

## Independent Auditor's Report

### To the Members of Tulsi Palace Resort Private Limited

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the financial statements of Tulsi Palace Resort Private Limited (the "Company") which comprise the balance sheet as at 31 March 2025, 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 2025, and its loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those 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 21 to financial statements

#### The key audit matter

The Company is principally engaged as a hotel owner. It's revenue comprises hotel revenue (including room revenue, food and beverage revenue and revenue other services). The accounting policies for different revenue streams are set out in Note 2.6(d) to the financial statements. Revenue is a key performance indicator of the

#### How the matter was addressed in our audit

In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:

- Compared the Company's revenue recognition accounting policies with the applicable accounting standards to test for compliance;
- Tested the design, implementation and operating effectiveness of the key internal financial controls of

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**Independent Auditor's Report (Continued)**

**Tulsi Palace Resort Private Limited**

<p>Company and there is risk of overstatement of revenue due to fraud resulting from pressure to achieve targets and earnings expectations. Considering the above, we have identified revenue recognition as a key audit matter.</p>	<p>the revenue recognition process along with effectiveness of information technology controls;</p> <ul style="list-style-type: none"> <li>• On sample basis, tested the revenue transactions recorded during the year (including year end cut off testing) with the underlying documents such as invoices, bank collections and other relevant documents, as applicable;</li> <li>• Tested the journal entries relating to revenue recognised during the year based on specified risk-based criteria, to identify unusual or irregular items;</li> <li>• Evaluated the adequacy of disclosures relating to the revenue recognition made in the financial statements in accordance with the applicable accounting standards.</li> </ul>
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**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 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 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.



## Independent Auditor's Report (Continued)

### Tulsi Palace Resort Private Limited

- 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.

#### Other Matter

As stated in Note 40 to the financial statements, the merger of Moonburg Power Private Limited (Transferor Company) with the Company, has been accounted for during the year ended 31 March 2025 in accordance with the Scheme of Amalgamation approved by the National Company Law Tribunal (NCLT) vide order dated 13 August 2024. The Amalgamation is accounted by the Company from the date of common control i.e. 27 May 2023 as per the requirement of Appendix C of Ind AS 103 i.e. the corresponding amounts for the previous year ended 31 March 2024, have been restated by the Company after recognising the effect of the amalgamation as above. The corresponding amounts for the year ended 31 March 2024, in so far it pertains to the transferor company, are based on the audited financial statements of the transferor company for the year ended 31 March 2024 that was audited by another auditor who had expressed an unmodified opinion on 30 May 2024.

Our opinion is not modified in respect of this matter.

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



**Independent Auditor's Report (Continued)**

**Tulsi Palace Resort Private Limited**

- 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:
    - (i) for the matter stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
    - (ii) during the year new accounting software implemented for purchases, payables and inventory management which form part of the 'books of account and other relevant books and papers in electronic mode'. The back-up of aforementioned accounting software has not been maintained on the servers physically located in India..
  - 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.
  - 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 03 April 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164(2) of the Act.
  - f. the modification 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) of the Act 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 2025 on its financial position in its financial statements - Refer Note 35 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 were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - d (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 39 (v) 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 39 (vi) 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.



**Independent Auditor's Report (Continued)**

**Tulsi Palace Resort Private Limited**

- (iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
- e. The Company has neither declared nor paid any dividend during the year.
- f. Based on our examination which included test checks except for the instances mentioned below, the Company has used accounting softwares for maintaining its books of account, 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:

(i) In the absence of reporting on compliance with the audit trail requirements in the independent auditor's report of a service organisation for an accounting software used for maintaining purchases, payables and inventory management, which is operated by a third party software service provider, we are unable to comment whether audit trail feature for the said software was enabled at database level and operated throughout the year for all the relevant transactions recorded in the software.

(ii) The feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for the accounting softwares decommissioned during the year used for maintaining purchases, payables and inventory management upto 30 May 2024.

Further, where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting softwares, we did not come across any instance of the audit trail feature being tampered with. Additionally, except for the accounting software where the audit trail was not enabled and operated in the previous year, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

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 remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. 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

  
**Tarun Kinger**  
*Partner*

Place: Mumbai

Date: 06 May 2025

Membership No.: 105003

ICAI UDIN:25105003BMMAPA6980

**Annexure A to the Independent Auditor's Report on the Financial Statements of Tulsı Palace Resort Private Limited for the year ended 31 March 2025**

**(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) The company does not have any intangible asset. Accordingly, clause 3(i)(a)(B) of the Order is not applicable.
- (i) (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.
- (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 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 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 investments in companies, firms, limited liability partnership or any any other parties. The Company has not provided guarantee and security nor has granted loans and advances in the nature of loans to firms, limited liability partnership or any other parties during the year. The Company has granted interest bearing unsecured loans to a company and has granted advances in the nature of loans to employees during the year in respect of which the requisite information is as below.
- (a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided advances in the nature of loans to employees as below:

Particulars	Loans (Rs in millions)	Advances in the nature of loans (Rs in millions)
Aggregate amount during the year-		



**Annexure A to the Independent Auditor's Report on the Financial Statements of Tulsı Palace Resort Private Limited for the year ended 31 March 2025 (Continued)**

Intermediate Holding Company	150	-
Employees	-	0.99
Balance outstanding as at balance sheet date- Intermediate Holding Company		
Employees	-	-
	-	0.06

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the terms and conditions of the grant of loan to intermediate holding company and advances given in the nature of loans to employees provided during the year are not prejudicial to the interest of the Company.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loan given, the repayment of principal and interest is on demand. In case of advances in the nature of loans given to employees (which as per the Company policy is interest free) the schedule of repayment is stipulated. The repayments of principal and interest and the advances in the nature of loans have been regular wherever applicable.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loan and advances in the nature of loans given 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 is no loan and advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh advance granted to settle the overdues of existing advance in the nature of loans given to same parties.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment except for the following loan to related party as defined in Clause (76) of Section 2 of the Companies Act, 2013 ("the Act"):

	Related Parties
Aggregate of loan - Repayable on demand	150
Percentage of loan to the total loans	100%

- (iv) According to the information and explanation given to us and basis of our examination of records of the Company, the Company has complied with the provisions of Section 185 of the Act in respect of loans covered by the said section. The Company has not provided guarantee or security in respect of which provision of section 185 of the Act are applicable. Further, in terms of Section 186(11) of the Act, the Company is exempt from the provisions of Section 186 except Section 186(1) since the Company is engaged in the business of providing infrastructure facilities. Accordingly, the relevant provisions of Section 186 are not applicable to the loan granted by the Company. Further, the Company has not made any investments to which the provisions of Section 186 of the Act apply.



**Annexure A to the Independent Auditor's Report on the Financial Statements of Tulsı Palace Resort Private Limited for the year ended 31 March 2025 (Continued)**

(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 goods sold and services rendered 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 the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Value added tax, Cess or other statutory dues have generally been regularly deposited by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on Duty of Customs.

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 Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Value added tax or Cess or other statutory dues were in arrears as at 31 March 2025 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, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Service Tax and Value added tax or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of dues	Amount (Rs in million)	Amount paid under protest (Rs. in million)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
Central Goods and Service Tax, 2017	Tax, Interest and Penalty	55.26	9.12	FY 17-18	Appellate Authority	Nil

(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 has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(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) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the





**Annexure A to the Independent Auditor's Report on the Financial Statements of Tulsi Palace Resort Private Limited for the year ended 31 March 2025 (Continued)**

financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

- (e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2025. Accordingly, clause 3(ix)(e) is not applicable.
- (f) 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 2025. Accordingly, 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) During the course of our 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 year.
- (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) The Company is a wholly owned subsidiary of a deemed public limited company and accordingly the requirements as stipulated by the provisions of Section 177 of the Act are not applicable to the Company. In our opinion and according to the information and explanations given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with Section 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) (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) According to the information and explanation provided to us, there is no core investment



**Annexure A to the Independent Auditor's Report on the Financial Statements of Tulsi Palace Resort Private Limited for the year ended 31 March 2025 (Continued)**

- company within the Group (as per the provision of Core Investment Company (Reserve Bank) Directors 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (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, 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) (a) 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 other than ongoing projects. Accordingly, clause 3(xx)(a) of the Order is not applicable.
- (b) In respect of ongoing projects, the Company has transferred unspent Corporate Social Responsibility (CSR) amount to a Special account within a period of 30 days from the end of the said financial year in compliance with section 135(6) of the said Act.

