

NANGIA & CO LLP

CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To The Members of Carnation Hotels Private Limited

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of Carnation Hotels Private Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2023 and the Statement of Profit and Loss including Other Comprehensive Income, statement of Changes in Equity and Cash Flow Statement for the year then ended, and notes to financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("IND AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2023, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

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

- The Company's Board of Directors is responsible for the other information. The other information obtained at the date of this auditor's report is information included in the Director's Report, Chairman's statement, but does not include the Ind AS financial statements and our auditor's report thereon.
- Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained

001-005, Emaar Digital Greens Tower A
10th Floor, Sector - 61, Gurugram - 122102, India
p: + 91 124 4301 552 f: + 91 124 4301 552

LLP Registration NO. AAJ-1379

Noida - New Delhi - Gurugram - Mumbai - Bengaluru - Chennai - Pune - Dehradun



in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Other Matter

The financial statements of the Company for the year ended March 31, 2022, included in these financial statements, have been audited by the predecessor auditor who expressed an unmodified opinion on those statements on May 25, 2022.

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 including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of 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 financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

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

001-005, Emaar Digital Greens Tower A
10th Floor, Sector - 61, Gurugram - 122102, India
p: + 91 124 4301 552 f: + 91 124 4301 552

LLP Registration NO. AAJ-1379

Noida - New Delhi - Gurugram - Mumbai - Bengaluru- Chennai - Pune – Dehradun



- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls 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 the 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.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure – A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

001-005, Emaar Digital Greens Tower A
10th Floor, Sector - 61, Gurugram - 122102, India
p: +91 124 4301 552 f: +91 124 4301 552



LLP Registration NO. AAJ-1379

Noida - New Delhi - Gurugram - Mumbai - Bengaluru - Chennai - Pune - Dehradun

NANGIA & CO LLP

CHARTERED ACCOUNTANTS

2. As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), and the Cash Flow Statement (and statement of changes in equity) dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
- e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report.
- g) The provisions of section 197 read with Schedule V of the Act are not applicable to the Company for the year ended March 31, 2023;
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations during the financial years which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - 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

001-005, Emaar Digital Greens Tower A
10th Floor, Sector - 61, Gurugram - 122102, India
p: + 91 124 4301 552 f: + 91 124 4301 552



LLP Registration NO. AAJ-1379

Noida - New Delhi - Gurugram - Mumbai - Bengaluru - Chennai - Pune - Dehradun

NANGIA & CO LLP

CHARTERED ACCOUNTANTS

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. The company has not declared or paid any dividend during the year and has not proposed final dividend for the year.
- vi. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the company only w.e.f. April 1, 2023, reporting under this clause is not applicable

For Nangia & Co. LLP
Chartered Accountants
ICAI FRN 002391C/N500069

Prateek Agrawal

Prateek Agrawal
Partner
Membership No. 402826



Signed at Gurugram on May 25, 2023
UDIN: 23402826BGVLAE6345

001-005, Emaar Digital Greens Tower A
10th Floor, Sector - 61, Gurugram - 122102, India
p: + 91 124 4301 552 f: + 91 124 4301 552

LLP Registration NO. AAJ-1379
Noida - New Delhi - Gurugram - Mumbai - Bengaluru- Chennai - Pune - Dehradun

Annexure 'A' to the Independent Auditors Report

[Refer to in our separate report of even date]

Annexure referred to under the heading of "Report on Other Legal and Regulatory Requirements" of our Report of even date to the members of **Carnation Hotels Private Limited** on the financial statements for the year ended on March 31, 2023 and based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of accounts and other records examined by us in the normal course of audit, we report that:

- I In respect of the Company's Property, Plant and Equipment and Intangible Assets
- (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
(B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a program of physical verification of Property, Plant and Equipment in phased periodical manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) Title deeds in respect 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) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.
- (e) As confirmed by the management, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- II (a) The Company's business does not require maintenance of inventories and, accordingly, the requirement to report on clause 3(ii)(a) of the Order is not applicable to the Company.

001-005, Emaar Digital Greens Tower A
10th Floor, Sector - 61, Gurugram - 122102, India
p: + 91 124 4301 552 f: + 91 124 4301 552

LLP Registration NO. AAJ-1379

Noida - New Delhi - Gurugram - Mumbai - Bengaluru - Chennai - Pune - Dehradun



NANGIA & CO LLP

CHARTERED ACCOUNTANTS

(b) As disclosed in note 13 to the financial statements, the Company has been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks and/or financial institutions during the year on the basis of security of current assets of the Company. The quarterly returns/statements filed by the Company with such banks and financial institutions are in agreement with the books of accounts of the Company.

III (a) During the year the Company has provided loans to other companies as follows:

Particulars	Amount (Rs. in Lakhs)
Aggregate amount granted/ provided during the year	
- Others	1,000
Balance outstanding as at balance sheet date in respect of above cases	1,128
- Others	

(b) During the year the loan granted, and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees to other Companies are not prejudicial to the Company's interest.

(c) The Company has granted loans which is repayable on demand so, this clause is not applicable to the Company.

(d) There are no amounts of loans and advances in the nature of loans granted to companies, firms, limited liability partnerships or any other parties which are overdue for more than ninety days.

(e) There were no loans or advance in the nature of loan granted to other Companies which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) As disclosed in note 7(iii) to the financial statements During the year, the Company has granted loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to Company. Of these following are the details of the aggregate amount of loans or advances in the nature of loans granted to promoters or related parties as defined in clause (76) of section 2 of the Companies Act, 2013



001-005, Emaar Digital Greens Tower A
10th Floor, Sector - 61, Gurugram - 122102, India
p: + 91 124 4301 552 f: + 91 124 4301 552

LLP Registration NO. AAJ-1379

Noida - New Delhi - Gurugram - Mumbai - Bengaluru - Chennai - Pune - Dehradun

NANGIA & CO LLP

CHARTERED ACCOUNTANTS

Particulars	Amount (Rs. In Lakhs)
Aggregate amount of loans/ advances in nature of loans - Repayable on demand	1,128
Percentage of loans/ advances in nature of loans to the total loans	100%

IV The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees, and securities provided, as applicable.

V The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

VI The maintenance of cost records has not been specified by the Central Government under subsection (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.

VII In respect of statutory dues:

a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.

b) According to the information and explanation given to us, there are no amounts in respect of Income Tax, Goods and Services tax, Sales Tax, Value Added Tax, Employee state Insurance, Duty of Excise, Duty of Custom, Cess and Service Tax etc. that have not been deposited with the appropriate authority on account of any dispute.

VIII As confirmed by the management, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as

001-005, Emaar Digital Greens Tower A
10th Floor, Sector - 61, Gurugram - 122102, India
p: + 91 124 4301 552 f: + 91 124 4301 552

LLP Registration NO. AAI-1379

Noida - New Delhi - Gurugram - Mumbai - Bengaluru - Chennai - Pune - Dehradun



NANGIA & CO LLP

CHARTERED ACCOUNTANTS

income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

- IX
- (a) As explained to us, the Company has not defaulted in repayment of loans and other borrowings and in repayment of interest thereon to any lender.
 - (b) As confirmed by the management, the Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
 - (c) The Company has applied term loans for the purpose for which the loans were obtained.
 - (d) The Company did not raise any funds on short-term basis during the year hence, the requirement to report on clause (ix)(d) of the Order is not applicable to the Company.
 - (e) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on 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. Accordingly, the requirement to report on Clause 3(ix)(f) of the Order is not applicable to the Company.
- X
- (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
 - (b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- XI
- (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
 - (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

001-005, Emaar Digital Greens Tower A
10th Floor, Sector - 61, Gurugram - 122102, India
p: + 91 124 4301 552 f: + 91 124 4301 552



LLP Registration NO. AAJ-1379
Noida - New Delhi - Gurugram - Mumbai - Bengaluru- Chennai - Pune -- Dehradun

NANGIA & CO LLP

CHARTERED ACCOUNTANTS

- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- XII As explained, the Company is not a Nidhi company. Therefore, the provisions of para 3(xii) of the Order are not applicable to the Company.
- XIII In our opinion, transactions with the related parties are in compliance with sections 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of section 177 are not applicable to the Company and accordingly the requirements to report under clause 3(xiii) of the Order insofar as it relates to section 177 of the Act is not applicable to the Company
- XIV The Company does not have an internal audit system and is not required to have an internal audit system under the provisions of Section 138 of the Companies Act, 2013. Therefore, the requirement to report under clause 3(xiv)(a) of the Order is not applicable to the Company.
- XV 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 In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) (c) and (d) of the Order is not applicable.
- XVII The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.
- XVIII There has been resignation of statutory auditor of the Company during the year. However, based on information or explanation made available to us, the outgoing auditor has not raised any issue, objections or concerns.
- XIX 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 financial statements and 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 indicating that Company is not capable of meeting its

