



# SINCLAIRS

HOTELS *and* RESORTS



ANDAMANS



BURDWAN



DARJEELING



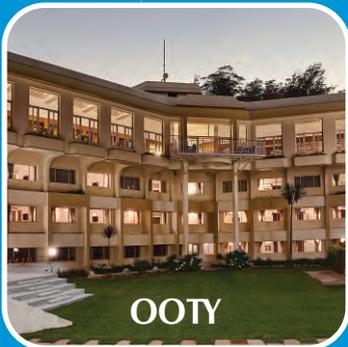
DOOARS



GANGTOK



KALIMPONG



OOTY



SILIGURI



YANGANG

Nine Exciting Destinations. One Signature Brand.

**Sinclairs Hotels Ltd.**  
Annual Report 2023-2024

## Contents

Corporate Information	1
Directors' Report	2
Management Discussion and Analysis Report	6
Report on Corporate Governance	10
Independent Auditor's Report	19
Financial Statements	26

## Sinclairs Hotels Limited

### Corporate Information

#### Board of Directors

Navin Suchanti, Chairman  
Dr. Niren Suchanti  
Pramina Suchanti  
Kumkum Gupta  
Sanjeev Khandelwal  
Sushil Kumar Mor

#### Chief Financial Officer

B L Soni

#### Chief Operating Officer

Swajib Chatterjee

#### Company Secretary and Compliance Officer

Ananna Sarkar

#### Auditors

B S R & Co. LLP  
Chartered Accountants  
(Firm Registration No. 101248W/ W-100022)

#### Solicitors

Victor Moses & Co.  
Temple Chambers, 6 Old Post Office Street,  
Ground Floor, Kolkata 700001

#### Registered and Corporate Office

147 Block G New Alipore,  
Kolkata 700053  
CIN: L55101WB1971PLC028152

#### Hotels & Resorts

Sinclairs Siliguri  
Sinclairs Darjeeling  
Sinclairs Retreat Dooars  
Sinclairs Retreat Ooty  
Sinclairs Bayview Port Blair  
Sinclairs Retreat Kalimpong  
Sinclairs Burdwan  
Sinclairs Gangtok  
Sinclairs Yangang

#### Registrar & Transfer Agent

Niche Technologies Pvt Ltd  
7th Floor, Room No. 7A & 7B  
3A Auckland Place, Kolkata 700017

#### Hotel Website

[www.sinclairshotels.com](http://www.sinclairshotels.com)

#### Investor information Website

[www.sinclairsindia.com](http://www.sinclairsindia.com)

## Directors' Report

### Dear Members,

Your Directors have the pleasure of presenting the 52<sup>nd</sup> Annual Report of the Company together with the Audited Financial Statements for the financial year ended March 31, 2024.

### Financial Highlights

The financial performance of your Company, for the year ended March 31, 2024, is summarised below:

Particulars	Current Year 2023-2024	Previous Year 2022-2023
	(₹ in lakh)	
Total Revenue	6512.59	5733.09
Earnings Before Interest, Depreciation, Taxes, Amortization and exceptional items (EBIDTA)	3134.16	2537.12
Depreciation	487.00	471.00
Finance Cost	104.62	110.58
Profit Before Exceptional Item and Tax	2542.54	1955.54
Exceptional item*	-	1888.90
Profit Before Tax	2542.54	3844.44
Current Tax	531.84	741.77
Deferred Tax	(43.49)	(20.53)
Net Profit for the year	2054.19	3123.20
Other Comprehensive Income for the year, net of tax	(1.59)	(4.65)
Total Comprehensive Income	2052.60	3118.55

\*On account of sale of land at Kolkata

### Performance and state of Company's affairs

The Company achieved revenue of ₹ 6512.59 lakh as compared to ₹ 5733.09 lakh in the previous year. Earnings Before Interest, Depreciation, Tax and Amortization (EBIDTA) were ₹ 3134.15 lakh as compared to ₹ 2537.12 lakh last year. The Net Profit is ₹ 2054.19 lakh as compared to ₹ 3123.20 lakh last year.

### Future Prospects

Indian tourism and hospitality industry is emerging as one of the key growth drivers amongst service sectors in India. Further, massive development of infrastructure and improved connectivity is likely to result in an exponential growth of tourism industry.

The Company's cash reserves are very strong and is presently looking at opportunities to expand by way of both greenfield projects as well as acquiring existing properties on lease. Your directors are confident of achieving higher topline and bottom-line in the coming years.

### Change in the nature of Business

During the year under review, there has been no change in the nature of the business of the Company.

### Dividend

Your directors are pleased to recommend a dividend of 50% (₹ 1 per equity share of ₹ 2 each) on the expanded capital comprising of 5,12,60,000 equity shares of ₹ 2 each for the year 2023-24.

The Dividend if approved by the shareholders will amount to ₹ 512.60 lakh.

The dividend pay-out is in accordance with the Dividend Distribution Policy of the Company which is uploaded on the Company's website at <https://www.sinclairindia.com/investor/policies/Dividend-Distribution-Policy.pdf>

### Transfer to Reserves

Your directors do not propose transferring any amount to reserves for the financial year 2023-24.

### Share Capital

During the year under review, the Company had completed buyback of 15,20,000 equity shares having face value of ₹ 2 each at a price of ₹ 200/- per share. All the equity shares bought back were extinguished on October 25, 2023. The equity share capital post buyback stood reduced to ₹ 512.60 Lakh comprising of 2,56,30,000 equity shares of ₹ 2 each.

On January 30, 2024, 2,56,30,000 fully paid-up Bonus Equity shares of ₹ 2 each in the ratio of 1:1 were issued and allotted by the Company. The equity shares post bonus issue stands increased to 5,12,60,000 equity shares. The bonus issue is a testimony of the Company's philosophy of rewarding its shareholders.

Accordingly, your Company's paid-up Equity Share Capital as on March 31, 2024, is ₹ 1025.20 Lakh. Post buyback and bonus issue, the shareholding pattern is given in the Corporate Governance Report.

The Board regrets to inform you that Ms. Sujata Suchanti, part of Promoter Group and largest single shareholder of your Company left for her heavenly abode on December 27, 2023. 47,60,013 equity shares (18.57%) held by her was transmitted to her spouse and nominee Dr. Niren Suchanti.

During the year under review, the Company has not issued any shares with differential voting rights, stock options or sweat equity shares.

### Directors and Key Managerial Personnel

The details of the Directors and Key Managerial Personnel of the Company as on March 31, 2024, are as follows:

Sl. No.	Name	Designation
1	Mr. Navin Chand Suchanti	Promoter and Non-Executive Chairman
2	Dr. Niren Chand Suchanti	Promoter and Non-Executive Director
3	Ms. Pramina Suchanti	Promoter and Non-Executive Director
4	Ms. Kumkum Gupta	Independent Director
5	Mr. Sanjeev Khandelwal	Independent Director
6	Mr. Sushil Kumar Mor	Independent Director
7	Mr. Swajib Chatterjee	Manager and Chief Operating Officer
8	Mr. B L Soni	Chief Financial Officer
9	Ms. Ananna Sarkar	Company Secretary and Compliance Officer

During the year under review, the shareholders at the Extraordinary General Meeting held on January 18, 2024, had approved the continuation of directorship of Dr. Niren Suchanti (DIN: 00909388), as a Non-executive Non-Independent Director, who is liable to retire by rotation, from the day he attains the age of 75 years i.e., April 17, 2024, till the expiry of his term.

Dr. Niren Suchanti, Director retires by rotation at the forthcoming Annual General Meeting and being eligible, offer himself for

reappointment. The Directors recommend re-appointment of Dr. Niren Suchanti to the Board. The notice convening the 52<sup>nd</sup> AGM to be held on July 18, 2024, sets out the details.

Further during the year under review, Mr. Sushil Kumar Mor (DIN: 00274066), was appointed as an Independent Director with effect from May 23, 2023, for a term of five years which was approved by the shareholders in Annual General Meeting held on July 17, 2023.

Also, Ms. Kriti Kochar (Membership No.: A52688) had resigned as Company Secretary with effect from June 17, 2023. Thereafter Ms. Debolina Karmakar (Membership No.: A62738) was appointed as a Company Secretary and Compliance Officer with effect from July 12, 2023. However, on account of health issues, Ms. Debolina resigned as Company Secretary with effect from November 10, 2023. Ms. Ananna Sarkar (Membership No.: A36737) was appointed as Company Secretary and Compliance Officer with effect from December 15, 2023.

#### **Directors' Qualification Certificate**

In accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Certificate from Mr. Arup Kumar Roy, Practicing Company Secretary dated May 21, 2024 certifying that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Companies by SEBI/ Ministry of Corporate Affairs or any such Statutory Authority is attached as Annexure to the Corporate Governance Report.

#### **Declaration by Independent Directors**

Declaration by Independent Directors that they meet the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 has been received from all the Independent Directors.

#### **Meeting of Board of Directors**

Seven (7) Board Meetings were held during the financial year ended on March 31, 2024. The details of the board meetings, their dates, and the attendance of the directors have been provided in the Corporate Governance Report.

#### **Board Evaluation**

Pursuant to the provisions of the Companies Act, 2013 and other applicable provisions, the review of Non-Independent Directors and the Board as a whole and its Committees were undertaken in a separate meeting of Independent Directors on February 12, 2024, without the attendance of Non-Independent Directors and members of the management. At the meeting, the performance of the Chairman was reviewed. The meeting also assessed the quality, quantity and timeliness of the flow of information required for the Board to perform its duties properly.

The Board of Directors separately evaluated the performance of each of the Independent Director. The concerned Independent Director did not participate in the meeting. The Directors have expressed their satisfaction with the evaluation process.

Based on the findings from the evaluation process, the Board will continue to review its procedures and effectiveness in the financial year ahead with a view to following the highest standards of corporate governance.

#### **Familiarisation Programme for Independent Directors**

The details of the familiarisation programme for Independent Directors undertaken by the Company during the year under review is available on the Company's investor information website and a web link of the same has been provided in the Corporate Governance Report.

#### **Audit Committee**

In accordance with Section 177 of the Companies Act, 2013, and Rules made thereunder and Regulation 18 of SEBI (Listing Obligations Disclosure Requirements) Regulations 2015, the Company has duly constituted the Audit Committee, details of which are disclosed in the Corporate Governance Report forming part of this Annual Report.

#### **Nomination and Remuneration Committee**

In accordance with Section 178 of Companies Act, 2013 read with Rule 6 of Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 19 of SEBI (Listing Obligations Disclosure Requirements) Regulations 2015, the Company has constituted a Nomination and Remuneration Committee, details of which are disclosed in the Corporate Governance Report forming part of this Annual Report.

#### **Stakeholders' Relationship Committee**

In accordance with Section 178 of the Companies Act, 2013 read with Rule 6 of Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 20 of SEBI (Listing Obligations Disclosure Requirements) Regulations 2015, the Company has constituted a Stakeholders' Relationship Committee, details of which are disclosed in the Corporate Governance Report forming part of this Annual Report.

#### **Auditor(s) and their reports**

##### **(i) Statutory Auditor**

The Shareholders at their 51<sup>st</sup> Annual General Meeting (AGM) held on July 17, 2023, had approved the re-appointment of M/s B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/ W-100022) as Statutory Auditors of the Company, to hold office from the conclusion of the 51<sup>st</sup> AGM up to the conclusion of the 56<sup>th</sup> AGM.

The Statutory Auditors' Report on the financial statements of the Company for the financial year ended on March 31, 2024, forms part of this Annual Report. The notes on financial statements referred to in the Auditors' Report are self-explanatory and, therefore, do not require further clarification. There are no qualifications, adverse remarks or disclaimer made by the Auditors in their Report, and hence, no explanation or comments of the board are required.

##### **(ii) Secretarial Audit**

In terms of Section 204 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. Arup Kumar Roy, Practicing Company Secretary, had been appointed as Secretarial Auditor of the Company in Board Meeting held on May 23, 2023, to conduct secretarial audit for the financial year 2023-24.

The report of the Secretarial Auditor for the year ended March 31, 2024, in Form MR-3 is given as Annexure 1 to this report. Further, Mr. Arup Kumar Roy, Secretarial Auditor has issued Secretarial Compliance Report for the year ended 31 March 2024, confirming compliance of SEBI Regulations / guidelines / circulars issued thereunder and applicable to the Company. There is no qualification, adverse remark or disclaimer made by the Secretarial Auditor in their Report and hence, no explanation or comments of the board are required.

##### **(iii) Internal Audit**

The Company had appointed M/s. Mookherjee Biswas & Pathak, Chartered Accountants, as its Internal Auditor. The Internal Audit team is submitting their report regularly to the Audit Committee.

#### **Vigil Mechanism**

Pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 read with Regulation 22 of the SEBI (LODR)

Regulation, 2015, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Policy is available on the Investor Information website of the Company at:

[www.sinclairindia.com/investor/Vigil\\_Mechanism.pdf](http://www.sinclairindia.com/investor/Vigil_Mechanism.pdf)

During the year ended March 31, 2024, no complaints were received under the Policy.

#### **Risk Management Policy**

The policy on risk management is not applicable to the Company.

#### **Disclosures of transactions of the listed entity with any person or entity belonging to the Promoter/Promoter Group**

During the financial year 2023-24, no such transaction took place with any person or entity belonging to promoter/ promoter group, except transmission of 47,60,013 shares held by Late Sujata Suchanti to her spouse and nominee Dr. Niren Chand Suchanti.

#### **Business Responsibility and Sustainability Reporting**

The Business Responsibility and Sustainability Report is not applicable to the Company during the period under review.

#### **Internal Financial Control**

Your Company has adequate internal control system, which is commensurate with the size, scale and complexity of its operations. Your Company has designed and implemented a process driven framework for Internal Financial Controls (IFC) within the meaning of the explanation of Section 134(5) of the Act, SEBI Regulations, 2015 and other relevant statutes applicable to your Company.

Your Company has a process in place to continuously monitor existing controls and identify gaps and implement new and / or improved controls wherever the effect of such gaps would have a material effect on your Company's operations.

A report on the internal financial controls of the Company, as required under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013, issued by M/s. B S R & Co. LLP, Chartered Accountants (ICAI Firm Registration No. 101248W/ W-100022), forms part of Independent Auditor's Report and the same is self-explanatory.

#### **Significant and material orders passed by the regulators, courts, and tribunals impacting the going concern status and the Company's operations in the future.**

During the period under review, no significant material order has been passed by any Regulators/Courts/Tribunals impacting the going concern status and the Company's operations in future.

#### **Company's Policy on Directors' Appointment and Remuneration and Senior Management Appointment and Remuneration**

In accordance with Section 178 of the Companies Act 2013 read with Regulation 19(4) of the SEBI (Listing Obligation and Disclosures Requirement) Regulations 2015, the Company's Nomination and Remuneration Committee has formulated a policy on Appointment and Remuneration of Directors, Key Managerial Personnel and Senior Management. The policy has been uploaded on the investor information website at [www.sinclairindia.com/investor/policies/Policy-on-Director-Appointment-and-Remuneration-and-Senior-Management-Appointment-and-Remuneration.pdf](http://www.sinclairindia.com/investor/policies/Policy-on-Director-Appointment-and-Remuneration-and-Senior-Management-Appointment-and-Remuneration.pdf)

#### **Directors' Responsibility Statement**

Pursuant to the requirements of Section 134(5) of the Companies Act, 2013, we hereby state and confirm that:

- i) In the preparation of the annual financial statements for the financial year ended March 31, 2024, the applicable accounting standards have been followed;

- ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a fair view of the state of affairs of the Company and of the profit for the year ended March 31, 2024;
- iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the Company and preventing and detecting fraud and other irregularities;
- iv) The Directors have prepared the annual accounts on a going concern basis;
- v) The Directors have laid down internal financial controls which are being followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- vi) The Directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **Reporting of Fraud by Auditors**

During the year under review, the Auditors have not reported any instance of fraud committed in the Company by its Officers or Employees, to the Audit Committee or to the Board of Directors under Section 143(12) of the Companies Act, 2013.

#### **Managerial Remuneration**

The information required pursuant to Section 197(12) read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 in respect of employees of the Company is attached as Annexure 2 and forms part of the Directors' Report. There are no employees who are in receipt of remuneration in excess of the limit specified under Rule 5 (2) and 5 (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2016.

#### **Particulars of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo**

The operations of your company do not require energy consumption of any significant level. The company does not use any imported technology. Therefore, information regarding conservation of energy and technology absorption as required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is not applicable.

During the year, your Company earned ₹ 2.01 lakh in foreign exchange (previous year ₹ 18.70 lakh). There was expenditure in foreign currency of ₹ 7.19 lakh (previous year ₹ 6.78 lakh).

#### **Transfer to Investor Education and Protection Fund**

Pursuant to Section 124 of the Companies Act 2013, and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF). During the year under review, the Company had transferred on April 25, 2023, ₹ 1,69,616/- being the unpaid and unclaimed dividend amount pertaining to the Interim Dividend for the financial year 2015-2016.

In terms of the provisions of Section 124(6) of the Companies Act, 2013 and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017, the Company is required to transfer the shares in respect of which dividend remains unpaid and unclaimed for a period of seven consecutive years to the Investor Education and Protection Fund (IEPF) Suspense Account. Accordingly, during the year

under review, 5510 equity shares have been transferred to IEPF on May 18, 2023, after giving individual notices to concerned shareholders and advertisements in newspapers.

The list of shareholders whose dividend remain unpaid/unclaimed till date of previous Annual General Meeting held on July 17, 2023 have been uploaded in the Company's Investor Information website at [www.sinclairsindia.com/investor-information.php#unclaimed-dividend](http://www.sinclairsindia.com/investor-information.php#unclaimed-dividend)

Shareholders are requested to check their unpaid dividend from this list and contact the Registrars and Share Transfer Agents to obtain duplicate dividend warrants.

#### **Corporate Social Responsibility (CSR)**

The key philosophy of the CSR initiative undertaken by the Company is to contribute in the areas of education and healthcare of the underprivileged, irrespective of caste and creed. The CSR policy as approved by the Board is available on the Company's investor information website at [www.sinclairsindia.com/investor/policies/Policy-Corporate-Social-Responsibility.pdf](http://www.sinclairsindia.com/investor/policies/Policy-Corporate-Social-Responsibility.pdf). Disclosures as required under Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014 are given in Annexure 3 to this report.

#### **Particulars of Loans, Guarantees or Investments**

There are no loans, guarantees, or investments made by the Company covered under the provision of Section 186 of the Companies Act, 2013.

#### **Public Deposits**

During the year under review, the Company has not accepted any deposit from the public.