For B S R & Co. LLP

Chartered Accountants

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

  
Tarun Kinger  
Partner

Membership No.: 105003

ICAI UDIN:25105003BMMAPA6980

Place: Mumbai

Date: 06 May 2025

**Annexure B to the Independent Auditor's Report on the financial statements of Tulsi Palace Resort Private Limited for the year ended 31 March 2025**

**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 Tulsi Palace Resort Private Limited ("the Company") as of 31 March 2025 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 2025, 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



**Annexure B to the Independent Auditor's Report on the financial statements of Tulsī Palace Resort Private Limited for the year ended 31 March 2025 (Continued)**

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

  
**Tarun Kinger**  
*Partner*

Membership No.: 105003

ICAI UDIN:25105003BMMAPA6980

Place: Mumbai

Date: 06 May 2025

TULSI PALACE RESORT PRIVATE LIMITED  
Balance Sheet as at 31 March 2025

(Rupees in millions)

Particulars	Note	As at 31 March 2025	As at 31 March 2024
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3(a)	6,176.44	6,354.83
Capital work-in-progress	3(b)	60.03	5.41
Right of use asset	4	0.12	0.28
<b>Financial assets</b>			
Other financial assets	5(a)	104.54	75.02
Non-current tax assets (Net)	6	51.41	16.92
Other non-current assets	7(a)	39.38	22.52
<b>Total non-current assets</b>		<b>6,431.92</b>	<b>6,474.98</b>
<b>Current assets</b>			
Inventories	8	26.06	28.79
<b>Financial assets</b>			
(i) Trade receivables	9	31.06	79.74
(ii) Cash and cash equivalents	10	134.18	313.07
(iii) Bank balances other than cash and cash equivalents above	11	383.48	800.10
(iv) Other financial assets	5(b)	48.89	36.29
Other current assets	7(b)	76.80	69.36
<b>Total current assets</b>		<b>706.47</b>	<b>1,327.35</b>
<b>TOTAL ASSETS</b>		<b>7,132.39</b>	<b>7,802.33</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	12	125.75	125.75
Other equity			16.65
- Equity component of compound financial instruments	13(a)	84.28	84.28
- Reserves and Surplus	13(b)	(225.04)	-
<b>Total equity</b>		<b>(15.01)</b>	<b>226.68</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
<b>Financial liabilities</b>			
(i) Borrowings	14(a)	5,163.21	5,104.98
(ii) Lease liabilities	4	0.12	0.11
Provisions	15(a)	7.19	5.60
Deferred tax liabilities (Net)	16	1,301.94	1,359.49
Other Non-current liabilities	17	205.68	214.07
<b>Total non-current liabilities</b>		<b>6,678.14</b>	<b>6,684.25</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
(i) Borrowings	14(b)	84.01	411.45
(ii) Trade payables	18		
- Dues of micro enterprises and small enterprises		12.05	16.95
- Dues of creditors other than micro enterprises and small enterprises		127.84	162.35
(iii) Other financial liabilities	19	19.45	19.47
Other current liabilities	20	225.35	280.72
Provisions	15(b)	0.56	0.46
<b>Total current liabilities</b>		<b>469.26</b>	<b>891.40</b>
<b>TOTAL EQUITY &amp; LIABILITIES</b>		<b>7,132.39</b>	<b>7,802.33</b>

Material accounting policies

2

The notes referred to above form an integral part of the financial statements

1-40

As per our report of even date attached

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

Tarun K. D. D.  
Partner  
Membership Number: 105003

Place: Mumbai  
Date: 06 May 2025

For and on behalf of the board of directors of  
Tulsi Palace Resort Private Limited  
CIN: U55101RJ2012PTC040443

Anurag Bhatnagar  
Director  
DIN: 07967035

Place: Mumbai  
Date: 06 May 2025

Anuja Dube  
Company Secretary  
Membership Number: ACS 44198

Place: Mumbai  
Date: 06 May 2025

Ravi Shankar  
Director  
DIN: 07967039

Place: Mumbai  
Date: 06 May 2025

Subhasish Dutta  
Chief Financial Officer

Place: New Delhi  
Date: 06 May 2025



**TULSI PALACE RESORT PRIVATE LIMITED**  
Statement of profit and loss for the year ended 31 March 2025

Particulars	Note	(Rupees in millions)	
		For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Income</b>			
Revenue from operations	21	1,795.80	1,809.98
Other income	22	178.94	126.55
<b>Total Income</b>		<b>1,974.74</b>	<b>1,936.53</b>
<b>Expenses</b>			
Consumption of food and beverages	23	124.56	125.74
Employee benefits expense	24	332.79	263.99
Finance costs	25	734.32	450.75
Depreciation and amortisation expense	26	334.63	335.47
Other expenses	27	654.38	648.75
<b>Total expenses</b>		<b>2,180.68</b>	<b>1,824.70</b>
<b>(Loss) / Profit before tax</b>		<b>(205.94)</b>	<b>111.83</b>
<b>Tax Expenses</b>			
- Current tax	28	93.79	195.05
- Deferred tax		(57.30)	(58.55)
<b>Loss for the year</b>		<b>(242.43)</b>	<b>(24.67)</b>
<b>Other comprehensive income</b>			
Items that will not be reclassified to profit or loss:			
Remeasurements of defined benefit plans	29	0.99	1.44
Income tax relating to these items		(0.25)	(0.36)
<b>Total other comprehensive income for the year, net of tax</b>		<b>0.74</b>	<b>1.08</b>
<b>Total comprehensive loss for the year</b>		<b>(241.69)</b>	<b>(23.59)</b>
<b>Earning per equity share (in rupees)</b>			
Basic earnings per share (Face value Rs.10 each)	36	(19.28)	(1.68)
Diluted earnings per share (Face value Rs.10 each)		(19.28)	(1.68)

**Material accounting policies**

The notes referred to above form an integral part of the financial statements. 1-40

As per our report of even date attached

For BSR & Co. LLP  
Chartered Accountants  
Firm Registration No: 101248W/W-100022

Tarun Kinger  
Partner  
Membership Number: 105003

Place: Mumbai  
Date: 06 May 2025

For and on behalf of the board of directors of  
Tulsi Palace Resort Private Limited  
CIN: U55101RJ2012PTC040443