001-005, Emaar Digital Greens Tower A
10th Floor, Sector - 61, Gurugram - 122102, India
p: + 91 124 4301 552 f: + 91 124 4301 552

LLP Registration NO. AAJ-1379

Noida - New Delhi - Gurugram - Mumbai - Bengaluru - Chennai - Pune - Dehradun



NANGIA & CO LLP

CHARTERED ACCOUNTANTS

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 In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For Nangia & Co. LLP
Chartered Accountants
ICAI FRN 002391C/N500069

Prateek Agrawal

Prateek Agrawal

Partner,

Membership No. 402826

Signed at Gurugram on May 25, 2023

UDIN: 23402826BGVLAE6345



001-005, Emaar Digital Greens Tower A
10th Floor, Sector - 61, Gurugram - 122102, India
p: + 91 124 4301 552 f: + 91 124 4301 552

LLP Registration NO. AAJ-1379

Noida - New Delhi - Gurugram - Mumbai - Bengaluru - Chennai - Pune - Dehradun

NANGIA & CO LLP

CHARTERED ACCOUNTANTS

Annexure 'B' to the Independent Auditors Report

[Refer to in our separate report of even date]

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 **Carnation Hotels Private Limited ("the Company")** as of March 31, 2023 in conjunction with our audit of financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

001-005, Emaar Digital Greens Tower A
10th Floor, Sector - 61, Gurugram - 122102, India
p: +91 124 4301 552 f: +91 124 4301 552



LLP Registration NO. AAJ-1379

Noida - New Delhi - Gurugram - Mumbai - Bengaluru - Chennai - Pune - Dehradun

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, 2023, 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 Nangia & Co. LLP
Chartered Accountants
ICAI FRN 002391C/N500069

Prateek Agrawal

Prateek Agrawal
Partner,
Membership No. 402826



Signed at Gurugram on May 25, 2023
UDIN: 23402826BGVLAE6345

001-005, Emaar Digital Greens Tower A
10th Floor, Sector - 61, Gurugram - 122102, India
p: + 91 124 4301 552 f: + 91 124 4301 552

LLP Registration NO. AAI-1379

Noida - New Delhi - Gurugram - Mumbai - Bengaluru- Chennai - Pune -- Dehradun

Carnation Hotels Private Limited
CIN: U55101DL2002PTC118180
Balance Sheet as at March 31, 2023

	Notes	As at March 31, 2023 Rs in lakhs	As at March 31, 2022 Rs in lakhs
ASSETS			
Non-current assets			
Property, plant and equipment	3	32.53	4.70
Intangible assets	4	319.94	1,116.51
Other non-current assets	5	82.54	218.90
Deferred tax assets (net)	6	111.96	-
		<u>546.97</u>	<u>1,340.11</u>
Current assets			
Financial assets			
(i) Trade receivables	7	987.37	669.12
(ii) Cash and cash equivalents		5.01	2.34
(iii) Loans		1,128.00	128.00
(iv) Other financial assets		97.89	84.19
Other current assets	8	2.16	162.45
		<u>2,220.43</u>	<u>1,046.10</u>
Total Assets		<u>2,767.40</u>	<u>2,386.21</u>
EQUITY AND LIABILITIES			
Equity			
Share capital	9	9.35	9.35
Other equity	10	1,779.48	898.98
Total Equity		<u>1,788.83</u>	<u>908.33</u>
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	11	15.12	330.24
Provisions	12	2.50	5.92
Deferred tax liabilities (net)	6	-	28.59
		<u>17.62</u>	<u>364.75</u>
Current liabilities			
Financial liabilities			
(i) Borrowings	13	722.08	987.57
(ii) Trade payables			
Total outstanding dues of micro enterprises and small enterprises		0.06	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		86.37	22.02
Other current liabilities	14	144.56	96.98
Provisions	12	7.88	6.56
		<u>960.95</u>	<u>1,113.13</u>
Total Liabilities		<u>978.57</u>	<u>1,477.88</u>
Total Equity and Liabilities		<u>2,767.40</u>	<u>2,386.21</u>

Summary of significant accounting policies 2

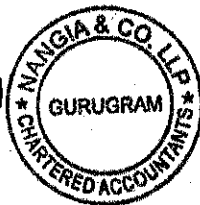
The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Nangia & Co. LLP
ICAI FRN 002391C/N500069
Chartered Accountants

Prateek Agrawal

Prateek Agrawal
Partner
Membership No. 402826



Place : Gurugram
Date : May 25, 2023

For and on behalf of the Board of Directors of
Carnation Hotels Private Limited

Patanjali Govind Keswani
Patanjali Govind Keswani
Director
Din: 00002974

Kapil Sharma
Kapil Sharma
Director
Din: 00352890

Place : New Delhi
Date : May 25, 2023



Carnation Hotels Private Limited
CIN: U55101DL2002PTC118180
Statement of Profit and Loss for the year ended March 31, 2023

	Notes	For the year ended March 31, 2023 Rs in lakhs	For the year ended March 31, 2022 Rs in lakhs
Revenue from operations	15	2,632.67	1,189.70
Other income	16	-	5.60
Total Income		2,632.67	1,195.30
Expenses			
Employee benefits expense	17	506.49	309.71
Other expenses	18	101.70	143.86
Total expenses		608.19	453.57
Earnings before interest, tax, depreciation and amortisation (EBITDA)		2,024.48	741.73
Finance costs	19	58.33	124.73
Depreciation and amortization expense	20	798.27	370.80
Finance income	21	(24.15)	(17.19)
Profit before tax		1,192.03	263.39
Tax expense:			
(1) Current tax		453.08	16.35
(2) Adjustment of tax relating to earlier periods		0.42	-
(3) Deferred tax		(140.55)	51.03
		312.95	67.38
Profit for the year		879.08	196.01
Other comprehensive income			
Other comprehensive income not to be reclassified to profit or loss in subsequent period:			
Re-measurement gains/ (losses) on defined benefit plans		1.89	1.58
Income tax effect		(0.47)	(0.40)
Other Comprehensive income for the year, net of tax		1.42	1.18
Total comprehensive income for the year, net of tax		880.50	197.19
Earnings per equity share:			
(1) Basic	22	94.21	21.10
(2) Diluted	22	94.21	21.10

Summary of significant accounting policies 2

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Nangia & Co. LLP
ICAI FRN 002391C/N500069
Chartered Accountants

Prateek Agrawal
Partner
Membership No. 402826



Place: Gurugram
Date: May 25, 2023

For and on behalf of the Board of Directors of
Carnation Hotels Private Limited

Patanjali Govind Keswani
Director
Din: 00002974

Kapil Sharma
Director
Din: 00352890

Place: New Delhi
Date: May 25, 2023



Carnation Hotels Private Limited
CIN: U55101DL2002PTC118180
Statement of Changes in Equity for the year ended March 31, 2023

A. Equity Share Capital

Equity shares of INR 1 each issued, subscribed and fully paid
As at April 1, 2021
Issue of share capital
As at March 31, 2022
Issue of share capital
As at March 31, 2023

No. of shares	Amount Rs. in lakhs
9,34,580	9.35
-	-
9,34,580	9.35
-	-
9,34,580	9.35

B. Other Equity

For the year ended March 31, 2023

Rs. In lakhs

Particulars	Reserves and Surplus			Total equity
	Capital reserve	Capital redemption reserve	Retained Earnings	
Balance at April 1, 2021	52.18	-	649.61	701.79
Total Comprehensive Income for the year	-	-	197.19	197.19
Balance at March 31, 2022	52.18	-	846.80	898.98
Total Comprehensive Income for the year	-	-	880.50	880.50
Any other change during the year	-	350.00	(350.00)	-
Balance at March 31, 2023	52.18	350.00	1,377.30	1,779.48

Summary of significant accounting policies

2

The accompanying notes are an integral part of the financial statements.