#### **Related Party Transactions**

The contracts, arrangements or transactions entered with related parties during financial year 2023-24 were at an arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions with the Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company. The policy on related party transactions as approved by the Board is available on the Company's website at [www.sinclairsindia.com/investor/policies/Policy-Party-Transaction.pdf](http://www.sinclairsindia.com/investor/policies/Policy-Party-Transaction.pdf). No Material related party transactions as per the materiality threshold of Regulation 23 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, were entered during the year by the Company. Accordingly, the disclosure of transactions as required under Section 134(3)(h) of the Act, in Form AOC-2, is not applicable.

#### **Corporate Governance**

The Company has complied with all the corporate governance requirements under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. A detailed report on the Corporate Governance for the financial year 2023-24 together with Certificate from Practising Company Secretary, confirming compliance with the conditions of Corporate Governance is given as Annexure 4 to this report.

#### **Secretarial Standards**

The Company is in compliance with the mandatory applicable Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Act.

#### **Management Discussion and Analysis Report**

The Management Discussion and Analysis Report for the year under review, as per Regulation 34 of SEBI (Listing Obligation

and Disclosure Requirements) Regulations, 2015 is annexed to this report.

#### **Listing**

Your Company's equity shares were listed on BSE Limited (BSE), and Calcutta Stock Exchange (CSE) during the financial year ended on March 31, 2024.

Further, the Company's equity share capital is now listed on National Stock Exchange of India Limited (NSE) since April 10, 2024. The Company believes that being listed on two of the most active trading terminals in India, the shareholders of Sinclairs will be benefitted with greater liquidity and lower costs.

The Annual listing fees for financial year 2024-25 have been paid to all the stock exchanges.

#### **Annual Return**

In accordance with provisions of Sections 92(3) and 134(3)(a) of the Companies Act, 2013, a copy of Annual Return is available on the Company's website at: <https://www.sinclairsindia.com/investor-information.php#annual-return>

#### **CEO and CFO certification**

Pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the CEO and CFO certification as specified in Part B of Schedule II thereof is annexed to the Corporate Governance Report.

#### **Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

In accordance with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder, your Company has adopted a "Policy on Prevention of Sexual Harassment at Workplace" to provide equal employment opportunity and is committed to provide a work environment that ensures every woman employee is treated with dignity and respect and afforded equitable treatment.

The Company has complied with the Information required under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. Further, the details of complaint(s) under the 'Policy on Prevention of Sexual Harassment of Women' of the Company during the financial year 2023-24 have been provided in the Corporate Governance Report.

#### **Material Changes and Commitments**

There have been no material changes or commitments affecting the financial position of the Company since the close of the financial year, i.e., since March 31, 2024, and to the date of this report.

#### **Acknowledgements**

The Directors place on record their appreciation for the co-operation extended by the Government of West Bengal, Andaman & Nicobar Islands Administration, Government of Tamil Nadu, Government of Sikkim and other authorities, and look forward to their continued support.

The Directors thank the shareholders for their confidence and the employees for their dedicated service. We thank our guest, vendors and bankers for their continued support during the year.

For and on behalf of the Board of Directors

147 Block G, New Alipore  
Kolkata-700053  
May 21, 2024.

**Navin Suchanti**  
Director  
DIN: 00273663

## Management Discussion and Analysis Report

### Global Development and Industry Structure

The global Economy witnessed a lower growth in 2023-24 as compared to earlier years, which is attributable to prevailing tight monetary and financial conditions, recent signs of stress in the banking system, rising debt levels in certain countries, rising geo-economic fragmentation, stickier than expected inflation and no signs of truce in the Russia-Ukraine war.

However, although significant challenges remain in the global environment, India is one of the fastest growing economies in the world. "The Indian economy is projected to grow at 7.5% in 2024" the World Bank had said in April 2024, revising its earlier projections for the same period by 1.2% (Source: The Hindu).

India is emerging as a popular travel destination in the world. This has resulted in Indian tourism and hospitality industry to emerge as the one of the key growth drivers amongst service sectors in India. The year under review i.e., FY 2023-24 marked a remarkable turnaround and return to normalcy in operations for the sector, post pandemic led disruptions in the last few years.

The tourism and hospitality sector are a significant source of foreign exchange earnings and crucial for socio-economic growth. It is an integral part of the 'Make in India' initiative, serving as a vital economic catalyst that fuels job creation and rapid development. The Ministry of Tourism had designated the year 2023 as the 'Visit India' Year as an invitation to the world to witness the splendor and magnificence that India offers.

### Outlook

Year 2023-24 was highly encouraging, and the hospitality industry's recovery remained strong, owing to resurgence in foreign travel due to international events like India's G20 presidency, ICC Men's World Cup etc. Indian Government has realised the country's potential in the tourism industry and has taken several steps to make India a global tourism hub. While leisure destinations continued to thrive, the increase of corporate travels, conferences, events etc. kickstarted travelling within the country in recent years. All segments of leisure, weddings, conferences, events, and corporate travel are expected to grow further in coming years. Domestic tourism is expected to continue to be a key driver of growth of the tourism sector.

### Risk and Concern

Weather condition at different tourist destinations is one of the important determinants for tourist arrivals to India. The rise in inflation rate makes consumers to take different choices when they travel.

A slowdown in India's economic growth can also hurt the hospitality business affecting both operational and financial performance. India's GDP has grown at a good pace in the past quarters and may find it difficult to sustain the same growth owing to international slowdown and geo-political risks. An increase in power and fuel costs poses a huge threat to the hospitality industry as prices for airline tickets rise which directly affects the Company.

### Risk Mitigation

The Company understands that managing risk(s) effectively is critical for execution of its strategic objectives. During the financial year the Company's margins were healthy as compared to industry standards. The multi-skilling of the teams at unit level, dynamic pricing structure, cost controls and minimizing of wastage are factors that contribute to the Company's outstanding operational efficiency. Optimising use of natural resources such as energy and water and managing waste efficiently are some of our priority focus areas. We are committed towards operating in an environmentally responsible manner while catering to the interests of our diverse stakeholders. Continuous improvement of the Food Safety Management System by optimising the capacities of people, processes and technologies is an ongoing exercise. The pandemic has ensured that cleanliness came back into focus, which is standard in every hotel.

Social content creators and influencers are bringing a major change in the way travellers discover and get inspired with travel experiences. Both business and leisure travel is on a high trajectory. The result of these market developments ensures continued growth for the Company and the sector as a whole.

### Internal Control System and their adequacy

Your Company has in place an adequate system of internal controls, with documented procedures covering all corporate functions and hotel operating units. Systems of internal controls are designed to provide reasonable assurance regarding the effectiveness and efficiency of operations, the adequacy of safeguards for assets, the reliability of financial controls, and compliance with applicable laws and regulations. Adequate internal control measures in the form of various policies and procedures of the Company covers all critical and important activities of the Company. These systems and processes are subject to audit and review to ensure that such systems are reinforced on an ongoing basis. Further, the Statutory Auditor have opined in their report that the Company has adequate internal controls over financial reporting.

### Material developments in Human Resources

The Company's employees are its most valuable asset, who enable the Company to deliver a level of service that is amongst the best in the hospitality industry. Value based policies have been laid down to attract, train, retain and motivate employees. We continually strive to make our operations more efficient, while creating a respectful work environment for each member of our team. As on March 31, 2024, there were 395 permanent employees in the Company.

### Financial and Operating Performance

Sinclair's is now a well-established and renowned home grown brand in the hospitality sector, known for high quality of service, excellent food, clean and hygienic operations, and very fair and transparent dealings.

In FY 2023-24, our Company witnessed robust growth in revenue and posted a total revenue of Rs. 6512.59 lakh (Rs. 5733.09 lakh) and EBIDTA of Rs. 3134.16 lakh (Rs. 2537.12 lakh).

As on March 31, 2024, Sinclair's Hotels has a presence across nine destinations within the country and the Company is in the process of further expansion. The Company is actively looking at acquiring more properties on lease to ensure faster growth with lower capital investment.

### Disclosure of Accounting Treatment

The Company has adopted Indian Accounting Standards ('Ind AS') with effect from April 1, 2016. Financial Statements for the year ended March 31, 2024, have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, read with Section 133 and other applicable provisions of the Companies Act, 2013.

### Details of Significant Key Financial Ratios are as below:

Particulars	2023-24	2022-23
Debtor Turnover	45.23%	52.30%
Inventory Turnover	24.17%	18.57%
Current Ratio	8.73%	11.13%
Net Profit Ratio	36.76%	58.07%
Return on Capital Employed	19.54%	28.54%

Debt-Equity ratio is not applicable since there are no Borrowings. The details of key financial ratios with explanation is provided in Note 36 of financial statement.

For and on behalf of the Board of Directors

147 Block G, New Alipore  
Kolkata-700053  
May 21, 2024

Navin Suchanti  
Chairman  
DIN: 00273663

## Secretarial Audit Report For the financial year ended March 31, 2024

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

To  
The Members,  
Sinclairs Hotels Limited  
147 Block G, New Alipore  
Kolkata 700053

I have conducted the secretarial audit of compliance of applicable statutory provisions and the adherence to good corporate practices by Sinclairs Hotels Limited. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing my opinion thereon.

Based on my verification of Sinclairs Hotels Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

- 1) I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024 according to the provisions of:
  - (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
  - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
  - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
  - (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
    - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
    - c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
    - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
    - e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - Not Applicable to the company during the Audit Period.
    - f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not Applicable to the company during the Audit Period.
    - g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents)

Regulations, 1993 regarding the Companies Act and dealing with client;

- h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - Not Applicable to the company during the Audit Period.
  - i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018
  - j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- (vi) The other laws and compliances specifically applicable to the Company having regard to its nature of operations are the Prevention of Food Adulteration Act, Food Safety and Standards Act, 2006, Food Safety and Standards Rules, 2011, Liquor License, Pollution Control Act, Fire License, Fire & Explosives Act (for storage of cooking gas and diesel), Goods and Service Tax (GST) Act, Value Added Tax Act, Provident Fund, Employee State Insurance Act, Payment of Gratuity Act, Payment of Bonus Act, etc.
- 2) I have also examined compliance with the applicable clauses of the following:
    - (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
    - (ii) The Listing Agreements entered into by the Company with The Calcutta Stock Exchange Limited (CSE) and BSE Limited (BSE).
  - 3) I further report that:
    - (i) The Board of Directors of the Company is duly constituted with proper balance of Non-Executive Directors and Independent Directors. The changes in the composition of the board of directors that took place during the period under review were carried out in compliance with the provisions of the Act and the Listing Regulations.
    - (ii) Adequate notice is given to all directors to schedule the Board Meetings; agenda and detailed notes on agenda were generally sent at least seven days in advance, and a system exists for Directors seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting.
    - (iii) Decisions at the Board Meetings were taken unanimously during the period under review.
  - 4) I further report that there are adequate systems and processes in the company commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
  - 5) We further report that during the audit period there were no specific events/actions having a major bearing on Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc., referred to above.
- This report is to be read with Annexure A, which forms an integral part of this report.

Kolkata  
May 21, 2024.

Arup Kumar Roy  
ACS No.: 6784  
C P No.: 959  
UDIN: A006784F000416347

## Annexure A

To  
The Members,  
Sinclairs Hotels Limited  
147 Block G, New Alipore  
Kolkata 700053

My report of even date is to be read along with this letter

1. Maintenance of Secretarial Record is the responsibility of the management of the Company responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Kolkata  
May 21, 2024.

Arup Kumar Roy  
ACS No.: 6784  
C P No.: 959  
UDIN: A006784F000416347

## Annexure 2

### Particulars of Employees pursuant to Section 134(3)(q) of the Companies Act, 2013 Read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2016

- i) The Ratio of the remuneration of Directors to the median remuneration of the employees of the Company for the financial year: Not Applicable
- ii) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Operating Officer, Company Secretary in the financial year: NIL
- iii) The percentage increase in the median remuneration of employees in the financial year is 12.27 %.
- iv) There were 395 permanent employees on the rolls of Company as on March 31, 2024.
- v) It is hereby affirmed that the remuneration of Directors and KMP's are in accordance with the Remuneration Policy of the Company.

Sl. No.	Name	Total Remuneration 2023-24 (₹ in lakh)	Total Remuneration 2022-23 (₹ in lakh)
1	Mr. B L Soni, Chief Financial Officer	28.40	32.23
2	Mr. Swajib Chatterjee, Chief Operating Officer	23.40	25.95
3	Ms. Ananna Sarkar, Company Secretary*	2.44	-

\* Appointed w.e.f. December 15, 2023

For and on behalf of the Board of Directors

147 Block G, New Alipore  
Kolkata-700053  
May 21, 2024.

**Navin Suchanti**  
Director  
DIN: 00273663

## Annual Report on CSR Activities for financial year 2023-24

- 1. Brief outline on CSR Policy of Company:**  
Our CSR Policy aims to provide a dedicated approach to uplift the society by improved healthcare facilities, supporting education, skill development and other activities included in Schedule VII of the Companies Act 2013. The CSR policy as approved by the Board is available on the web link <https://www.sinclairsindia.com/investor/policies/Policy-Corporate-Social-Responsibility.pdf>.
- 2. Composition of CSR Committee:**  
In terms of the guidelines inserted by the Companies (Amendment) Act, 2020 notification dated September 28, 2020, the CSR activities are being monitored and implemented by the Board.
- 3. Web-link(s) where CSR Policy and CSR Projects approved by the board are disclosed on the website of the company:**  
CSR Policy: <https://www.sinclairsindia.com/investor/policies/Policy-Corporate-Social-Responsibility.pdf>  
CSR projects approved by the Board: [https://www.sinclairsindia.com/corporate-governance.php#CSR\\_Projects](https://www.sinclairsindia.com/corporate-governance.php#CSR_Projects)
- 4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable:**  
Not applicable
- 5.**

(a) Average net profit of the Company as per sub-section (5) of section 135:	₹ 888.76 lakh
(b) Two percent of average net profit of the company as per sub-section (5) of section 135.	₹ 17.78 lakh
(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years:	NIL
(d) Amount required to be set-off for the financial year, if any:	NIL
(e) Total CSR obligation for the financial year [(b)+(c)-(d)].	₹ 17.78 lakh
- 6.**

(a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):	₹ 30.51 lakh
(b) Amount spent in Administrative Overheads:	NIL
(c) Amount spent on Impact Assessment, if applicable:	NIL
(d) Total amount spent for the Financial Year [(a)+(b)+(c)].	₹ 30.51 lakh
(e) CSR amount spent or unspent for the Financial Year:	

Total Amount Spent for the Financial Year. (₹ in lakh)	Amount Unspent (₹ in lakh)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
₹ 30.51 lakh	NIL	N.A.	N.A.	NIL	N.A.

(f) Excess amount for set-off, if any: ₹ 12.51 lakh\*

Manner in which amount spent during the financial year is detailed below:

Sr No.	CSR Project or activity identified	Sector in which the project is covered	Projects of Programs (1) Local area or other (2) Specify the state and district where projects or programs was undertaken	Amount outlay (Budget) project or programme wise (₹)	Amount Spent (₹)	Amount Spent: Direct or through Implementing Agency
1	Contribution for part financing the construction of additional School building at Lachhwar, a backward area in Jamui district of Bihar to accommodate higher number of students largely from the local tribal community in the region.	Education and Healthcare	Harsha Chand Padmabati Charitable Trust in Lachhwar, Jamui District, Bihar	18 lakh*	30.51 lakh	Through Implementing Agency

\* ₹ 18 lakh had been utilized as CSR expenditure for the financial year 2023-24 pursuant to Section 135(5) of Companies Act 2013. Excess payment of ₹ 12.51 lakh is being carried forward for set-off within next three financial years, as per Rule 7 of Companies (CSR Policy) Rules 2014.

- 7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:**  
NIL
- 8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year. If yes, enter the number of Capital assets created/ acquired.**  
No
- 9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135:**  
Not applicable

For and on behalf of the Board of Directors

147 Block G, New Alipore  
Kolkata-700053  
May 21, 2024.

**Navin Suchanti**  
Director  
DIN: 00273663

## Report on Corporate Governance

### I. A brief statement on Company's philosophy on code of Corporate Governance

The Company always strives to achieve optimum performance at all levels by adhering to corporate governance practices, through fair and transparent business and effective management control by Board. The company's philosophy is to attain transparency and accountability in its relationship with shareholders, employees, customers and creditors, ensuring a high degree of regulatory compliance. It firmly believes that a good governance process represents the foundation of corporate excellence.

#### Particulars of Directors are given below:

Name	Designation	Category	Relationship between Directors inter-se	Number of shares held
Mr. Navin Suchanti	Chairman	Non-Executive-Promoter Director	Brothers	2872702
Dr. Niren Suchanti	Director	Non-Executive-Promoter Director		12215498
Ms. Pramina Suchanti	Director	Non-Executive-Promoter Director	Spouse of Mr. Navin Suchanti	7144066
Mr. Sanjeev Khandelwal	Director	Non-Executive Independent Director	None	Nil
Ms. Kumkum Gupta	Director	Non-Executive Independent Director	None	Nil
Mr. Sushil Kumar Mor*	Director	Non-Executive Independent Director	None	Nil

\* Mr. Sushil Kumar Mor was appointed as an Independent Director effective May 23, 2023.

#### Board Meetings held during the year

During the financial year 2023-24, seven meetings of the Board were held on May 23, 2023, August 10, 2023, November 9, 2023, December 15, 2023, December 22, 2023, February 12, 2024, and March 26, 2024. The intervening period between two

### II. Board of Directors

The Board comprises six members consisting of one non-executive non-independent Chairman, two non-executive Directors, and three non-executive Independent Directors (including one woman director). The composition of the board is in accordance with Regulation 17(1) of the Listing Regulations and Section 149 of the Companies Act, 2013.

Board meetings did not exceed four months. All statutory and significant material information was placed before the Board to enable it to discharge its responsibility. All recommendations made by Board Committees during the year were accepted by the Board.

