri Vinay Kothari & Neelam D. Kothari
3	Mr. Akshay D Kothari	Operational Vice President	18,00,000	Regular	MSc Innovation & Entrepreneurship, BE Electronics Engineering	9	01.10.2024	32	----		Relative of Dilip V. Kothari & Neelam D. Kothari
4	Mr. Rahul Munot	GM	6,03,163	Regular	B. Com	28	10.09.2004	50	----	Nil	Nil
5	Mrs. Chanchal Munot	F&B Exec.	7,20,000	Regular	B. Com	19	01.04.2008	48	----	Nil	Nil
6	Mr. Nitesh Jain	Accountant	5,84,000	Regular	B. Com	14	01.01.2012	36	----	Nil	Nil
7	Mr. Kishore More	FOM	3,74,866	Regular	B. Com	30	01.10.2018	50	----	Nil	Nil
8	Mr. M. P. Pandey	Chief Engg.	3,74,385	Regular	Diploma	35	23.11.2011	66	----	Nil	Nil
9	Mr. Vijay Ahir	Sales Exec.	2,93,100	Regular	F.Y. BA	12	01.04.2014	37	----	Nil	Nil
10	Mr. Dikar Singh Oli	Chief Cook	3,92,871	Regular	S.S.C.	11	01.10.2014	51	----	Nil	Nil

**By Order of the Board
Best Eastern Hotels Ltd.**

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

Sd/-
Dilip V Kothari
Jt. Managing Director & CFO
DIN: 00011043

Place: Mumbai
Date: 27th July, 2026

ANNEXURE - E

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/-
Dilip V Kothari
Jt. Managing Director & CFO
DIN: 00011043

Place: Mumbai
Date: 27 July 2026

ANNEXURE-F

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/-
Dilip V Kothari
Jt. Managing Director & CFO
DIN: 00011043

Place: Mumbai
Date: 27 July 2026

ANNEXURE - G**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/-
Dilip V Kothari
Jt. Managing Director & CFO
DIN: 00011043

Place: Mumbai
Date: 27 July 2026

INDEPENDENT AUDITOR REPORT

TO THE MEMBERS OF BEST EASTERN HOTELS LIMITED

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of BEST EASTERN HOTELS LIMITED ("the Company") which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to financial statements, including a summary of material accounting policies.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("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 March 31, 2026, and the loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Ind AS 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 opinion on the Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Sr.No.	Key Audit Matter	How was the matter addressed in our audit
1.	Revenue recognition [refer note no. 2(v)(f) and 20 to the Ind AS financial statements] Revenue is one of the key profit drivers and is therefore susceptible to misstatement. Cut-off is the key assertion in so far as revenue recognition is concerned, since an inappropriate cut-off can result in material misstatement of results for the year.	Audit procedures with regard to revenue recognition included testing controls, automated and manual, inventory reconciliations and circularization of receivable balances, substantive testing for cut-offs and analytical review procedures.

Other information

The Company's Board of Directors is responsible for the other information. The other information comprises the Management Discussion and Analysis and Directors' Report but does not include the Ind AS financial statements and our auditor's report thereon. The above reports are expected to be made available to us after the date of this Auditor's report.

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

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Responsibilities of Management and Those Charged with Governance for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the 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 Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Ind AS 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 Ind AS 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 Ind AS 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, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Ind AS financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Ind AS financial statements have been kept by the Company so far as it appears from our examination of those books .
 - c) The company does not have any branches. Hence, the provisions of section 143(3)(c) is not applicable.
 - d) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
 - e) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - f) In our opinion, there are no financial transactions or matters which have any adverse effect on the functioning of the company.
 - g) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.
 - h) There is no adverse remark relating to the maintenance of accounts and other matters connected therewith.
 - i) With respect to 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"
 - j) In our opinion and to the best of our information and according to the explanations given to us, we report as under 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; as such the question of commenting on any material foreseeable losses thereon does not arise.
 - (iii) There has been no delay in transferring amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - (iv) (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity,

including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- (v) As stated in Note 14(1)(A) to the Ind AS financial statements, during the year the Company has declared and paid the dividend on cumulative preference shares is in compliance with Section 123 of the Act.

The Board of Directors of the Company has proposed dividend on cumulative preference shares for the year ended March 31, 2026 which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

- (vi) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, the reporting under Rule 11(g) of Companies (Audit and Auditors) Rule, 2014 is applicable from April 1, 2023.

Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

3. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its directors during the year is in accordance with the provisions of section 197 of the Act.

For GMJ & Co
Chartered Accountants
(FRN: 103429W)

CA Amit Maheshwari
Partner
M. No.: 428706
UDIN : 264287 06BREK DL8798

Place : Mumbai
Date : May 29, 2026

Re: BEST EASTERN HOTELS LIMITED

Annexure 'A' to the Independent Auditors' Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date on the Financial Statements of Best Eastern Hotels Limited for the year ended March 31, 2026.)

- i. (a) A. The company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.
 B. The company does not have any intangible assets, Accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.
- (b) Property, Plant and Equipment has been physically verified by the management at regular intervals. No material discrepancies were noticed on such physical verification.
- (c) According to the information and explanation given to us and on the basis of our verification, title deeds of all immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the company.
- (d) 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 revalued its Property, Plant and Equipment (including Right of Use assets) during the year and the company does not have any intangible assets.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the company, no proceedings have been initiated during the year or are pending against the company as at March 31, 2026 for holding any benami property under the Benami transactions (Prohibition) act, 1988 (45 of 1988 as amended in 2016) and rules made thereunder.
- ii. (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the books of account that were more than 10% in the aggregate of each class of inventory.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the company, during any point of time of the year, the company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, reporting under clause 3 (ii)(b) of the Order is not applicable to the Company.
- iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership or any other parties during the year. The Company has not made any investments in companies, firms and limited liability partnership.
- (a) Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has not provided loans and advances in the nature of loans, any guarantee and security to any other entity. Therefore, clause 3(iii)(a)(A) & 3(iii)(a)(B) of the Order are not applicable to the Company.
- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the company has not made any investment during the year. The Company has not provided any guarantee or security or granted any loans or advances in the nature of loans during the year.
 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 or advances in the nature of loans during the year. Therefore, clause 3 (iii)(c),(d),(e) and (f) of the Order are not applicable to the Company.
- iv. According to the information and explanation given to us, during the year, the company has not granted any loans or provided any guarantees or security to the parties covered under section 185 of the Companies Act, 2013. The Company has not made any investments during the year. Therefore, clause 3 (iv) of the Order is not applicable to the Company.

- v. According to the information and explanations given to us, the Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- vi. According to the information and explanation given to us, The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Companies Act, 2013 for the nature of the Company's business / activities. Therefore, reporting under clause 3(vi) of the Order is not applicable to the Company.
- vii. (a) According to the information and explanation given to us and on the basis of our examination of the records of the Company, in respect of undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues have generally been regularly deposited with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

- (b) According to the information and explanation given to us and on the basis of our examination of our records of the Company, there have been no disputed dues which have not been deposited in respect of income tax, goods and services tax, sales tax, service tax, excise duty, duty of customs or value added tax as at March 31, 2026.
- viii. According to the information and explanations given to us and on the basis of our examination of the records of the Company and Note 42 to the Ind AS financial statements, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- ix. (a) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender during the year.
- (b) According to the information and explanations given to us and on the basis of our audit procedures, the company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) According to the information and explanations given to us, during the year the company has not taken any term loans. Therefore, the provisions of Clause 3(ix)(c) of the Order is not applicable to the Company.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company.
- (e) The Company does not have any subsidiary, associate or joint venture (as defined under the Act) during the year ended March 31, 2026. Therefore, the provisions of Clause 3(ix)(e) of the Order is not applicable to the Company.
- (f) The Company does not have any subsidiary, associate or joint venture (as defined under the Act) during the year ended March 31, 2026. Therefore, the provisions of Clause 3(ix)(f) of the Order is not applicable to the Company.
- x. (a) According to the information and explanations given to us and based on the records and documents produced before us, during the year the company has not raised money by way of initial public offer or further public offer (including debt instruments), therefore, the provisions of Clause 3(x)(a) of the Order are not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, clause 3(x)(b) of the Order is not applicable to the Company.
- xi. (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality as outlined in the Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under Section 143(12) of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

- (c) As represented to us by the management, there are no whistleblower complaints received by the Company during the year.
- xii. As the company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, therefore the provisions of clause 3(xii) of the Order are not applicable to the company.
- xiii. According to the information and explanation given to us, all transactions with the related parties are in compliance with Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements in Note 28 as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.
- xiv. (a) In our opinion and according to the information and explanation given to us, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the company issued till date, for the period under audit.
- xv. According to the information and explanations given to us, in our opinion during the year the company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly the reporting under Clause 3 (xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) Based on the information and explanations provided by the management of the Company, during the course of audit, the Company (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CIC.
- xvii. The Company has incurred cash losses amounting to Rs.4.28 Lakhs during the financial year covered by our audit and there were no cash losses in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the order is not applicable to the Company.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Ind AS financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. According to the information and explanations given to us and on the basis of our examination of the records of the Company, Section 135 of the Companies Act, 2013 is not applicable to the company. Therefore, clause 3(xx)(a) & (b) of the Order is not applicable to the Company.