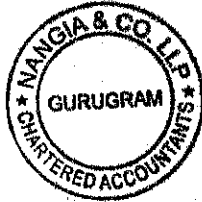
As per our report of even date

For Nangia & Co. LLP
ICAI FRN 002391C/N500069
Chartered Accountants

Prateek Agrawal

Prateek Agrawal
Partner
Membership No. 402826

Place : Gurugram
Date : May 25, 2023



For and on behalf of the Board of Directors of
Carnation Hotels Private Limited

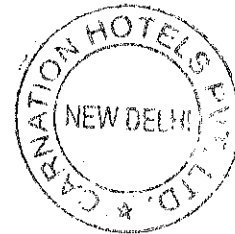
Patanjali Govind Keswani

Patanjali Govind Keswani
Director
Din: 00002974

Place : New Delhi
Date : May 25, 2023

Kapil Sharma

Kapil Sharma
Director
Din: 00352890



Carnation Hotels Private Limited
CIN: U55101DL2002PTC118180
Cash flow statement for the year ended March 31, 2023

	For the year ended March 31, 2023 Rs in lakhs	For the year ended March 31, 2022 Rs in lakhs
Cash flow from operating activities		
Profit before tax	1,192.03	263.39
Adjustments to reconcile profit/(loss) before tax to net cash flows:		
Depreciation and amortisation expenses	798.27	370.80
Finance income (including fair value change in financial instruments)	(24.15)	(17.18)
Finance costs (including fair value change in financial instruments)	58.33	124.72
Net loss on sale of property plant and equipment	-	19.26
Provision for doubtful debts	6.28	22.91
Advances written off	-	34.33
	2,030.76	812.63
Working Capital Adjustment:		
Change in trade receivables	(324.53)	(291.40)
Change in trade payables	64.41	(33.40)
Change in loans and advances and other current assets	161.81	223.08
Change in liabilities and provisions	46.89	(54.25)
	1,979.34	656.66
Income tax paid (net of refunds)	(317.14)	(83.32)
Net cash flow from operating activities	1,662.20	573.34
Investing activities		
Purchase of Property, Plant & Equipment and Intangible assets	(29.52)	-
Proceeds from sale of property plant & equipment	-	18.65
Increase of loan given to related parties	(1,000.00)	142.00
Interest received on income tax refund	8.93	1.94
Net Cash flow (used in)/ flow from investing activities	(1,020.59)	162.59
Financing activities		
Repayment of compound financial instrument	(350.00)	-
Repayment of long term borrowings	(1.46)	(8.56)
Proceeds from long term borrowings	17.54	-
(Repayment of) /proceeds from short term borrowings	(267.77)	(610.79)
Interest paid	(37.25)	(116.82)
Net Cash used in financing activities	(638.94)	(736.17)
Net increase/(decrease) in cash and cash equivalents	2.67	(0.25)
Cash and cash equivalents at the beginning of the year	2.34	2.58
Cash and cash equivalents at the end of the year	5.01	2.34
Components of cash and cash equivalents		
Cash on hand	5.01	2.34
Total cash and cash equivalents	5.01	2.34

Summary of significant accounting policies

2

As per our report of even date

For Nangia & Co. LLP
 ICAI FRN 002391C/N500069
 Chartered Accountants

Prateek Agrawal

Prateek Agrawal
 Partner
 Membership No. 402826
 UDIN:



For and on behalf of the Board of Directors of
 Carnation Hotels Private Limited

Patanjali Govind Keswani
 Patanjali Govind Keswani
 Director
 Din: 00002974

Kapil Sharma
 Kapil Sharma
 Director
 Din: 00352890

Place : Gurugram
 Date : May 25, 2023

Place : New Delhi
 Date : May 25, 2023



Carnation Hotels Private Limited

Notes to financial statements for the year ended March 31, 2023

1. Corporate Information

Carnation Hotels Private Limited (the Company) is a private company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The registered office of the Company is located at Asset No. 6, Aerocity Hospitality District, New Delhi 110037.

The Company operates, manage and provide technical services to chain of hotels, motels, resorts, restaurants, etc.

The financial statements were authorised for issue in accordance with a resolution of the directors on May 25, 2023.

2 Basis of preparation

2.1 Significant accounting policies

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

The financial statements have been prepared on a historical cost or at amortised cost except for the following assets and liabilities:

- Net defined benefit (asset)/liability
- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments),

The financial statements are presented in Indian Rupees (INR) and all values are rounded to the nearest lakhs, except where otherwise indicated.

2.2 Summary of significant accounting policies

(a) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

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



The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

(b) Foreign currencies

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Company uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

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

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

(c) Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

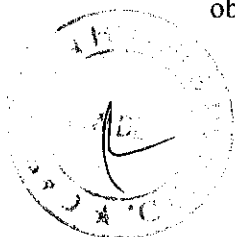
- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

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

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

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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



Carnation Hotels Private Limited

Notes to financial statements for the year ended March 31, 2023

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

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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value. External valuers are involved for valuation of significant assets and liabilities. The management selects external valuer on various criteria such as market knowledge, reputation, independence and whether professional standards are maintained by valuer. The management decides, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Group's accounting policies. For this analysis, the Valuation Committee verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The management, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

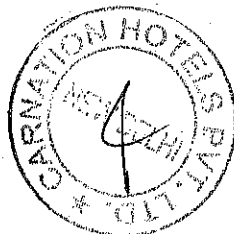
For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for valuation methods, significant estimates and assumptions (note 23)
- Quantitative disclosures of fair value measurement hierarchy (note 27)
- Financial instruments (including those carried at amortised cost) (note 27)

(d) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. The Company assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements. The specific recognition criteria described below must also be met before revenue is recognized.



Carnation Hotels Private Limited

Notes to financial statements for the year ended March 31, 2023

Goods and Service Tax (GST)/Sales tax/ value added tax (VAT) is not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

Income from services

Revenues from management and consultancy contracts are recognized pro-rata over the period of the contract as and when services are rendered.

Interest income

For all financial instruments measured at amortized cost and interest bearing financial assets classified as available for sale, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or liability. Interest income is included in finance income in the statement of profit and loss.

Dividends

Revenue is recognized when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

Management fee

Revenue from management services comprises fixed and variable income. Fixed income is recognised pro-rata over the period of the contract as and when services are rendered. Variable income is recognised on an accrual basis in accordance with the terms of the relevant agreement.

Gain/(loss) on sale of investment in mutual funds

Gain/(loss) on sale of investment in mutual funds is recorded as other income on transfer of title from the Company and is determined as the difference between the redemption price and carrying value of the investments.

(e) Taxes

Current income tax

Current income tax assets and liabilities are measured as the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

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



Carnation Hotels Private Limited

Notes to financial statements for the year ended March 31, 2023

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

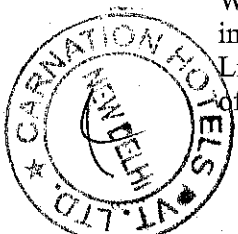
Deferred tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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

(f) **Property, plant and equipment**

Property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes its purchase primport duties and non-refundable purchase taxes, after deducting trade discounts and rebates; any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management and borrowing costs for long-term construction projects if the recognition criteria are met.

When significant parts of property, plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied.



Carnation Hotels Private Limited

Notes to financial statements for the year ended March 31, 2023

All other repair and maintenance costs are recognised in profit or loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Depreciation on fixed assets is provided as per Schedule II of Companies Act, 2013 on Straight Line Method over its economic useful life of fixed assets as follows:

Fixed Assets	Useful life considered (SLM)
Plant & Machinery	15 Years
Building	60 Years
Electrical installations and fittings	10 Years
Office Equipment's	5 Years
Furniture and Fixtures	10 Years
Vehicles	8 Years
Computers	3 Years
Software	3 Years
License & franchise agreements	8 Years

The Company, based on management estimates, depreciates certain items of building, plant and equipment over estimated useful lives which are lower than the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognized.

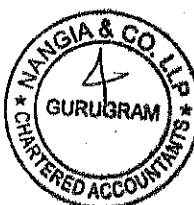
The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end, and adjusted prospectively if appropriate.

(g) Intangible assets

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

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

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



Carnation Hotels Private Limited

Notes to financial statements for the year ended March 31, 2023

The useful lives of intangible assets are assessed as below:

Intangible Assets	Life
Softwares	3 years
Franchise & license agreements	8 years

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment at each year end either individually or at the cash generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the income statement when the asset is derecognized.

(h) Borrowing costs

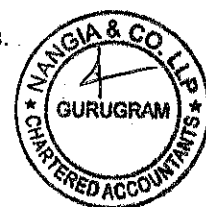
Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which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

(i) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair valueless costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country in which the entity operates, or for the market in which the asset is used.

Impairment losses of continuing operations are recognised in the statement of profit and loss.



Carnation Hotels Private Limited

Notes to financial statements for the year ended March 31, 2023

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

(j) Provisions

General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

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

(k) Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Gratuity liability is defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year.

Short term compensated absences are provided for based on estimates. Long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to statement of profit and loss in subsequent periods.