#### Attendance of Directors at Board Meeting(s) and Annual General Meeting held during the year and other particulars as on March 31, 2024, are given below:

Director	No. of Board Meetings held	No. of Board Meetings attended	Last AGM Attendance (Yes/No)	No. of directorship on Board of other Listed Companies	Name of the other Listed Entity and category of Directorship	No of Committee memberships/ Chairmanship in other Listed Companies#
Mr. Navin Suchanti	7	7	Yes	-	-	-
Dr. Niren Suchanti	7	7	Yes	1	Signpost India Limited -Non-Executive Non-Independent Director	-
Ms. Pramina Suchanti	7	7	Yes	-	-	-
Ms. Kumkum Gupta	7	7	Yes	-	-	-
Mr. Sanjeev Khandelwal	7	7	Yes	-	-	-
Mr. Sushil Kumar Mor	6	5	Yes	-	-	-

# Audit Committee and Stakeholders Relationship Committee are only considered

**List of core skills/expertise/competencies identified by the board of directors as required in the context of its business(es) and sector(s) for it to function effectively and those actually available with the Board:**

For management and operations of hotels and resorts, the core skills required are:

Skills/Expertise/Competencies required by the Board of Directors	Status of availability with the Board	Directors who have such skills/expertise/competence
Hotel management systems and processes to ensure operational efficiency	Yes	Mr. Navin Chand Suchanti Dr. Niren Chand Suchanti Ms. Pramina Suchanti
Inventory procurement, management and cost controls	Yes	Mr. Navin Chand Suchanti Dr. Niren Chand Suchanti Ms. Pramina Suchanti Mr. Sanjeev Khandelwal Mr. Sushil Kumar Mor Ms. Kumkum Gupta
Financial and accounting management	Yes	Mr. Navin Chand Suchanti Dr. Niren Chand Suchanti Mr. Sanjeev Khandelwal Mr. Sushil Kumar Mor Ms. Kumkum Gupta
Knowledge of the relevant laws, rules, regulations, and policies applicable to the company, the industry/ sector to which it relates.	Yes	Mr. Navin Chand Suchanti Dr. Niren Chand Suchanti Mr. Sanjeev Khandelwal Mr. Sushil Kumar Mor Ms. Kumkum Gupta
Reporting requirement and compliance of financial, accounting, taxation and related laws/ regulations	Yes	Mr. Navin Chand Suchanti Dr. Niren Chand Suchanti Mr. Sanjeev Khandelwal Mr. Sushil Kumar Mor Ms. Kumkum Gupta
Sales and marketing management, public and guest relations, online and social media presence	Yes	Mr. Navin Chand Suchanti Dr. Niren Chand Suchanti Ms. Pramina Suchanti Mr. Sanjeev Khandelwal Mr. Sushil Kumar Mor
Ability to develop effective strategies after identification of opportunities, along with implementation of the strategy effectively and efficiently.	Yes	Mr. Navin Chand Suchanti Dr. Niren Chand Suchanti Ms. Pramina Suchanti Mr. Sanjeev Khandelwal Mr. Sushil Kumar Mor

### III. Audit Committee

#### Terms of Reference

The Audit Committee has, *inter alia*, the following mandate:

- To oversee the Company's financial reporting and disclosure process and to ensure that the financial statements are correct, sufficient and credible.
- To recommend appointment and removal of the Statutory Auditors and Internal Auditors, fixation of their fees, etc.
- Reviewing and monitoring the Auditor's independence, performance and effectiveness of audit process.
- To review the adequacy of internal control systems with the Management, Statutory and Internal Auditors.
- To review the audited quarterly, half-yearly and annual financial statements.
- To review the Company's financial and risk management policies.
- To review statement of significant related party transactions, management letters, etc.

#### Composition

As of March 31, 2024, the Audit Committee of the Company consists of 3 (three) directors, i.e., 2 (two) non-executive independent directors and 1 (one) non-executive-promoter director:

Mr. Sanjeev Khandelwal	Chairman (Non-Executive Independent Director)
Mr. Navin Suchanti	Member (Non-Executive Director)
Mr. Sushil Kumar Mor	Member (Non-Executive Independent Director)

Ms. Ananna Sarkar, Company Secretary, acts as the Secretary of the Audit Committee.

#### Meetings and attendance during the year

During the financial year 2023-24, four meetings of the committee were held on May 23, 2023, August 10, 2023, November 9, 2023, and February 12, 2024. The attendance of the Committee members was as follows:

Members	Number of Meetings held	Number of Meetings attended
Mr. Sanjeev Khandelwal	4	4
Mr. Navin Suchanti	4	4
Mr. Sushil Kumar Mor	3	2
Mr. Dip Narayan Mittra*	1	1

\*Mr. Dip Narayan Mittra, Independent Director, resigned from the board of directors of the Company w.e.f. June 23, 2023, and ceased to be a member of the Committee. The Committee was reconstituted by inducting Mr. Sushil Kumar Mor as a member w.e.f. June 23, 2023.

Besides the committee members, the meetings are attended by the Chief Financial Officer, and representatives of statutory auditors and internal auditors.

#### IV. Nomination and Remuneration Committee

##### Terms of Reference

The Committee is entrusted with the responsibility of finalizing the remuneration of executive directors. It considers the remuneration after taking into account, various factors such as qualification, experience, expertise of the director, prevailing remuneration in the corporate world and financial position of the Company. It has developed a process for evaluation of the Board of Directors including Independent Directors and the Board conducts performance evaluation of the Independent Directors on an annual basis.

##### Composition

As of March 31, 2024, the Nomination and Remuneration Committee of the Company consists of 3 (three) non-executive independent directors:

Mr. Sanjeev Khandelwal	Chairman (Non-Executive Independent Director)
Ms. Kumkum Gupta	Member (Non-Executive Independent Director)
Mr. Sushil Kumar Mor	Member (Non-Executive Independent Director)

Ms. Ananna Sarkar, Company Secretary, acts as the Secretary of the Nomination and Remuneration Committee.

##### Meeting and attendance during the year

During the financial year 2023-24, two meetings of the committee were held on May 23, 2023, and December 15, 2023.

Members	Meetings held	Meetings attended
Mr. Sanjeev Khandelwal	2	2
Ms. Kumkum Gupta	2	2
Mr. Sushil Kumar Mor	2	2
Mr. Dip Narayan Mittra*	1	1

\*Mr. Dip Narayan Mittra, Independent Director, resigned from the board of directors of the Company w.e.f. June 23, 2023, and ceased to be a member of the Committee. The Committee was reconstituted by inducting Mr. Sushil Kumar Mor as a member w.e.f. June 23, 2023.

##### Remuneration of Directors

The Non-Executive Directors are remunerated for attending Board Meeting(s) and Audit Committee Meeting(s). The fee for Board Meeting is Rs. 5000 while for Audit Committee Meeting, the fee is Rs. 2500.

Mr. Navin Suchanti, Chairman is reimbursed cost of fuel, driver's salary, bills of three clubs, bill towards call charges for one cell phone, travelling, hotel and other expenses incurred by him during the course and in connection with business of the Company.

Except as mentioned above, there is no pecuniary relationship or transactions of the non-executive directors vis-à-vis the listed entity.

The criteria for making payments to non-executive directors is disclosed on the company's website at <https://www.sinclairindia.com/investor/policies/Criteria-for-making-payments-to-non-executive-directors.pdf>

#### Particulars of senior management including the changes therein since the close of the previous financial year

The Nomination and Remuneration Committee identifies persons who may be appointed as senior management in accordance with the criteria laid down, and recommends their appointment, remuneration and removal to the board of directors.

Senior Management includes the Manager and Chief Operating Officer, Company Secretary, Chief Financial Officer and the functional heads of the Company.

Change in senior management since the close of the previous financial year is as below:

S. No.	Name of Senior Management Personnel	Change	Date of change
1	Ms. Kriti Kochhar -Company Secretary	Resignation	17.06.2023
2	Ms. Debolina Karmakar - Company Secretary	Appointment	12.07.2023
3	Ms. Debolina Karmakar- Company Secretary	Resignation	10.11.2023
4	Ms. Ananna Sarkar- Company Secretary	Appointment	15.12.2023

#### V. Stakeholders Relationship Committee

##### Terms of Reference

Stakeholders Relationship Committee facilitates prompt and effective redressal of shareholders' complaints and the reporting of the same to the Board periodically.

##### Composition

As of March 31, 2024, the Stakeholders Relationship Committee of the Company consists of 3 (three) directors, i.e., 2 (two) non-executive independent directors and 1 (one) non-executive-promoter director:

Mr. Sushil Kumar Mor	Chairman (Non-Executive Independent Director)
Mr. Sanjeev Khandelwal	Member (Non-Executive Independent Director)
Mr. Navin Suchanti	Member (Non-Executive Director)

Ms. Ananna Sarkar, Company Secretary, acts as the Secretary of the Stakeholders and Relationship Committee.

##### Meeting and attendance during the year

During the financial year 2023-24, one meeting of the committee was held on February 12, 2024.

Members	Meetings held	Meetings attended
Mr. Sushil Kumar Mor	1	0
Mr. Sanjeev Khandelwal	1	1
Mr. Navin Suchanti	1	1

#### Details of shareholders' complaints received and resolved during the financial year

Shareholders' complaints received and resolved during the year ended March 31, 2024, as under:

Pending as on 31.03.2023	Received during the year	Redressed during the year	Pending as on 31.03.2024
Nil	2	2	Nil

### Compliance Officer

Ms. Ananna Sarkar, Company Secretary, is the Compliance Officer of the Company.

### VI. Independent Directors' Meeting

During the year, a meeting was held, *inter alia*, to discuss:

- Evaluation of performance of Non-Independent Directors and the Board of Directors as a whole;
- Evaluation of performance of the Chairman of the Company, taking into consideration the views of the Non-Executive Directors;
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board as required for the Board to perform its duties effectively and reasonably.

### Confirmation of Independence

The Independent Directors fulfill the conditions specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

### Meeting and attendance during the year

During the financial year 2023-24, one meeting of the Independent Directors was held on February 12, 2024.

Members	Meetings held	Meetings attended
Mr. Sanjeev Khandelwal	1	1
Mr. Sushil Kumar Mor	1	0
Ms. Kumkum Gupta	1	1

The details of familiarization programme of the Independent Directors are available on the company's investor information website at [www.sinclairsindia.com/investor/policies/Details-of-familiarization-programmes-imparted-to-independent-directors.pdf](http://www.sinclairsindia.com/investor/policies/Details-of-familiarization-programmes-imparted-to-independent-directors.pdf)

### VII. Shareholders' Meeting

#### a. Details of Annual General Meeting(s) held in last three years:

Year	Date	Location	Time
2020-21	05.08.2021	Conducted through Video Conferencing, deemed venue being the Company's erstwhile registered office at Pressman House, 10A Lee Road, Kolkata 700020	11:00 A.M.
2021-22	22.07.2022	Conducted through Video Conferencing, deemed venue being the Company's registered office at 147 Block G New Alipore, Kolkata 700053	11:00 A.M.
2022-23	17.07.2023	Conducted through Video Conferencing, deemed venue being the Company's registered office at 147 Block G New Alipore, Kolkata 700053	11:00 A.M.

#### b. Details of special resolution(s) passed in Annual General Meeting(s) during the last three years are given below:

Date	Particulars
05.08.2021	Re-appointment of Ms. Kumkum Gupta as an Independent Director for a term of 3 years
22.07.2022	Appointment of Mr. Sanjeev Khandelwal as an Independent Director for a term of 5 years
17.07.2023	Appointment of Mr. Sushil Kumar Mor as an Independent Director for a term of 5 years

#### c. Details of special resolution passed through postal ballot during financial year 2023-24:

During the financial year 2023-24, the Company passed a special resolution through postal ballot for buyback of 15,20,000 equity shares of face value of ₹ 2 each at a price of ₹ 200 per equity share through Tender Offer route, on September 9, 2023.

#### d. Details of person who conducted the postal ballot

Mr. Deepak Kumar Daga, Practicing Chartered Accountant, Partner of M/s. S M Daga & Co., of 11, Clive Row, Kolkata 700001 was appointed as the Scrutinizer to conduct the postal ballot through the remote e-voting.

#### e. There is no immediate proposal for passing any special resolution through Postal Ballot.

#### f. Procedure for Postal ballot

The company provided electronic voting (e-voting) facilities to all its members, and for this purpose, the company had engaged National Securities Depository Limited as the agency to provide e-voting facilities to enable the members to exercise their right to vote by electronic means, i.e., remote e-voting services. Postal ballot notices were sent through email to the members, and the company also published a notice in the newspaper declaring the details and requirements as mandated by the Act and the Listing Regulations.

Voting rights are reckoned on the paid-up value of the shares registered in the names of the members as of the cut-off date, and the shareholders were requested to vote before the close of business hours on the last date of e-voting. The scrutinizer completed his scrutiny and submitted his report to the Chairman, and the results of the voting were announced by the company secretary. The results were also displayed on the company's Investor Information website at [www.sinclairsindia.com/investor-information.php#scrutinizers-reports](http://www.sinclairsindia.com/investor-information.php#scrutinizers-reports), besides being communicated to the stock exchanges.

#### g. Extraordinary General Meeting

During the financial year 2023-24, one Extraordinary General Meeting was held on January 18, 2024, for issue of 2,56,30,000 fully paid-up bonus shares. The Company had also passed a special resolution for continuation of directorship of Dr. Niren Chand Suchanti, as Non-Executive Non-Independent Director beyond the age of 75 years.

### VIII. Means of Communication

#### Quarterly/Half yearly/Annual Results

The quarterly, half yearly or annual results are sent to the stock exchanges immediately after they are approved by the Board. They are published in all editions of Business Standard (English daily) and Kolkata edition of Arthik Lipi (Bengali (regional) daily). The results are also displayed on the Company's website at <https://www.sinclairsindia.com/investor-information.php#financial-result>

**Company Website**

A separate section on the Company's website under <https://www.sinclairsindia.com/investor-information.php>

and <https://www.sinclairsindia.com/corporate-governance.php> gives information on the board of directors' details, various announcements made by the company, policies of the company, shareholding pattern, annual report, investor contact details, official news, if any, etc. The investor presentations are also available on the company's website.

**Annual Report**

Annual Reports, notice of the general meetings and other communications to the Shareholders are sent through e-mail, post or courier. However, owing to the difficulties involved in dispatching of physical copies of Annual Report, the Ministry of Corporate Affairs ("MCA") has vide its Circular No. 10/2022 dated December 12, 2022, read with circular no 20/2020 dated May 5, 2020 directed the Companies to send the Annual Report only by e-mail to all the Members of the Company. Therefore, the Annual Report for FY 2023-24 and notice of 52<sup>nd</sup> AGM of the Company is being sent to the Members at their registered e-mail addresses in accordance with MCA and SEBI Circulars.

**IX. General Shareholder Information****a. Annual General Meeting:**

Date	Day	Venue	Time
July 18, 2024	Thursday	To be conducted through Video Conferencing, deemed venue being the Company's registered office: 147 Block G, New Alipore, Kolkata-700053	11:00 A.M.

**b. Tentative Financial Calendar**

Results for quarter ending June 30, 2024	On or before 14 August, 2024
Results for quarter and half year ending September 30, 2024	On or before 14 November, 2024
Results for quarter ending December 31, 2024	On or before 14 February, 2025
Results for quarter and year ending March 31, 2024	Within 30 May, 2025
AGM for the year ending March 31, 2024	Within 30 September, 2025

These dates are subject to prevalence of normal conditions and may be extended as per Central Government discretion.

**c. Book Closure:**

From July 11, 2024, to July 18, 2024 (both days inclusive)

**d. Payment of Dividend:**

Dividend for the financial year 2023-24, if declared by the Company at the 52<sup>nd</sup> Annual General Meeting, will be paid by August 16, 2024, to those shareholders whose name will appear on the register of shareholders of the Company as at the close of business on July 10, 2024.

**e. Stock Exchange Listing:**

BSE Limited (BSE)  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001  
BSE Scrip Code: 523023

National Stock Exchange of India Ltd. (NSE) (w.e.f. 10.04.2024)

Exchange Plaza, Bandra Kurla Complex

Bandra (E) Mumbai - 400 051

NSE Symbol: SINCLAIR

The Calcutta Stock Exchange Ltd (CSE)

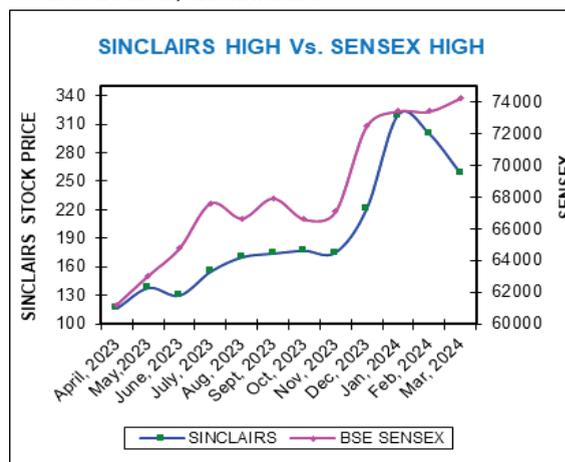
7 Lyons Range, Kolkata 700 001

CSE Scrip Code: 29074

**f. Market price data during the financial year 2023-24:**

Month	Share Price at BSE (₹)	
	High	Low
April, 2023	116.40	97.31
May, 2023	137.90	103.80
June, 2023	130.00	115.00
July, 2023	155.00	112.00
August, 2023	170.00	144.00
September, 2023	173.90	156.00
October, 2023	176.90	132.20
November, 2023	175.00	159.95
December, 2023	220.85	167.55
January, 2024	319.00	132.00
February, 2024	149.80*	107.55*
March, 2024	129.10*	101.10*

\*Post Bonus Issue of shares in January 2024

**g. Performance in comparison to broad-based indices such as BSE sensx, CRISIL Index etc.****h. Registrar and Share Transfer Agent:**

Niche Technologies Private Limited  
3A Auckland Place, 7<sup>th</sup> Floor, Room No. 7A & 7B, Kolkata 700 017  
Phone: 033 22806618, Fax: 033 22806619  
Email: nichetechpl@nichetechpl.com  
Contact person: Mr. Gautam Basu

**i. Share Transfer System:**

As per Regulation 40(1) of the Listing Regulations, as amended, physical transfer of shares has been dispensed with, and securities of listed companies can be transferred only in dematerialized form w.e.f. April 1, 2019. Effective January 24, 2022, SEBI has mandated listed companies to issue shares in demat form only after processing the requests in prescribed form ISR-4 received for issue of duplicate certificates, transfer, transmission, transposition, renewal or exchange of share certificates, endorsement, sub-division or splitting of certificates, consolidation of certificates, claims from unclaimed suspense accounts, etc. The registrar and transfer agent after processing such requests, issue a letter of confirmation to the concerned shareholder for submission to the depository participant within 120 days from the date of the letter of confirmation for dematerialization of shares. In case the shareholder fails to submit the demat request within the aforesaid period, the registrar and transfer agent credits the shares to the suspense escrow demat account of the company.

In view of this, to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form.