For GMJ & Co
Chartered Accountants
(FRN: 103429W)

CA Amit Maheshwari
Partner

M. No.: 428706

UDIN : 264287 06BREK DL8798

Place : Mumbai
Date : May 29, 2026

Re: BEST EASTERN HOTELS LIMITED**Annexure – 'B' to the 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 March 31, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, 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 GMJ & Co
Chartered Accountants
(FRN: 103429W)

CA Amit Maheshwari
Partner

Place : Mumbai

Date : May 29, 2026

M. No.: 428706

UDIN : 264287 06BREK DL8798

BEST EASTERN HOTELS LIMITED



BALANCE SHEET AS AT 31st MARCH, 2026

DESCRIPTIONS	Note No.	As at 31.03.2026 Rs. In Lacs	As at 31.03.2025 Rs. In Lacs
ASSETS			
(A) Non-Current Assets			
(a) Property, Plant and Equipment	4(a)	444.28	462.42
(b) Capital Work-in-Progress	4(b)	-	-
(c) Right-of-Use Assets	4(c)	22.37	23.23
(d) Financial Assets			
(i) Others	5(b)	9.24	9.02
(e) Non-Current Tax Assets (Net)	10(a)	6.97	12.10
Total Non-Current Assets		482.86	506.77
(B) Current assets			
(a) Inventories	6	13.37	15.09
(b) Financial Assets			
(i) Trade Receivables	7	-	-
(ii) Cash and Cash Equivalents	8	6.41	4.71
(iii) Bank balances other than (ii) above	9	-	-
(iv) Loans	5(a)	3.58	4.15
(v) Other Financial Assets	5(b)	50.61	0.81
(c) Other Current Assets	10(b)	4.18	5.37
Total Current Assets		78.15	30.13
TOTAL ASSETS		561.02	536.89
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	12	168.50	168.50
(b) Other Equity	13	5.29	62.25
Total Equity		173.79	230.75
Liabilities			
(A) Non Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	14	120.00	120.00
(b) Provisions	18	-	-
(c) Deferred Tax liabilities (Net)	11	30.51	27.70
(d) Other Non-Current Liabilities	17	-	0.48
Total Non-Current Liabilities		150.51	148.18
(B) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	14	169.98	89.19
(ii) Trade Payables	16		
-Total outstanding dues of Micro enterprises and Small enterprises		0.45	0.63
-Total outstanding dues of Creditors other than Micro enterprises and Small enterprises		3.60	2.14
(iii) Other Financial Liabilities	15	32.54	29.09
(b) Other Current Liabilities	17	27.15	36.91
(c) Provisions	18	3.00	-
(d) Current Tax Liabilities (Net)	19	-	-
Total Current Liabilities		236.72	157.96
TOTAL EQUITY AND LIABILITIES		561.02	536.89
Material Accounting Policies and Notes Forming Part of the Financial Statements	1 to 49		

As per our report of even date attached

For GMJ & Co

"Chartered Accountants
Firm's Registration No: 103429W"

CA Amit Maheshwari

Partner

Membership No: 428706

UDIN: 264287 06BREK DL8798

Place: Mumbai

Date: May 29, 2026

For and on behalf of the Board

Vinaychand Kothari

Chairman & Managing Director
DIN : 00010974

Rahul Baxi

Independent Director
DIN : 10694427

Dilip V Kothari

Joint Managing Director & Chief Financial Officer
DIN : 00011043

Keshav Binani

Company Secretary
M. No: A59999

BEST EASTERN HOTELS LIMITED

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH-2026

DESCRIPTIONS	Note No.	For the Year ended 31.03.2026 Rs. In Lacs	For the Year ended 31.03.2025 Rs. In Lacs
INCOME			
Revenue from operations (net)	20	557.19	624.55
Other income	21	11.44	13.05
Total Income		568.63	637.60
EXPENSES			
Food and Beverages Consumed	22	78.67	110.79
Employee Benefits Expenses	23	244.55	213.30
Finance costs	24	29.27	20.62
Depreciation and Amortization Expenses	25	45.68	47.51
Other Operating and General Expenses	26		
– Power & Fuel Expenses		51.82	55.47
– Others		175.77	189.57
Total Expenses		625.76	637.26
Profit before exceptional items and tax		(57.13)	0.34
Exceptional Items		-	-
Profit before tax		(57.13)	0.34
Tax expense:			
Current tax		0.00	-
Adjustment of tax relating to earlier periods		(0.06)	1.07
Deferred tax		2.08	(1.76)
Profit for the period		(59.16)	1.03
OTHER COMPREHENSIVE INCOME			
A. Other Comprehensive income not to be reclassified to profit and loss in subsequent periods:			
Remeasurement of gains/ (losses) on defined benefit plans		2.93	(2.38)
Income tax effect on above		(0.73)	0.62
Other Comprehensive income for the year, net of tax		2.20	(1.76)
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD, NET OF TAX		(56.96)	(0.73)
Earnings per equity share			
Basic	27	(0.35)	0.01
Diluted		(0.35)	0.01
(Face value is Rs. 1/- each)			
Material Accounting Policies and Notes Forming Part of the Financial Statements	1 to 49		

As per our report of even date attached

For GMJ & Co

"Chartered Accountants

Firm's Registration No: 103429W"

CA Amit Maheshwari

Partner

Membership No: 428706

UDIN: 264287 06BREK DL8798

Place: Mumbai

Date: May 29, 2026

For and on behalf of the Board

Vinaychand Kothari

Chairman & Managing Director

DIN : 00010974

Rahul Baxi

Independent Director

DIN : 10694427

Dilip V Kothari

Joint Managing Director & Chief Financial Officer

DIN : 00011043

Keshav Binani

Company Secretary

M. No: A59999

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH-2026

DESCRIPTIONS	Year ended 31.03.2026 Rs. In Lacs	Year ended 31.03.2025 Rs. In Lacs
A. Equity Share Capital		
Balance at the beginning of the current Reporting Period	168.50	168.50
Changes in equity share capital due to prior period errors	-	-
Restated balance at the beginning of the current Reporting Period	168.50	168.50
Changes in equity share capital during the current year	-	-
Balance at the end of the Reporting Period	168.50	168.50
	Reserves & Surplus	
	General Reserves	Retained Earnings
	Rs. In Lacs	Rs. In Lacs
B Other Equity		Total
		Rs. In Lacs
Balance as at March 31, 2024*	28.71	34.27
Profit/(Loss) for the Year	-	1.03
Other Comprehensive Income of the Year		
- Remeasurement on defined benefit plans	-	(1.76)
Balance as at March 31, 2025*	28.71	33.54
Profit/(Loss) for the Year		(59.16)
Other Comprehensive Income of the Year		
- Remeasurement on defined benefit plans		2.20
Balance as at March 31, 2026*	28.71	(23.42)

* There are no changes in other equity due to change in accounting policy or prior period errors.

Material Accounting Policies and Notes Forming

Part of the Financial Statements

1 to 49

As per our report of even date attached

For GMJ & Co

"Chartered Accountants
Firm's Registration No: 103429W"

CA Amit Maheshwari

Partner
Membership No: 428706
UDIN: 264287 06BREK DL8798
Place: Mumbai
Date: May 29, 2026

For and on behalf of the Board

Vinaychand Kothari

Chairman & Managing Director
DIN : 00010974

Rahul Baxi

Independent Director
DIN : 10694427

Dilip V Kothari

Joint Managing Director & Chief Financial Officer
DIN : 00011043

Keshav Binani

Company Secretary
M. No: A59999

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH-2026

DESCRIPTION	Year Ended 31.03.2026 Rs. in Lacs	Year Ended 31.03.2025 Rs. in Lacs
[a] Cash Flows from Operating Activities		
Net Profit before tax	(57.13)	0.34
Add : Adjustments For:		
Depreciation	45.68	47.51
Interest Expenses	29.27	20.62
	74.95	68.13
Less : Adjustments For:		
Interest Income	4.04	0.08
Lease Premium	-	-
Non Cash Adjustments	(7.17)	(0.97)
	(3.13)	(0.89)
Operating Profit before Working Capital Adjustments	20.95	69.36
<u>Movements in Working Capital:</u>		
Decrease / (Increase) in Inventories	1.71	0.97
Decrease / (Increase) in Trade Receivables	-	7.37
Decrease / (Increase) in Other Financial Assets	(49.45)	0.04
Decrease / (Increase) in Other Current Assets	1.14	12.90
Increase / (Decrease) in Trade Payables	1.28	(2.95)
Increase / (Decrease) in Other Liabilities including Financial Liabilities	(0.60)	(8.86)
Cash Generations/(used in) from Operations	(24.98)	78.83
Less : Payment of Income Tax (Net of Refund)	5.18	(12.10)
Net Cash Flow generated/ (used in) from Operating Activities	(19.80)	66.73
[b] Cash Flow from Investing Activities		
Interest Income Received	4.04	0.08
Purchase of Property, Plants & Equipments / WIP	(34.06)	(14.84)
Net Cash Flow generated / (used in) from Investing Activities	(30.02)	(14.76)
[c] Cash Flow from Financing Activities		
Interest Paid	(29.27)	(20.62)
Increase/ (Decrease) in Borrowings (Current)(Net)2	80.79	(13.63)
Increase/(Decrease) in Borrowings (Non-Current)(Net)2	-	(17.38)
Net Cash Flow generated/(used in) from Financing Activities	51.52	(51.63)
[d] Net Increase/(Decrease) in Cash & Cash Equivalents	1.71	0.34
Cash & Cash equivalent at the beginning of the Year	4.71	4.36
Cash & Cash equivalent at the end of the Year (Refer Note 8)	6.41	4.71