Carnation Hotels Private Limited

Notes to financial statements for the year ended March 31, 2023

Past service costs are recognised in statement of profit and loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

The Company treats leaves expected to be carried forward for measurement purposes. Such compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where Company has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non-current liability

(I) Financial instruments

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

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

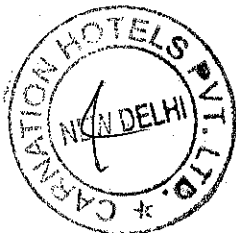
For purposes of subsequent measurement, financial assets are classified in following categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A debt instrument is measured at the amortised cost if both the following conditions are met:

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



Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

This category is the most relevant to the Company. 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 on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables, loans to subsidiaries etc. For more information on receivables, refer to Note 8.

Debt instrument at FVTOCI

A debt instrument is classified as at the FVTOCI if both of the following criteria are met:

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

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Company has not designated any debt instrument as at FVTPL.

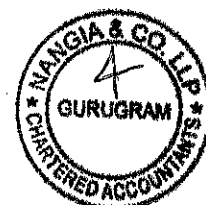
Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's consolidated balance sheet) when:

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

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.



Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets

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

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- b) Financial assets that are debt instruments and are measured as at FVTOCI
- c) Lease receivables under Ind AS 116
- d) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18
- e) Loan commitments which are not measured as at FVTPL
- f) Financial guarantee contracts which are not measured as at FVTPL

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 116

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

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

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.



Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:
Financial liabilities at fair value through profit or loss

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

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

Loans and borrowings

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

Financial guarantee contracts

Financial guarantee contracts issued by the group Company are those contracts that require a payment to be made to reimburse the guarantee holder for a loss it incurs because the Company fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantees issued by the group Company on behalf the Company are designated as 'Insurance Contracts'.



Carnation Hotels Private Limited

Notes to financial statements for the year ended March 31, 2023

Derecognition

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

Contributed equity

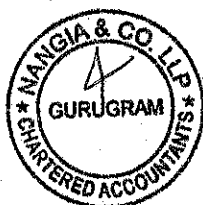
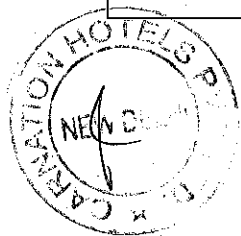
Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

The following table shows various reclassification and how they are accounted for:

Original classification	Revised classification	Accounting treatment
Amortised cost	FVTPL	Fair value is measured at reclassification date. Difference between previous amortized cost and fair value is recognised in P&L.
FVTPL	Amortised Cost	Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on the new gross carrying amount.
Amortised cost	FVTOCI	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification.
FVTOCI	Amortised cost	Fair value at reclassification date becomes its new amortised cost carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost.
FVTPL	FVTOCI	Fair value at reclassification date becomes its new carrying amount. No other adjustment is required.
FVTOCI	FVTPL	Assets continue to be measured at fair value. Cumulative gain or loss previously recognized in OCI is reclassified to P&L at the reclassification date.



Carnation Hotels Private Limited

Notes to financial statements for the year ended March 31, 2023

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(m) Redeemable preference shares

Redeemable preference shares are separated into liability and equity components based on the terms of the contract.

On issuance of the redeemable preference shares, the fair value of the liability component is determined using a market rate for an equivalent non-convertible instrument. This amount is classified as a financial liability measured at amortised cost (net of transaction costs) until it is extinguished on conversion or redemption.

(n) Cash and cash equivalents

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

(o) Measurement of EBITDA

As permitted by the Guidance Note on the Revised Schedule III to the Companies Act, 2013, the Company has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. In its measurement, the Company does not include depreciation and amortization expense, finance costs and tax expense.

(p) Segment reporting policies

Identification of segments

The management of the Company reviews the specific performance of its respective hotel properties. However, since all hotels have similarity in terms of products and services, customer classes, method of providing services and the regulatory environment, the individual hotels qualify for aggregation. Thus, the management has considered aggregating all the hotels as one reportable operating segment. Accordingly, the figures appearing in these financial statements relate to the Company's single operating segment.

(q) Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing:

- The profit attributable to owners of the Company
- By the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year, if any.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.



Carnation Hotels Private Limited
Notes to financial statements as at March 31, 2023

3 Property, plant and equipment

Rs. in lakhs

Particulars	Office Furniture	Office equipments	Computers	Vehicles*	Total
Cost or valuation					
As at April 1, 2021	0.16	0.27	3.57	80.11	84.11
Disposals	-	-	-	71.83	71.83
As at March 31, 2022	0.16	0.27	3.57	8.28	12.28
Additions	-	-	7.79	21.73	29.52
Disposals	-	-	-	-	-
As at March 31, 2023	0.16	0.27	11.36	30.01	41.80
Depreciation					
As at April 1, 2021	0.07	0.27	2.71	30.08	33.13
Charge for the year	0.02	-	0.48	7.87	8.37
Disposals	-	-	-	33.92	33.92
As at March 31, 2022	0.09	0.27	3.19	4.03	7.58
Charge for the year	0.02	-	1.28	0.39	1.69
Disposals	-	-	-	-	-
As at March 31, 2023	0.11	0.27	4.47	4.42	9.27
Net Book value					
As at March 31, 2023	0.05	-	6.89	25.59	32.53
As at March 31, 2022	0.07	-	0.38	4.25	4.70

Net book value

	As at March 31, 2023	As at March 31, 2022
Plant, property and equipment	32.53	4.70

*Vehicle loan is secured by hypothecation of underlying motor vehicle acquired out of such loans
a) There is no change in the carrying value due to revaluation in any class of assets

4 Intangible Assets

Rs. in lakhs

Particulars	Software	License & franchise agreements	Total
Cost or valuation			
As at April 1, 2021	2.42	1,900.00	1,902.42
Additions	-	-	-
As at March 31, 2022	2.42	1,900.00	1,902.42
Additions	-	-	-
As at March 31, 2023	2.42	1,900.00	1,902.42
Amortisation and impairment			
As at April 1, 2021	1.12	422.36	423.48
Amortisation	0.52	361.91	362.43
As at March 31, 2022	1.64	784.27	785.91
Amortisation	0.59	795.99	796.58
As at March 31, 2023	2.23	1,580.26	1,582.49
Net Block			
As at March 31, 2023	0.20	319.74	319.94
As at March 31, 2022	0.80	1,115.73	1,116.51

a) There is no change in the carrying value due to revaluation in any class of assets



Carnation Hotels Private Limited
Notes to financial statements as at March 31, 2023

5 Other non-current assets

Advances other than capital advances

Others

Advance income tax (net of provision for taxation)

Total

As at March 31, 2023 Rs. In lakhs	As at March 31, 2022 Rs. In lakhs
82.54	218.90
82.54	218.90

6 Deferred tax liabilities/Deferred tax assets (Net)

Deferred tax liabilities

DTL on split accounting done for preference shares

Fixed assets : Impact of difference between tax depreciation and depreciation/
amortization charged for financial year

Deferred tax Liabilities

Deferred tax assets

Impact of expenditure charged to the statement of profit and loss in the current/
earlier period but allowable for tax purposes on payment basis

Effect of unabsorbed depreciation and business loss

DTA on ECL Created on trade receivables

Deferred tax Assets

Deferred tax (liability)/deferred tax asset (Net)

As at March 31, 2023 Rs. In lakhs	As at March 31, 2022 Rs. In lakhs
-	8.31
(95.40)	39.46
(95.40)	47.77
8.92	4.49
-	-
7.64	14.70
16.56	19.19
111.96	(28.59)

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2023 and March 31, 2022

Accounting profit / (loss) before income tax

Tax rate

At India's statutory income tax rate of 25.17%

Effect of non-deductible expenses

Income tax charge/ (credit) in respect of earlier year

1,192.03	263.39
25.17%	25.17%
300.01	66.29
0.94	1.09
12.00	-
312.95	67.38



Carnation Hotels Private Limited
Notes to financial statements as at March 31, 2023

7 Financial assets

(i) Trade receivables*

* refer note 33(D) for agewise outstanding of trade receivable

Break-up for trade receivables:

Unsecured, considered good
Doubtful

Impairment allowance (allowance for bad and doubtful debts)

Doubtful

Total trade receivables

(ii) Cash and cash equivalents

Balance with banks
Cash on hand

Cash at bank are non-interest bearing financial assets.

(iii) Loans*

Loan to related party**

*refer note 33(C) for loans granted to promoter, director, KMP and other related parties.