**j. Distribution of Shareholding:**

**Distribution of shareholding by size**

No of shares	Shareholders		Total No. of Shares held	
	No.	%	No.	%
1-500	15884	82.5486	15,61,164	3.0456
501-1000	1441	6.0522	11,59,545	2.2621
1001-5000	1440	6.7048	32,47,792	6.3359
5001-10000	246	0.9834	18,14,197	3.5392
10001-50000	175	0.9566	38,93,271	7.5951
50001-100000	22	0.0805	16,19,546	3.1595
100001 & above	34	0.2056	3,79,64,485	74.0626
<b>Total</b>	<b>19242</b>	<b>100.00</b>	<b>5,12,60,000</b>	<b>100.00</b>

**Distribution of shareholding by category**

Category	No. of Shares	%
Promoter and Promoter Group	32121136	62.6631
Banks, Financial Institutions	75	0.0000
Private Corporate Bodies	2848392	5.5568
Resident Individual	15441600	30.1241
NRI	403847	0.7878
Foreign Portfolio Investor	28050	0.0548
Clearing Member	60	0.0000
IEPF	295830	0.5772
Unclaimed demat share Escrow Account	121010	0.2362
<b>Total</b>	<b>5,12,60,000</b>	<b>100.00</b>

**k. Dematerialization of shares and liquidity:**

Out of total paid up capital of 5,12,60,000 equity shares as on March 31, 2024, 5,11,39,265 equity shares (99.76%) are held in dematerialized form. These are held at NSDL (1,60,84,971 shares - 31.38%) and CDSL (3,50,54,294 shares - 68.38%).

**l. Outstanding Instruments:**

There are no outstanding GDRs/ ADRs / Warrants or any other convertible instruments.

**m. Commodity price risk or foreign exchange risk and hedging activities:**

The Company has no foreign exchange exposure.

**n. Location of hotels and resorts:**

**Sinclairs Siliguri**

(46 Rooms, 3 Suites)

PO Pradhan Nagar, Siliguri 734 403

**Sinclairs Darjeeling**

(46 Rooms, 1 Suite)

18/1 Gandhi Road, Darjeeling 734 101

**Sinclairs Retreat Doears**

(68 Rooms, 3 Suites)

Chalsa Hilltop, Chalsa 735 206, Dist Jalpaiguri

**Sinclairs Retreat Ooty**

(72 Rooms, 7 Suites and 6 rooms in 2 Villas)

Gorishola Road, Ootacamund 643 001

**Sinclairs Bayview Port Blair**

(43 Rooms, 3 Suites)

South Point, Port Blair 744 106

Andaman & Nicobar Islands

**Sinclairs Retreat Kalimpong**

(46 Rooms, 2 Suites)

Purbong, 6th Mile, Kalimpong 734 301,

Dist. Darjeeling

**Sinclairs Burdwan**

(22 Rooms, 2 Suite)

High Street I, Renaissance Township

Nawabhat More, Burdwan 713 102

**Sinclairs Gangtok**

(56 Rooms, 4 Suite)

Cherry Residency Complex, Zero Point,

P.O. Rajbhawan, Gangtok 737101

**Sinclairs Yangang**

(14 Rooms, 3 Suite)

22/01 Rangang Road, Below Police Training Centre,

Yangang- 737134, Sikkim

**o. Address for Correspondence:**

Company Secretary & Compliance Officer

Sinclairs Hotels Limited

147 Block G, New Alipore, Kolkata 700053

Phone: +91 9007540731

Email: [cs@sinclairshotels.com](mailto:cs@sinclairshotels.com)

**p. List of all credit ratings obtained along with any revision during financial year:**

During the financial year ended March 31, 2024, the Company has not obtained any credit rating as the Company is a debt free Company.

**X. Other Disclosures:**

- i. There were no material and significant related party transactions, with its promoters, the directors or the management or relatives, etc. that may have potential conflict with the interests of the Company at large. Transactions with the related parties have been disclosed in Note No. 38 to the Accounts in the Annual Report.
- ii. The Company has an established whistleblower policy, and it is affirmed that no personnel has been denied access to the Audit Committee.
- iii. The Company has complied with the mandatory requirements of SEBI Listing Regulations.
- iv. The policy for determining 'material' subsidiaries is posted on the company's website and can be accessed at <https://www.sinclairsindia.com/investor/policies/Policy-determining-material-subsiidiary.pdf>
- v. The related party transaction policy is also posted on the company's website and can be accessed at <https://www.sinclairsindia.com/investor/policies/Policy-Party-Transaction.pdf>
- vi. Total fees paid by the Company to M/s. B S R & Co, LLP, Statutory Auditors within the network firm/network entity of which the statutory auditor is a part for all services in the year 2023-24, on a consolidated basis, is ₹ 20.25 lakh excluding GST.
- vii. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:  
The details of the complaint(s) under the 'Policy on Prevention of Sexual Harassment of Women' of the Company during the Financial Year 2023-24 are as follows:
  - i. Number of complaints filed during the financial year: NIL.
  - ii. Number of complaints disposed of during the financial year: NIL.
  - iii. Number of complaints pending as on end of the financial year: NIL
- viii. During the year under review, no loans and advances have been given by the company in the nature of loans to firms/companies in which directors of the company are interested.
- ix. The company has no material subsidiary during the year under review.
- x. Disclosures with respect to demat suspense account/unclaimed suspense account:

S. No.	Particulars	No. of shareholders	No. of shares
1	Aggregate number of shareholders and the outstanding shares in the Suspense Account lying at the beginning of the year	0	0

S. No.	Particulars	No. of shareholders	No. of shares
2	Aggregate number of shareholders and the shares credited in the Suspense Account during the year	608	1,22,510
3	Number of shareholders who approached the Company for transfer of shares from Unclaimed Suspense account during the year	2	1,500
4	Number of shareholders to whom shares were transferred from suspense account during the year	2	1,500
5	Aggregate number of shareholders and the outstanding shares in the Suspense Account lying at the end of the year	606	1,21,010

As on March 31, 2024, 1,20,985 equity shares held by 605 shareholders are unclaimed and held in "Sinclairs Hotels Limited-Suspense Escrow Bonus Issue Demat Account" and 25 equity shares are held in "Sinclairs Hotels Limited - Suspense Escrow Demat Account" opened pursuant to SEBI Circular No.SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022. The voting rights on the shares shall remain frozen till the rightful owner of the said shares claims such shares.

**Non-Mandatory Requirements**

The Company has complied with the following non-mandatory requirements of the Listing Regulations relating to Corporate Governance.

- During the year under review, there was no audit qualification in the Company's financial statements. The Company continues to adopt best practices to ensure regime of unmodified audit opinion.
- The Company follows a robust process of communicating with the shareholders which has been elaborated in the Report under the Heading "Means of Communication".
- The position of the Chairman and Chief Operating Officer of the Company remained separate.
- The Internal Auditor reports directly to the Audit Committee.

**Annexure to Corporate Governance Report**  
**ANNEXURE -A**

## **Declaration under Part D of Schedule V read with Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding Compliance with Code of Conduct**

To  
The Members,  
Sinclairs Hotels Limited

In accordance with Part D of Schedule V read with Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, Swajib Chatterjee, Chief Operating Officer, hereby declare that all the Directors and senior management personnel of the Company have affirmed compliance with the code of conduct as applicable to them, for the financial year ended March 31, 2024.

Kolkata  
May 21, 2024.

Swajib Chatterjee  
Chief Operating Officer

---

**ANNEXURE -B**

## **Certification pursuant to Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To  
The Board of Directors,  
Sinclairs Hotels Limited

- a) We have reviewed the financial statements and the cash flow statement for the financial year ended on March 31, 2024, and that to the best of our knowledge and belief:
- these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
  - these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws, and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered by the company during the year which are fraudulent, illegal, or violative of the company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems

of the Company pertaining to financial reporting and we have not come across any reportable deficiencies in the design or operation of such internal controls.

- d) We have indicated to the auditors and the audit committee that there are no:
- Significant changes in internal control over financial reporting during the year.
  - Significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements; and
  - Instances of significant fraud of which we have become aware and the involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Kolkata  
May 21, 2024.

Swajib Chatterjee  
Chief Operating Officer

B L Soni  
Chief Financial Officer

**ANNEXURE - C**

## Practicing Company Secretary's Certificate of Non-Disqualification of Directors

(Pursuant to Regulation 34(3) and Schedule V Para C Clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015)

To  
The Members of  
Sinclairs Hotels Limited  
147 Block G, New Alipore  
Kolkata 700053

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Sinclairs Hotels Limited having CIN L55101WB1971PLC028152 and having registered office 147 Block G, New Alipore, Kolkata 700053 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company and its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on March 31, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Mr. Navin Suchanti	00273663	30.06.1990

Sr. No.	Name of Director	DIN	Date of appointment in Company
2	Dr. Niren Suchanti	00909388	30.06.1990
3	Ms. Pramina Suchanti	00273736	09.07.2020
4	Ms. Kumkum Gupta	01575451	09.11.2018
5	Mr. Sanjeev Kumar Khandelwal	00419799	26.05.2022
6	Mr. Sushil Kumar Mor	00274066	23.05.2023

Ms. Kumkum Gupta, Mr. Sanjeev Kumar Khandelwal and Mr. Sushil Kumar Mor are Independent Directors whose names are registered in the Independent Director's Data Bank of Ministry of Corporate Affairs pursuant to the Companies (Creation and Maintenance of Databank of Independent Directors) Rules, 2019 and the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019.

Ensuring the eligibility of for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Kolkata  
Date: May 21, 2024.

Arup Kumar Roy  
ACS No.: 6784  
C P No.: 959  
UDIN: A006784F000416424

**ANNEXURE - D**

## Practicing Company Secretary's Certificate on Compliance with Corporate Governance Requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To The Members of  
Sinclairs Hotels Limited

I have examined compliance by Sinclairs Hotels Limited (the Company) with the requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) relating to Corporate Governance requirements for the year ended on March 31, 2024.

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. My examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance under the Listing Regulations. The examination is neither an audit nor an expression of opinion on the financial statements of the Company or the Corporate Governance Report of the Company.

In my opinion and to the best of my information and according to the explanations given to me and the representation by the Directors and the management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations during the financial year 2023-24.

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

Place: Kolkata  
Date: May 21, 2024.

Arup Kumar Roy  
ACS No.: 6784  
C P No.: 959  
UDIN: A006784F000416435

## Independent Auditor's Report

### To the Members of Sinclairs Hotels Limited

#### Report on the Audit of the Financial Statements

##### Opinion

We have audited the financial statements of Sinclairs Hotels Limited (the "Company") which comprise the balance sheet as at 31 March 2024, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material 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 financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

##### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our

responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the 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 the financial statements.

##### Key Audit Matter

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

##### Revenue Recognition

See Note 23 to financial statements

The key audit matter	How the matter was addressed in our audit
<p>Revenue is recognised at an amount that reflects the consideration to which the Company expects to be entitled in exchange for transferring the goods or services to a customer i.e. on transfer of control of the goods or service to the customer.</p> <p>Revenue is recognised at the transaction price that is allocated to the performance obligation. Revenue includes room revenue, food and beverage sale and banquet services. Revenue is recognised once the rooms are occupied, food and beverages are sold and banquet services have been provided as per the contract with the customer.</p> <p>Revenue is a key performance indicator of the Company and there is risk of overstatement of revenue due to fraud resulting from pressure to achieve targets and earning expectations.</p> <p>Based on the above-mentioned factors we have identified revenue recognition as a key audit matter.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>We assessed the appropriateness of the revenue recognition accounting policies by comparing with applicable Indian accounting standards.</li> <li>We evaluated the design of key controls and operating effectiveness of the relevant key controls with respect to revenue recognition on selected transactions.</li> <li>We performed substantive testing by performing the cash to sales reconciliation and agreeing the daily collections to the bank statements throughout the year.</li> <li>We carried out analytical procedures on revenue recognized during the year to identify unusual variances and conducted further enquiries and testing.</li> <li>We tested, on a sample basis, revenue transactions recorded before and after the financial year end date to determine whether the revenue had been recognized in the correct financial period.</li> </ul>

##### Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained 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.

##### Management's and Board of Directors Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) 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

## Independent Auditor's Report (Contd.)

and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements 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 and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue

as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

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

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2A. 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, except the following matters, (i) the backup of the books of account and other relevant books and papers in electronic mode of the Company has not been kept throughout the year on servers physically located in India on a daily basis (ii) the matters stated in the paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
  - c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.

## Independent Auditor's Report (Contd.)

- d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors as on 01 April 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.
- f. the observation relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- a. The Company has disclosed the impact of pending litigations as at 31 March 2024 on its financial position in its financial statements - Refer Note 34 to the financial statements.
- b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- d. (1) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 41 to the financial statements, no funds 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(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 41 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (iii) Based on the audit procedures performed 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 (i) and (ii) above, contain any material misstatement.
- e. The final dividend paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.
- As stated in Note 15 to the financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.
- f. Based on our examination which included test checks, the Company has used accounting softwares for maintaining its books of account relating to general ledger and customer billing, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective softwares except that the feature of recording audit trail (edit log) facility was not enabled at the database level for the said accounting softwares to log any direct data changes. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with except that in case of an accounting software used for maintaining general ledger, due to limitations in the system configuration, we are unable to comment whether there were any instances of the audit trail feature being tampered with.
- C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:
- In our opinion and according to the information and explanations given to us, the Company has not paid any remuneration to its directors during the year. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

**For B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022

**Jayanta Mukhopadhyay**

*Partner*

Place: Kolkata

Date: 21 May 2024

Membership No.: 055757

ICAI UDIN:24055757BKEYK03353

## Annexure A to the Independent Auditor's Report

on the Financial Statements of Sinclairs Hotels Limited for the year ended 31 March 2024

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

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) In our opinion and according to the information and explanations given to us, the Company did not have any intangible assets. Accordingly, the provisions of paragraph (i)(a)(B) of the Order are not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company, except for the following which are not held in the name of the Company:

Description of property	Gross carrying value (₹ in Lakh)	Held in the name of	Whether promoter, director or their relative or employee	Period held- indicate range, where appropriate	Reason for not being held in the name of the Company. Also indicate if in dispute
Land	48.00	Pressman Resorts Limited (formerly known as Sandel Resorts Limited)	No	Since 1993	Land received pursuant to a scheme of Amalgamation
Land	45.72	Benchmark Homes & Resorts Limited	No	Since 1997	

- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and

procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments in other parties, in respect of which the requisite information is as below. The Company has not made any investments in companies, firms or limited liability partnership.
- (a) The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year. Accordingly, provisions of clause 3(iii)(a) of the Order are not applicable to the Company.
- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made, are, prima facie, not prejudicial to the interest of the Company. The Company has not provided any guarantee or security or granted any loans or advances in the nature of loans.
- The Company has not provided any loans and advances in the nature of loans during the year. Accordingly, provisions of clause 3(iii)(c) to 3(iii)(f) of the Order are not applicable to the Company.
- (iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, and Sales tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of

## Annexure A to the Independent Auditor's Report (Contd.)

- the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Value added tax, Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited by the Company with the appropriate authorities.
- According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Value added tax, Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to Value added tax, Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) According to the information and explanations given to us by the management, the Company has not obtained any term loans during the year. Accordingly, clause 3(ix)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2024. Accordingly, clause 3(ix)(e) is not applicable.
- (f) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31 March 2024. Accordingly, provisions of clause 3(ix)(f) is not applicable.
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

## Annexure A to the Independent Auditor's Report (Contd.)

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance

that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) 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 Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

**For B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022

**Jayanta Mukhopadhyay**

*Partner*

Place: Kolkata

Date: 21 May 2024

Membership No.: 055757

ICAI UDIN:24055757BKEYKO3353

## Annexure B to the Independent Auditor's Report

### **Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act**

**(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

#### **Opinion**

We have audited the internal financial controls with reference to financial statements of Sinclairs Hotels Limited ("the Company") as of 31 March 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements 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 (the "Guidance Note").

#### **Management's and Board of Directors' Responsibilities for Internal Financial Controls**

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 with reference to financial statements were 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 with reference to financial statements and their operating

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

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

#### **Meaning of Internal Financial Controls with Reference to Financial Statements**

A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls with Reference to Financial Statements**

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**For B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022

**Jayanta Mukhopadhyay**

*Partner*

Place: Kolkata

Date: 21 May 2024

Membership No.: 055757

ICAI UDIN:24055757BKEYKO3353

## Balance Sheet as at 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

	Note	As at 31 March 2024	As at 31 March 2023
<b>ASSETS</b>			
<b>Non-current assets</b>			
a) Property, plant and equipment	3	5,093.86	5,514.35
b) Financial assets			
i) Investments	4	1,402.66	1,404.39
ii) Other financial assets	5	101.91	88.32
c) Other tax assets (net)	6	202.57	107.31
d) Other non-current assets	7	13.17	11.53
<b>Current assets</b>			
a) Inventories	8	30.10	32.73
b) Financial assets			
i) Investments	4	5,779.15	7,797.64
ii) Trade receivables	9	112.00	135.05
iii) Cash and cash equivalents	10	105.11	34.89
iv) Bank balances other than (iii) above	11	9.72	9.94
v) Other financial assets	12	23.58	21.79
c) Other current assets	13	62.50	63.47
<b>Total assets</b>		<b>12,936.33</b>	<b>15,221.41</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
a) Equity share capital	14	1,025.20	543.00
b) Other equity	15	9,704.30	12,310.23
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
a) Lease liabilities		832.07	914.00
b) Deferred tax liabilities (net)	16 D	438.58	482.07
c) Deferred income	17	234.85	244.78
<b>Current liabilities</b>			
a) Financial liabilities			
i) Lease liabilities		186.47	167.41
ii) Trade payables	18		
- total outstanding dues of micro enterprises and small enterprises;		36.57	37.27
- total outstanding dues of creditors other than micro enterprises and small enterprises.		146.41	178.75
iii) Other financial liabilities	19	120.14	110.23
b) Other current liabilities	20	185.90	207.38
c) Deferred income	21	8.46	8.54
d) Provisions	22	17.38	17.75
<b>Total equity and liabilities</b>		<b>12,936.33</b>	<b>15,221.41</b>

### Material accounting policies 2 The accompanying notes are an integral part of the financial statements

As per our report of even date  
for **B S R & Co. LLP**  
Chartered Accountants  
Firm's Registration Number: 101248W/W-100022

For and on behalf of the Board of Directors of  
**SINCLAIRS HOTELS LIMITED**  
CIN: L55101WB1971PLC028152