Anurag Bhatnagar  
Director  
DIN: 07967035

Place: Mumbai  
Date: 06 May 2025

Ravi Shankar  
Director  
DIN: 07967039

Place: Mumbai  
Date: 06 May 2025

Anuja Dube  
Company Secretary  
Membership Number: ACS 44198

Place: Mumbai  
Date: 06 May 2025

Subhasish Dutta  
Chief Financial Officer

Place: New Delhi  
Date: 06 May 2025



**TULSI PALACE RESORT PRIVATE LIMITED**  
**Statement of cash flows for the year ended 31 March 2025**

Particulars	(Rupees in millions)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Cash flows from operating activities</b>		
Profit before tax	(205.94)	111.83
Adjustments for:		
Depreciation and amortisation	334.63	335.47
Finance costs	734.32	450.75
Provision / write off of trade and other receivables	(0.07)	3.56
Unrealised foreign exchange differences	0.12	-
Interest income	(43.84)	(38.26)
Deferred Income	(8.39)	(8.42)
Gain on sale of property, plant and equipment (net)	(0.54)	(0.19)
<b>Operating cash flows before working capital changes</b>	<b>810.29</b>	<b>854.74</b>
<b>Working capital adjustments:</b>		
Decrease/(increase) in inventories	2.73	(8.97)
Decrease/(increase) in receivables	48.76	(53.35)
(Increase) in other financial assets	(42.20)	(41.14)
Decrease/(increase) in other assets	0.57	(16.41)
(Decrease)/increase in trade payables	(39.53)	39.87
(Decrease)/increase in other liabilities	(63.77)	88.64
Increase in provisions	2.68	1.80
Increase in other financial liabilities	0.31	9.92
<b>Cash generated from operations</b>	<b>719.84</b>	<b>875.10</b>
Income taxes paid, net	(128.29)	(201.66)
<b>Net cash flows generated from operating activities (A)</b>	<b>591.55</b>	<b>673.44</b>
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipments	(236.63)	(28.76)
Investments in fixed deposits	(1,316.10)	(955.70)
Proceeds from maturity of fixed deposits	1,728.42	536.60
Interest received on Fixed Deposit	54.44	16.91
Proceeds from sale of property, plant and equipments	1.26	2.78
Intercompany deposit given to related parties	(150.00)	-
Repayment of Intercompany deposit received from related parties	150.00	-
Interest received from related party	1.70	-
<b>Net cash flows generated from/(used in) investing activities (B)</b>	<b>233.09</b>	<b>(428.17)</b>
<b>Cash flows from financing activities</b>		
Proceeds from long-term borrowings	15.60	516.25
Proceeds from short term borrowing	51.92	-
Repayment of long term borrowings	(31.44)	(470.35)
Finance costs paid	(1,039.61)	(48.45)
<b>Net cash flows (used in) financing activities (C)</b>	<b>(1,003.53)</b>	<b>(2.55)</b>
<b>Net (decrease)/increase in cash and cash equivalents (A+B+C)</b>	<b>(178.89)</b>	<b>242.71</b>
Cash and cash equivalents as at beginning of the year	313.07	70.23
Add : Additions on account of business combination	-	0.12
<b>Cash and cash equivalents at the end of the year</b>	<b>134.18</b>	<b>313.07</b>
<b>Components of cash and cash equivalents</b>		
Cash on hand	1.29	0.27
Balance with banks		
-in current account	64.90	119.66
-deposit with original maturity less than three months	67.99	193.14
<b>Total cash and cash equivalents (Refer note 1D)</b>	<b>134.18</b>	<b>313.07</b>

Supplemental information to the cashflow (refer note 14)

The notes referred to above form an integral part of the financial statements.

As per our report of even date attached

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

  
**Tarun Kishor**  
Partner  
Membership Number: 105003  
Place: Mumbai  
Date: 06 May 2025

For and on behalf of the board of directors of  
Tulsi Palace Resort Private Limited  
CIN:U55101R2012PTC048443

  
**Anuraag Bhatnagar**  
Director  
DIN: 07967035  
Place: Mumbai  
Date: 06 May 2025

  
**Ravi Shankar**  
Director  
DIN: 07967039  
Place: Mumbai  
Date: 06 May 2025

  
**Anuja Dube**  
Company Secretary  
Membership Number: ACS 44198  
Place: Mumbai  
Date: 06 May 2025

  
**Subhashish Dutta**  
Chief Financial Officer  
Place: New Delhi  
Date: 06 May 2025



**TULSI PALACE RESORT PRIVATE LIMITED**  
Statement of Changes in Equity for the year ended 31 March 2025

**A. Equity Share Capital**

Particulars	Note No.	(Rupees in millions) Amount
Balance as on 1 April 2023		251.50
Changes in equity share capital	12	(125.75)
<b>Balance at 31 March 2024</b>		<b>125.75</b>
Changes in equity share capital	12	-
<b>Balance at 31 March 2025</b>		<b>125.75</b>

**B. Other Equity**

Particulars	Equity component of compound financial instruments	Reserves and Surplus	Revaluation Reserve	Total Other Equity
		Retained earnings		
Balance as on 1 April 2023	-	(1,140.17)	5,791.96	4,651.79
Loss for the year	-	(24.67)	-	(24.67)
Add: Addition on account of scheme of merger (Refer note 40)#	80.91	(7.39)	-	73.52
Add: Changes during the year	3.37	-	-	3.37
Less: Impact on account of scheme of merger (Refer note 40)§	-	(4,604.15)	-	(4,604.15)
Remeasurements of defined benefit plans (Net of tax)	-	1.08	-	1.08
<b>Total comprehensive income for the year</b>	<b>84.28</b>	<b>(4,635.13)</b>	<b>-</b>	<b>(4,550.85)</b>
Premium on shares issued during the year	-	-	-	-
<b>Transactions with the owners of the Company:</b>				
Dividend	-	-	-	-
Dividend distribution tax	-	-	-	-
Balance at 31 March 2024	84.28	(5,775.30)	5,791.96	100.93
Loss for the year	-	(242.43)	-	(242.43)
Remeasurements of defined benefit plans (Net of tax)	-	0.74	-	0.74
<b>Total comprehensive loss for the year</b>	<b>-</b>	<b>(241.69)</b>	<b>-</b>	<b>(241.69)</b>
<b>Balance at 31 March 2025</b>	<b>84.28</b>	<b>(6,016.99)</b>	<b>5,791.96</b>	<b>(140.76)</b>

# Retained earnings of Rs.(7.39) million and equity component of compound financial instruments of Rs. 80.91 million are transferred from Moonburg Power Private Limited pursuant to scheme of merger of Moonburg Power Private Limited ('Transferor Company'), with the Company.

§ Impact on retained earnings of Rs. (4,604.15) million has been recorded pursuant to scheme of merger of Transferor Company with the Company.

The notes referred to above form an integral part of the financial statements.

As per our report of even date attached

For **B S R & Co. LLP**  
Chartered Accountants  
Firm Registration No: 101248W/W-100022

  
Tarun Kinger  
Partner  
Membership Number: 105003

Place: Mumbai  
Date: 06 May 2025

For and on behalf of the board of directors of  
**Tulsi Palace Resort Private Limited**  
CIN: U55101RJ2012PTC040443

  
Anurag Bhatnagar  
Director  
DIN: 07967035

Place: Mumbai  
Date: 06 May 2025

  
Ravi Shankar  
Director  
DIN: 07967039

Place: Mumbai  
Date: 06 May 2025

  
Anuja Dube  
Company Secretary  
Membership Number: ACS 44198

Place: Mumbai  
Date: 06 May 2025

  
Subhasish Dutta  
Chief Financial Officer

Place: New Delhi  
Date: 06 May 2025





**1 Company information**

Tulsi Palace Resort Private Limited is a Private Limited Company incorporated in India had its registered office at FE-18, Malviya Industrial Area, Malviya Nagar, Jaipur - 30217 which is subsequently changed to Tower 2, Ground Floor, Equinox Business Park, Kurla West, Kurla, Mumbai, Mumbai- 400070, Maharashtra, India w.e.f 20 October 2023. The company is engaged in Hotel business. The Hotel is situated at Kukas, Jaipur started operation of business in the name of " Hotel JW Marriott Resorts and Spa "Jaipur in November 2017.The hotel has 200 villa & rooms also having Ballroom and Spa. This hotel pays homage to majestic Rajasthan with intricate Jali and Tikri work, stunning traditional architecture and modern elements. The Company had entered an agreement with Schloss HMA Private Limited for hotel operation w.e.f 25 September 2020 under name and style "The Leela Palace, Jaipur". During the year ended 31 March 2025, Company received National Company Law Tribunal ("NCLT") order dated August 13, 2024, approving the Scheme of Arrangement between Tulsi and Moonburg Power Private Limited ("MPPL") with the appointed date May 27, 2023 ("Appointed Date"). The Company has given effect to the Scheme effective the Appointed Date and pursuant to NCLT Order, listed Non- Convertible Bonds are now held by the Company which were erstwhile held by MPPL. These bonds are listed on Bombay Stock Exchange.

**2 Basis of preparation, Critical accounting estimates and judgements, Material accounting policies and Recent accounting pronouncements**

The accounting policies set out below have been applied consistently to the periods presented in these financial statements.

Rounding of amounts :

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

**2.1 Statement of Compliance**

These financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and other provisions of the Companies Act, 2013 ("the Act") as amended from time to time. The financial statements are prepared in Indian rupees in millions.