Notes to the Statement of Cash Flows :

- Statement of Cash flows 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 and cash equivalents comprises Cash on Hand and balances with banks in Current Accounts.
- Net Borrowing reconciliation statement in accordance with Ind AS-7 (**Refer Note 14 (3)**)

Material Accounting Policies and Notes Forming Part of the Financial Statements

1 to 49

As per our report of even date attached

For GMJ & Co

"Chartered Accountants
Firm's Registration No: 103429W"

CA Amit Maheshwari

Partner
Membership No: 428706
UDIN: 264287 06BREK DL8798
Place: Mumbai
Date: May 29, 2026

For and on behalf of the Board

Vinaychand Kothari

Chairman & Managing Director
DIN : 00010974

Rahul Baxi

Independent Director
DIN : 10694427

Dilip V Kothari

Joint Managing Director & Chief Financial Officer
DIN : 00011043

Keshav Binani

Company Secretary
M. No: A59999

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31-03-2026**CORPORATE INFORMATION AND MATERIAL ACCOUNTING POLICIES****NOTE 1: CORPORATE INFORMATION**

The Best Eastern Hotels Limited ("the Company") having CIN : L99999MH1943PLC040199 is a public limited company, incorporated and domiciled in India having its registered office at 401, Chartered House, 293/297 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 2: SUMMARY OF MATERIAL ACCOUNTING POLICIES**Summary of statement of compliance, basis of preparation and presentation, critical accounting estimates, assumptions and judgements and material accounting policies****(i) Statement of compliance**

The Financial Statements comply, in all material aspects, with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

The financial statements for the year ended March 31, 2026 were approved by the Board of Directors and authorized for issue on May 29, 2026.

(ii) Basis of preparation and presentation

These Financial Statements have been prepared on the historical cost basis, except for certain financial instruments and defined benefit plans which are measured at fair value at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The Company adopted Disclosure of Accounting Policies (Amendments to Ind AS 1) from April 1, 2023. Although the amendments did not result in any changes in the accounting policies themselves, they impacted the accounting policy information disclosed in the financial statements.

The amendments require the disclosure of 'material' rather than 'significant' accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies, assisting entities to provide useful, entity specific accounting policy information that users need to understand other information in the financial statements.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act.

(iii) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

(iv) Critical accounting estimates, assumptions and judgements

The preparation of the Financial Statements requires management to make estimates, assumptions and judgments that affect the reported balances of assets and liabilities and disclosures as at the date of the Financial Statements and the reported amounts of income and expense for the periods presented.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates considering different assumptions and conditions.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

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

(a) Useful Lives of Property, Plant and Equipment and Intangible assets:

Management reviews the estimated useful life and residual value of PPE and Intangible assets at the end of each reporting period. Factors such as changes in the expected level of usage, nature of assets, the operating condition of the asset, past history of replacement, anticipated technological changes, etc., could significantly impact the economic useful lives and the residual values of these assets. This reassessment may result in change in depreciation expense in future periods.

(b) Impairment Testing:

Property, plant and equipment, Right-of-Use assets and intangible assets that are subject to depreciation/amortisation are tested for impairment periodically including when events occur or changes in circumstances indicate that the recoverable amount of the cash generating unit is less than its carrying value. The recoverable amount of cash generating units is higher of value-in-use and fair value less cost to sell. The calculation involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk-adjusted discount rate, future economic and market conditions.

(c) 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.

(d) Deferred income tax assets and liabilities:

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

(e) Employee benefit obligations:

Employee benefit obligations are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments. These include the estimation of the appropriate discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, the employee benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

(f) Provisions and contingencies:

From time to time, the Company is subject to legal proceedings, the ultimate outcome of each being subject to uncertainties inherent in litigation. A provision for litigation is made when it is considered probable that a

payment will be made and the amount can be reasonably estimated. Material judgement is required when evaluating the provision including, the probability of an unfavourable outcome and the ability to make a reasonable estimate of the amount of potential loss. Litigation provisions are reviewed at each accounting period and revisions made for the changes in facts and circumstances. Contingent liabilities are disclosed in the notes forming part of the Financial Statements. Contingent assets are not disclosed in the Financial Statements unless an inflow of economic benefits is probable.

(v) Material accounting policies

(a) Property, Plant and Equipment (PPE):

The Company had applied for the one time transition exemption of considering the carrying cost on the transition date i.e. 1st April, 2016 as the deemed cost under IND AS. Hence regarded thereafter as historical cost.

Recognition and measurement:

Items of property, plant and equipment (PPE) 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 methods, estimated useful lives and residual value:

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. Capital work-in-progress is not depreciated.

If the management's estimate of the useful life of a item of property, plant and equipment at the time of acquisition or the remaining useful life on a subsequent review is shorter than the envisaged in the aforesaid schedule, depreciation is provided at a higher rate based on the management's estimate of the useful life/ remaining useful life.

The estimated useful lives of PP&E of the Company are as follows:

Building	30 years	SLM
Electrical Installations	10 years	SLM
Plant and Equipments	5-8 years	SLM
Furniture and Fixtures	8-10 years	SLM
Computer	3 years	SLM
Vehicles	8 years	SLM
Lease property	30 years	SLM

Useful lives and residual values of assets are reviewed at the end of each reporting period.

Losses arising from the retirement of, and gains or losses arising from disposal/adjustments of PPE are recognised in the Statement of Profit and Loss.

(b) Capital work-in-progress ('CWIP'):

Capital work-in-progress comprises cost of PPE that are not yet ready for their intended use at the year end. Such cost includes indirect expenses incurred during construction period if the recognition criteria are met.

Projects under commissioning and other CWIP are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost.

(c) 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.

(d) 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:

■ **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.

■ 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).

■ 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.

■ 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.

■ 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.

■ 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.

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.

(e) Leases

On inception of a contract, the Company assesses whether it contains a lease. A contract contains a lease when it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The right to use the asset and the obligation under the lease to make payments are recognised in the Company's statement of financial position as a right-of-use asset and a lease liability.

Right-of-Use Assets

The right-of-use asset recognised at lease commencement includes the amount of lease liability recognised, initial direct costs incurred, and lease payments made at or before the commencement date, less any lease incentives received. Right-of-use assets are depreciated over the shorter of the asset's estimated useful life and the lease term. Right-of-use assets are also adjusted for any re-measurement of lease liabilities and are subject to impairment testing. Residual value is reassessed annually.

Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the lease payments.

Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

(f) Revenue Recognition:

Revenue is recognised at an amount that reflects the consideration to which the Company expects to be entitled in exchange for transferring the promised goods or services to a customer i.e. on transfer of control of the goods or service to the customer. Revenue from sales of goods or rendering of services is net of Indirect taxes, returns and variable consideration on account of discounts and schemes offered by the company as part of the contract.

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, variable consideration on account of discounts and schemes offered by the company as part of the contract.

Contract Balances-

■ Contract Assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

■ Contract Liabilities

A contract liability is the obligation to transfer services to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Company performs under the contract.

(g) Employee benefits plans

Employee benefits consist of provident fund, gratuity fund and compensated absences, etc.

■ Short-Term Employee Benefits

Employee benefits such as salaries, wages, short-term compensated absences, bonus, ex-gratia and performance-linked rewards falling due wholly within twelve months of rendering the service are classified as short-term employee benefits and are expensed in the period in which the employee renders the service.

■ Defined contribution plan

The Company makes Provident Fund contributions to regulatory authorities for eligible employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the provident fund authorities. The Company does not expect any shortfall in the foreseeable future.

■ Defined benefit plans

The Company has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972 and is provided on the basis of its actuarial valuation based on the projected unit credit method at each Balance Sheet date and funded through contributions to a Scheme administered by the Life Insurance Corporation of India ('LIC'). Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. Changes in actuarial gains or losses are charged or credited to other comprehensive income in the period in which they arise.

■ Other long-term employee benefit obligations

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as a liability at the present value of the obligation as at the Balance sheet date determined based on an actuarial valuation. Changes in actuarial gains or losses are charged or credited to profit or loss in the period in which they arise.

(h) 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.

(i) Income 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.

MAT Credit

The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. The Company reviews the “MAT credit entitlement” asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

(j) 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.

(k) Provisions, Contingent Liabilities and Contingent Assets:

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.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

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.

Contingent assets are not disclosed in the Financial Statements unless an inflow of economic benefits is probable.

(l) 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.