**Jayanta Mukhopadhyay**  
Partner  
Membership No.: 055757

**Navin Suchanti**  
Chairman  
DIN: 00273663

**Dr. Niren Suchanti**  
Director  
DIN: 00909388

**Sanjeev Khandelwal**  
Director  
DIN: 00419799

Place : Kolkata  
Date : 21 May 2024

**B L Soni**  
Chief Financial Officer

**Swajib Chatterjee**  
Chief Operating Officer

**Ananna Sarkar**  
Company Secretary

## Statement of Profit and Loss for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

	Note	Year ended 31 March 2024	Year ended 31 March 2023
<b>Income</b>			
Revenue from operations	23	5,587.54	5,377.96
Other income	24	925.05	355.13
<b>Total Income</b>		<b>6,512.59</b>	<b>5,733.09</b>
<b>Expenses:</b>			
Cost of material consumed	25	759.33	683.57
Employee benefits expense	26	1,176.47	1,111.25
Finance costs	27	104.62	110.58
Depreciation and amortization expenses	28	487.00	471.00
Other expenses	29	1,442.63	1,401.15
<b>Total Expenses</b>		<b>3,970.05</b>	<b>3,777.55</b>
Profit before exceptional items and tax		2,542.54	1,955.54
<b>Exceptional item</b>	42	-	1,888.90
Profit before tax		2,542.54	3,844.44
<b>Tax expense:</b>	16		
Current tax		531.84	741.77
Deferred tax		(43.49)	(20.53)
<b>Tax expense</b>		<b>488.35</b>	<b>721.24</b>
Profit for the year		2,054.19	3,123.20
<b>Other comprehensive income/ (loss)</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
Remeasurements of defined benefit liability (asset)	31	(2.12)	(6.21)
Income tax relating to above	16	0.53	1.56
<b>Other comprehensive loss for the year, net of tax</b>		<b>(1.59)</b>	<b>(4.65)</b>
<b>Total comprehensive income for the year</b>		<b>2,052.60</b>	<b>3,118.55</b>
<b>Earnings Per Share</b>	30		
Basic earning per share (INR)		3.88	5.72
Diluted earning per share (INR)		3.87	5.72

**Material accounting policies** 2  
**The accompanying notes are an integral part of the financial statements**

As per our report of even date  
for **B S R & Co. LLP**  
Chartered Accountants  
Firm's Registration Number: 101248W/W-100022

For and on behalf of the Board of Directors of  
**SINCLAIRS HOTELS LIMITED**  
CIN: L55101WB1971PLC028152

**Jayanta Mukhopadhyay**  
Partner  
Membership No.: 055757

**Navin Suchanti**  
Chairman  
DIN: 00273663

**Dr. Niren Suchanti**  
Director  
DIN: 00909388

**Sanjeev Khandelwal**  
Director  
DIN: 00419799

Place : Kolkata  
Date : 21 May 2024

**B L Soni**  
Chief Financial Officer

**Swajib Chatterjee**  
Chief Operating Officer

**Ananna Sarkar**  
Company Secretary

## Statement of Cash Flows for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

	Note	Year ended 31 March 2024	Year ended 31 March 2023
<b>A. Cash Flow from Operating Activities</b>			
Profit before tax		2,542.54	3,844.44
<b>Adjustments For :</b>			
Depreciation and amortization expenses	28	487.00	471.00
Net gain on sale of investments	24	(208.82)	(25.38)
Interest Income under the effective interest method	24	(105.88)	(108.61)
Finance costs	27	104.62	110.58
Profit on sale of freehold land		-	(1,888.90)
Profit on sale of property, plant and equipment (net)	24	(0.13)	(4.94)
Fair value gain on investments at FVTPL (net)	24	(602.95)	(197.19)
Liabilities no longer required written back	24	(3.24)	(5.91)
		<b>2,213.14</b>	<b>2,195.09</b>
<b>Movements in working capital :</b>			
Decrease/ (Increase) in Trade Receivables		23.05	(64.43)
Decrease in Inventories		2.63	8.17
(Increase) / Decrease in Other financial assets		(10.45)	2.21
Increase in Other assets		(12.20)	(18.99)
(Decrease)/ Increase in Trade payables		(33.04)	28.13
Increase / (Decrease) in Other financial liability		13.33	(4.32)
(Decrease)/ Increase in Provisions		(2.49)	11.54
Increase in Other liabilities		(28.25)	23.59
Cash generated from operating activities		2,165.72	2,180.99
Income taxes paid (net)		(617.17)	(398.26)
<b>Net Cash generated from operating activities</b>		<b>1,548.55</b>	<b>1,782.73</b>
<b>B. Cash Flow from Investing Activities</b>			
Acquisition of Property, plant and equipment		(58.35)	(620.04)
Proceeds from sale of Property, plant and equipment		0.13	2,423.98
Purchase of Investments		(2,529.04)	(5,968.42)
Proceeds from sale/ maturity of investments		5,359.30	3,894.93
Purchase of Bank deposits (having original maturity of more than three months)		-	(8.05)
Maturity of Bank deposits (having original maturity of more than three months)		-	29.78
Interest received		102.68	176.34
<b>Net Cash generated from/ (used in) investing activities</b>		<b>2,874.72</b>	<b>(71.48)</b>
<b>C. Cash flow from financing activities</b>			
Amount paid for buyback of shares	40	(3,778.48)	(1,251.47)
Dividends Paid		(407.25)	(271.50)
Payment of Lease Rentals	39	(167.32)	(172.00)
<b>Net cash used in financing activities</b>		<b>(4,353.05)</b>	<b>(1,694.97)</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>		<b>70.22</b>	<b>16.28</b>
Cash and cash equivalents at the beginning of the year		34.89	18.61
<b>Cash and cash equivalents at the end of the year</b>	10	<b>105.11</b>	<b>34.89</b>

### Material accounting policies

2

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

As per our report of even date

for **B S R & Co. LLP**

Chartered Accountants

Firm's Registration Number: 101248W/W-100022

For and on behalf of the Board of Directors of

**SINCLAIRS HOTELS LIMITED**

CIN: L55101WB1971PLC028152

**Jayanta Mukhopadhyay**

Partner

Membership No.: 055757

**Navin Suchanti**

Chairman

DIN: 00273663

**Dr. Niren Suchanti**

Director

DIN: 00909388

**Sanjeev Khandelwal**

Director

DIN: 00419799

Place : Kolkata

Date : 21 May 2024

**B L Soni**

Chief Financial Officer

**Swajib Chatterjee**

Chief Operating Officer

**Ananna Sarkar**

Company Secretary

## Statement of Changes in Equity for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

(A) Equity Share Capital	Number of Shares	Amount
Equity Shares of INR 2 each issued, subscribed and fully paid at 1 April 2022	2,78,50,000	557.00
Decrease in number of shares on account of buyback (Refer no 40)	7,00,000	14.00
At 31 March 2023	<u>2,71,50,000</u>	<u>543.00</u>
	Number of Shares	Amount
Equity Shares of INR 2 each issued, subscribed and fully paid at 1 April 2023	<b>2,71,50,000</b>	<b>543.00</b>
Decrease in number of shares on account of buyback (Refer no 40)	<b>15,20,000</b>	<b>30.40</b>
Increase in number of shares on account of bonus issue (Refer no 40)	<b>2,56,30,000</b>	<b>512.60</b>
At 31 March 2024	<u><b>5,12,60,000</b></u>	<u><b>1,025.20</b></u>

### (B) Other Equity

Particulars	Reserves and Surplus							Total
	Capital Reserve	Securities Premium	Capital Redemption Reserve	Capital Investment subsidy	Revaluation Reserve	General Reserve	Retained Earnings	
<b>Balance as on 1 April 2022</b>	72.80	3,212.21	172.32	81.37	347.86	2,424.37	4,384.53	10,695.46
Profit for the year	-	-	-	-	-	-	3,123.22	3,123.22
Other Comprehensive loss (net of tax) for the year	-	-	-	-	-	-	(4.65)	(4.65)
	72.80	3,212.21	172.32	81.37	347.86	2,424.37	7,503.10	13,814.03
<b>Transactions with shareholder, recorded directly in equity</b>								
Buy-back of equity shares	-	(987.00)	14.00	-	-	-	(14.00)	(987.00)
Tax on buy-back of equity shares	-	-	-	-	-	-	(229.93)	(229.93)
Expenses for buy-back of equity shares, net of tax	-	-	-	-	-	-	(15.37)	(15.37)
Payment of dividend for financial year 2021-2022	-	-	-	-	-	-	(271.50)	(271.50)
<b>Balance as on 31 March 2023</b>	72.80	2,225.21	186.32	81.37	347.86	2,424.37	6,972.30	12,310.23
Profit for the year	-	-	-	-	-	-	2,054.19	2,054.19
Other Comprehensive loss (net of tax) for the year	-	-	-	-	-	-	(1.59)	(1.59)
	72.80	2,225.21	186.32	81.37	347.86	2,424.37	9,024.90	14,362.83
<b>Transactions with shareholder, recorded directly in equity</b>								
Buy-back of equity shares	-	(2,225.21)	30.40	-	-	(784.39)	(30.40)	(3,009.60)
Tax on buy-back of equity shares	-	-	-	-	-	-	(701.12)	(701.12)
Expenses for buy-back of equity shares, net of tax	-	-	-	-	-	-	(27.96)	(27.96)
Bonus Shares issued during the year	-	-	-	-	-	-	(512.60)	(512.60)
Payment of dividend for financial year 2022-2023	-	-	-	-	-	-	(407.25)	(407.25)
<b>Balance as on 31 March 2024</b>	72.80	-	216.72	81.37	347.86	1,639.98	7,345.57	9,704.30

As per our report of even date  
for **B S R & Co. LLP**  
Chartered Accountants  
Firm's Registration Number: 101248W/W-100022

For and on behalf of the Board of Directors of  
**SINCLAIRS HOTELS LIMITED**  
CIN: L55101WB1971PLC028152

**Jayanta Mukhopadhyay**  
Partner  
Membership No.: 055757

**Navin Suchanti**  
Chairman  
DIN: 00273663

**Dr. Niren Suchanti**  
Director  
DIN: 00909388

**Sanjeev Khandelwal**  
Director  
DIN: 00419799

Place : Kolkata  
Date : 21 May 2024

**B L Soni**  
Chief Financial Officer

**Swajib Chatterjee**  
Chief Operating Officer

**Ananna Sarkar**  
Company Secretary

## Notes to financial statements for the year ended 31 March 2024

### 1. CORPORATE INFORMATION

The Company presently operates in the hospitality sector and runs a chain of nine hotels and resorts under the brand Sinclairs, namely Sinclairs Burdwan, Sinclairs Siliguri, Sinclairs Darjeeling, Sinclairs Retreat Kalimpong, Sinclairs Retreat Dooars in West Bengal; Sinclairs Gangtok and Sinclairs Yangang in Sikkim; Sinclairs Retreat Ooty in Tamil Nadu and Sinclairs Bayview Port Blair in Andamans. The Company is a public Company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on three recognized stock exchanges in India. The registered office of the Company is located at 147 Block G, New Alipore, Kolkata 700053.

### 2. BASIS OF PREPARATION

#### A. Statement of compliance

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The financial statements were authorised for issue by the Company's Board of Directors on May 21, 2024.

#### B. Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lakhs, unless otherwise indicated.

#### C. Basis of measurement

The financial statements have been prepared on a historical cost basis, except for Investments that are required to be carried at fair value by Ind AS.

#### D. Use of estimates and judgments

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed below. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

#### Critical accounting estimates

**Measurement of defined benefit obligations: key actuarial assumptions** - The cost of defined benefits that include gratuity and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual

developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

**Recognition and measurement of provisions and contingencies:** Key assumptions are made about the likelihood and magnitude of an outflow of resources. Provision is towards known contractual obligation, litigation cases and pending assessments in respect of taxes, duties and other levies in respect of which management believes that there are present obligations and the settlement of such obligations are expected to result in outflow of resources, to the extent provided for.

**Impairment test of non-financial asset:** The Company's non-financial assets, other than inventories, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

#### E. Measurement of fair values

A number of accounting policies and disclosures require the measurement of fair values of assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values.

The Management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the Management assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions and valuation techniques made in measuring fair values is included in Note 33.

### 2.1 MATERIAL ACCOUNTING POLICIES

#### (a) Current versus non-current classification

The Company's present assets and liabilities in the balance sheet are 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.

## Notes to financial statements for the year ended 31 March 2024

- It is held primarily for the purpose of trading.
- It is 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.

Current assets include the current portion of non-current financial assets.

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.

Current liabilities include the current portion of long-term financial liabilities.

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) Property, Plant and Equipment

#### i. Recognition and measurement

Items of Property, Plant and Equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost of an item comprises of its purchase price and any attributable cost of bringing the asset to its working condition for its intended use. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

On transition to Ind AS, the Company had opted to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition.

An item of property, plant and equipment and any significant part initially recognised is derecognised 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 derecognised.

#### ii. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that future economic benefits associated with the item will flow to the entity.

#### iii. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over

their estimated useful lives using the straight-line method and is generally recognised in the statement of profit and loss. Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Company will obtain ownership by the end of the lease term. Freehold land is not depreciated.

Depreciation on additions/ (disposals) is provided on a pro-rata basis i.e., from/ (up to) the date on which asset is ready for use/ (disposed off).

Estimated useful lives of items of property, plant and equipment are as follows:

Class of Assets	Estimated useful life (in years)
Buildings	5 to 60
Furniture and Fixtures	5
Electrical Installations	5
Plant and Machinery	5
Computers (included in office equipment)	3 to 6
Office Equipment	5
Vehicles	6 to 10

The management has estimated, supported by independent assessment by professionals, the useful lives of furniture and fixtures, electrical installations, plant and machinery, leasehold improvements and office equipment as 5 years. These lives are lower than those indicated in Schedule II to the Act.

Leasehold land is amortised over the period of lease. Leasehold improvements are amortised over the period of lease or estimated useful life, whichever is lower.

#### (c) Impairment of non-financial assets

The Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are combined together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or Company of CGUs) on a pro rata basis.

In respect of other assets for which impairment loss has

## Notes to financial statements for the year ended 31 March 2024

been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

### (d) Leases

#### The Company as a Lessee

The Company assesses whether a contract contains a lease as per the requirements of Ind AS 116 "Leases" at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (i) the contract involves the use of an identified asset.
- (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and
- (iii) the Company has the right to direct the use of the asset.

The Company recognizes a right-of-use asset ("ROU") and a lease liability at the lease commencement date, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the incremental borrowing rate of the company. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease payments are classified as financing cash flows.

### (e) Government subsidies

Government grants including non-monetary grant are recognised when there is reasonable assurance that they will be received, and the Company will comply with the conditions associated with the grant.

Government grants relating to income are deferred and recognised in the statement of profit and loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

Government grants relating to the purchase of property, plant and equipment are included in other liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

### (f) Inventories

Inventories are valued at lower of cost and net realizable value. However, materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be used are expected to be sold at or above cost. Cost is determined on "First in First Out" basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

### (g) Revenue Recognition

The Company earns revenue primarily from providing hospitality services. The services are provided through nine hotels/ resorts located at Siliguri, Darjeeling, Chalsa, Kalimpong and Burdwan in West Bengal, Gangtok and Yangang in Sikkim, Ooty in Tamil Nadu and Port Blair in Andaman and Nicobar Islands.

#### i. Income from Services

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

**Rooms, Food and Beverage & Banquets:** Revenue is recognised at the transaction price that is allocated to the performance obligation. Revenue includes room revenue, food and beverage sale and banquet services which is recognised once the rooms are occupied, food and beverages are sold and banquet services have been provided as per the contract with the customer.

**Other Allied services:** In relation to car hire income, laundry income, communication income, health club income, airport transfers income and other allied services, the revenue has been recognised by reference to the time of service rendered.

**Membership fee:** In relation to Membership fee which entitles the members the access to the club is recognized as income equally over the period of lease on which the club is constructed.

Membership fees which will be recognised in future periods are disclosed under Other Liabilities – Deferred revenue - Advances- membership fees.

## Notes to financial statements for the year ended 31 March 2024

### (h) Recognition of dividend income, interest income or expense

#### i. Interest income and expenses

Interest income or expense is recognised using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

#### ii. Dividends

Revenue is recognised when the shareholders' right to receive payment is established by the Balance Sheet date.

### (i) Foreign Currency Transactions

#### i. Initial Recognition

Transactions in foreign currencies are translated into the functional currency of Company at the exchange rates prevailing on dates of the transactions.

#### ii. Translation

Foreign currency monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Foreign currency non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

#### iii. Exchange Differences

Exchange differences arising on the settlement of monetary items or on reporting monetary items of Company at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expenses in the year in which they arise.

### (j) 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.

#### i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is

initially measured at fair value plus or minus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

#### Financial assets

##### Classification of financial asset

On initial recognition, a financial asset is classified as measured at

- amortized cost;
- Fair Value through Other Comprehensive income (FVOCI) – equity investment; or
- Fair Value through Profit and Loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- The asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL.

#### A. Financial assets – Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g., liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g., non-recourse features)

## Notes to financial statements for the year ended 31 March 2024

### B. *Subsequent measurement and gains and losses of Financial Asset*

Financial assets at FVTPL are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Equity investments at FVOCI are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

### C. *Derecognition of financial assets*

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Company's balance sheet) when the rights to receive cash flows from the asset have expired.

### D. *Impairment of financial assets*

At each reporting date, the Company assess whether financial assets, that those at FVTPL are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for 90 days or more; or
- it is probable that the borrower will enter bankruptcy or other financial reorganization.

The Company recognises loss allowances using the expected credit losses (ECL) model for the financial assets which are fair valued through profit or loss.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognised as an impairment gain or loss in the Statement of Profit and Loss.

In case of trade receivables, the Company follows the simplified approach permitted by Ind AS 109 Financial Instruments for recognition of impairment loss allowance. The application of simplified approach does not require the Company to track changes in credit risk. The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

For all other financial assets, expected credit losses are measured unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

### Financial Liabilities

#### A. *Classification, subsequent measurement and gains and losses*

Financial liabilities are classified as measured at amortised

cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held - for - trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

#### B. *Derecognition of financial liability*

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.

#### **Offsetting of Financial assets and financial liabilities**

Financial assets and financial liabilities are offset, and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

#### (k) **Employee benefits**

##### *Short-term employee benefits*

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

##### *Defined contribution plans*

A Defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

##### *Post-employment benefit plan*

Post-employment benefit plan in the form of Gratuity is a plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed

## Notes to financial statements for the year ended 31 March 2024

annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Measurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

### (l) Income Tax

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

#### i. Current Tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

#### ii. Deferred Tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the company recognises a deferred tax asset only to the extent

that it has sufficient taxable temporary difference or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis, or their tax assets and liabilities will be realised simultaneously.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

### (m) Earnings Per Share

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

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

### (n) Provisions

A provision is recognised if, as a result of a past event, the Company has a present, legal or constructive, obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

### (o) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain

## Notes to financial statements for the year ended 31 March 2024

future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not record a contingent liability in books of account but discloses its existence in the financial statements.