(i) Historical cost Convention

The financial statements have been prepared on historical cost basis , except for the following -

- defined benefit obligations are measured at present value.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received from sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The financial statements are approved for issue by the company's Board of directors on 06 May 2025.

**2.2 Critical Accounting estimates and judgements**

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires management to make judgements, estimates and assumptions, that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expenses for the years presented. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements pertain to:

- Useful Lives of Property, Plant and Equipment: The Company has estimated useful life of each class of assets based on the nature of assets, the estimated usage of the asset, the operating condition of the asset, past history of replacement, anticipated technological changes, etc. The Company reviews the useful life of property, plant and equipment as at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods. Refer Note 3 for further details.

- Impairment Testing: Property, plant and equipment that are subject to depreciation/ amortisation are tested for impairment periodically including when events occur or changes in circumstances indicate that the recoverable amount of the cash generating unit is less than its carrying value. The recoverable amount of cash generating units is higher of value-in-use and fair value less cost to sell. The calculation involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk-adjusted discount rate, future economic and market conditions. Refer Note 3 for further details.

- Income Taxes: Deferred tax assets are recognised to the extent that it is regarded as probable that deductible temporary differences can be realised. The Company estimates deferred tax assets and liabilities based on current tax laws and rates and in certain cases, business plans, including management's expectations regarding the manner and timing of recovery of the related assets. Changes in these estimates may affect the amount of deferred tax liabilities or the valuation of deferred tax assets and thereby the tax charge in the Statement of Profit and Loss. Refer Note 28 for further details.

Provision for tax liabilities require judgements on the interpretation of tax legislation, developments in case laws and the potential outcomes of tax audits and appeals which may be subject to significant uncertainty. Therefore the actual results may vary from expectations resulting in adjustments to provisions, the valuation of deferred tax assets, cash tax settlements and therefore the tax charge in the Statement of Profit and Loss. Refer Note 28 for further details.

- Defined Benefit Plans: The cost of the defined benefit plans 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 Balance Sheet date. Refer Note 29 for further details.



- Fair value Measurement of Financial Instruments: The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. This involves significant judgements in the selection of a method in making assumptions that are mainly based on market conditions existing at the Balance Sheet date and in identifying the most appropriate estimate of fair value when a wide range of fair value measurements are possible. Refer Note 30 for further details.

- Contingent Liability: The management evaluates possible obligation that arises from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The estimates of outcome and financial effect are determined by the judgement of the management of the entity, supplemented by experience of similar transactions and, in some cases, reports from independent experts. Refer Note 35 for further details.

### 2.3 Going Concern

During the year ended 31 March 2025, the company has incurred net loss of Rs. 242.43 million and as at 31 March 2025 the company has negative net worth of Rs. 15.01 million majorly on account of the difference arising from accounting for the merger, being debit, which is adjusted to retained earnings amounting to INR 4,604.15 million and increase in finance cost on the non-convertible bonds. However, the current asset exceeds the current liabilities by Rs. 231.21 million.

Based on the approved business plan as approved by the company's board of director which includes twelve-month cash flow projections, together with the financial support letter provided by intermediate holding company, management of the company is confident that it will be able to meet its financial obligation as and when they fall due and also continue its business operations. Accordingly, these financial statements have been prepared on the basis that company will continue as a going concern and hence, no adjustment have been made to the carrying values or classification of asset and liabilities.

### 2.4 Current / Non-current classification

All assets and liabilities are classified into current and non-current.

#### Assets

An asset is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be realised in, or is intended for sale or consumption in the entity's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is expected to be realised within twelve months after the balance sheet date; or
- (d) it is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the balance sheet date.

Current assets include the current portion of non-current assets

All other assets are classified as non-current.

#### Liabilities

A liability is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be settled in the entity's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is due to be settled within twelve months after the balance sheet date; or
- (d) the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current liabilities.

All other liabilities are classified as non-current.

#### Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

Based on the nature of services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – non-current classification of assets and liabilities.

### 2.5 Material Accounting Policies

#### a) Foreign currency translation

##### (i) Functional and presentation currency

The functional currency of the Company is Indian Rupee.

##### (ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions at year end exchange rates are generally recognised in profit or loss. They are deferred in equity if they relate to qualifying cash flow hedges and qualifying net investment hedges or are attributable to part of the net investment in a foreign operation. A monetary item for which settlement is neither planned nor likely to occur in the foreseeable future is considered as a part of the entity's net investment in that foreign operation.

Foreign exchange differences arising on foreign currency borrowings are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

##### (iii) Subsequent measurement

Foreign currency transactions subsequently are accounted using the exchange rates as at that date and difference, if any, between the exchange rates as at the subsequent date and the date of the balance sheet is recognised as income or expense in the Statement of Profit and Loss.



**b) Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

**c) Earnings per share**

Basic earnings per share is computed by dividing the profit or loss after tax by the weighted average number of equity shares outstanding during the year adjusting the bonus element for all the reported period arising on account of issue of equity shares on rights and including potential equity shares on compulsory convertible debentures. Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share. Ordinary shares that will be issued upon the conversion of a mandatorily convertible instrument are included in the calculation of basic earnings per share from the date the contract is entered into.

**d) Revenue recognition**

Revenue is recognised at an amount that reflects the consideration to which the Company expects to be entitled in exchange for transferring the 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.

**Income from operations-**

**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 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.

Some contracts include multiple performance obligations, such as sale of food and beverages and room revenue. These are considered as separate performance obligations as, the customer can benefit from the good or service on its own and the good or services are distinct within the context of the contract. Where the contracts include multiple performance obligations, the transaction price will be allocated to each performance obligation based on the stand-alone selling prices.

Unbilled revenue is recognized in respect of those performance obligations where the services have been rendered or where the control of goods has been transferred to the buyer, and only the act of invoicing is pending.

A contract liability is recognised where the customer has paid in advance, but the services are yet to be rendered by the Company or the payment exceeds the services rendered.

The company does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the company does not adjust any of the transaction prices for the time value of money.

**Interest income**

Interest income is recognised on a time proportion basis taking into account amount outstanding and interest rate applicable.

**Government Grants**

Grants that compensate the Company for expenses incurred are recognised in profit or loss as other income on a systematic basis in the periods in which the expenses are recognised, unless the conditions for receiving the grant are met after the related expenses have been recognised. In this case, the grant is recognised when it becomes receivable Refer note 22.

**e) Property, plant and equipment**

Property, plant and equipment are stated at cost, less accumulated depreciation (other than freehold land) and accumulated impairment losses, if any.

All property, plant and equipment are initially recorded at cost. Cost includes the acquisition cost or the cost of construction, including duties and non-refundable taxes, expenses directly related to bringing the asset to the location and condition necessary for making them operational for their intended use. Initial estimate of costs of dismantling and removing the item and restoring the site on which it is located is also included if there is an obligation to restore it.

Subsequent expenditure relating to property, plant and equipment is capitalised only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Depreciation is charged to the Statement of Profit and Loss so as to expense the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the written down value method, as per the useful life prescribed in Schedule II to the Companies Act, 2013. There are some of the assets, in whose case the life of the assets had been re-assessed as under based on technical evaluation, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support, etc.



Based on the above, the estimated useful lives of the property, plant and equipment are as follows:

Category of assets	Useful life as per Schedule II (in years)	Useful life as per Technical Assessment (in years)
Buildings	60 years	60 years
Plant and machinery	15 years	8 years and 15 years
Furniture and fixtures	8 years	8 years and 15 years
Computers	3 years	3 years
Vehicles	6 years	8 years

Freehold land is not depreciated. The assets' useful lives and residual values are reviewed at the Balance Sheet date and the effect of any changes in estimates are accounted for on a prospective basis. An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

For transition to Ind AS, the Company has elected to fair value its property, plant and equipment recognised as of 1 April 2022 (transition date).

Capital work-in-progress represents projects under which the property, plant and equipment are not yet ready for their intended use and are carried at cost determined as aforesaid.