NOTE 3: APPLICATION OF NEW AND AMENDED STANDARDS

(A) Amendments to existing Standards (w.e.f. 1st April, 2025)

Ministry of Corporate Affairs (“MCA”) notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements. On 07 May 2025, the Ministry of Corporate Affairs (MCA) notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements. On 13 August 2025, the Ministry of Corporate Affairs (MCA) notified Companies (Indian Accounting Standards) Amendment Rules, 2025 which amends certain accounting standards, and are effective 1 April 2025. The key amendments are as follow:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. 01 April 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.
2. Ind AS 7- Statement of Cash Flows and Ind AS 107- Financial Instruments: Disclosures, applicable w.e.f. 01 April 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.
3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively.

(B) Standards notified but not yet effective

Ind AS 1 - Presentation of Financial Statements: If a covenant breach occurs on or before the reporting date and the liability becomes payable on demand, it must be classified as current, even if the lender subsequently agrees not to demand repayment. It is classified as current because, at the reporting date, the entity does not have the right to defer settlement for at least 12 months. However, if the lender has already provided - by the reporting date - a grace period extending at least 12 months beyond that date, during which the breach can be rectified and repayment cannot be demanded, the liability is classified as non-current. This amendment is to be applied retrospectively for annual reporting periods beginning on or after 01 April 2026, in accordance with Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors.

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

PROPERTY, PLANT AND EQUIPMENT, CAPITAL WORK-IN-PROGRESS

4. (a) Property, Plant And Equipment

(Rupees in Lakhs)

Particulars	Buildings	Electrical Installations	Plant and Equipment	Furniture and Fixtures	Computer	Vehicles	Total	Capital Work in Progress (i)	Total
Gross Carrying Value									
As at March 31, 2024	582.70	45.17	149.14	186.93	8.72	51.54	1,024.20	-	1,024.20
Additions	-	3.50	10.93	-	0.42	-	14.84	-	14.84
Disposals/Transfers	-	-	-	-	-	-	-	-	-
Other Adjustments	-	-	-	-	-	-	-	-	-
As at March 31, 2025	582.70	48.67	160.07	186.93	9.13	51.54	1,039.03	-	1,039.03
Additions	-	-	8.41	-	-	25.65	34.06	-	34.06
Disposals/Transfers	-	-	-	-	-	-	-	-	-
Other Adjustments	-	(5.34)	(15.90)	(21.48)	(4.37)	(32.67)	(79.76)	-	(79.76)
As at March 31, 2026	582.70	43.33	152.58	165.45	4.76	44.51	993.34	-	993.34
ACCUMULATED DEPRECIATION / IMPAIRMENT								-	-
As at March 31, 2024	250.54	34.20	89.10	115.58	6.34	34.20	529.96	-	529.96
Depreciation for the year	20.07	2.77	11.01	9.83	0.72	2.24	46.65	-	46.65
Disposals	-	-	-	-	-	-	-	-	-
Other Adjustments								-	-
As at March 31, 2025	270.61	36.97	100.11	125.41	7.06	36.44	576.61	-	576.61
Depreciation for the year	19.53	1.72	10.67	7.88	0.79	4.24	44.82	-	44.82
Disposals	-	-	-	-	-	-	-	-	-
Other Adjustments		(5.01)	(15.19)	(16.95)	(4.19)	(31.04)	(72.38)	-	(72.38)
As at March 31, 2026	290.14	33.68	95.59	116.34	3.66	9.64	549.05	-	549.05
Net Carrying value as at March 31, 2026	292.56	9.65	56.99	49.11	1.11	34.87	444.28	-	444.28
Net Carrying value as at March 31, 2025	312.09	11.70	59.95	61.51	2.07	15.10	462.42	-	462.42

Note

- (i) In previous year Rs. Nil Lakhs had been capitalised and transferred to property, plant and equipment.
- (ii) Title deeds of Immovable properties are held in the name of the Company (Refer Note 43).
- (iii) No revaluation has been done during the year in property, plant and equipment.

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

4 (b) CAPITAL WORK-IN-PROGRESS

Ageing of CWIP as on March 31, 2026

(Rupees in Lakhs)

Capital Work in Progress	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in Progress (A)					
Project temporarily suspended (B)	-	-	-	-	-
Total (A+B)	-	-	-	-	-

Ageing of CWIP as on March 31, 2025

(Rupees in Lakhs)

Capital Work in Progress	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in Progress (A)					
Project temporarily suspended (B)	-	-	-	-	-
Total (A+B)	-	-	-	-	-

4 (c). RIGHT - OF - USE ASSETS

(Rupees in Lakhs)

Particulars	Leasehold Land
GROSS CARRYING VALUE	-
As at March 31, 2024	25.73
Additions	
Deletions	
As at March 31, 2025	25.73
Additions	-
Deletions	-
As at March 31, 2026	25.73
ACCUMULATED DEPRECIATION/IMPAIRMENT	
As at March 31, 2024	1.64
Depreciation for the year	0.86
Deletions	-
As at March 31, 2025	2.50
Depreciation for the year	0.86
Deletions	-
As at March 31, 2026	3.36
Net Carrying value as at March 31, 2026	22.37
Net Carrying value as at March 31, 2025	23.23

Notes :

- ROU Asset mainly comprises of Leasehold Land. The term of property lease is 30 Years.
- No revaluation has been done during the year in Right-of-Use Assets

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

5. LOANS AND OTHER FINANCIAL ASSETS

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
5 (a) LOANS		
Current loans at amortised costs		
<i>Loans considered good - Unsecured</i>		
Others		
Loans to Employees	3.58	4.15
Total	3.58	4.15
5 (b) OTHER FINANCIAL ASSETS		
Non Current		
Security Deposits	8.35	8.17
Financial assets carried at amortised cost		
Bank Deposits with more than 12 months maturity*	0.89	0.85
Total	9.24	9.02
Current		
Interest Accrued	0.61	0.31
Bank Deposits with less than 12 months maturity	50.00	0.50
Total	50.61	0.81

*It includes amounting to Rs. 0.89 Lakhs (Previous year Rs.0.85 Lakhs) held as Margin Money deposit for bank guarantee Maharashtra Pollution Control Board (MPCB).

6. INVENTORIES

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(Valued at lower of Cost and Net Realisable value)		
Food and Beverages	4.30	7.45
Stores and operating supplies	9.08	7.64
Total	13.37	15.09

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

7. TRADE RECEIVABLES

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Trade Receivables- Considered Good Secured		
Trade Receivables- Considered Good Unsecured	-	-
Trade receivables which have significant increase in credit risk	-	-
Trade Receivables - Credit impaired	-	-
Total	-	-
Less : Allowances for bad and doubtful debts/loss allowance	-	-
Total	-	-

Trade or Other Receivable due from directors or other officers of the company either severally or jointly with any other person amounted to Rs. NIL (Previous year Rs. NIL)

Trade or Other Receivable due from firms or private companies in which any director is a partner, a director or a member amounted to Rs. NIL (Previous year Rs. NIL)

Ageing for Trade receivables from the due date of payment for each of the category as at March 31, 2026

(Rs. in Lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 years	Total
Undisputed Trade receivables considered good (Secured)	-	-	-	-	-	-
Undisputed Trade receivables considered good (Unsecured)	-	-	-	-	-	-
Undisputed Trade receivables which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivables - credit impaired	-	-	-	-	-	-
Total (A)	-	-	-	-	-	-
Loss Allowance	-	-	-	-	-	-
Total (B)	-	-	-	-	-	-
Total (A-B)	-	-	-	-	-	-

There are Rs. NIL unbilled receivables as at March 31, 2026

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

Ageing for Trade receivables from the due date of payment for each of the category as at March 31, 2025
(Rs. in Lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 years	Total
Undisputed Trade receivables considered good (Secured)	-	-	-	-	-	-
Undisputed Trade receivables considered good (Unsecured)	-	-	-	-	-	-
Undisputed Trade receivables which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivables - credit impaired	-	-	-	-	-	-
Total(A)	-	-	-	-	-	-
Loss Allowance	-	-	-	-	-	-
Allowance for creditimpairment	-	-	-	-	-	-
Total (B)	-	-	-	-	-	-
Total (A-B)	-	-	-	-	-	-

8. CASH AND CASH EQUIVALENTS

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with Banks in current accounts	1.04	1.57
Cash on hand	5.37	3.13
Total	6.41	4.71

9. OTHER BANK BALANCES

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Term Deposits with Bank	-	-
Total	-	-

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

10 (a). Non-Current Tax Assets (Net)

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Payment of taxes (net of provisions)	6.97	12.10
Total	6.97	12.10

10 (b). OTHER ASSETS

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Other Current Assets		
Prepaid expenses	3.33	3.26
Advances to Suppliers	—	2.11
Other Recievables	0.85	—
Total	4.18	5.37

11. INCOME TAX

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax relates to the following:		
On Temporary differences	30.51	27.70
Net Deferred Tax (Assets) / Liabilities	30.51	27.70

Movement in Deferred Tax (Assets) / Liabilities

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance as of April 1, 2025	27.70	30.08
Tax (income)/expense during the period recognised in profit or loss	2.08	(1.76)
Tax (income)/expense during the period recognised in OCI	0.73	(0.62)
Closing balance as at March 31, 2026	30.51	27.70