### (p) 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.

### (q) Changes in material accounting policy

#### Deferred tax related to assets and liabilities arising from a single transaction:

The Company has adopted Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to Ind AS 12) from 1 April 2023. The amendments narrow the scope of the initial recognition exemption to exclude transactions that give rise to equal and offsetting differences - e.g., leases. For leases, an entity is required to recognise the associated deferred tax assets and liabilities from the beginning of the earliest comparative period presented, with any cumulative effect recognised as an adjustment to retained earnings or other components of equity at that date. For all other transactions, an entity applies the amendments to transactions that occur on or after the beginning of the earliest period presented.

The Company previously accounted for deferred tax on leases by applying the 'integrally linked' approach, resulting

in a similar outcome as under the amendments, except that the deferred tax asset or liability was recognised on a net basis. Following the amendments, the Company has recognised a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-to-use assets as at 1 April 22 and thereafter. However, there was no impact on the balance sheet because the balances qualify for offset under paragraph 74 of Ind AS 12. There was also no impact on the opening retained earnings as at 1 April 2022 as a result of the change. The key impact for the Company relates to disclosure of the deferred tax assets and liabilities recognised (See Note 16 D).

#### Material accounting policy information

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

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

### (r) Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended 31 March 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

### 3) Property, Plant and Equipment

	Tangible Asset										Total	
	Owned assets					Right of use assets						
	Freehold Land	Building	Plant and machinery	Furniture and fixtures	Electrical installations	Vehicles	Office equipment	Leasehold Land	Leasehold Building			
<b>Cost or deemed cost (gross carrying amount)</b>												
<b>As at 1 April 2022</b>	1,127.53	6,227.71	1,124.65	2,167.63	614.14	49.85	91.67	69.23	1,120.75		12,593.16	
Additions	-	112.92	46.88	323.55	74.04	12.16	10.47	-	138.13		718.15	
Less: Disposals/ Adjustment	784.10	424.32	62.44	65.36	30.42	2.56	8.89	-	-		1,378.09	
<b>As at 31 March 2023</b>	<b>343.43</b>	<b>5,916.31</b>	<b>1,109.09</b>	<b>2,425.82</b>	<b>657.76</b>	<b>59.45</b>	<b>93.25</b>	<b>69.23</b>	<b>1,258.88</b>		<b>11,933.22</b>	
<b>Additions</b>	-	<b>9.23</b>	<b>35.32</b>	<b>6.38</b>	<b>7.25</b>	<b>1.66</b>	<b>6.84</b>	-	<b>7.88</b>		<b>74.56</b>	
<b>Less: Disposals/ Adjustment</b>	-	-	<b>14.91</b>	-	<b>4.06</b>	<b>0.49</b>	<b>1.63</b>	-	<b>8.05</b>		<b>29.14</b>	
<b>Capitalised during the year</b>	-	-	-	-	-	-	-	-	-		-	
<b>As at 31 March 2024</b>	<b>343.43</b>	<b>5,925.54</b>	<b>1,129.50</b>	<b>2,432.20</b>	<b>660.95</b>	<b>60.62</b>	<b>98.46</b>	<b>69.23</b>	<b>1,258.71</b>		<b>11,978.64</b>	
<b>Accumulated depreciation</b>												
As at 1 April 2022	-	2,701.65	1,059.91	1,896.81	574.16	45.95	77.97	19.35	164.01		6,539.81	
Depreciation for the year	-	114.11	34.95	162.53	25.41	2.16	6.62	1.82	123.41		471.01	
Disposals	-	422.28	62.44	65.36	30.42	2.56	8.89	-	-		591.95	
<b>As at 31 March 2023</b>	-	<b>2,393.48</b>	<b>1,032.42</b>	<b>1,993.98</b>	<b>569.15</b>	<b>45.55</b>	<b>75.70</b>	<b>21.17</b>	<b>287.42</b>		<b>6,418.87</b>	
<b>Depreciation for the year</b>	-	<b>130.96</b>	<b>29.03</b>	<b>161.03</b>	<b>28.38</b>	<b>3.09</b>	<b>8.53</b>	<b>1.82</b>	<b>124.16</b>		<b>487.00</b>	
<b>Disposals</b>	-	-	<b>14.91</b>	-	<b>4.06</b>	<b>0.49</b>	<b>1.63</b>	-	-		<b>21.09</b>	
<b>As at 31 March 2024</b>	-	<b>2,524.44</b>	<b>1,046.54</b>	<b>2,155.01</b>	<b>593.47</b>	<b>48.15</b>	<b>82.60</b>	<b>22.99</b>	<b>411.58</b>		<b>6,884.78</b>	
<b>Net Block</b>												
As at 31 March 2023	343.43	3,522.83	76.67	431.84	88.61	13.90	17.55	48.06	971.46		5,514.35	
<b>As at 31 March 2024</b>	<b>343.43</b>	<b>3,401.10</b>	<b>82.96</b>	<b>277.19</b>	<b>67.48</b>	<b>12.47</b>	<b>15.86</b>	<b>46.24</b>	<b>847.13</b>		<b>5,093.86</b>	

#### Notes:

- Building includes those constructed on leasehold land. Gross Block **INR 2,025.93** lakh (previous year INR 2,022.46 lakh). Additions made during the year **INR 3.47** lakh (previous year INR 106.77 lakh). Depreciation charge for the year **INR 68.38** lakh (previous year INR 51.23 lakh). Deletions and Depreciation on disposal **INR Nil** (previous year INR 8.06 lakh). Accumulated depreciation **INR 802.87** lakh (previous year INR 734.49 lakh). Net book value **INR 1,223.06** lakh (previous year INR 1,287.97 lakh).
- Right-of-use assets included in the carrying amount of property, plant and equipment are described in Note 39. "Leases."

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

### 3) Property, Plant and Equipment

c) Title deeds of Immovable Property not held in name of the Company

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Property, Plant and Equipment	Freehold Land (Undisputed)	48.00	Pressman Resorts Limited (formerly known as Sandel Resorts Limited)	No	1 April 1993	The Companies were merged with Sinclairs Hotels Ltd and in terms of the orders of the High Court. The name change is yet to be done.
Property, Plant and Equipment	Freehold Land (Undisputed)	45.72	Benchmark Homes & Resorts Limited	No	1 April 1997	

d) There are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

	No of Units 31 March 2024	No of Units 31 March 2023	As at 31 March 2024	As at 31 March 2023
<b>4) Investments</b>				
<b>A. Non-current Investments</b>				
<b>Investments in Corporate Bond (unquoted) - At amortised cost</b>				
7.05 % LIC Housing Finance Limited (Face value INR10 lakh)	22.00	22.00	222.99	222.83
7.50 %Tata Capital Housing Finance Limited (Face value INR 10 lakh)	47.00	47.00	509.57	510.09
7.70 % LIC Housing Finance Limited (Face Value INR 10 lakh)	15.00	15.00	155.19	155.68
7.73% State Bank of India(Face value INR 10 lakh)	50.00	50.00	514.91	515.79
<b>Total Non-Current Investments (A)</b>			<b>1,402.66</b>	<b>1,404.39</b>
<b>B. Current Investments</b>				
<b>Investments in Mutual Funds (unquoted) -Fair value through profit and loss</b>				
Axis Banking and PSU Debt Fund	-	41,727.03	-	954.95
Axis Balances Advantage Fund	-	34,67,159.58	-	530.48
Axis Bluechip Fund	-	82,119.65	-	38.35
Axis Nifty 50 Index Fund	5,91,269.77	5,91,269.77	78.19	60.24
Axis Dynamic Bond Fund	22,48,007.20	22,48,007.20	656.82	608.07
HDFC Gilt Fund	6,25,833.18	6,25,833.18	327.65	303.06
ICICI Prudential Banking and PSU Debt Fund	10,86,355.26	26,66,230.26	334.37	759.76
ICICI Prudential Balanced Advantage Fund	1,89,241.11	1,89,241.11	135.00	109.34
ICICI Prudential Nifty Index Fund	1,40,397.68	1,40,397.68	323.56	249.36
ICICI Gilt Fund	4,43,001.67	4,43,001.67	439.85	402.59
ICICI Constant Maturity Gilt Fund	19,56,332.48	19,56,332.48	439.34	404.56
Kotak Balanced Advantage Fund	-	12,16,614.77	-	192.52
Nippon India Nivesh Lakshya Fund	20,24,367.86	20,24,367.86	333.30	302.93
SBI Banking and PSU Debt Fund	-	43,674.21	-	1,211.96
SBI Balance Advantage Fund	43,38,950.55	27,72,936.11	609.02	305.47
SBI Nifty Index Fund	2,59,720.81	1,68,288.72	529.16	264.15
SBI Magnum Constant Maturity Fund	12,75,901.30	12,75,901.30	754.16	694.41
SBI Magnum Gilt Fund	7,01,871.99	7,01,871.99	443.10	405.44
SBI Nifty 50 Equal Weight Index Fund	26,82,181.28	-	278.35	-
SBI Savings Fund	2,40,547.54	-	97.28	-
<b>Total Current Investments (B)</b>			<b>5,779.15</b>	<b>7,797.64</b>
<b>Total Investments (A+B)</b>			<b>7,181.81</b>	<b>9,202.03</b>
<b>Non-Current</b>			<b>1,402.66</b>	<b>1,404.39</b>
<b>Current</b>			<b>5,779.15</b>	<b>7,797.64</b>
<b>Aggregate value of unquoted investments</b>			<b>1,402.66</b>	<b>1,404.39</b>
<b>5) Other Financial Assets - Non Current</b>				
<i>(Unsecured, considered good, unless stated otherwise)</i>				
Security deposits			99.21	84.09
Bank deposits with original maturity for more than twelve months			2.50	4.06
Interest accrued, but not due on deposits with bank			0.20	0.17
			<b>101.91</b>	<b>88.32</b>

\* Bank deposits aggregating **INR 2.50 lakh** (previous year INR 2.50 lakh) pledged against Bank Guarantee.

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

	As at 31 March 2024	As at 31 March 2023
<b>6) Other tax assets (net)</b>		
Advance income tax [net of provision for taxation INR 1,898.59 lakh (previous year INR 2,111.72 lakh)]	202.57	107.31
<b>7) Other non-current assets</b> (Unsecured, considered good)		
Prepaid expenses	13.17	-
Capital Advance	-	11.53
	<b>13.17</b>	<b>11.53</b>
<b>8) Inventories</b> (Valued at lower of cost and net realizable value)		
Food and Beverages	23.56	23.50
Store and operating supplies	6.54	9.23
	<b>30.10</b>	<b>32.73</b>
<b>9) Trade receivables</b> <b>At amortised cost</b>		
Unsecured, considered good	115.36	138.41
Less: Loss allowance	3.36	3.36
	<b>112.00</b>	<b>135.05</b>
<b>a. Loss Allowances</b>		
Opening provision	3.36	3.36
Provision created during the year	-	-
Closing provision	<b>3.36</b>	<b>3.36</b>
b. Trade Receivables are non-interest bearing and generally on terms of 0 to 90 days		
c. The exposure to credit risk related to trade receivables are disclosed in Note 33		
d. There are no unbilled revenue as at the year end		
e. Trade Receivable ageing schedule *:		
<u>Undisputed Trade receivables – considered good</u>		
- Less than 6 months	99.68	119.41
- 6 months to 1 year	6.75	17.49
- 1 to 2 years	8.89	0.88
- 2 to 3 years	0.04	0.63
	<b>115.36</b>	<b>138.41</b>
* Outstanding for following periods from date of transaction		
<b>10) Cash and cash equivalents</b>		
Balances with Bank		
-On Current account	96.18	32.68
Cash on hand	8.93	2.21
	<b>105.11</b>	<b>34.89</b>
<b>11) Other Bank balances</b>		
Unclaimed Dividend Account	9.72	9.94
	<b>9.72</b>	<b>9.94</b>

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

	As at 31 March 2024	As at 31 March 2023
<b>12) Other financial assets</b>		
<i>(Unsecured, considered good)</i>		
Bank deposits with original maturity for more than twelve months	1.56	-
Interest accrued, but not due on deposits with bank	0.23	-
Government grant receivable	21.79	21.79
	<b>23.58</b>	<b>21.79</b>
<b>13) Other Current Assets</b>		
<i>(Unsecured, considered good)</i>		
Advances for goods and services	6.24	4.44
Goods and Service tax input receivable	10.77	13.21
Prepaid expenses	45.49	45.82
	<b>62.50</b>	<b>63.47</b>
<b>14) Equity Share Capital</b>		
<b>Authorised Share Capital</b>		
<b>7,50,00,000</b> (previous year 7,50,00,000) equity shares of INR 2 each	<b>1,500.00</b>	1,500.00
<b>50,00,000</b> (previous year 50,00,000) redeemable preference shares of INR 10 each	<b>500.00</b>	500.00
	<b>2,000.00</b>	<b>2,000.00</b>
<b>Issued, subscribed and fully paid-up shares</b>		
<b>5,12,60,000</b> (previous year 2,71,50,000) equity shares of INR 2 each fully paid up	<b>1,025.20</b>	543.00

### (a) Reconciliation of shares outstanding at the beginning and at the end of the reporting period

	31 March 2024		31 March 2023	
	No of Equity Shares	Amount in INR	No of Equity Shares	Amount in INR
Equity Shares				
At the beginning of the year	2,71,50,000	543.00	2,78,50,000	557.00
Decrease in number of shares on account of buyback (Note 40)	15,20,000	30.40	7,00,000	14.00
Bonus Shares issued during the year (Note 40)	2,56,30,000	512.60	-	-
Outstanding at the end of the year	<b>5,12,60,000</b>	<b>1,025.20</b>	2,71,50,000	543.00

### (b) Rights, preferences and restrictions attached to the equity shares

The Company has only one class of equity shares having par value of INR 2 per share. Each holder of an equity share is entitled to one vote per share. The Company declares and pays dividends in Indian rupees.

In the event of liquidation of the Company, after distribution of all preferential amounts, the remaining assets of the company will be distributed to equity shareholders in proportion to their shareholding.

### (c) Details of shareholders holding more than 5% equity shares in the Company

Name of the shareholders	31 March 2024		31 March 2023	
	No of Equity Shares	% holding	No of Equity Shares	% holding
Sujata Suchanti *	-	-	50,51,311	18.605%
Pramina Suchanti	71,44,066	13.937%	37,90,631	13.962%
Navin Suchanti	28,72,702	5.604%	15,24,249	5.614%
Dr. Niren Suchanti	1,22,15,498	23.830%	14,30,213	5.268%

\* On demise of Ms. Sujata Suchanti shares held by her were transferred to Dr. Niren Suchanti during the financial year.

As per records of the Company and information provided by the Registrar, the above shareholding represents both legal and beneficial ownership of shares.

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

### (d) Shares held by promoters at the end of the year

Promoter name	31 March 2024		31 March 2023		% Change during the year
	No. of Equity Shares	% of Total Shares	No. of Equity Shares	% of Total Shares	
Sujata Suchanti *	-	0.00%	50,51,311	18.61%	-18.61%
Pramina Suchanti	71,44,066	13.93%	37,90,631	13.96%	-0.02%
Navin Suchanti	28,72,702	5.60%	15,24,249	5.61%	-0.01%
Dr. Niren Suchanti	1,22,15,498	23.83%	14,30,213	5.27%	18.56%
Pressman Properties Private Limited	25,14,350	4.90%	13,34,109	4.91%	0.00%
Preeti Khicha	22,94,114	4.48%	12,17,253	4.48%	0.00%
Pooja Suchanti Shah	22,94,114	4.48%	12,17,253	4.48%	0.00%
Sara Suchanti	22,94,114	4.48%	12,17,253	4.48%	0.00%
Pressman Realty Private Limited	4,92,178	0.96%	2,61,149	0.96%	0.00%
<b>Total</b>	<b>3,21,21,136</b>	<b>62.66%</b>	<b>1,70,43,421</b>	<b>62.78%</b>	<b>-0.10%</b>

Promoter name	31 March 2023		31 March 2022		% Change during the year
	No. of Equity Shares	% of Total Shares	No. of Equity Shares	% of Total Shares	
Sujata Suchanti	50,51,311	18.61%	51,87,205	18.63%	-0.02%
Pramina Suchanti	37,90,631	13.96%	38,92,610	13.98%	-0.02%
Navin Suchanti	15,24,249	5.61%	15,65,255	5.62%	-0.01%
Dr. Niren Suchanti	14,30,213	5.27%	14,68,690	5.27%	0.00%
Pressman Properties Private Limited	13,34,109	4.91%	13,70,000	4.92%	-0.01%
Preeti Khicha	12,17,253	4.48%	12,50,000	4.49%	-0.01%
Pooja Suchanti Shah	12,17,253	4.48%	12,50,000	4.49%	-0.01%
Sara Suchanti	12,17,253	4.48%	12,50,000	4.49%	-0.01%
Pressman Realty Private Limited	2,61,149	0.96%	2,68,175	0.96%	0.00%
<b>Total</b>	<b>1,70,43,421</b>	<b>62.78%</b>	<b>1,75,01,935</b>	<b>62.84%</b>	<b>-0.06%</b>

### (e) Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting date:

- (i) 222.80 lakh equity shares of INR 2 each have been allotted as fully paid up pursuant to the share split during the year ended 31 March 2021.
- (ii) 256.30 lakh equity shares of INR 2 each have been allotted as fully paid up pursuant to bonus issue during the year ended 31 March 2024.

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

	As at 31 March 2024	As at 31 March 2023
<b>15) Other Equity</b>		
<b>Capital Reserve</b>		
<b>Amalgamation Reserve</b>		
Balance as at the beginning and end of the year	<b>72.80</b>	72.80
<b>Securities Premium</b>		
Balance as at the beginning	<b>2,225.21</b>	3,212.21
Less : Utilisation on Buy-back of equity shares	<b>2,225.21</b>	987.00
Balance as at the end of the year	<b>-</b>	2,225.21
<b>Capital Redemption Reserve</b>		
Balance as at the beginning	<b>186.32</b>	172.32
Add : Transferred from retained earnings on buy-back of equity shares	<b>30.40</b>	14.00
Balance as at the end of the year	<b>216.72</b>	186.32
<b>Capital Investment Subsidy</b>		
Balance as at the beginning and end of the year	<b>81.37</b>	81.37
<b>Revaluation Surplus</b>		
Balance as at the beginning and end of the year	<b>347.86</b>	347.86
<b>General Reserve</b>		
Balance as at the beginning	<b>2,424.37</b>	2,424.37
Less : Utilisation on Buy-back of equity shares	<b>784.39</b>	-
Balance as at the end of the year	<b>1,639.98</b>	2,424.37
<b>Retained Earnings</b>		
Balance as per last financial statements	<b>6,972.30</b>	4,384.53
Add: Profit for the year	<b>2,054.19</b>	3,123.22
Less/ Add: Other comprehensive (loss)/ income for the year, net of income tax	<b>(1.59)</b>	(4.65)
Less: Tax on buy-back of equity shares	<b>701.12</b>	229.93
Less: Expenses for buy-back of equity shares, net of income tax	<b>27.96</b>	15.37
Less : Transferred to Capital Redemption Reserve on Buy-back of equity shares	<b>30.40</b>	14.00
Less : Bonus shares issued during the year	<b>512.60</b>	-
Less: Dividend paid : <b>INR 1.50</b> (31 March 2023 : INR 1.00) per equity share	<b>407.25</b>	271.50
	<b>7,345.57</b>	<b>6,972.30</b>
	<b>9,704.30</b>	<b>12,310.23</b>

### Dividends

After the reporting dates the following dividends has been proposed by the Directors subject to the approval at the annual general meeting. The Dividend amount has not been recognised as liabilities.