**f) Impairment of non-financial assets**

Assets that are subject to amortisation are reviewed for impairment periodically including whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss. When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss to the extent that it eliminates the impairment loss which has been recognised for the asset in prior years.

**g) Income taxes**

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity, respectively.

**Current tax**

Current tax expenses are accounted in the same period to which the revenue and expenses relate. Provision for current income tax is made for the tax liability payable on taxable income after considering tax allowances, deductions and exemptions determined in accordance with the applicable tax rates and the prevailing tax laws.

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

**Deferred tax**

Deferred income tax is recognised using the balance sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred tax arises from the initial recognition of goodwill, an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction. Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profit will be available against which they can be used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans of the Company. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantially enacted by the end of the reporting period. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.



**h) Employee benefits**

**Short term employee benefits**

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. These benefits include salary, wages and bonus, short term compensated absences such as paid annual leave and sickness leave. The undiscounted amount of short-term employee benefits (including compensated absences) expected to be paid in exchange for the services rendered by employees is recognized as an expense during the period of rendering of service by the employee.

**Long term employee benefits**

**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's contribution to provident fund and employee state insurance scheme are considered as defined contribution plans and are recognized as an expense when employees have rendered service entitling them to the contributions.

**Defined benefit plans**

**(Post-employment benefit)**

The Company's gratuity scheme is a defined benefit plan. The Company's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation by an independent actuary using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on government securities as at the balance sheet date. When the calculation results in a benefit to the Company, the recognised asset is limited to the net total of any unrecognised actuarial losses and past service costs. Actuarial gains and losses are recognized immediately in the statement of profit and loss.

**Other long-term employee benefits**

**Compensated absences**

The employees can carry forward a portion of the unutilised accrued compensated absences and utilise it in future service periods or received cash compensation on termination of employment. The Company records obligation for compensated absences in the period in which the employee renders services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the Projected Unit credit method. The discount rates used for determining the present value of the liability is based on the market yields on Government securities as at the balance sheet date. Actuarial gains and losses are recognized immediately in the statement of profit & loss.

**i) Inventories**

Stock of food and beverages and stores and operating supplies are carried at the lower of cost (computed on a weighted average basis) or net realisable value. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Cost includes the fair value of consideration paid including duties and taxes (other than those refundable), inward freight and other expenditure directly attributable to the purchase. Trade discounts and rebates are deducted in determining the cost of purchase.

**j) Provisions, contingent liabilities and contingent assets**

Provisions are recognised when the Company has a binding present obligation. This may be either legal because it derives from a contract, legislation or other operation of law, or constructive because the Company created valid expectations on the part of third parties by accepting certain responsibilities. To record such an obligation it must be probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation. The amount recognised as a provision and the indicated time range of the outflow of economic benefits are the best estimate (most probable outcome) of the expenditure required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. Non-Current provisions are discounted for giving the effect of time value of money.

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

A contingent asset is not recognised but disclosed in the financial statements where an inflow of economic benefit is probable.

Provisions, contingent assets and contingent liabilities are reviewed at each balance sheet date.



k) Financial instruments

(i) Classification

The company classifies its financial assets in the following measurement categories

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income.

(ii) Recognition

Regular way purchases and sales of financial assets are recognised on trade-date, being the date on which the company commits to purchase or sale the financial asset.

(iii) Measurement

At initial recognition, the company measures a financial asset at its fair value (except trade receivable without significant financial component) plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

-Debt instruments

Subsequent measurement of debt instruments depends on the company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the group classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in Other Income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses). Impairment losses are presented as separate line item in the statement of profit and loss.
- **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses) and impairment expenses are presented as separate line item in statement of profit and loss.
- **Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

-Equity instruments

The company subsequently measures all equity investments at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments are recognised in profit or loss as other income when the company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

Compound financial instruments

Compound financial instruments issued by the Company comprise convertible debentures denominated in INR that can be converted to equity shares at the option of the holder during the tenure of the instrument, when the number of shares to be issued is fixed and does not vary with changes in fair value. The liability component of compound financial instruments is initially recognised at the fair value of a similar liability that does not have an equity conversion option. The equity component is initially recognised at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts. Subsequent to initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest method. The equity component of a compound financial instrument is not remeasured subsequently. Interest related to the financial liability is recognised in profit or loss (unless it qualified for inclusion in the cost of an asset). On conversion at maturity, the financial liability is reclassified to equity and no gain or loss is recognised.

Trade and other receivables

A trade receivable without significant financing component is initially measured at transaction price. Other receivables are recognized initially at fair value and subsequently measured at amortised cost using the effective interest method, less loss allowance.

Classification & measurement of financial liabilities

Trade and other payables

Trade payables are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method. If payment is expected in one year or less, they are classified as current liabilities. If not, they are presented as non-current liabilities.

Borrowings

Borrowings are recognized initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the statement of profit or loss over the period of the borrowings using the effective interest rate method.

Borrowings are classified as non-current liabilities if the Company has an unconditional right to defer settlement of the liability for at least 12 months after the statement of financial position date. If not, they are presented under current borrowings.



**Derecognition of financial asset & financial liabilities**

A financial asset (or, a part of a financial asset) is primarily derecognized when:

- (i) The contractual right to receive cash flows from the financial assets expire, or
- (ii) The Company transfers the financial assets or its right to receive cash flow from the financial assets and substantially all the risks and rewards of ownership of the asset to another party.

A financial liability (or, a part of financial liability) is derecognized when the obligation specified in the contract is discharged or cancelled or expires.

**Gain or loss on derecognition**

Gain or loss on derecognition of a financial asset or liability measured at amortised cost is recognized in the statement of comprehensive income at the time of derecognition. Derecognition gain/loss on financial assets other than equity instruments measured at FVOCI is recycled to profit or loss. Gain or loss on derecognition of equity instruments measured at FVOCI is never recycled to profit or loss.

**Impairment of financial assets**

The Company assesses on a forward-looking basis the expected credit losses associated with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Company applies the simplified approach permitted by Ind AS 109, which requires expected lifetime losses to be recognized from initial recognition of the receivables. The expected credit loss allowance is based on the ageing of the receivables that are due and rates used in a provision matrix. For other financial assets (not being equity instruments or debt instruments measured subsequently at FVTPL) the expected credit losses are measured at the 12 month expected credit losses or an amount equal to the lifetime expected credit losses if there has been a significant increase in credit risk since initial recognition.

**Offsetting of financial asset and liabilities**

Financial assets and liabilities are offset and the net amount reported in the balance sheet where Company currently has a legally enforceable right to offset the recognized amounts, and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

**l) Leases**

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

**Right of use assets**

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

**Lease Liabilities**

The lease liability is initially measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments (including 'in-substance fixed' payments) and variable lease payments that depend on an index or a rate, less any lease incentives receivable, and payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease. 'In-substance fixed' payments are payments that may, in form, contain variability but that, in substance, are unavoidable. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The lease term includes periods subject to extension options which the Company is reasonably certain to exercise and excludes the effect of early termination options where the Company is reasonably certain that it will not exercise the option. Minimum lease payments include exercise price a purchase option if the Company is reasonably certain it will purchase the underlying asset after the lease term.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the 'in-substance fixed' lease payments or as a result of a rent review or change in the relevant index or rate.

**Variable lease**

Variable lease payments that do not depend on an index or a rate are recognised as an expense in the period over which the event or condition that triggers the payment occurs.

**Short-Term Leases and Leases of Low-Value Assets**

The Company has opted not to apply the lease accounting model to leases of low-value assets or leases which have a lease term of 12 months or less and don't contain purchase option. Costs associated with such leases are recognised as an expense on a straight-line basis over the lease term.

**m) Borrowing costs**

General and specific borrowing costs directly attributable to the acquisition or construction of qualifying assets that necessarily takes substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Borrowing costs consist of interest and other costs that the Group incurs in connection with the borrowing of funds.

Interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Borrowing costs that are not directly attributable to a qualifying asset are recognised in the Statement of Profit and Loss using the effective interest rate method.