Loan carries an interest @9% and is payable on demand

(iv) Other financial assets

Interest accrued but not due

Break up of current financial assets carried at amortised cost

Trade receivables
Cash and cash equivalents
Loan to related party
Interest accrued but not due

Total current financial assets carried at amortised cost

8 Other current assets

Advances recoverable in cash or kind

- Others

Balance with statutory/ government authorities

Unbilled revenue

Prepaid expenses

Total

	As at March 31, 2023 Rs. In lakhs	As at March 31, 2022 Rs. In lakhs
	987.37	669.12
	987.37	669.12
	987.37	669.12
	30.36	24.08
	1,017.73	693.20
	30.36	24.08
	987.37	669.12
	5.01	2.34
	5.01	2.34
	1,128.00	128.00
	1,128.00	128.00
	97.89	84.19
	97.89	84.19
	987.37	669.12
	5.01	2.34
	1,128.00	128.00
	97.89	84.19
	2,218.27	883.65
	0.07	0.07
	0.29	113.70
	-	47.20
	1.80	1.48
	2.16	162.45



9 Share capital

Authorised Share Capital

	Equity shares	
	No. of shares	Rs. In Lakhs
As at April 1, 2021	10,00,000	10.00
Increase/(decrease) during the year	-	-
As at March 31, 2022	10,00,000	10.00
Increase/(decrease) during the year	-	-
As at March 31, 2023	10,00,000	10.00
5% Redeemable Non-Cumulative Preference Shares		
	No. of shares	Rs. In lakhs
As at April 1, 2021	3,50,000	350.00
Increase/(decrease) during the year	-	-
As at March 31, 2022	3,50,000	350.00
Increase/(decrease) during the year	-	-
As at March 31, 2023	3,50,000	350.00

Terms/rights attached to equity shares

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

The Preference shares are not convertible into equity shares and are reflected in financial liabilities

Issued equity capital*

	No. of shares	Rs. In lakhs
Equity shares of INR 1 each issued, subscribed and fully paid		
As at April 1, 2021	9,34,580	9.35
Increase/(decrease) during the year	-	-
As at March 31, 2022	9,34,580	9.35
Increase/(decrease) during the year	-	-
As at March 31, 2023	9,34,580	9.35

*read with note number 34(B) for promotor holding details

Shares held by holding company:-

	As at March 31, 2023		As at March 31, 2022	
	No. of shares	Rs. In lakhs	No. of shares	Rs. In lakhs
Equity shares of Rs. 1 each fully paid up				
Lemon Tree Hotels Limited	9,34,580	9.35	7,00,000	7.00

Details of shareholders holding more than 5% shares in the company:-

Name of the shareholder	As at March 31, 2023		As at March 31, 2022	
	No. of shares	% held as at June 30, 2022	No. of shares	% held as at March 31, 2022
	Equity shares of Rs. 1 each fully paid up			
Lemon Tree Hotels Limited	9,34,580	100.00%	7,00,000	74.90%
Ratjan Keswani	-	0.00%	2,34,580	25.10%

The Company has not issued Bonus Share, Share for consideration other than cash and has not bought back shares during the period of five years immediately preceding the reporting date.

10 Other equity

	Rs. In lakhs
Retained Earnings	
As at April 1, 2021	649.61
Loss for the year	197.19
As at March 31, 2022	846.80
Profit for the year	880.50
Transfer to capital redemption reserve	(350.00)
As at March 31, 2023	1,377.30

Capital Redemption Reserve

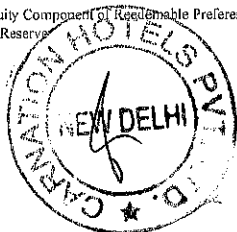
	Rs. In lakhs
As at April 1, 2021	-
Increase/(decrease) during the year	-
As at March 31, 2022	-
Increase/(decrease) during the year	350.00
As at March 31, 2023	350.00

Capital Reserve (Equity Component of Redeemable Preference shares)

	Rs. In lakhs
As at April 1, 2021	52.18
Increase/(decrease) during the year	-
As at March 31, 2022	52.18
Increase/(decrease) during the year	-
As at March 31, 2023	52.18

Other reserves

	As at March 31, 2023 Rs. in lakhs	As at March 31, 2022 Rs. in lakhs
Retained earnings	1,377.30	846.80
Capital Reserve (Equity Component of Redeemable Preference shares)	52.18	52.18
Capital Redemption Reserve	350.00	-
	1,779.48	898.98



Carnation Hotels Private Limited
Notes to financial statements as at March 31, 2023

11 Borrowings

Non-current borrowings

Term Loans

Indian rupee loans from Banks (Secured)

Vehicle loans (Refer note 1 below)

Liability component of compound financial instrument

Non Convertible preference shares (unsecured)(Refer note 2 below)

Total non-current borrowings

Current borrowings

Term Loans

Current maturity of long term loans

Vehicle loans (Refer note 1 below)

Total current borrowings

Less: Amount clubbed under "current borrowings"

Net current borrowings

	As at March 31, 2023 Rs. In lakhs	As at March 31, 2022 Rs. In lakhs
	15.12	1.32
	-	328.92
	<u>15.12</u>	<u>330.24</u>
	3.74	1.46
	<u>3.74</u>	<u>1.46</u>
	<u>(3.74)</u>	<u>(1.46)</u>
	<u>-</u>	<u>-</u>

Term loans

1.) Vehicle loans are taken from BMW financial services, HDFC Bank and Axis Bank and are secured by hypothecation of underlying motor vehicle acquired out of such loans. Rate of interest of the loans is 8.70%. The loan is repayable on agreed monthly installments.

2.) Liability component of compound financial instrument represented 5% Redeemable Preference shares, these shares were non-cumulative, non-convertible, non-participating and carried a preferential right, vis-à-vis equity shares of the Company, with respect to payment of dividend and repayment in case of a winding up or repayment of capital and shall carry voting rights as per the provisions of Section 47(2) of the Act. The 5% Redeemable Preference Shares were redeemed during the year at par, out of profits.

3) The Company has not defaulted in the repayment of loans and interest as at Balance Sheet date.

12 Provisions

Provision for gratuity (refer note 24)

Current

Non-current

Provision for leave benefits

Current

Non-current

Total current

Total non-current

	As at March 31, 2023 Rs. In lakhs	As at March 31, 2022 Rs. In lakhs
	1.59	1.68
	2.50	5.92
	<u>4.09</u>	<u>7.60</u>
	6.29	4.88
	-	-
	<u>6.29</u>	<u>4.88</u>
	<u>7.88</u>	<u>6.56</u>
	<u>2.50</u>	<u>5.92</u>



Carnation Hotels Private Limited
Notes to financial statements as at March 31, 2023

13 Financial liabilities	As at March 31, 2023 Rs. In lakhs	As at March 31, 2022 Rs. In lakhs
(i) Borrowings		
Cash credit from banks (Secured) *	718.34	986.11
Current maturities of long-term borrowings (refe note 11)	3.74	1.46
	722.08	987.57

* The Cash credit facility and working capital loan from HDFC Bank Limited is repayable on demand and carries interest rate of 8.75% p.a. (March 31, 2022: 8.60% p.a.) and is secured by way of:

- a) Exclusive charge on entire movable assets of the Company (Current as well as future assets).
- b) Corporate Gaurantee of Lemon Tree Hotels Limited (holdings company).
- c) The Company has used borrowings from banks/financial institutions for the specific purpose of working capital requirement.