<b>INR 1.00</b> (31 March 2023 : INR 1.50) per equity share	<b>512.60</b>	407.25
---	---------------	--------

### Securities Premium

Securities Premium is used to record the premium received on issue of shares. It is utilised in accordance with the provisions of the Companies Act, 2013

### Capital Redemption Reserve

Under Section 69 of the Act, if the buy-back of shares is out of free reserves, the nominal value of the shares so purchased is required to be transferred to capital redemption reserve from distributable profit. It may be applied by the Company in paying up unissued shares of the Company to be issued to members of the Company as fully paid bonus shares.

### Revaluation Surplus

Revaluation Reserve represents increase in net book value arising on revaluation of Property, Plant and Equipment under previous

## Notes to financial statements for the year ended 31 March 2024

GAAP appearing as on the transition to Ind AS i.e. on 1 April 2017 and is not available for distribution and thus presented separately from retained earnings.

### Capital Investment Subsidy

Capital Investment subsidy represents balances of government grant recognised as income before the date of transition to Ind AS on a systematic basis over the earlier periods in which the Company had recognised expenses for which the related costs for which the grants was intended to compensate.

The balances under the reserve are in the nature of free reserves which are available for distribution.

### General Reserve

General reserve represents balances in the nature of free reserves which are available for distribution.

(All amounts in INR Lakh, unless otherwise stated)

	As at 31 March 2024	As at 31 March 2023
<b>16) Income Tax</b>		
<b>A. Amounts recognised in statement of profit and loss</b>		
Current tax (a)	531.84	741.77
Deferred tax (b)	(43.49)	(20.53)
<b>Tax expense (a + b)</b>	<b>488.35</b>	<b>721.24</b>
<b>B. Amounts recognised in other comprehensive income</b>		
On remeasurement loss of the net defined benefit liability plans	(0.53)	1.56
<b>C. Amounts recognised in other equity</b>		
On Expenses for buy-back of equity shares, net of tax	(9.40)	(5.17)
<b>D. Recognised deferred tax assets and liabilities</b>		
Property, plant and equipment including Right of use assets *	619.88	673.26
On Fair valuation of Investments in Mutual Fund	124.85	137.01
<b>Gross Deferred tax liability</b>	<b>744.73</b>	<b>810.27</b>
<b>Deferred Tax Asset</b>		
Lease liabilities *	265.83	286.87
Provision for Doubtful Debt	0.85	0.85
Deferred Income	39.47	40.48
<b>Gross Deferred Tax Asset</b>	<b>306.15</b>	<b>328.20</b>
<b>Deferred Tax Liabilities (net)</b>	<b>438.58</b>	<b>482.07</b>
Note:- Movement in deferred taxes balances are through statement of profit and loss		
* The Company applied Deferred Tax related to Assets and Liabilities arising from single transaction (Amendments to Ind AS 12) from 1 April 2023. Following the amendments, the Company has recognised a separate Deferred tax asset in relation to its lease liabilities and Deferred tax liability in relation to its right-of-use assets.		
<b>E. Reconciliation of effective tax rate</b>		
Accounting Profit before Income Tax	2,542.54	3,844.44
Income Tax rate	25.17%	25.17%
Tax using the above rate	639.91	967.57
Tax on Non deductible expenses	4.53	3.52
Tax on Income taxable at specified tax rate	(142.99)	(234.46)
Others	(13.10)	(15.39)
<b>Total</b>	<b>488.35</b>	<b>721.24</b>
<b>17) Deferred Income</b>		
Advances- membership fees	82.06	87.96
Deferred Government Subsidies*	152.79	156.82
	<b>234.85</b>	<b>244.78</b>

\* The Company was awarded a government grant amounting to **INR 192.88 lakh** in earlier years. The grant was conditional upon capital investment in the nature of construction of new hotel in specified region. The grant has been recognised as deferred income and is amortised over useful life of building in proportion to the related depreciation expenses.

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

	As at 31 March 2024	As at 31 March 2023
<b>18) Trade Payables</b>		
Total outstanding dues of micro and small enterprises (Note 32)	36.57	37.27
Total outstanding dues of creditors other than micro and small enterprises	146.41	178.75
	<b>182.98</b>	<b>216.02</b>
(a) Trade Payable ageing schedule:		
<i>Total outstanding dues of micro and small enterprises (Note 32)</i>		
- Less than 1 year	36.57	37.27
<i>Total outstanding dues of creditors other than micro and small enterprises</i>		
- Unbilled dues	35.85	73.85
- Less than 1 year	108.62	103.50
- 1 to 2 years	0.69	0.30
- 2 to 3 years	0.16	1.10
- More than 3 years	1.10	-
	<b>182.99</b>	<b>216.02</b>
<b>19) Other Financial Liabilities</b>		
Payables for Capital Goods	-	3.20
Unclaimed dividends (to be credited to Investor Education and Protection Fund as and when due)	9.72	9.94
Other payables (includes employee related payments)	110.42	97.09
	<b>120.14</b>	<b>110.23</b>
<b>20) Other Current Liabilities</b>		
Advances from customers	134.23	150.62
Statutory Dues	51.67	56.76
	<b>185.90</b>	<b>207.38</b>
<b>21) Deferred Income</b>		
Advances- membership fees	4.44	4.52
Deferred Government Subsidies	4.02	4.02
	<b>8.46</b>	<b>8.54</b>
<b>22) Provisions</b>		
Net defined benefit liability - Gratuity (Note 31)	17.38	17.75
	<b>17.38</b>	<b>17.75</b>
	<b>Year ended 31 March 2024</b>	<b>Year ended 31 March 2023</b>
<b>23) Revenue from operations</b>		
Revenue from contracts with customers	5,587.54	5,377.96
<b>A. Disaggregation of revenue from contracts with customers</b>		
Major Service lines		
Room	3,184.89	3,062.94
Food and Beverages	2,160.62	2,057.47
Car Hire Income	83.30	86.76
Others services	158.73	170.79
	<b>5,587.54</b>	<b>5,377.96</b>

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

	Year ended 31 March 2024	Year ended 31 March 2023
<b>B. Contract Balances</b>		
Receivables, which are included in 'trade and other receivables'	115.36	135.05
Contract liabilities - Advances - membership fees	86.50	92.48
<b>C. Roll forward of contract liabilities</b>		
Balance at the beginning of the year	92.48	98.80
Revenue recognised that was included in the deferred income at the beginning of the year	(4.55)	(4.62)
Other adjustments for credit notes issued	(1.43)	(1.70)
	<b>86.50</b>	<b>92.48</b>
The advance membership fees will be recorded as revenue over the period of lease on which the club is constructed.		
<b>D. Contracted revenue and Revenue recognised in statement of profit and loss</b>		
Contracted revenue	5,582.99	5,373.34
Revenue recognised that was included in the deferred income at the beginning of the year	4.55	4.62
Revenue recognised	<b>5,587.54</b>	<b>5,377.96</b>
<b>24) Other income</b>		
Interest Income under the effective interest method on		
- deposits with Banks at amortised cost	1.98	1.39
- under effective interest method on corporate bond at amortised cost	99.23	103.09
- on security deposits unwinding	3.59	3.63
- security deposits at amortised cost	1.08	0.50
Net gain on sale of investments	208.82	25.38
Fair value gain on investments at FVTPL (net)	602.95	197.19
Interest income on income tax refund	-	9.08
Deferred Income (Government grant)	4.03	4.02
Liabilities no longer required written back	3.24	5.91
Profit on sale of property, plant and equipment (net)	0.13	4.94
	<b>925.05</b>	<b>355.13</b>
<b>25) Cost of material consumed</b>		
Inventory at the beginning of the year	23.50	21.44
Add: Purchases	759.39	685.63
	<b>782.89</b>	<b>707.07</b>
Less : Inventory at the end of the year	23.56	23.50
	<b>759.33</b>	<b>683.57</b>
<b>26) Employee benefits expense</b>		
Salaries, Wages and Bonus	1,045.38	975.08
Contribution to Provident and other Funds	80.60	74.47
Expenses related to post-employment defined benefit plans (Note No 31)	15.26	12.43
Staff welfare expenses	35.23	49.27
	<b>1,176.47</b>	<b>1,111.25</b>
<b>27) Finance cost</b>		
Interest expense on lease liability	104.62	110.58
	<b>104.62</b>	<b>110.58</b>

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

	Year ended 31 March 2024	Year ended 31 March 2023
<b>28) Depreciation and amortization</b>		
Depreciation on property, plant and equipment	<b>487.00</b>	471.00
	<b>487.00</b>	471.00
<b>29) Other Expenses</b>		
Linen, Curtains, Housekeeping Items etc.	<b>221.67</b>	228.58
Power and Fuel	<b>358.16</b>	331.05
Rent	<b>26.49</b>	22.74
Rates and Taxes	<b>102.24</b>	115.45
Insurance	<b>14.66</b>	13.67
Repairs and Maintenance :		
Plant and Machinery	<b>19.96</b>	24.11
Buildings	<b>48.10</b>	72.17
Others	<b>94.40</b>	98.55
Advertisement and Sales Promotion	<b>74.12</b>	59.65
Commission to Selling Agents	<b>191.16</b>	157.40
Travelling and Conveyance	<b>23.16</b>	17.20
Motor Car Expenses	<b>17.29</b>	16.90
Bank Charges	<b>24.17</b>	25.11
Car and Other Hire Charges	<b>78.05</b>	89.90
Communication Expenses	<b>8.69</b>	6.90
Corporate Social Responsibility expenditure	<b>18.00</b>	14.00
Printing and Stationery	<b>12.82</b>	14.88
Legal and Professional Fees	<b>23.31</b>	25.31
Directors' Sitting Fees	<b>2.33</b>	1.90
Payment to Auditor (refer note below)		
As Auditor:		
Statutory Audit	<b>11.25</b>	7.25
Limited Review of quarterly results	<b>7.50</b>	5.25
Certification	<b>1.50</b>	-
In other capacity		
Reimbursement of expenses	<b>0.93</b>	0.63
Miscellaneous Expenses	<b>62.67</b>	52.55
	<b>1,442.63</b>	1,401.15

**Note:-** Payment to Auditor made during the current year amounting to **INR 0.53 lakh** paid for certification service in relation to buy-back of equity shares has been charged off other equity.

### Details of corporate social responsibility expenditure

The Company has paid **INR 30.51** lakhs (previous year INR 14 lakh) towards schemes of Corporate Social Responsibility as prescribed under Sec. 135 of the Companies Act, 2013. The details are:

I. Gross amount required to be spent by the Company during the year **INR 17.78 lakh** (previous year INR 13.93 lakh)

II. Amount spent during the year on :

i) Construction/Acquisition of any asset

- -

ii) For purposes other than (i) above

**18.00** 14.00

iii) The nature of activities undertaken during the year is detailed below-

- Promoting education and healthcare

**18.00** 14.00

**18.00** 14.00

Opening Shortall/ (Excess) payment

- -

Add: Provision created during the year

**18.00** 14.00

Less: Payments during the year

**30.51** 14.00

**Shortall/ (Excess) payment at the end of the year**

**(12.51)** -

\*CSR Expenditure represents donation payments made to related party amounting to **INR 30.51 lakh** (previous year INR 14.00 lakh) (Note No 38).

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

### 30) Earnings per share

The calculations of profit attributable to equity shareholders and weighted average number of equity shares outstanding for purposes of basic earnings per share calculation are as follows:

	Year ended 31 March 2024	Year ended 31 March 2023
i) Profit or loss attributable to equity shareholders (basic) - (INR in lakh) [a]	2,054.19	3,123.20
ii) Weighted average number of equity shares (basic) - (Numbers in lakh) [b]	529.88	546.49
Basic earnings per share (INR) [c] = [a] / [b]	3.88	5.72
i) Profit or loss attributable to equity shareholders (diluted) - (INR in lakh) [d]	2,054.19	3,123.20
ii) Weighted average number of equity shares (basic) - (Numbers in lakh) [e]	529.88	546.49
iii) Effect of potential dilutive effect on buyback of shares - (Numbers in lakh) [f]	0.53	0.00
iv) Weighted average number of equity shares (diluted) - (Numbers in lakh) [g] = [e+f]	530.41	546.49
Diluted earnings per share (INR) [h] = [d] / [g]	3.87	5.72

### 31) Employee Benefits

The Company has a defined benefit gratuity plan in India with Life Insurance Corporation of India (LIC), governed by the Payment of Gratuity Act, 1972. The plan entitles an employee, who has rendered at least five years of continuous service, to gratuity at the rate of fifteen days salary/ wages for every completed year of service or part thereof in excess of six months, based on the rate of salary/ wages last drawn by the employee concerned.

The defined benefit plan for gratuity is administered by a single gratuity fund that is legally separate from the Company. The board of the gratuity fund is required by law to act in the best interests of the plan participants and is responsible for setting certain policies (e.g. investment and contribution policies) of the fund.

These defined benefit plans expose the Company to actuarial risks, such as longevity risk, currency risk, interest rate risk and market (investment) risk.

#### A. Funding

The Plan is fully funded by the Company. The funding requirements are based on the gratuity fund's actuarial measurement framework set out in the funding policies of the plan. The funding of the Plan is based on a separate actuarial valuation for funding purposes for which the assumptions may differ from the assumptions set out in (E). Employees do not contribute to the plan.

#### B. Reconciliation of the net defined benefit (asset)/ liability

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset) liability and its components

Reconciliation of present value of defined benefit obligation	Year ended 31 March 2024	Year ended 31 March 2023
<b>Balance at the beginning of the year</b>	<b>96.72</b>	82.75
Benefits paid	(4.17)	(9.91)
Current service cost	14.45	12.14
Interest cost	7.16	5.88
Actuarial losses/ (gain) recognised in OCI - financial assumption	3.61	(1.04)
Actuarial losses/ (gain) recognised in OCI - experience adjustments	4.14	6.90
<b>Balance at the end of the year</b>	<b>121.91</b>	96.72
Reconciliation of the present value of plan assets		
<b>Balance at the beginning of the year</b>	<b>78.97</b>	83.31
Contribution paid to the plan	17.75	0.33
Benefits paid	(4.17)	(9.91)
Interest income	6.35	5.59
Return on plan assets excluding interest income	5.63	(0.35)
<b>Balance at the end of the year</b>	<b>104.53</b>	78.97
<b>Net defined benefit liability at the end of the year</b>	<b>17.38</b>	17.75

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

### 31) Employee Benefits (continued)

C. i) Expense recognised in Statement of Profit and Loss	Year ended 31 March 2024	Year ended 31 March 2023		
Current service cost	14.45	12.14		
Net interest cost	0.81	0.29		
	<b>15.26</b>	12.43		
<b>ii) Remeasurements recognised in other comprehensive income</b>				
Actuarial losses/ (gain) recognised in OCI - financial assumption	3.61	(1.04)		
Actuarial losses/ (gain) recognised in OCI - experience adjustments	4.14	6.90		
Return on plan asset excluding interest income	(5.63)	0.35		
	<b>2.12</b>	<b>6.21</b>		
<b>D. Plan assets</b>				
Plan assets comprise the following:				
Funds managed by Life Insurance Corporation of India	100%	100%		
<b>E. Defined benefit obligation</b>				
<b>i. Actuarial assumptions</b>				
<b>Principal actuarial assumptions at the reporting date:</b>				
Discount rate	7.10%	7.40%		
Future salary growth	4.00%	4.00%		
Withdrawal rate	1% - 8%	1% - 8%		
Assumptions regarding future mortality are based on "Indian Assured Lives Mortality (2012-14)".				
<b>ii. Sensitivity analysis</b>				
Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:-				
	<b>31 March 2024</b>		31 March 2023	
	<b>Increase</b>	<b>Decrease</b>	Increase	Decrease
Discount rate (1% movement)	(8.66)	10.46	(7.18)	8.20
Future salary growth (1% movement)	9.92	(8.28)	8.05	(7.09)
Withdrawal rate(1% movement)	2.31	(2.05)	1.93	(2.17)
<b>iii. Maturity Profile of Defined Benefit Obligation</b>			<b>31 March 2024</b>	31 March 2023
a) 0 to 1 year			7.87	5.80
b) 1 to 5 years			16.68	34.86
c) 5 to 10 years			35.90	54.77

F. As at 31 March 2024, the weighted-average duration of the defined benefit obligation is **5.30 years** (31 March 2023 : 5.97 years)

32) Disclosures as required under the Micro, Small and Medium Enterprises Development Act, 2006 ("the MSMED Act") based on the information available with the Company are given below:

	31 March 2024	31 March 2023
(a) The amounts remaining unpaid to micro and small suppliers as at the end of the accounting year		
- Principal	36.57	37.27
- Interest	-	-
(b) The amounts of the interest paid by the buyer in terms of section 16 of the MSMED Act along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
(c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act	-	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise for the purpose of disallowance of adeductible expenditure under section 23 of the MSMED Act.	-	-

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

### 33) Financial instruments - Fair values and risk management

#### A. Accounting classifications and fair values

i) The following table shows the carrying amounts and fair values of financial assets and financial liabilities

31 March 2024	Note	Carrying amount			Total carrying amount
		Mandatorily at FVTPL - others	Other financial assets - amortised cost*	Other financial liabilities*	
<b>Financial assets measured at fair value</b>					
Investments in mutual funds	4	5,779.15	-	-	5,779.15
		5,779.15	-	-	5,779.15
<b>Financial assets not measured at fair value</b>					
Investments in corporate bonds	4	-	1,402.66	-	1,402.66
Trade Receivables	9	-	112.00	-	112.00
Cash and Cash Equivalents	10	-	105.11	-	105.11
Bank balances other than Cash and Cash Equivalents above	11	-	9.72	-	9.72
Other financial assets	5 and 12	-	125.49	-	125.49
		-	1,754.98	-	1,754.98
<b>Financial liabilities not measured at fair value</b>					
Lease Liabilities		-	-	1,018.54	1,018.54
Trade Payables	18	-	-	182.98	182.98
Other Financial Liabilities	19	-	-	120.14	120.14
		-	-	1,321.66	1,321.66

31 March 2023	Note	Carrying amount			Total carrying amount
		Mandatorily at FVTPL - others	Other financial assets - amortised cost*	Other financial liabilities*	
<b>Financial assets measured at fair value</b>					
Investments in mutual funds	4	7,797.64	-	-	7,797.64
		7,797.64	-	-	7,797.64
<b>Financial assets not measured at fair value</b>					
Investments in Corporate Bonds	4	-	1,404.39	-	1,404.39
Trade Receivables	9	-	135.05	-	135.05
Cash and Cash Equivalents	10	-	34.89	-	34.89
Bank balances other than Cash and Cash Equivalents above	11	-	9.94	-	9.94
Other financial assets	5 and 12	-	110.11	-	110.11
		-	1,694.38	-	1,694.38
<b>Financial liabilities not measured at fair value</b>					
Lease Liabilities		-	-	1,081.41	1,081.41
Trade Payables	18	-	-	216.02	216.02
Other Financial Liabilities	19	-	-	110.23	110.23
		-	-	1,407.66	1,407.66

\* The carrying amount of the Company's financial assets and financial liabilities are reasonable approximation of their fair value.

ii) The following table shows the fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy

	Fair value - Level 2	
	31 March 2024	31 March 2023
Investments in mutual funds	5,779.15	7,797.64

## Notes to financial statements for the year ended 31 March 2024

### B. Measurement of fair values

For Investments in mutual funds, the fair value is determined using Level 2 inputs. The mutual funds are valued against closing Net asset value.