**n) Business combination among entities under common control**

Business combination involving entities or businesses under common control is accounted for using the pooling of interest method under Appendix C of Ind AS 103. Under pooling of interest method, the assets and liabilities of combining entities are reflected at their carrying amount and no adjustments are made to reflect fair values. The shortfall on cancellation of investments and taking over of net assets is adjusted through retained earnings.



**TULSI PALACE RESORT PRIVATE LIMITED**

Notes to the financial statements for the year ended 31 March 2025 (Continued)

**3(a) Property, plant and equipment**

(Rupees in millions)

	Building	Freshhold land	Plant and machinery	Furniture and fixtures	Computers and data processing units	Vehicles	Total
<b>Gross block</b>							
As at 01 April 2023	5,999.40	682.06	211.02	126.05	9.18	11.94	7,039.65
Additions	4.08	-	2.72	16.82	2.99	0.96	27.56
Disposals	-	-	-	0.27	-	2.28	2.55
As at 31 March 2024	6,003.47	682.06	213.74	142.61	12.17	10.62	7,064.66
Additions	22.85	1.90	82.27	25.21	2.97	21.44	156.64
Disposals	-	-	-	1.13	0.02	0.49	1.64
As at 31 March 2025	6,026.32	683.96	296.01	166.69	15.12	31.57	7,219.67
<b>Accumulated depreciation</b>							
As at 01 April 2023	292.17	-	39.59	34.30	3.41	4.06	373.53
Charge for the year	274.58	-	30.26	24.99	3.49	1.99	335.31
Disposals during the year	-	-	-	-	-	-	-
As at 31 March 2024	566.76	-	70.67	59.30	6.90	6.04	709.66
Charge for the year	265.41	-	34.48	25.36	3.12	6.10	334.47
Disposals during the year	-	-	-	0.57	0.01	0.33	0.91
As at 31 March 2025	832.17	-	105.15	84.09	10.01	11.81	1,043.23
<b>Net block at 31 March 2025</b>	5,194.15	683.96	190.86	82.60	5.11	19.76	6,176.44
<b>Net block at 31 March 2024</b>	5,436.72	682.06	143.07	83.31	5.27	4.57	6,354.83

**3(b) Capital work in progress**

(Rupees in millions)

As at 01 April 2023	5.41
Additions during the year	-
Assets capitalised during the year	-
As at 31 March 2024	5.41
Additions during the year	133.96
Assets capitalised during the year	(79.34)
As at 31 March 2025	60.03





3(c) Aging of CWIP

As at 31 March 2025		(Rupees in millions)			
Particulars	Amounts in capital work-in-progress for				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	55.02	5.01	-	-	60.03

  

As at 31 March 2024		(Rupees in millions)			
Particulars	Amounts in capital work-in-progress for				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	5.41	-	-	-	5.41

Note:

- (i) There are no projects as on March 31, 2025 where the project timelines are overdue and where the costs have exceeded the original plan approved by the Board of Directors.
- (ii) Property Plant and Equipment except land and plant and machinery used for solar plant INR 89.89 millions is pledged as Security: Refer to Note 14 (a) for information on property, plant and equipment pledged as security by the Company.
- (iii) Contractual Obligations: Refer to note 35 for disclosure of contractual commitments for the acquisition of property, plant and equipment



4 Leases and Right of use assets

The Company leases residential accommodations. Rental contracts are typically made for fixed periods of 11 months to 4 years, but may have extension options as described in (iii) below:

(i) Amounts recognised in the Balance Sheet

The Balance Sheet shows the following amounts relating to leases: (Rupees in millions)

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Right-of-use assets</b>		
Residential accommodations	0.12	0.28
<b>Total</b>	<b>0.12</b>	<b>0.28</b>
<b>Particulars</b>	<b>As at 31 March 2025</b>	<b>As at 31 March 2024</b>
<b>Lease liabilities</b>		
- Current	-	-
- Non-Current	0.12	0.11
<b>Total</b>	<b>0.12</b>	<b>0.11</b>

(ii) Amounts recognised in the Statement of profit and loss

The Statement of profit or loss shows the following amounts relating to leases:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Depreciation charge of right-of-use assets</b>		
Residential accommodations	0.16	0.16
<b>Total</b>	<b>0.16</b>	<b>0.16</b>

Particulars	Notes	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest expense (included in finance costs)	25	-	0.01
Expense relating to short-term leases (included in other expenses)	27	5.02	4.12
<b>Total</b>		<b>5.02</b>	<b>4.13</b>

The total cash outflow for leases for the year ended 31 March 2025 was Nil (31 March 2024 : Nil)

(iii) Extension and termination options

Extension and termination options are included in a number of residential accommodation leases across the Company. These are used to maximise operational flexibility in terms of managing the assets used in the Company's operations. The majority of extension and termination options held are exercisable only if agreed by both the Company and the lessor.

Critical judgements in determining the lease term:

The Company assesses at lease commencement whether it is reasonably certain to exercise the extension and termination options. The Company reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant change in circumstances within its control and affects whether the Company is reasonably certain to exercise an option not previously included in its determination of the lease term, or not to exercise an option previously included in its determination of the lease term.



TULSI PALACE RESORT PRIVATE LIMITED  
Notes to the financial statements for the year ended 31 March 2025 (Continued)

5 Other Financial Assets  
5(a) Non Current

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
Deposits with remaining maturity of more than 12 months*	86.83	66.20
Margin money deposits (Refer Note 35)**	6.99	5.56
Security deposits		
Unsecured, considered good	10.72	3.26
<b>Total</b>	<b>104.54</b>	<b>75.02</b>

\*Fixed deposit of Rs. 65.24 million (31 March 2024 Rs. 61.20 million) is restricted for withdrawal, as it is lien against overdraft facility availed during the year.

\*\*Margin Money of Rs. 6.99 million for margin given for Bank guarantee (31 March 2024: Rs. 5.56 million).

5(b) Current

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
<b>From related parties (Refer Note 34)</b>		
Receivable against business support services	2.57	5.28
<b>From other than related parties</b>		
Interest accrued on bank and fixed deposits	-	30.55
Security deposits		
Unsecured, considered good	0.43	0.46
Government incentive receivables	45.89	-
<b>Total</b>	<b>48.89</b>	<b>36.29</b>

6 Non-current tax assets (Net)

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
<b>Provision for Income Tax</b>		
Advance tax & Tax deducted at source (TDS)	373.86	390.15
Provision for Income tax	(322.45)	(373.23)
<b>Total</b>	<b>51.41</b>	<b>16.92</b>

7 Other Assets

7(a) Non-Current

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
<b>To other than related parties</b>		
Capital Advances	28.37	3.49
Balances with government authorities	9.11	15.79
Prepaid expenses	1.90	3.24
<b>Total</b>	<b>39.38</b>	<b>22.52</b>

7(b) Current

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
<b>To other than related parties:</b>		
Advance to suppliers	6.65	10.65
Balances with government authorities	57.20	46.87
Prepaid Expenses	12.89	11.67
Advances to employees	0.06	0.17
<b>Total</b>	<b>76.80</b>	<b>69.36</b>

8 Inventories

(At lower of cost and net realisable value)

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
Food and beverages	24.29	28.79
Stores and operating supplies	1.77	-
<b>Total</b>	<b>26.06</b>	<b>28.79</b>

Note - Inventory written off during the year amounts to Rs. Nil. (31 March 2024 : Nil)



9 Trade receivables

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
<b>Unsecured, Considered good</b>		
- Trade receivables considered good - secured	-	-
- Trade receivables considered good - unsecured	29.45	25.93
- Trade receivables - credit impaired	3.24	3.31
Unbilled revenue*	1.61	53.81
<b>Total trade receivables</b>	<b>34.30</b>	<b>83.05</b>
Less: Loss allowance	(3.24)	(3.31)
<b>Total</b>	<b>31.06</b>	<b>79.74</b>

\* The receivable is "unbilled" because the Company has not yet issued an invoice; however, the balance has been included under Trade receivables (as opposed to contract assets) because it is an unconditional right to consideration.