The Company off sets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

Major Components of income tax expense for the years ended March 31, 2026 and March 31, 2025 are as follows:

i. Income tax recognised in Statement of Profit and Loss

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Current income tax charge	0.00	-
Adjustment in current income tax related to earlier years	(0.06)	1.07
Deferred tax		
Relating to origination and reversal of temporary differences	2.08	(1.76)
Income tax expense recognised in Statement of Profit and Loss	2.03	(0.69)

ii. Income tax recognised in OCI

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Net loss/(gain) on remeasurements of defined benefit plans	0.73	(0.62)
Income tax expense recognised in OCI	0.73	(0.62)

Reconciliation of tax expense and accounting profit multiplied by income tax rate for March 31, 2026 and March 31, 2025

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Accounting profit before income tax	(57.13)	0.34
Enacted tax rate in India	26.00%	26.00%
Income tax on accounting profits	(14.85)	0.09
Tax Effect of		
Depreciation	(1.76)	(1.28)
Expenses allowable under income tax	0.28	0.28
Others	0.71	0.45
Carried/Brought Forward Losses	15.57	1.53
Due to Temporary difference	2.08	(1.76)
Tax at effective income tax rate	2.03	(0.69)

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

12. EQUITY SHARE CAPITAL

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
i. Authorized		
4,80,00,000 (Previous year - 4,80,00,000) Equity Shares Rs. 1 each	480.00	480.00
12,00,000 (Previous year - 12,00,000) Preference Shares Rs. 10 each*	120.00	120.00
Issued, subscribed and fully paid-up		
1,68,50,000 (Previous year - 1,68,50,000) Equity Shares Rs. 1 each	168.50	168.50

*Preference Shares (Refer Note 14(1)(A))

ii. Reconciliation of the equity shares outstanding at the beginning and at the end of the year No. of Shares

Particulars	As at March 31, 2026	As at March 31, 2025
At the beginning of the year	1,68,50,000	1,68,50,000
Add: Equity shares issued	-	-
At the end of the year	1,68,50,000	1,68,50,000

iii. 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.

iv. Details of equity shareholders holding more than 5% shares in the company

Name of the shareholder	As at March 31, 2026		As at March 31, 2025	
	Number	% of total holding	Number	% of total holding
Equity shares of Rs. 1/- each fully paid				
Vinaychand Yadavsingh Kothari	85,96,970	51.02%	43,46,970	25.80%
Meena Vinaychand Kothari	-	0.00%	42,50,000	25.22%
Dilip Vinaychand Kothari	21,90,530	13.00%	21,90,530	13.00%
Vandeep Impex LLP	12,50,000	7.42%	12,50,000	7.42%
GCM Commodity & Derivative Limited	-	0.00%	10,53,691	6.25%

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

v. Disclosure of equity shareholding of the Promoters at the end of Year

Particulars	As at March 31, 2026		As at March 31, 2025		% Change during the year
	Number of Shares	% of total holding	Number of Shares	% of total holding	
Vinaychand Yadavsingh Kothari	85,96,970	51.02%	43,46,970	25.80%	25.22%
Meena Vinaychand Kothari	-	0.00%	42,50,000	25.22%	-25.22%
Dilip Vinaychand Kothari	21,90,530	13.00%	21,90,530	13.00%	0.00%
Vandeep Impex LLP	12,50,000	7.42%	12,50,000	7.42%	0.00%
Neelam Dilip Kothari	6,00,000	3.56%	6,00,000	3.56%	0.00%
Total Promoters Holding	1,26,37,500	75.00%	1,26,37,500	75.00%	0.00%

vi. Aggregate number of equity shares issued as bonus, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: NIL

vii. Shares reserved for issue under options

None of the above shares are reserved for the issue under option/contract/commitments for sale of shares or disinvestment.

viii. Shares held by Holding Company

The company does not have any Holding company.

ix. During the year the company has not proposed/declared/paid any dividend to the equity shareholders.

13. OTHER EQUITY

Reserves and Surplus

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
General Reserve	28.71	28.71
Retained Earnings	(23.42)	33.54
Total	5.29	62.25

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

(a) General Reserve*

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	28.71	28.71
Add/(Less): changes during the year	-	-
Closing balance	28.71	28.71

*General reserve was created from time to time by way of transfer of profits from retained earnings for appropriation purposes based on the provisions of the Companies Act prior to its amendment.

(b) Retained Earnings#

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	33.54	34.27
Add : Net Profit for the year	(59.16)	1.03
Other items of Other Comprehensive Income directly recognised in retained earnings		
-Remeasurement of post employment benefit obligation, net of tax	2.20	(1.76)
Closing balance	(23.42)	33.54

The same is created out of profits over the years and shall be utilised as per the provisions of the Act.

14. BORROWINGS

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non Current Borrowings		
Secured		
(A) Preference Share Capital		
10% Cumulative, Non-Convertible, Redeemable Preference Shares	120.00	120.00
Total	120.00	120.00
Current Borrowings		
Secured		
Loans repayable on demand from Banks		
Bank overdraft	63.28	29.82
Unsecured		
Loan From Directors*	106.70	59.37
Total	169.98	89.19

*Repayable on Demand

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

1. NON CURRENT BORROWING

A) Note on Preference Share Capital :

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 June 26, 2039.

i. Reconciliation of the preference shares outstanding at the beginning and at the end of the year

No. of Shares

Particulars	As at March 31, 2026	As at March 31, 2025
At the beginning of the year	12,00,000	12,00,000
Add: Preference shares issued	-	-
At the end of the year	12,00,000	12,00,000

ii. Details of preference shareholders holding more than 5% shares in the company

Name of the shareholder	As at March 31, 2026		As at March 31, 2025	
	Number	% of total holding	Number	% of total holding
Preference shares of Rs. 10/- each fully paid				
Vinaychand Yadavsingh Kothari	9,62,500	80.21%	4,10,000	34.17%
Meena Kothari	-	0.00%	5,52,500	46.04%
Dilip Vinaychand Kothari	2,37,500	19.79%	2,37,500	19.79%

2. CURRENT BORROWINGS

Note on Secured Loan Repayable on Demand :

The Secured Overdraft facility from the bank 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.

The Rate of Interest is linked with EBLR of respective bank with spread of 2.00%, hence ROI varies from 8.50% to 10.50% p.a. depending upon movement in EBLR.

3. Net Borrowings Reconciliation

This section sets out an analysis of net borrowings and the movements in net borrowings for each of the periods presented:

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Current Borrowings	169.98	89.19
Non-current Borrowings	120.00	120.00
Net Borrowings	289.98	209.19

(Rs. in Lakhs)

Particulars	Liabilities from financing activities		Total
	Non Current Borrowings	Current Borrowings	
Net Borrowings as at March 31, 2024	137.38	102.82	240.20
Cash Inflow	-	916.00	916.00
Cash Outflow	17.38	936.98	954.36
Interest Expense	12.00	8.05	20.05
Interest Paid	-	0.70	0.70
Reclassification/Other Adjustments	(12.00)	-	(12.00)
Net Borrowings as at March 31, 2025	120.00	89.19	209.19
Cash Inflow	-	1,023.33	1,023.33
Cash Outflow	-	958.47	958.47
Interest Expense	12.00	17.27	29.27
Interest Paid	-	1.34	1.34
Reclassification/Other Adjustments	(12.00)	-	(12.00)
Net Borrowings as at March 31, 2026	120.00	169.98	289.98

15. OTHER FINANCIAL LIABILITIES

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Liability for expenses	8.08	4.25
Dividend Payable	12.00	12.00
Salary Payable	12.46	12.83
Total	32.54	29.09

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

16. TRADE PAYABLES

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Total outstanding dues of Micro enterprises and Small enterprises	0.45	0.63
Total outstanding dues of trade payables other than Micro enterprises and Small enterprises	3.60	2.14
Total	4.04	2.77

Terms and conditions of the above financial liabilities:

1. Trade payables are non-interest bearing and are normally settled on 30 days term.

Ageing for trade payables from the transaction date of payment for each of the category as at March 31, 2026

(Rs. in Lakhs)

Particulars	Outstanding for following periods from transaction date				More than 3 years	Total
	Not due	Less than 1 year	1-2 year	2-3 year		
MSME	-	0.45	-	-	-	0.45
Others	-	3.49	-	-	0.10	3.59
Disputed Dues - MSME	-	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-	-
Total	-	3.94	-	-	0.10	4.04

There are no unbilled dues as at March 31, 2026

Ageing for trade payables from the transaction date of payment for each of the category as at March 31, 2025

(Rs. in Lakhs)

Particulars	Outstanding for following periods from transaction date				More than 3 years	Total
	Not due	Less than 1 year	1-2 year	2-3 year		
MSME	-	1.24	-	-	-	1.24
Others	-	1.42	-	-	0.10	1.52
Disputed Dues - MSME	-	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-	-
Total	-	2.67	-	-	0.10	2.77

There are no unbilled dues as at March 31, 2025

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

17. OTHER LIABILITIES

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non Current		
Other Advances	-	0.48
Total	-	0.48
Current		
Advance received from Customers	23.55	31.61
Statutory Dues*	3.60	5.31
Total	27.15	36.91

* Includes Goods and service tax, VAT, Excise duty, Service tax and TDS, etc.