### C. Financial risk management

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

- credit risk (see (C) (ii));
- liquidity risk (see (C) (iii)); and
- market risk (see (C) (iv)).

#### i. Risk management framework

The Company is exposed to normal business risks from changes in market interest rates and from non-performance of contractual obligations by counterparties. The Company does not hold or issue derivative financial instruments for speculative or trading purposes.

Risk management is integral to the whole business of the Company. The Company has a system of controls in place to create an acceptable balance between the cost of risks occurring and the cost of managing the risks. The management continually monitors the Company's risk management process to ensure that an appropriate balance between risk and control is achieved.

#### ii. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables, investment in mutual funds, investments in Corporate bonds and bank deposits which are represented by the carrying amount of receivables in the Balance Sheet.

##### Trade receivables

A significant part of the Companies' sales are against advances or payable at the time of checkout which entails no credit risk. For others, an impairment analysis is performed at each reporting date on an individual basis for all the customers.

The Company's historical experience of collecting receivables and the level of default indicate that credit risk is low and generally uniform across locations; consequently, trade receivables are considered to be a single class of financial assets. All overdue customer balances are evaluated taking into account the age of the dues, specific credit circumstances, the track record of the counterparty, etc. Loss allowances and impairment is recognised, where considered appropriate by responsible management.

Details of concentration of revenue are included in Note 23.

##### Investments and Bank Deposits

Credit risk from balances with banks and financial institutions is managed by the management in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments. Credit risk on investments and cash and cash equivalents including other bank balances is limited as the Company generally invests in deposits with banks, financial institutions and investees with high credit ratings assigned by international and domestic credit rating agencies.

##### Credit risk exposure

The allowance for expected credit loss on customer balances at at 31 March 2024 is **INR 3.36 lakh**.

#### iii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due.

As of 31 March 2024, the Company had cash and bank balances of **INR 105.11 lakh**. As of 31 March 2023, the Company had cash and bank balances of INR 34.89 lakh.

The contractual maturities of financial liabilities at the reporting date are due within one year from the reporting date.

##### Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted.

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

31 March 2024	Contractual cash flows					
	Carrying amount	Total	Less than 1 year	1-2 years	2-5 years	More than 5 years
Lease Liabilities	1,018.54	1,424.02	192.00	192.00	633.57	406.45
Trade Payables	182.98	182.98	182.98	-	-	-
Other Financial Liabilities	120.14	120.14	120.14	-	-	-

31 March 2023	Contractual cash flows					
	Carrying amount	Total	Less than 1 year	1-2 years	2-5 years	More than 5 years
Lease Liabilities	1,081.41	1,589.78	176.63	191.00	603.87	618.28
Trade Payables	216.02	216.02	216.02	-	-	-
Other Financial Liabilities	110.23	110.23	110.23	-	-	-

#### iv. Market risk

Market risk is the risk when the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Financial instruments affected by market risk includes FVTPL Investments only. Market risk comprises only the fluctuations in the net asset value of the respective funds. Reports on the investment portfolio are submitted to the Company's senior management on a regular basis. The Board of Directors reviews and approves all investment decisions.

##### - Price Risk

###### Exposure

The Company's exposure to price risk arises from investments held by the Company and classified as fair value through profit or loss. To manage its price risk arising from investments in mutual funds, the Company diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the Company.

###### Sensitivity

The table below summarizes the impact of increases/decreases of the NAV on the Company's equity.

Mutual Funds	31 March 2024	31 March 2023
Increase in NAV by 5%	288.96	389.88
Decrease in NAV by 5%	(288.96)	(389.88)

Profit and equity for the period would increase/decrease as a result of gains/losses on mutual funds classified as at fair value through profit or loss.

#### 34) Contingent Liability and commitments

	31 March 2024	31 March 2023
<b>Contingent liabilities</b>		
Claims against the company not acknowledged as debts	33.92	33.92
<b>Commitments</b>		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances)	-	1.94

#### 35) Operating Segment

The Company has identified nine operating segments viz, based on the nine hotel units. As per Ind AS - 108, due to similar nature of products, production process, customer types, etc., the nine operating segments have been aggregated as single operating segment of "Hoteliering" during the year. The analysis of geographical segments is based on the areas from which the Company render services. The Company primarily operates in India and therefore the analysis of geographical segment is not applicable.

The Company is not reliant on revenues from transactions with any single external customer and does not receive 10% or more of its revenues from transactions with any single external customer.

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

### 36) Ratio Analysis:

Particulars	Reference	Current Period	Previous Period	% Variance	Reason for change if change more than 25%
<b>Liquidity Ratio</b>					
<b>A. Current Ratio (times)</b>	(A/B)	<b>8.73</b>	<b>11.13</b>	<b>-21.57%</b>	Change is less than 25%
Current Assets (A)		6,122.16	8,095.51		
Current Liabilities (B)		701.33	727.33		
<b>Profitability ratio</b>					
<b>B. Return on Equity Ratio (%)</b>	(A/B)	<b>17.42%</b>	<b>25.91%</b>	<b>-8.49%</b>	Change is less than 25%
Profit for the year (A)		2,054.19	3,123.20		
Average shareholder's equity (B)	(C+D)/2	11,791.37	12,052.86		
Opening Total equity (C)		12,853.23	11,252.48		
Closing Total equity (D)		10,729.50	12,853.23		
<b>C. Net profit ratio (%)</b>	(A/B)	<b>36.76%</b>	<b>58.07%</b>	<b>-21.31%</b>	Change is less than 25%
Profit for the year (A)		2,054.19	3,123.20		
Revenue from operations (B)		5,587.54	5,377.96		
<b>D. Return on Capital employed (%)</b>	(A/B)	<b>19.54%</b>	<b>28.54%</b>	<b>-9.00%</b>	Change is less than 25%
Earnings Before Interest and Tax (A)		2,647.16	3,955.02		
Total Capital Employed (B)	(C+D+E+F)	13,549.98	13,859.25		
Average Equity ( C )		11,791.37	12,052.86		
Average Leases (D)		1,049.98	1,055.56		
Average Deferred Income (E)		248.32	258.49		
Average Deferred Tax Liability (F)		460.33	492.34		
<b>E. Return on investment in mutual funds(%)</b>	(A/B)	<b>11.96%</b>	<b>3.42%</b>	<b>8.53%</b>	Change is less than 25%
Net Gain on Investments (A)		811.77	222.57		
Average book value of Investments (B)		6,788.40	6,499.47		
<b>Utilization Ratio</b>					
<b>F. Inventory turnover ratio (times)</b>	(A/B)	<b>24.17</b>	<b>18.57</b>	<b>30.18%</b>	Primarily due to increase in period end inventory and increase in operations as compared to previous year.
Cost of Materials consumed (A)		759.33	683.57		
Average Inventory (B)	(C+D)/2	31.42	36.82		
Opening inventory( C )		32.73	40.90		
Closing inventory (D)		30.10	32.73		
<b>G. Trade Receivables turnover ratio (times)</b>	(A/B)	<b>45.23</b>	<b>52.30</b>	<b>-13.51%</b>	Change is less than 25%
Revenue from Operations (Net)-Credit sales (A)		5,587.54	5,377.96		
Average Trade Receivables (B)	(C+D)/2	123.53	102.84		
Opening Trade Receivables ( C )		135.05	70.62		
Closing Trade Receivables (D)		112.00	135.05		
<b>H. Trade payables turnover ratio (times)</b>	(A/B)	<b>3.81</b>	<b>3.39</b>	<b>12.12%</b>	Change is less than 25%
Total Purchases (Net) (A)		759.39	685.63		
Average Trade Payables (B)	(C+D)/2	199.50	201.96		
Opening Trade Payables (C )		216.02	187.89		
Closing Trade Payables (D)		182.98	216.02		
<b>I. Net capital turnover ratio (times)</b>	(A/B)	<b>103.08%</b>	<b>72.99%</b>	<b>30.09%</b>	Primarily due to the buyback done
Revenue from Operations (Net) (A)		5,587.54	5,377.96		
Working Capital (B)	(C-D)	5,420.83	7,368.18		
Current Assets ( C )		6,122.16	8,095.51		
Current Liabilities (D)		701.33	727.33		

**Note:** Solvency Ratio i.e. Debt-Equity and Debt Coverage ratio is not applicable since there is no Borrowings

## 33) Financial instruments - Fair values and risk management (continued)

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

## 37) Capital Management

The Company's objective for capital management is to maximise shareholder value, safeguard business continuity and support the growth. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The Company is not subject to any externally imposed capital requirements.

## 38) Related Parties

## Name of the related parties and description of relationship

## A. Key Managerial personnel (KMP) and relatives

Name	Designation
Mr. Navin Suchanti	Chairman
Dr. Niren Suchanti	Director
Ms. Pramina Suchanti	Director
Ms. Kumkum Gupta	Independent Director
Mr. Sanjeev Khandelwal	Independent Director (w.e.f. 26 May 2022)
Mr. Kunal Bose	Independent Director (up to 6 September 2022)
Mr. Dip Narayan Mitra	Independent Director (up to 23 June 2023)
Mr Sushil Kumar Mor	Independent Director (w.e.f. 23 May 2023)
Mr. B L Soni	Chief Financial Officer
Mr. Swajib Chatterjee	Chief Operating Officer
Ms. Kriti Kochar	Company Secretary (up to 17 June 2023)
Ms. Debolina Karmakar	Company Secretary (from 12 July 2023 to 10 November 2023)
Ms. Ananna Sarkar	Company Secretary (w.e.f. 15 December 2023)
Ms. Sujata Suchanti	Close Member of Key Management Personnel (deceased on 27 December 2023)
Ms. Preeti Khicha	Close Member of Key Management Personnel
Ms. Pooja Suchanti Shah	Close Member of Key Management Personnel
Ms. Sara Suchanti	Close Member of Key Management Personnel

## B. Companies in which key management personnel have significant influence and with whom transactions took place during the year

- Pressman Advertising Limited (up to 11 September 2023)
- Pressman Properties Private Limited
- Pressman Realty Private Limited
- Haparo Foundation
- Harsha Chand Padmabati Suchanti Charitable Trust
- Son-et Lumiere Art Gallery Private Limited

## C. Transaction with Key management personnel

	31 March 2024	31 March 2023
<b>Directors' Sitting Fees</b>		
-Mr. Navin Suchanti	0.45	0.35
-Dr. Niren Suchanti	0.35	0.25
-Ms. Pramina Suchanti	0.35	0.25
-Mr. Kunal Bose	-	0.20
-Mr. Sushil Kumar Mor	0.35	-
-Mr. Dip Narayan Mitra	0.08	0.35
-Ms. Kumkum Gupta	0.30	0.25
-Mr. Sanjeev Khandelwal	0.45	0.25

## Notes to financial statements for the year ended 31 March 2024

(All amounts in INR Lakh, unless otherwise stated)

	31 March 2024	31 March 2023
<b>Short-term employee benefits</b>		
-Mr. B L Soni	28.40	32.23
-Mr. Swajib Chatterjee	23.40	25.96
-Ms. Kriti Kochar	1.35	5.56
-Ms. Debolina Karmkar	2.19	-
-Ms. Annana Sarkar	2.44	-
<b>Dividend paid (gross of tax deducted at source)</b>		
-Mr. Navin Suchanti	22.86	15.25
-Dr. Niren Suchanti	21.45	14.30
-Ms. Pramina Suchanti	56.86	37.91
-Ms. Sujata Suchanti	75.77	50.51
-Ms. Preeti Khicha	18.26	12.17
-Ms. Pooja Suchanti Shah	18.26	12.17
-Ms. Sara Suchanti	18.26	12.17
-Pressman Properties Private Limited	20.01	13.34
-Pressman Realty Private Limited	3.92	2.61
<b>Buy-back of equity shares</b>		
-Mr. Navin Suchanti	175.80	58.64
-Dr. Niren Suchanti	164.95	55.02
-Ms. Pramina Suchanti	437.20	145.83
-Ms. Sujata Suchanti	582.60	194.33
-Ms. Preeti Khicha	140.39	46.83
-Ms. Pooja Suchanti Shah	140.39	46.83
-Ms. Sara Suchanti	140.39	46.83
-Pressman Properties Private Limited	153.87	51.32
-Pressman Realty Private Limited	30.12	10.05
<b>Rent Expenses</b>		
-Pressman Properties Private Limited	-	1.50
<b>Advertisement and Sales Promotion</b>		
-Pressman Advertising Limited	51.31	59.21
<b>Payment for Corporate Social Responsibility</b>		
-Haparo Foundation	-	4.00
-Harsha Chand Padmabati Suchanti Charitable Trust	30.51	10.00
<b>D. Balances as at the end of the year</b>		
<b>Trade Payables</b>		
-Pressman Advertising Limited	-	6.29

## Notes to financial statements for the year ended 31 March 2024

### 39) Leases

#### A. Leases as lessee

##### i. Short-term / Low-value leases

The Company leases office premises which are considered to be short-term leases. The Company has elected not to recognise right-of-use assets and lease liabilities for these leases.

Lease payments for short-term leases and leases of low-value assets not included in the measurement of the lease liability are classified as cash flows from operating activities.

##### ii. Right-of-use and lease liabilities recognised in the financial statements represents the Company's lease of lands and building. The leases are ranging between a period of 9 - 99 years (previous year 9 - 99 years).

The Company has recorded the lands acquired on lease under property, plant and equipment (separately from other owned assets) at an amount equal to the upfront lease payment plus initial direct costs. Such amount is amortized over the period of the lease on a straight line method.

During the earlier year the Company had acquired Hotel at Yangang South Sikkim Location on a non cancellable lease of 9 years. The Company has recognised Lease Liabilities and corresponding Right of Use Assets on such lease under property, plant and equipment (separately from other owned assets) . The lease payments are to be made on a periodic basis. The Company has recognised such lease as Right of use assets for the purpose of Ind AS 116.

##### iii. Lease related expenses, cash flows and increase in right-of-use assets

(All amounts in INR Lakh, unless otherwise stated)

	31 March 2024	31 March 2023
a) Depreciation on Right-of-use assets		
Land	1.82	1.82
Buildings	124.16	123.41
b) Interest expenses on Lease Liabilities	104.62	110.58
c) Lease expenses under exemption for short term leases	26.49	22.74
d) Lease expenses under exemption for low value assets	-	-
e) Increase / (Decrease) in Right-of-use assets, net	(0.17)	138.13
<b>Total amount of Lease Cash Outflows</b>		
Total amount of lease cash outflows	193.81	194.74
<b>iv. Reconciliation of liabilities from financing activities</b>		
Balance at the beginning of the year	1,081.41	1,029.70
Lease liability recognised during the year	-	113.13
Interest expenses recognised during the year	104.62	110.58
Lease modification accounted during the year, net	(0.17)	-
Lease payments reflected in the Statement of Cash Flow	(167.32)	(172.00)
	<b>1,018.54</b>	<b>1,081.41</b>

40) The Company has completed the buyback of 15,20,000 (previous year 7,00,000) equity shares having face value of INR 2 each at a price of INR 200/- (INR 143/-) per share. All the equity shares bought back were extinguished on **October 26, 2023** (previous year July 01, 2022). Capital redemption reserve was created to the extent of share capital extinguished. The premium on buyback was utilised from securities premium reserves and general reserve. The number of equity shares post buyback stands reduced to **2,56,30,000** (previous year 2,71,50,000).

The Board of Directors, at its meeting held on **December, 22 2023** have approved and recommended the issuance of fully paid bonus shares in the ratio of 1:1 out of its free reserves created out of profits. Pursuant to the approval given by the shareholders in Extra Ordinary General Meeting held on **January 18, 2024**, the Board at its meeting held on January 30, 2024, issued and allotted **2,56,30,000** fully paid up Bonus Equity shares of INR 2 each in the ratio of 1:1. The number of equity shares post Bonus issue increased to **5,12,60,000**.

## Notes to financial statements for the year ended 31 March 2024

**41)** No funds 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(s) or entity(is), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**42)** Exceptional item in the previous financial year represents profit on sale of freehold land at Kolkata.

### **43) Subsequent Events**

There are no material non-adjusting events after the reporting period till the date of issue of these financial statements.

As per our report of even date

for **B S R & Co. LLP**

Chartered Accountants

Firm's Registration Number: 101248W/W-100022

**Jayanta Mukhopadhyay**

Partner

Membership No.: 055757

Place : Kolkata

Date : 21 May 2024

For and on behalf of the Board of Directors of

**SINCLAIRS HOTELS LIMITED**

CIN: L55101WB1971PLC028152

**Navin Suchanti**

Chairman

DIN: 00273663

**B L Soni**

Chief Financial Officer

**Dr. Niren Suchanti**

Director

DIN: 00909388

**Swajib Chatterjee**

Chief Operating Officer

**Sanjeev Khandelwal**

Director

DIN: 00419799

**Ananna Sarkar**

Company Secretary

# Sinclairs Hotels Ltd.

CIN: L55101WB1971PLC028152

Registered Office: 147 Block G,  
New Alipore, Kolkata 700053

[www.sinclairshotels.com](http://www.sinclairshotels.com)

[www.sinclairsindia.com](http://www.sinclairsindia.com)