Trade Receivables ageing schedule  
As at 31 March 2025

Particulars	(Rupees in millions)						Total
	Outstanding for following periods from date of transaction						
	Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	More than 2 years	
- Trade receivables considered good - secured	1.61		29.45				31.06
- Trade receivables considered good - unsecured							-
- Trade receivables - credit impaired			3.24				3.24
(iv) Disputed Trade receivables - credit impaired							-
<b>Total</b>	<b>1.61</b>	<b>-</b>	<b>32.69</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>34.30</b>
Less: Loss allowance			(3.24)				(3.24)
<b>Net trade receivables</b>	<b>1.61</b>	<b>-</b>	<b>29.45</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>31.06</b>

As at 31 March 2024

Particulars	(Rupees in millions)						Total
	Outstanding for following periods from date of transaction						
	Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	More than 2 years	
(i) Undisputed Trade Receivables - considered good	53.81		25.93	-	-	-	79.74
(ii) Undisputed Trade Receivables - credit impaired			1.64	1.67	-	-	3.31
(iii) Disputed Trade receivables - considered good							-
(iv) Disputed Trade receivables - credit impaired							-
<b>Total</b>	<b>53.81</b>	<b>-</b>	<b>27.57</b>	<b>1.67</b>	<b>-</b>	<b>-</b>	<b>83.05</b>
Less: Loss allowance			(1.64)	(1.67)			(3.31)
<b>Net trade receivables</b>	<b>53.81</b>	<b>-</b>	<b>25.93</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>79.74</b>

10 Cash and bank balances

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
<i>Cash and cash equivalents:</i>		
Cash on Hand	1.29	0.27
Balance with Banks		
- in Current account	64.90	119.66
- in deposit with original maturity of less than three months	67.99	193.14
<b>Total</b>	<b>134.18</b>	<b>313.07</b>

Note: Cash and bank balances are denominated and held in Indian Rupees and the balance with banks mentioned above is of unrestricted nature.

11 Bank balances other than cash and cash equivalents

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
Other Bank balance		
- in deposit accounts with original maturity of more than 3 months but less than 12 months*	379.63	800.10
- in unspent CSR account**	3.85	-
<b>Total</b>	<b>383.48</b>	<b>800.10</b>

\*Fixed deposit of Rs. 16.73 million is restricted for withdrawal, as it is lien against CCD Interest payment reserve.

\*\*Out of the balance with banks other than cash and cash equivalents mentioned above, Rs. 3.85 million is of restricted nature for unspent CSR expenditure for FY 24-25.



12 Equity share capital

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
<b>Authorised</b>		
26,000,000 (31 March 2024: 26,000,000) equity shares of Rs 10 each	260.00	260.00
<b>Issued, subscribed and paid up</b>		
12,575,278 (31 March 2024: 25,150,00) equity shares of Rs 10 each, fully paid up	125.75	251.50
Less : shares forfeited pursuant to scheme of merger	-	(125.75)
	<u>125.75</u>	<u>125.75</u>

a) Reconciliation of number of shares and amounts at the beginning and at the end of the reporting period

Particulars	(Rupees in millions)			
	As at 31 March 2025		As at 31 March 2024	
	No of Shares	Amount	No of Shares	Amount
<b>At the beginning of the year</b>	1,25,75,278	125.75	2,51,50,000	251.50
Shares issued during the period	-	-	-	-
Shares Forfeited pursuant to scheme of merger (refer note 40)	-	-	(1,25,75,000)	(125.75)
Shares pending issuance (refer note 40)	-	-	278	*
<b>At the end of the year</b>	<u>1,25,75,278</u>	<u>125.75</u>	<u>1,25,75,278</u>	<u>125.75</u>

\*amounts are less than rounding off norms.

b) Rights, preference and restrictions attached to equity shares

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not show of hands) are in proportion to its share of the paid-up equity capital of the Company. On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company.

c) Shares held by holding company / ultimate holding company

Particulars	(Rupees in millions)			
	As at 31 March 2025		As at 31 March 2024	
	No of Shares	Amount	No of Shares	Amount
<b>Equity shares of Rs. 10 each fully paid-up</b>				
BSREP III Joy Two Holdings (DIFC) Limited, holding company			1,25,75,278	125.75
Schloss Chanakya Private Limited, holding company	12575272	125.75		
Schloss HMA Private Limited	1	0.00		
Schloss Chennai Private Limited	1	0.00		
Leela Palaces and Resorts Limited	1	0.00		
Schloss Tadoba Private Limited	1	0.00		
Schloss Gandhinagar Private Limited	1	0.00		
Schloss Udaipur Private Limited	1	0.00	1,25,75,278	125.75
	<u>1,25,75,278</u>	<u>12.58</u>	<u>2,51,50,556.00</u>	<u>251.50</u>

d) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at 31 March 2025		As at 31 March 2024	
	% of Holding	% of Holding	No. of Shares	% of Holding
<b>Equity shares of Rs 10 each fully paid-up</b>				
Schloss Chanakya Private Limited*	1,25,75,272	100.00%	-	-
BSREP III Joy Two Holdings (DIFC) Limited, holding company	-	-	1,25,75,278	100.00%
	<u>100.00%</u>	<u>100.00%</u>	<u>1,25,75,278</u>	<u>100.00%</u>

\*Pursuant to the share purchase agreement entered on 31 May 2024, Schloss Chanakya Private Limited has acquired control of the Company by purchasing 100% of the equity shares from BSREP III Joy Two Holdings (DIFC) Limited. Accordingly, Schloss Chanakya Private Limited has become the holding company on 31 May 2024.

e) In pursuant to the Scheme of merger between Moonburg Power Private Limited and the Company approved by NCLT, Mumbai Bench by an order dated August 13, 2024, the merger is effective from the appointment date May 27, 2023. In pursuant to the scheme, the Company has forfeited 12,575,000 equity shares held by Moonburg Power Private Limited and allotted 278 shares to shareholders of Moonburg Power Private Limited (Refer Note 40).

f) The Company has not issued any bonus shares for the period of five years immediately preceding the balance sheet date.

g) Disclosure of Shareholding of Promoters

Particulars	As at 31 March 2025		As at 31 March 2024		Change in % of Holding during the year
	No. of shares	% of Holding	No. of shares	% of Holding	
<b>Equity shares of Rs. 10 each fully paid-up</b>					
<b>Promoters</b>					
BSREP III Joy Two Holdings (DIFC) Limited	-	0.00%	1,25,75,278	100.00%	-100.00%
Schloss Chanakya Private Limited	1,25,75,272	100.00%	-	0.00%	100.00%
Schloss HMA Private Limited	1	0.00%	-	-	-
Schloss Chennai Private Limited	1	0.00%	-	-	-
Leela Palaces and Resorts Limited	1	0.00%	-	-	-
Schloss Tadoba Private Limited	1	0.00%	-	-	-
Schloss Gandhinagar Private Limited	1	0.00%	-	-	-
Schloss Udaipur Private Limited	1	0.00%	-	-	-



Particulars	As at 31 March 2024		As at 31 March 2023		Change in % of Holding during the year
	No. of shares	% of Holding	No. of shares	% of Holding	
Equity shares of Rs. 10 each fully paid-up					
Promoters					
Schloss Chanakya Private Limited	-	0.00%	-	-	-
BSREP III Joy Two Holdings (DIFC) Limited	1,25,75,278	100.00%	1,25,75,000	50.00%	-100.00%
Mohan Sukhani	-	-	61,62,000	24.50%	-100.00%
Kamla Sukhani	-	-	13,17,000	5.24%	-100.00%
Priyanka Sukhani	-	-	9,26,000	3.68%	-100.00%
Vikram Sukhani	-	-	7,70,000	3.06%	-100.00%

13(a) Equity component of compound financial instruments

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
Opening balance	84.28	-
Add : Additions on account of scheme of merger (Refer note 40)	-	80.91
Add: Changes during the year	-	3.37
<b>Total</b>	<b>84.28</b>	<b>84.28</b>