18. PROVISIONS

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non Current		
Provision for employee benefits	-	-
Other provision	-	-
Total	-	-
Current		
Provision for employee benefits	3.00	-
Other provision	-	-
Total	3.00	-

19. CURRENT TAX LIABILITY(NET)

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	-	-
Add: Current tax payable for the year	-	-
Less: Taxes paid	-	-
Closing Balance	-	-

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

20. REVENUE FROM OPERATIONS

(Rs. in Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Sale of Services*		
Rooms	358.09	402.45
Food and Beverages	186.71	209.31
Health and Spa	11.39	11.75
Other Services	1.00	1.05
Total	557.19	624.55

21. OTHER INCOME

(Rs. in Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest income	4.04	0.85
Other Non Operating Income		
Support service	7.20	7.20
Misc. Income	0.20	5.00
Total	11.44	13.05

22. FOOD AND BEVERAGES CONSUMED

(Rs. in Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Opening Stock	7.45	4.52
Purchases		
Food & Provision Goods	58.39	95.48
Gas & Fuel Expenses	11.24	11.44
Parlour Goods	2.05	2.15
Permit Room Purchases & Expenses	3.84	4.64
	75.52	113.72
Closing Stock	4.30	7.45
Total	78.67	110.79

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

23. EMPLOYEE BENEFITS EXPENSE

(Rs. in Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Salaries, wages and bonus	145.88	128.46
Contribution to provident and other funds	27.37	17.24
Director Remuneration and fees	70.15	66.25
Staff welfare expenses	1.15	1.34
Total	244.55	213.30

* On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Codes have been made effective from November 21, 2025. The Company has evaluated the potential impact of the New Labour Codes based on the provisions enacted to date. Based on management's assessment, no significant financial impact is expected and, accordingly, no material adjustment has been recognised in the financial statements. The impact of the related rules will be assessed and accounted for, if required.

24. FINANCE COSTS

(Rs. in Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest Expenses		
- Interest paid on Term loan	-	0.57
- Interest paid on Other borrowings	13.39	7.00
Bank and other finance Charges	15.89	13.05
Total	29.27	20.62

25. DEPRECIATION AND AMORTISATION EXPENSE

(Rs. in Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Depreciation on property, plant and equipment	44.82	46.65
Depreciation on Right-of-Use Assets	0.86	0.86
Total	45.68	47.51

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

26. OTHER OPERATING AND GENERAL EXPENSES

(Rs. in Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Operating Expenses		
Power & Fuel Expenses	51.82	55.47
Water Charges	18.91	19.09
Commission to Agents & Guides	10.45	27.03
Repair and Maintenance		
- Building	19.87	14.75
- Plant & Machinery	6.22	2.81
- Others	6.89	4.17
Linen, Cloth & Uniforms	12.98	5.95
Laundry Operating Expenses	6.06	6.00
Other Operating Expenses	4.53	3.25
House Keeping Expenses	5.14	7.91
Spa Service Charges	5.53	6.42
Total	148.40	152.85
Administrative and Establishment Expenses		
Advertisement Expenses	14.17	14.12
Rent, Rates & Taxes *	15.65	15.56
Travelling Expenses	2.91	4.17
Printing & Stationery	1.96	2.22
Insurance Charges	2.54	1.91
Communication Expenses	1.96	2.18
Legal & Professional Charges	8.33	11.17
Motor Car Expenses	2.88	2.74
Auditor's Remunerations**	2.00	2.00
Other Miscellaneous Expense	8.22	6.28
ITC Ineligible	4.98	-
Sales Promotion expenses	0.48	17.45
Labour Charges	6.29	6.54
Bank Charges	3.06	1.55
Office Expense	3.76	4.32
Total	79.19	92.19
Total	227.59	245.04

*Rental expense recorded for short-term leases was Rs. 8.40 lakhs (Rs. 8.40 lakhs March 31, 2025)

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

**Payments to auditors

(Rs. in Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
As auditor		
Audit and Tax Audit fee	2.00	2.00
Total	2.00	2.00

27. EARNINGS PER SHARE (EPS)

(Rs. in Lakhs except EPS and number of shares)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Face Value per Equity Share	1.00	1.00
(a) Basic earnings per share	(0.35)	0.01
(b) Diluted earnings per share	(0.35)	0.01
(c) Reconciliations of earnings used in calculating earnings per share		
<i>Basic earnings per share</i>		
Profit attributable to the equity holders of the company used in calculating basic earnings per share	(59.16)	1.03
<i>Diluted earnings per share</i>		
Profit attributable to the equity holders of the company used in calculating basic earnings per share	(59.16)	1.03
Adjustments for calculation of diluted earnings per share	-	-
Profit attributable to the equity holders of the company used in calculating diluted earnings per share	(59.16)	1.03
(d) Weighted average number of shares used as the denominator		
Weighted average number of equity shares used as the denominator in calculating basic earnings per share	1,68,50,000	1,68,50,000
Weighted average number of equity shares used as the denominator in calculating diluted earnings per share	1,68,50,000	1,68,50,000

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

28. RELATED PARTY DISCLOSURE

(a) Details of Related Parties		
i) Key Management Personnel		
1)	Vinaychand Kothari	Chairman & Managing Director
2)	Dilip V Kothari	Joint Managing Director and Chief Financial Officer
3)	Keshav Binani	Company Secretary
ii) Non-Executive/Independent Directors on the Board		
1)	Neelam Dilip Kothari	Non-Executive Director
2)	Mangal Shamji Chheda (upto 01/07/2025)	Independent Director
3)	Dr. Rahul Ramnik Baxi	Independent Director
4)	Manohar Ramchandra Tambat	Independent Director
5)	Jenny Vijaykar w.e.f. 16/07/2025	Independent Non-Executive Director
iii) Relatives of Key Management Personnel		
1)	Parasmal Kothari	
2)	Mr. Akshay D Kothari	Vice President Operations
3)	Mr. Keshav Binani (CS)	
4)	Mrs.Meena V Kothari (upto 30/11/2025)	
iv) Enterprises over which any person described in (a) is able to exercise significant influence		
1)	Ms. Meena Infratech LLP	
2)	Ms. Vandeep Impex LLP	
3)	Ms. Vandeep Developers LLP	
4)	Ms. Vandeep Hotels LLP	
5)	Ms. Sardar Sarovar Holiday Resortts LLP	

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026
(b) Transactions with related parties

The following transactions occurred with related parties

(Rs. in Lakhs)

Name	Nature of Transaction	Year ended March 31, 2026	Year ended March 31, 2025
Ms. Sardar Sarovar Holiday Resortts LLP	Support Services	7.20	7.20
Vinaychand Kothari	Remuneration	39.00	37.05
	Loan Taken	102.00	40.00
	Loan Repaid	79.00	38.55
	Interest On loan	6.21	2.57
	Rent Paid	8.40	8.40
Dilip V Kothari	Remuneration	30.55	28.60
	Loan Taken	33.00	17.00
	Loan Repaid	24.72	24.94
	Interest On loan	2.29	1.70
Neelam Dilip Kothari	Loan Taken	15.00	20.00
	Loan Repaid	11.00	5.39
	Interest On loan	3.55	2.03
Parasmal Kothari	Remuneration	1.68	1.68
Akshay Dilip Kothari	Remuneration	20.16	9.72

(c) Outstanding Balance of related parties

(Rs. in Lakhs)

Name of the party	Nature of Relationship	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Vinaychand Kothari	Key Management Personnel	Loan Taken	53.02	23.81
Dilip V Kothari	Key Management Personnel	Loan Taken	21.39	10.81
Neelam Dilip Kothari	Non-Executive Directors	Loan Taken	32.30	24.75

(d) Key management personnel compensation

(Rs. in Lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Short term employee benefits	72.19	61.51
Post-employment benefits*	-	-
Long term employee benefits*	-	-
Directors sitting fees	0.60	0.60
Termination benefits	-	-

*The amounts of Long term employee benefits and post-employment benefits cannot be separately identified from the composite amount advised by the actuary/valuer.

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

(e) Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables and payables. For the year ended March 31, 2026, the company has not recorded any impairment of receivables relating to amount owed by related parties (March 31, 2025: Rs. NIL). This assessment is undertaken each financial year through examining the financial position of the related party and market in which the related party operates.

29. EMPLOYEE BENEFITS PLAN

As per Ind AS 19 "Employee Benefits", the disclosures of Employee benefits as defined in the Accounting Standard are given below :

a) Other long-term benefits - Compensated absences

The Company permits encashment of compensated absence accumulated by their employees on retirement, separation and during the course of service. The liability in respect of the Company, for outstanding balance of leave at the balance sheet date is determined and provided on the basis of actuarial valuation as at the balance sheet date performed by an independent actuary.

The Company doesn't maintain any plan assets to fund its obligation towards compensated absences.

b) Defined benefits plans - Gratuity

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The plan is funded with an insurance company in the form of a qualifying insurance policy.