(ii) Trade payables*	As at March 31, 2023 Rs. In lakhs	As at March 31, 2022 Rs. In lakhs
Trade Payables		
-Micro and small enterprises	0.06	-
-Other than micro and small enterprises	86.37	22.02
	86.43	22.02

*refer note 33(e) for ageing outstanding of trade payables

14 Other current liabilities		
Statutory dues	144.56	96.98
	144.56	96.98

(This space has been intentionally left blank)



Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

15 Revenue from operations	For the year ended March 31, 2023 Rs. In lakhs	For the year ended March 31, 2022 Rs. In lakhs
Sale of products and services		
Consultancy for hotel design, development & management	2,632.67	1,189.70
	2,632.67	1,189.70
16 Other income	For the year ended March 31, 2023 Rs. In lakhs	For the year ended March 31, 2022 Rs. In lakhs
Excess provision/ credit balances written back	0.00	5.60
Total	0.00	5.60
17 Employee benefit expense	For the year ended March 31, 2023 Rs. In lakhs	For the year ended March 31, 2022 Rs. In lakhs
Salaries, wages and bonus	496.36	303.53
Contribution to provident fund and other funds	7.27	4.40
Gratuity expense	1.31	1.48
Leave compensation expenses	1.54	(0.21)
Staff welfare expenses	0.01	0.51
Total	506.49	309.71
18 Other expenses	For the year ended March 31, 2023 Rs. In lakhs	For the year ended March 31, 2022 Rs. In lakhs
Repair and maintenance		
- Others	0.85	0.04
License fees	14.02	17.70
Rent	-	4.89
Rates and taxes	0.09	0.33
Communication costs	0.16	0.16
Printing and stationery	0.01	-
Traveling and conveyance	10.88	3.57
Vehicle running and maintenance	0.84	0.86
Membership and subscriptions	-	0.15
Training expenses	-	3.40
Advances written off	-	34.33
Legal and professional fees	61.61	29.26
Provision for doubtful debts	6.28	22.91
Corporate social responsibility expense	5.62	6.02
Loss on sale of property, plant & equipment	-	19.26
Payment to auditors	1.26	0.82
Miscellaneous expenses	0.08	0.16
Total	101.70	143.86
Payment to auditor		
Statutory audit fees	1.00	0.40
Tax audit fees	0.06	0.12
Other services	0.20	0.30
	1.26	0.82

(This space has been intentionally left blank)



Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

Details of CSR expenditure:

	For the year ended March 31, 2023 Rs in lakhs	For the year ended March 31, 2022 Rs in lakhs
(a) Gross amount required to be spent by the company during the year	5.62	6.01
(b) Amount spent during the year ended on March 31, 2023:	In cash	Yet to be paid in cash
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above	5.62	-
(b) Amount spent during the year ended on March 31, 2022:	In cash	Yet to be paid in cash
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above	6.02	-

The Company, through CSR initiative focuses on following areas:

- Purchase of Antismog gun for environment
- Empowerment of weaker section of society through education and skill training
- Giving special care to disabled's, advocacy for inclusion and early identification of person with disabilities

19 Finance cost

	For the year ended March 31, 2023 Rs. In lakhs	For the year ended March 31, 2022 Rs. In lakhs
Interest		
- on vehicle loans	0.18	0.88
- on credit facilities from banks	37.07	115.76
- on non convertible preference shares	21.08	7.90
- on loans from others	-	0.19
Total	58.33	124.73

20 Depreciation and amortization expense

	For the year ended March 31, 2023 Rs. In lakhs	For the year ended March 31, 2022 Rs. In lakhs
Depreciation of tangible assets	1.69	8.37
Amortization of intangible assets	796.58	362.43
Total	798.27	370.80

21 Finance income

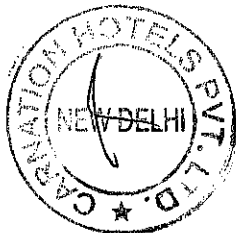
	For the year ended March 31, 2023 Rs. In lakhs	For the year ended March 31, 2022 Rs. In lakhs
Interest Income on :		
-Income tax refund	8.93	1.94
-Loan to related party	15.22	15.25
	24.15	17.19

22 Earnings per share (Basic And Diluted)

Basic EPS amounts are calculated by dividing the profit/(loss) for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

	For the year ended March 31, 2023 Rs. In lakhs	For the year ended March 31, 2022 Rs. In lakhs
Profit/(Loss) after tax (Rs. In lakhs)	879.08	196.01
Weighted average Number of equity shares	9,34,580	9,34,580
Basic & Diluted EPS (Rs.)	94.21	21.10



23. Significant accounting judgments, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, the accompanying disclosures and the disclosure of contingent liabilities. Uncertainty about these judgements, estimates and assumptions could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur. The estimates and underlying assumptions are reviewed on an ongoing basis and the revisions to accounting estimates are recognized in the period in which the estimate is revised.

Critical judgements, estimates and assumptions

a. Impairment of intangible assets

Each license and franchise agreement is an identifiable asset that generates cash inflows and is independent of the cash inflows of the other hotel properties, hence identified as cash generating units. The Company assesses the carrying amount of license and franchise agreement (CGU) to determine whether there is any indication that those assets have suffered an impairment loss. Where the carrying amount of CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. An impairment loss (if any) is recognised in the statement of profit and loss.

While assessing the recoverable amount, the Company used the discounted cash flow approach including various significant estimates and assumptions such as forecast of future revenue, operating margins, growth rate and selection of the discount rates. The key assumptions used for the calculations are as follows:

Particulars	As at March 31, 2023	As at March 31, 2022
Discount rate (<i>pre tax rate of WACC</i>)	12.50%	12.50%
Long term growth rate	5.50%	5.50%

As at March 31, 2023, the estimated recoverable amount of the CGU exceeded its carrying amount.

b. Loss allowance on trade receivables

An impairment analysis of trade receivables is performed at each reporting period based on the Company's history of collections, customer's creditworthiness, existing market conditions as well as forward looking estimates. Basis this assessment, the allowance for doubtful trade receivables as at March 31, 2023 is considered adequate.

24. Gratuity and other post-employment benefit plans

Rs. in lakhs

	As at March 31, 2023	As at March 31, 2022
Gratuity plan	4.09	7.60
Total	4.09	7.60

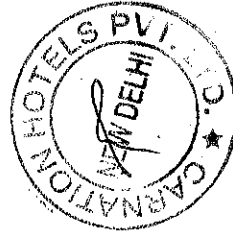
The Company has a defined benefit gratuity plan. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age. The Company makes provision of such gratuity asset/ liability in the books of accounts on the basis of actuarial valuation as per the Projected unit credit method.



Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

Changes in the defined benefit obligation and fair value of plan assets as at March 31, 2023:

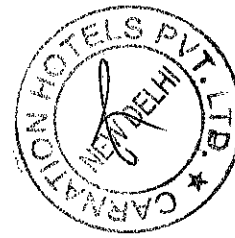
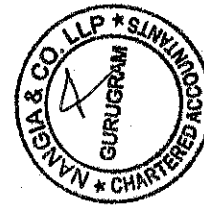
	Gratuity cost charged to profit or loss	Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from demographic assumptions	Actuarial changes arising from changes in financial assumptions	Experience adjustments	Sub-total included in OCI	Contributions by employer	Rs. in lakhs
April 1, 2022	7.60	0.85	0.46	1.31	(2.94)	-	-	7.60
Defined benefit obligation	-	-	-	-	-	-	-	-
Fair value of plan assets	-	-	-	-	-	-	-	-
Benefit liability	7.60	0.85	0.46	1.31	(2.94)	-	-	7.60
			(0.13)	(1.76)	(1.89)	(1.89)	-	4.09



Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

Changes in the defined benefit obligation and fair value of plan assets as at March 31, 2022:

		Remeasurement gains/(losses) in other comprehensive income							Rs. in Lakhs	
Gratuity cost charged to profit or loss		Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in demographic assumptions	Actuarial changes arising from changes in financial assumptions	Experience adjustments	Sub-total included in OCI	Contributions by employer	March 31, 2022		
April 1, 2021	Service cost	Net interest expense	Sub-total included in profit or loss	Benefits paid						
11.55	0.88	0.60	1.48	(3.85)	-	(1.35)	(0.23)	(1.58)	-	7.60
Defined benefit obligation										
Fair value of plan assets										
Benefit liability										
11.55	0.88	0.60	1.48	(3.85)	-	(1.35)	(0.23)	(1.58)	-	7.60



Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

	March 31, 2023	March 31, 2022
	%	%
Discount rate	7.20%	6.10%
Future salary increases	5.00%	5.00%

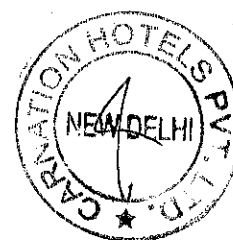
A quantitative sensitivity analysis for significant assumption as at March 31, 2023 is as shown below:

	March 31, 2023	March 31, 2023	March 31, 2023	March 31, 2023
Assumptions	Discount rate		Future salary increases	
Sensitivity Level	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation	(0.11)	0.12	0.12	(0.11)

A quantitative sensitivity analysis for significant assumption as at March 31, 2022 is as shown below:

	March 31, 2022	March 31, 2022	March 31, 2022	March 31, 2022
Assumptions	Discount rate		Future salary increases	
Sensitivity Level	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation	(0.24)	0.26	0.26	(0.24)

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.



Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

The following payments are expected contributions to the defined benefit plan in future years:

Duration (Years)	For the year ended	<i>Rs. in lakhs</i>
	March 31, 2023	For the year ended March 31, 2022
1	1.64	1.73
2	0.73	1.66
3	0.57	1.36
4	0.52	1.05
5	0.43	0.85
Above 5	1.25	2.88
Total expected payments	5.14	9.52

The average duration of the defined benefit plan obligation at the end of the reporting period is 5years (March 31, 2022: 4years).