The following tables summarise the components of net employee benefit expense recognised in the Statement of Profit and Loss and the funded status and amounts recognised in the balance sheet for the respective plans.

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
I. Change in present value of obligation during the year		
Present value of obligation at the beginning of the year	61.63	53.13
Included in profit and loss:		
Current Service Cost	3.62	2.96
Interest Cost	3.03	3.43
Past Service Cost	-	-
Actuarial Gain/(Loss)	-	-
Included in OCI:		
Actuarial losses/(gains) arising from:		
Experience adjustments	(1.22)	2.17
Financial assumption	(0.08)	0.84
Demographic Assumptions	-	-
Others		
Benefits Paid	-	(0.90)
Benefits Paid Non fund base	-	-
Present Value of obligation as at year-end	66.98	61.63
II. Change in Fair Value of Plan Assets during the year		
Plan assets at the beginning of the year	71.21	64.16
Included in profit and loss:		
Expected return on plan assets	3.78	4.31
Included in OCI:		
Actuarial Gain/(Loss) on plan assets	1.63	0.63
Others:		
Employer's contribution	2.07	3.01
Benefits paid	-	(0.90)
Plan assets at the end of the year	78.70	71.21

The plan assets are maintained with Life Insurance Corporation of India (LIC)

III. Reconciliation of Present value of Defined Benefit Obligation and Fair Value of Plan Assets

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
1. Present Value of obligation as at year-end	(66.98)	(61.63)
2. Fair value of plan assets at year -end	78.70	71.21
3. Funded status {Surplus/(Deficit)}	11.72	9.59
Net Asset/(Liability)	11.72	9.59

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
IV. Expenses recognised in the Statement of Profit and Loss		
1. Current Service Cost	3.62	2.96
2. Interest Cost	3.03	3.43
3. Past service Cost	-	-
4. Expected return on plan assets	(3.78)	(4.31)
Total Expense	2.87	2.08
V. Expenses recognised in the Statement of Other Comprehensive Income		
1. Net Actuarial (Gain)/Loss	(1.30)	3.01
2. Expected return on plan assets excluding interest income	(1.63)	(0.63)
Total Expense/(Income)	(2.93)	2.38
VI. Constitution of Plan Assets		
1. Insurance	78.70	71.21
VII. Bifurcation of Net Liability at the end of the year		
1. Current Liability/(Asset)	(11.72)	(9.59)
2. Non-Current Liability/(Asset)	-	-
VIII. Actuarial Assumptions		
1. Discount Rate	6.60%	6.55%
2. Expected rate of return on plan assets	6.60%	6.55%
3. Salary Escalation	6.00%	
4. Mortality table	IALM (2012-14) (Urban)	
5. Withdrawal Rate	15.00%	
IX. The expected contribution for Defined Benefit Plan for the next financial year will be Rs. 3.90 Lakhs.		

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

X. Experience Adjustment:

(Rs. in Lakhs)

Gratuity	As at March 31, 2026	As at March 31, 2025
Present Value of obligation	(66.98)	(61.63)
Fair value of Plan assets	78.70	71.21
Net Asset/(Liability)*	11.72	9.59
Actuarial (Gain)/Loss on plan obligation	(1.22)	2.17
Actuarial Gain/(Loss) on plan assets	1.63	0.63

*Based on management's internal assessment, the valuation report does not specify the applicable ceiling limit required for determining the asset eligible for recognition. Accordingly, in the absence of sufficient and appropriate evidence to reliably measure the asset, the Company has not recognised the related asset in the financial statements.

XI. Sensitivity Analysis

(Rs. in Lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Increase	Decrease	Increase	Decrease
Discount rate (0.5% movement)	(66.25)	67.75	(60.92)	62.36
Future salary growth (0.5% movement)	67.66	(66.33)	62.21	(61.06)
Withdrawal Rate (10% movement)**	(66.92)	67.03	(61.56)	61.69

** Changes in Defined benefit obligation due to 10% Increase/Decrease in Withdrawal Rate, if all other assumptions remain constant is negligible.

XII. Methodology for defined benefit obligation

The Projected Unit Credit (PUC) actuarial method has been used to assess the plan's liabilities allowing for retirements, death-in-service and withdrawals.

XIII. Maturity Profile of Defined benefit payments from the Fund

(Rs. in Lakhs)

Particulars	As at March 31, 2026
i) Duration of defined benefit payments	
Within the next 12 months (next annual reporting period)	47.69
Between 2 and 5 years	15.51
Beyond 5 years	10.82

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

c) Defined contribution plan

Company's employees are covered by Provident Fund to which the Company makes a defined contribution measured as a fixed percentage of salary. The contributions are made to registered provident fund administered by Government. During the year, amount of Rs. 18.15 lakhs (Previous Year: Rs. 15.83 lakhs) has been charged to the Statement of Profit and Loss towards employer's contribution to the funds.

30. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities include borrowings, trade payables and other financial liabilities. 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. The Company has exposure to the following risks arising from the financial instruments:

The Company's principal financial liabilities, comprise of borrowings, security deposits, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade receivables, cash and cash equivalents and other bank balances that are derived directly from its operations.

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company is exposed to market risk, credit risk and liquidity risk.

The Company's senior management oversees the management of these risks. The senior professionals working to manage the financial risks and the appropriate financial risk governance framework for the Company are accountable to the Board of Directors and Audit Committee.

This process provides assurance to Company's senior management that the Company's financial risk-taking activities are governed by appropriate policies and procedures and that financial risk are identified, measured and managed in accordance with Company policies and Company risk objective.

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

The management reviews and agrees policies for managing each of these risks which are summarized as below:

(i) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprises three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity price risk. Financial instruments affected by market risks include borrowings, security deposits, investments and foreign currency receivables and payables.

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

(a) Foreign 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.

(b) Interest rate risk:

Interest rate is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Company's financial liabilities comprises of interest bearing loans, vehicle loans and advances and security deposits; however these are not exposed to risk of fluctuation in market interest rate as the rates are fixed at the time of contract/agreement and do not change for any market fluctuation.

(ii) Credit Risk

Credit risk has always been managed by the company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the company grants any credit terms in the normal course of business.

The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information.

In general, it is presumed that credit risk has significantly increased since initial recognition if the payments are more than 60 days past due.

A default on a financial asset is when the counterparty fails to make contractual payments of when they fall due. This definition of default is determined by considering the business environment in which entity operates and other macro-economic factors.

Trade receivables : They consist of few number of customers, spread across diverse industries and geographical areas. In order to mitigate the risk of financial loss from defaulters, the Company has an ongoing credit evaluation process in respect of customers who are allowed credit period. In respect of walk-in customers the Company does not allow any credit period and therefore, is not exposed to any credit risk.

The Company does not have any derivative transactions and therefore is not exposed to any credit risk on account of derivatives. The Company does not have any long-term contracts for which there are any material foreseeable losses.

Financial Instruments and cash deposits : The Company considers factors such as track record, size of the institution, market reputation, financial strength/rating and service standards to select the banks with which balances and deposits are maintained. Generally the balances are maintained with the institutions with which the Company has also availed borrowings.

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

(iii) Liquidity Risk

The Company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Company believes that the working capital is sufficient to meet its current requirements. Further, the Company's approach is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due and Company monitors rolling forecasts of its liquidity requirements.

The table below provides details regarding the Contractual Maturities of financial liabilities as at March 31, 2026

(Rs. in Lakhs)

Particulars	Contractual cash flows (Undiscounted)				Total
	Carrying Amount	Less than 1 year	1-5 years	More than 5 year	
Borrowings - Current	169.98	169.98	-	-	169.98
Borrowings - Non-Current	120.00	-	-	120.00	120.00
Trade payables	4.04	4.04	-	-	4.04
Other financial liabilities - Current	32.54	32.54	-	-	32.54

The table below provides details regarding the Contractual Maturities of financial liabilities as at March 31, 2025:

(Rs. in Lakhs)

Particulars	Contractual cash flows (Undiscounted)				Total
	Carrying Amount	Less than 1 year	1-5 years	More than 5 year	
Borrowings - Current	89.19	89.19	-	-	89.19
Borrowings - Non-Current	120.00	-	-	120.00	120.00
Trade payables	2.77	2.77	-	-	2.77
Other financial liabilities - Current	29.09	29.09	-	-	29.09

31. 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.

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

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

(Rupees in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Long term borrowings (Preference Shares)	120.00	120.00
Short term borrowings	169.98	89.19
Trade payables	4.04	2.77
Other Financial Liabilities	32.54	29.09
Less: Cash and cash equivalents	(6.41)	(4.71)
Less: Other Bank Balance	-	-
Net Debt	320.16	236.34
Equity Share capital	168.50	168.50
Other Equity	5.29	62.25
Total Capital	173.79	230.75
Capital and net debt	493.94	467.09
Gearing ratio	64.82%	50.60%

Bank loans contain certain debt covenants relating to limitation on Current Ratio i.e. 1.15:1. In any case margin on primary security should not be diluted below 13%.