25. Commitments and contingencies

a. Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for:

At March 31, 2023, the Company did not have any contracts remaining to be executed on capital account and not provided for.



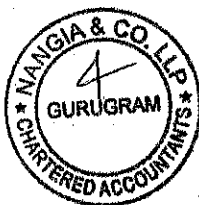
Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

26. Related Party Transactions

a) Names of related parties

Holding company	- Lemon Tree Hotels Limited
Fellow subsidiary	- Iora Hotels Private Limited - Sukhsagar Complexes Private Limited
Enterprise in which Holding company has significant influence	- Mind Leaders Learning India Private Limited
Key management personnel	-Mr. Rattan Keswani (Whole Time Director till March 31, 2022) -Mr. Patanjali Govind Keswani (Director) - Mr. Kapil Sharma (Director)

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year

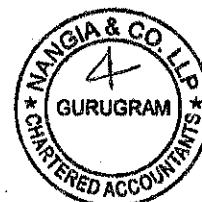
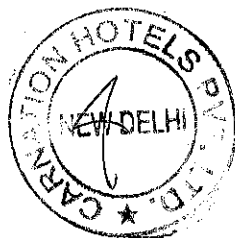


Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

Rs. in Lakhs

Particulars	For the year ended	Holding Company	Fellow Subsidiary	Key Management Personnel	Enterprise in which Holding company has significant influence
Transactions during the year*					
Repayment of loan given					
Iora Hotels Private Limited	March 31, 2023	-	-	-	-
	March 31, 2022	-	142.00	-	-
Loan given					
Iora Hotels Private Limited	March 31, 2023	-	200.00	-	-
	March 31, 2022	-	-	-	-
Sukhsagar Complexes Private Limited	March 31, 2023	-	800.00	-	-
	March 31, 2022	-	-	-	-
Repayment of loan taken					
Lemon Tree Hotels Limited	March 31, 2023	-	-	-	-
	March 31, 2022	2.72	-	-	-
Training expense					
Mind Leaders Learning India Private Limited	March 31, 2023	-	-	-	-
	March 31, 2022	-	-	-	3.67
Rent expense					
Lemon Tree Hotels Limited	March 31, 2023	-	-	-	-
	March 31, 2022	4.89	-	-	-
License fees paid					
Lemon Tree Hotels Limited	March 31, 2023	14.02	-	-	-
	March 31, 2022	17.70	-	-	-
Interest income					
Iora Hotels Private Limited	March 31, 2023	-	13.05	-	-
	March 31, 2022	-	13.73	-	-
Sukhsagar Complexes Private Limited	March 31, 2023	-	2.17	-	-
	March 31, 2022	-	-	-	-
Interest expense					
Lemon Tree Hotels Limited	March 31, 2023	-	-	-	-
	March 31, 2022	0.17	-	-	-
Salary expense					
Rattan Keswani	March 31, 2023	-	-	-	-
	March 31, 2022	-	-	169.60	-

*Transactions are exclusive of GST wherever applicable.

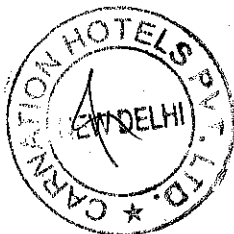


Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

Particulars	For the year ended	Holding Company	Fellow Subsidiary	Key Management Personnel	Enterprise in which Holding company has significant influence
Balances as at year end					
Interest accrued but not due on loans given					
Iora Hotels Private Limited	March 31, 2023	-	95.94	-	-
	March 31, 2022	-	84.19	-	-
Sukhsagar Complexes Private Limited	March 31, 2023	-	1.95	-	-
	March 31, 2022	-	-	-	-
Trade payable					
Lemon Tree Hotels Limited	March 31, 2023	15.15	-	-	-
	March 31, 2022	6.46	-	-	-
Loan given					
Iora Hotels Private Limited	March 31, 2023	-	328.00	-	-
	March 31, 2022	-	128.00	-	-
Sukhsagar Complexes Private Limited	March 31, 2023	-	800.00	-	-
	March 31, 2022	-	-	-	-

Commitments with related parties

The company has not entered into any commitments with related parties during the year.



27. Fair values

This section gives an overview of the significance of financial instruments for the company and provides additional information on the balance sheet. Details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument.

a. Financial instruments by category

	31-Mar-23		31-Mar-22	
	FVTPL	Amortized Cost	FVTPL	Amortized Cost
Financial Assets				
Trade Receivables	-	987.37	-	669.12
Other financial asset	-	97.89	-	84.19
Loan	-	1,128.00	-	128.00
Cash and Cash Equivalents	-	5.01	-	2.34
Total Financial Assets	-	2,218.27	-	883.65
Financial Liabilities				
Borrowings	-	737.20	-	1,317.81
Trade payable		86.43		22.02
Total Financial Liabilities		823.63		1,339.83

b. Fair value measurement hierarchy for assets and liabilities

Fair value measurement

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 under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

i) Level 1

Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

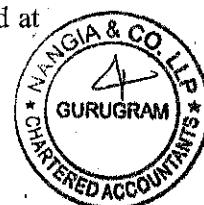
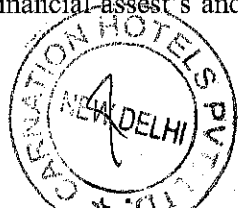
ii) Level 2

Inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.

iii) Level 3

Inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants.

There are no financial assets and liabilities as at March 31, 2023 and March 31, 2022 measured at fair value.



The management assessed that fair values of cash and cash equivalents, trade receivables, trade payables, bank overdrafts, Interest accrued on bank deposits with banks, other current financial assets and other current financial liabilities approximates their carrying amounts largely due to the short-term maturities of these instruments.

The fair values of loans, security deposits, borrowings and other financial assets and liabilities are considered to be the same as their fair values, as there is an immaterial change in the lending rates.

28. Financial risk management objectives and policies

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to support its operations. The Company's financial assets include loans, trade and other receivables, and cash & cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by a financial risk committee that advises on financial risks and the appropriate financial risk governance framework for the Company. This financial risk committee provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedure and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each risk, which are summarised as below:

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 risk comprises three types of risk: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk include loans and borrowings, deposits and payables/receivables in foreign currencies.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates. The Company is carrying its borrowings primarily at variable rate. The Company expects the variable rate to decline, accordingly the Company is currently carrying its loans at variable interest rates.

Trade receivables and security deposits

Customer credit risk is managed by business through the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of each customer is assessed and credit limits are defined in accordance with this assessment. Outstanding customer receivables and security deposits are regularly monitored.

An impairment analysis is performed for all major customers at each reporting date on an individual basis. In addition, a large number of minor receivables are grouped into homogenous group and assessed for impairment collectively. The calculation is based on historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in note 28. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.



Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company has no exposure in foreign currency.

Credit risk

Credit risk is the risk that counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including loans to related parties, deposits with banks and financial institutions and other financial instruments.

(a) Trade receivables

Customer credit risk is managed by each business location subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed and individual credit limits are defined in accordance with the assessment both in terms of number of days and amount.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed below. The Company does not hold collateral as security.

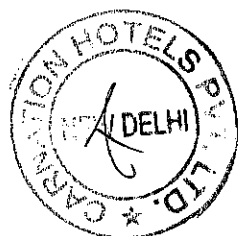
(b) Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investment of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The Company's maximum exposure to credit risk for the components of the balance sheet at 31 March 2023 and 31 March 2022 is the carrying amount as illustrated in Note 28.

	<i>Rs. in lakhs</i>	
Ageing	March 31, 2023	March 31, 2022
Not due	-	-
0-60 days past due	777.76	512.84
61-120 days past due	163.12	135.65
121-180 days past due	13.37	20.63
180-365 days past due	30.25	-
365-730 days past due	2.87	-

Liquidity risk

The Company monitors its risk of a shortage of funds by estimating the future cash flows. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, cash credit facilities and bank loans. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Company has access to a sufficient variety of sources of funding and debt maturity within 12 months can be rolled over with existing lenders. The Company had access to the following undrawn borrowing facilities at the end of the reporting periods.



Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

	<i>Rs. in lakhs</i>					Total
	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	
Year ended March 31, 2023						
Borrowings (other than preference shares)	718.34	0.49	3.25	14.76	0.36	737.20
Trade payables	86.43	-	-	-	-	86.43
	804.77	0.49	3.50	14.51	0.36	823.63
Year ended March 31, 2022						
Borrowings (other than preference shares)	986.11	0.23	1.22	1.33	-	988.89
Trade payables	22.02	-	-	-	-	22.02
	1,008.13	0.23	1.22	1.33	-	1,010.91

29. Capital management

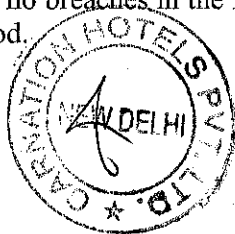
For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

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

	<i>Rs. In lakhs</i>	
	<u>March 31, 2023</u>	<u>March 31, 2022</u>
Borrowings (other than preference share)	737.20	988.89
Trade payable	86.43	22.02
Less: cash and cash equivalents (Note 6)	5.01	2.34
Net debt	818.64	1008.57
Total capital (Including preference share)	1,788.83	1,237.25
Capital and net debt	2,607.47	2,245.82
Gearing ratio	31.38%	44.91%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.



Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2023 and March 31, 2022.

30. There is no un hedged foreign currency exposure as at the balance sheet date.

31. **Segment reporting:**

The Company is into Hoteliering business. The Board of Directors of the Company, which has been identified as being the chief operating decision maker (CODM), evaluates the Company performance, allocate resources based on the analysis of the various performance indicator of the Company as a single unit. Therefore there is no reportable segment for the Company as per the requirements of Ind AS 108 – “Operating Segments”.

Information about geographical areas

The Company has only domestic operations and hence no information required for the Company as per the requirements of Ind AS 108 – “Operating Segments”.

Information about major customers

No customer individually accounted for more than 10% of the revenue.

32. **Details of dues to Micro, Small and Medium Enterprises as per MSMED Act, 2006.**

	March 31, 2023	March 31, 2022
the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	0.06	Nil
the amount of interest paid by the buyer in terms of section 16 of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	Nil	Nil
the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	Nil	Nil
the amount of interest accrued and remaining unpaid at the end of each accounting year; and	Nil	Nil
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 Micro Small and Medium Enterprise Development Act, 2006	Nil	Nil



Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

33. Supplementary information as per requirement of Schedule III of the Companies Act.

A) Ratio Analysis and its elements

S.No.	Ratio	Numerator	Denominator	March 31, 2023	March 31, 2022	% Variance	Reason for variance
1	Current ratio	Current assets	Current liabilities	2.31	0.94	145.99%	Increase due to revenue generated from operations corresponding increase in current assets
2	Debt equity ratio	Total Debt	Shareholder equity	0.41	0.80	(48.45%)	Decrease due to reduction of current borrowings from funds generated from operations
3	Debt service coverage ratio	Earnings available for debt service	debt service	5.30	0.96	469.97%	Change is due to increase in revenue from operations
4	Return on equity	Net profit after taxes	Average shareholders equity	65%	24%	169.36%	Change is due to increase in revenue from operation
5	Inventory turnover ratio	COGS & Sales	Average Inventory	NA	NA	NA	
6	Trade receivable turnover ratio	Net credit sales	Avg. accounts receivable	3.18	2.16	47.49%	Change in revenue has lead to increase in trade receivables
7	Trade payables turnover ratio	Net credit purchase	Average trade payable	NA	NA	NA	
8	Net capital turnover ratio	Net Sales	Working capital	2.09	(17.75)	(88.23%)	Increase in revenue levels as compared to previous year
9	Net profit ratio	Net Profit	Net sales	33%	16%	102.75%	Increase due to increase in profit from operation
10	Return on capital employed	EBIT	Capital employed	56%	33%	68%	Change is due to increase in EBIT levels in comparison to Previous year
11	Return on investment	Income generated from investments(Fixed Deposits)	Time weighted investments	NA	NA	NA	

(i) Earning for debt service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of fixed assets etc.

(ii) Debt service = interest and lease payments + principal repayments.

(iii) Capital employed= Networth+ Total debt + Deferred tax liability-net intangible assets



Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

B) Detail of shareholding of promoters of the Company

As at March 31, 2023

S.No.	Promoter Name	Number of shares at the beginning of the year 2022	% of total Share Capital	Change during the year*	Number of shares at the end of the year 2023	Percentage of Total shares	% change during the year
1	Lemon Tree Hotels Limited	700,000	74.90%	234,580	934,580	100.00%	25.10%

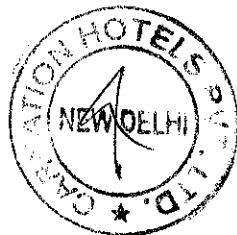
As at March 31, 2022

S.No.	Promoter Name	Number of shares at the beginning of the year 2021	% of total Share Capital	Change during the year*	Number of shares at the end of the year 2022	Percentage of Total shares	% change during the year
1	Lemon tree Hotels Limited	700,000	74.90%	-	700,000	74.90%	-

C) Disclosure of loans or advances given by the Company in the nature of loans granted to promoters, directors, KMPs and related parties.

Rs. in Lakhs

Type of Borrower	As at March 31, 2023		As at March 31, 2022	
	Amount of loan	% of total Loans	Amount of loan outstanding	% of total Loans
Loan to promoters	-	-	-	-
Loan to directors	-	-	-	-
Loan to KMPs	-	-	-	-
Loan to related parties -fellow subsidiaries	1128.00	100%	128.00	100%
Total	1128.00	100%	128.00	100%



Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

D) Trade Receivables ageing schedule:

As at March 31, 2023

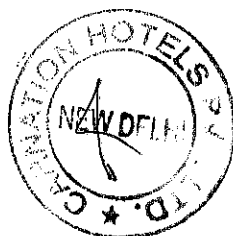
Rs. In lakhs

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables –considered good	984.50	2.87	-	-	-	987.37
(ii) Undisputed Trade Receivables –which have significant increase in credit risk	6.25	0.03	18.63	5.45	-	30.36
(iii) Undisputed Trade Receivables –credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-
Unbilled Revenue	-	-	-	-	-	-

As at March 31, 2022

Rs. In lakhs

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables –consideredgood	669.12	-	-	-	-	669.12
(ii) Undisputed Trade Receivables –which have significant increase in credit risk	1.31	17.32	5.45	-	-	24.08
(iii) Undisputed Trade Receivables –credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-
Unbilled Revenue	-	-	-	-	-	-



Carnation Hotels Private Limited

Notes to financial statements for the year ended March 31, 2023

E) Trade payables ageing schedule based:

As at March 31, 2023

Rs. In lakhs

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	0.06	-	-	-	0.06
Total outstanding dues of creditors other than micro enterprises and small enterprises	27.54	-	-	0.28	27.82
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-
Unbilled Dues	58.55	-	-	-	58.55

As at March 31, 2022

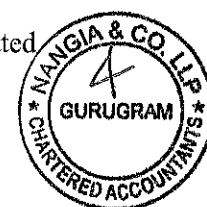
Rs. In lakhs

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	10.35	-	0.03	0.24	10.62
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-
Unbilled Dues	11.40	-	-	-	11.40

F) **Other Statutory Information**

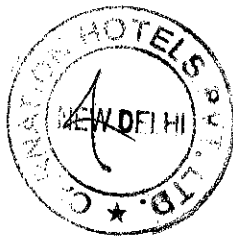
- (i). The Company have not traded or invested in Crypto currency or virtual currency during the financial year.
- (ii). The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under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

(iii). The Company does not have any Benami property, where any proceeding has been initiated



Carnation Hotels Private Limited
Notes to financial statements for the year ended March 31, 2023

- or pending against the Company for holding any Benami property
- (iv). The Company has not entered into any transaction with companies struck off.
 - (v). The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
 - (vi). 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.
 - (vii). During the year, the Company has not entered into any scheme of arrangements in terms of section 230 to 237 of the Companies Act, 2013 and accordingly, the prescribed disclosures of Schedule III are not required to be given.
 - (viii). 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.
 - (ix). The Company have not received any funds from any 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.



Carnation Hotels Private Limited

Notes to financial statements for the year ended March 31, 2023

34. The previous year figures have been regrouped, rearranged and reclassified wherever necessary to conform to this year's classification.

For Nangia & Co. LLP
Chartered Accountants
ICAI FRN 002391C/N500069

Prateek Agrawal
Prateek Agrawal
Partner
Membership No. 402826



For and on behalf of the Board of Directors of
Carnation Hotels Private Limited

Patanjali Govind Keswani
Patanjali Govind Keswani
Director
DIN: 00002974

Kapil Sharma
Kapil Sharma
Director
DIN: 00352890

Place: Gurugram
Date: May 25, 2023

Place: New Delhi
Date: May 25, 2023