32. CONTINGENT LIABILITIES AND COMMITMENTS

Particulars	As at March 31, 2026	As at March 31, 2025
i) Contingent Liabilities		
Bank Guarantee given by Union Bank to MPCB	0.50	0.50
ii) Commitments:		
Capital commitments-		
"Estimated amount of contracts remaining to be executed on Capital Account and not provided. for (net of advances)"	-	-

33. FAIR VALUE MEASUREMENTS

i. Financial Instruments by Category

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

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

a) Financial Assets

(Rupees in lakhs)

Particulars	Level	As at March 31, 2026		As at March 31, 2025	
		Carrying Value	Fair Value	Carrying Value	Fair Value
1. Financial assets at amortised cost					
a) Other Bank Balances*	3	-	-	-	-
b) Cash & Cash Equivalents*	3	6.41	6.41	4.71	4.71
c) Trade receivables*	3	-	-	-	-
d) Other financial assets*	3	63.43	63.43	13.98	13.98
Total		69.84	69.84	18.68	18.68

b) Financial Liabilities

(Rupees in lakhs)

Particulars	Level	As at March 31, 2026		As at March 31, 2025	
		Carrying Value	Fair Value	Carrying Value	Fair Value
1. Financial liability at amortised cost					
a) Borrowings*	3	289.98	289.98	209.19	209.19
b) Lease Liability	3	-	-	-	-
c) Trade payables*	3	4.04	4.04	2.77	2.77
d) Other financial liability*	3	32.54	32.54	29.09	29.09
Total		326.57	326.57	241.05	241.05

*The carrying amounts of trade receivables, cash and cash equivalents, current loans, other current financial assets, borrowings, trade payables and other financial liabilities are considered to be approximately equal to the fair value.

The fair values of non current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs.

ii. Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise 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.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

During the years mentioned above, there have been no transfers amongst the levels of hierarchy. The fair values of unquoted equity instruments are not significantly different from their carrying value and hence the management has considered their carrying amount as fair value.

iii. Valuation processes

The finance department of the company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the chief financial officer (CFO) and the audit committee (AC). Discussions of valuation processes and results are held between the CFO, AC and the valuation team at least once every three months, in line with the company's quarterly reporting periods.

34. Accounting Ratios

Sr No.	Name of the Ratio	Numerator	Denominator	FY 2025-26	FY 2024-25	% Variance*	Reason for significant change (25% or more)
1	Current Ratio (in times)	Current Asset	Current Liabilities	0.33	0.19	73.09%	Primarily on accounts of increase in Bank deposit with less than 12 month maturities in current asset and Increase in unsecured borrowing in current liabilities.
2	Debt-Equity Ratio (in times)	Total Debt (Non-current Borrowings + Current Borrowings)	Equity	1.67	0.91	84.06%	Due to negative growth, borrowing increase from promoter/director
3	Debt Service Coverage Ratio (in times)	Earnings Available for Debt Service	Debt Service	0.05	0.32	-83.68%	This is due to significant drop in revenue and profit
4	Return on Equity Ratio (in %)	PAT	Avg. Shareholders Equity	-0.29	0.00	-6475.26%	This is due to significant drop in revenue and profit
5	Inventory turnover ratio *(in times)	Net Sales	Avg. Inventory	NA	NA	NA	
6	Trade Receivables turnover ratio (in times)	Net Sales	Avg. Trade Receivables	-	169.39	-100.00%	Majority corporate contract, we receive payment in advance
7	Trade payables turnover ratio (in times)	Net Purchases	Avg. Trade payables	23.11	26.11	-11.50%	The ratio has improved due to efficient management of working capital cycle by the management.
8	Net capital turnover ratio (in times)	Net Sales	Working Capital	-3.51	-4.89	-28.08%	Due to drop in sales
9	Net profit ratio (in %)	Net Profit	Net Sales	-10.62%	0.16%	-6540.62%	This is due to significant drop in revenue and profit
10	Return on Capital employed (in %)	EBIT	Capital Employed	-8.59%	5.53%	-255.29%	This is due to significant drop in revenue and profit

*The Company has not presented Inventory turnover ratio since it holds inventory for consumption in the service of food and beverages and the proportion of such inventory is insignificant to total assets.

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

Definitions:

- (a) Earning for available for debt service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortisations + Interest + other adjustments like loss on sale of Fixed assets etc.
- (b) Debt service = Interest & Lease Payments + Principal Repayments
- (c) Average inventory = (Opening inventory balance + Closing inventory balance) / 2
- (d) Net credit sales = Net credit sales consist of gross credit sales minus sales return
- (e) Average trade receivables = (Opening trade receivables balance + Closing trade receivables balance) / 2
- (f) Net credit purchases = Net credit purchases consist of gross credit purchases minus purchase return
- (g) Average trade payables = (Opening trade payables balance + Closing trade payables balance) / 2
- (h) Working capital = Current assets - Current liabilities.
- (i) Earning before interest and taxes = Profit before exceptional items and tax + Finance costs - Other Income
- (j) Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability

35. REVENUE FROM CONTRACTS WITH CUSTOMERS

- i) Details of revenue from contracts with customers recognised by the Company with type of revenue stream, net of indirect taxes in its Statement of Profit and Loss:

(Rupees in Lakhs)

Particulars	March 31, 2026	March 31, 2025
Revenue Based On Services		
Revenue from contract with customers*		
Rooms	358.09	402.45
Food and Beverages	186.71	209.31
Spa and Health Club	11.39	11.75
Other revenue from contract with customers	1.00	1.05
Other operating revenue		
Other revenue	7.20	7.20

*a) Foreign Exchange Earnings & Outgo

(Rs. in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Foreign Exchange Earnings	0.35	1.42
Foreign Exchange Outgo	-	-

ii) Contract Balances

The contract liabilities primarily relate to the advance consideration received from customers for which revenue is recognised when the performance obligation is over/ services delivered.

- a) Advance Collections is recognised when payment is received before the related performance obligation is satisfied. This includes advances received from the customer towards rooms/restaurants/banquets. Revenue is recognised

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

once the performance obligation is met i.e. on room stay/ sale of food and beverage/ provision of banquet services.
(Rupees in Lakhs)

Particulars	March 31, 2026	March 31, 2025
Contract Liabilities		
Advance collected from customers	23.55	31.61

Footnote:

Considering the nature of business of the Company, the above contract liabilities are generally materialised as revenue within the same operating cycle.

Note 36 : DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES AS DEFINED UNDER MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006 (MSMED ACT, 2006)

(Rupees in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
i) Principal amount and interest due thereon remaining unpaid to any supplier covered under MSMED Act:	-	-
Principal	0.45	0.63
Interest*	-	-
ii) The amount of interest paid by the buyer in terms of section 16, of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act.	-	-
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year*	-	-
v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-

* Interest due on the outstanding amount will be considered on actual basis i.e. payment basis

This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2026**37. Segment Reporting**

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 Indian Accounting Standard on "Operating Segments" (Ind AS-108) as issued by the Institute of Chartered Accountants of India. The Company is not reliant on revenues from transactions with any single external customer and does not receive 10% or more of its revenues from transactions with any single external customer.

38. Registration of charges or satisfaction with Registrar of Companies (ROC)

During the year, there are no instances of any registration, modification or satisfaction of charges which are pending for registration with Registrar of Companies (ROC) beyond the statutory period.

39. Compliance with number of layers of companies

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

40. Compliance with approved Scheme(s) of Arrangements

The Company has no scheme of arrangements which have been approved by the competent Authority in terms of Sec 230 to 237 of the Companies Act, 2013 during the reporting period.

41. Utilisation of borrowed funds and share premium

- A.** The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- B.** The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

42. Undisclosed income

The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

43. Title deeds of Immovable properties are held in name of the Company

The Company possess immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are held in the name of the Company.

44. Details of crypto currency or virtual currency

The Company has not traded or invested in Crypto currency or Virtual currency.

45. Details of Benami Held

No proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

46. Wilful Defaulter

The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender.

47. Relationship with Struck off Companies

Details of transactions with struck off companies during the year is as below

Name of struck off Company	Nature of transactions struck-off Company	Balance Outstanding as at March 31, 2026	Balance Outstanding as at March 31, 2025	Relationship with the Struck off Company, if any to be disclosed
No Such transaction with Struck off Companies				

48. Audit Trail

The software used by the company includes an audit trail feature, which is enabled from 18th January, 2024. The audit trail has feature of recording each and every transactional changes made in the books of account along with the date when such changes were made.

Note 49 : Previous year figures have been regrouped/ rearranged, wherever considered necessary to conform to current year's classification.

Material Accounting Policies and Notes Forming Part of the Financial Statements	1 to 49
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As per our report of even date attached

For GMJ & Co

"Chartered Accountants
Firm's Registration No: 103429W"
Officer

CA Amit Maheshwari

Partner
Membership No: 428706
UDIN: 264287 06BREK DL8798

Place: Mumbai
Date: May 29, 2026

For and on behalf of the Board

Vinaychand Kothari

"Chairman & Managing Director
DIN : 00010974

Rahul Baxi

Independent Director
DIN : 10694427

Dilip V Kothari

Joint Managing Director & Chief Financial
DIN : 00011043

Keshav Binani

Company Secretary
M. No: A59999

As Matheran, So Usha.



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