13(b) Reserves & Surplus

Particulars	As at	
	31 March 2025	31 March 2024
Retained earnings	(6,017.00)	(5,775.31)
Retained earnings - fair value as deemed cost	5,791.96	5,791.96
<b>Total</b>	<b>(225.04)</b>	<b>16.65</b>

13(b) (i) Retained earnings - fair value as deemed cost

Particulars	As at	
	31 March 2025	31 March 2024
Retained earnings - Fair value as deemed cost		
At the commencement of the year	5,791.96	5,791.96
Add: Changes during the year	-	-
<b>At the end of the year</b>	<b>5,791.96</b>	<b>5,791.96</b>

13(b) (ii) Retained earnings:

At the commencement of the year	(5,775.31)	(1,140.17)
Add : Additions on account of scheme of merger (Refer note 40)	-	(7.39)
Less : Impact on account of scheme of merger (Refer note 40)	-	(4,604.15)
Add: Profit for the year	(242.43)	(24.67)
Add: Other comprehensive income/(loss)	0.74	1.08
<b>At the end of the year</b>	<b>(6,017.00)</b>	<b>(5,775.31)</b>
<b>Total</b>	<b>(225.04)</b>	<b>16.65</b>

Note:

Retained Earnings

Retained earnings represents the accumulated earnings of the company available for distribution to shareholders as per the provisions of Companies Act, 2013.

14 Borrowings

14(a) Non-Current Borrowings

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
<b>Secured:</b>		
<b>Non - Convertible Bonds (NCB) (Refer note 14A)</b>		
42,500 Non convertible bonds of face value of Rs 100,000/- each (Refer note A(i))	4,231.43	4,622.91
5,000 Non convertible bonds of face value of Rs 100,000/- each (Refer note A(iii))	448.83	477.80
Less: Current maturities of long term borrowings (Refer Note E)	(30.00)	(411.45)
<b>- Other loans:</b>		
Vehicle loan (Refer Note C)	14.12	-
Less: Current maturities of long term borrowings (Refer Note E)	(1.77)	-
<b>Unsecured</b>		
'Liability component of Compulsorily convertible debentures (Refer note B)	500.60	415.72
<b>Total</b>	<b>5,163.21</b>	<b>5,104.98</b>
Less: Current maturities of long term borrowings (Refer Note E)	-	-
<b>Total</b>	<b>5,163.21</b>	<b>5,104.98</b>



**TULSI PALACE RESORT PRIVATE LIMITED**

**Notes to the financial statements for the year ended 31 March 2025 (Continued)**

**Notes:**

**A Non-convertible bonds**

- (i) In May 2023, 42,500 Non-convertible bonds (NCB) of face value of Rs. 100,000/- carrying coupon rate of 10.5% p.a. carrying value as at 31 March 2025: 4,231.43 millions includes interest accrued but not due - Nil (31 March 2024: Rs.4,622.91 millions includes interest accrued but not due Rs. 381.45 millions) were allotted for an aggregate amount of Rs 4,218.13 millions (net of upfront fees of Rs. 31.87 millions) for cash at par on a private placement basis to DB International (Asia) Ltd.

During the year ended March 31, 2025, Tulsi Palace Resort Private Limited ("Tulsi") received National Company Law Tribunal ("NCLT") order dated August 13, 2024, approving the Scheme of Arrangement between Tulsi and Moonburg Power Private Limited ("MPPL") with the appointed date May 27, 2023 ("Appointed Date"). The Group has given effect to the Scheme effective the Appointed Date and pursuant to NCLT Order, listed Non- Convertible Bonds are now held by Tulsi.

The NCB's are secured by:

- a first ranking exclusive charge, by way of mortgage and charge, by Tulsi Palace Resort Private Limited ("Tulsi") in favour of the Common Security Trustee (for the benefit of, inter alia, the Secured Parties) over the Mortgaged Assets, in accordance with the terms of the Deed of Mortgage;
- a first ranking exclusive charge, by way of hypothecation, by the Company in favour of the Common Security Trustee (for the benefit of, inter alia, the Secured Parties), over the Company Charged Assets in accordance with the terms of the Deed of Hypothecation;
- Non-disposal agreement over Company Shares, Company CCDs (on a fully diluted basis) and 20% shares of Tulsi, held by the Parent Company in favour of the Common Security Trustee (for the benefit of, inter alia, the Secured Parties), pursuant to the terms of the Non-disposal agreement;
- a first ranking exclusive pledge over 30% of Shares of Tulsi held by the Parent in favour of the Common Security Trustee (for the benefit of, inter alia, the Secured Parties), pursuant to the terms of the Share Pledge Agreement.
- a first ranking exclusive pledge over Shares of Tulsi held by the Company in favour of the Common Security Trustee (for the benefit of, inter alia, the Secured Parties), pursuant to the terms of the Share Pledge Agreement.

These non-convertible Bonds were listed on Bombay Stock Exchange (BSE) w.e.f May 25, 2023 and subsequently transfer of such NCB's to Tulsi on account of amalgamation of the Moonburg Power Private Limited with Tulsi Palace Resort Private Limited is in process.

These non-convertible bonds are redeemable at the end of 36 months from the date of allotment.

Interest shall be accumulated on a quarterly basis and the interest is subject to negotiations at the end of 2 years, however, deferred interest for the deferred period upto September 30, 2024 as per the Bond Trust Deed has been paid on September 30, 2024 and further interest is now being paid quarterly.

- (ii) During the year ended March 31, 2024, Company had issued 5,000 non convertible bonds (NCB) of face value of Rs 100,000/- each aggregating to Rs. 500 million to DB AG Mumbai.

The NCB carry coupon rate of 3 month T-Bill rate + margin of 2.40% pa.

These NCB are redeemable on a quarterly basis from August, 2023.

The above NCB's are secured by:

- a first ranking exclusive charge, by way of mortgage and charge, by the Company in favour of the Common Security Trustee (for the benefit of, inter alia, the Secured Parties) over the Mortgaged Assets, in accordance with the terms of the Deed of Mortgage.
- a first ranking exclusive charge, by way of hypothecation, by Moonburg Power Private Limited (MPPL) in favour of the Common Security Trustee (for the benefit of, inter alia, the Secured Parties), over the MPPL Charged Assets in accordance with the terms of the Deed of Hypothecation (MPPL).
- a first ranking exclusive pledge over MPPL shares and MPPL CCDs constituting (on a fully diluted basis) constituting 99.99% (ninety-nine point nine nine per cent) of the paid-up share capital of MPPL held by the Parent in favour of the Common Security Trustee (for the benefit of, inter alia, the Secured Parties), pursuant to the terms of the MPPL Share Pledge Agreement; and
- a first ranking exclusive pledge over 100% of the Company Shares (on a fully diluted basis) held by the Parent and MPPL in favour of the Common Security Trustee for the benefit of, inter alia the Secured Parties pursuant to the terms of the Company Share Pledge Agreement.

The carrying value is Rs. 448.83 millions and Rs. 477.80 millions as at March 31, 2025 and March 31, 2024 respectively.

**B Compulsorily Convertible Debentures**

In May 2023, 50,00,000, Compulsorily Convertible Debentures (CCDs) of face value Rs 100 each, for cash, at par, were allotted on a private placement basis to the erstwhile Holding Company, BSREP III Joy Two Holdings (DIFC) Limited. These CCD's were subsequently purchased by Schloss Chanakya Private Limited from the erstwhile Holding Company.

The CCDs are convertible within a period of ten years commencing from the date of issue of CCDs, unless converted earlier at the option of the CCD Holder or unless converted automatically in accordance with the terms. The CCDs shall be convertible into equity shares of the Company as per the conversion price which is higher of a) fair market value at the time of issuance and b) fair market value at the time of conversion as determined by the Valuer appointed by the Company.

Interest shall be payable at a rate of 10.50% per annum (or any such rate as mutually acceptable to the CCD Holder and the Company), compounded on a yearly basis until conversion of the CCDs. Interest on the principal amount of CCDs outstanding shall neither accrue nor be payable till 31st March, 2025. From 1st April, 2025 onwards, the actual payment towards coupon/interest to the CCD Holders will be made subject to the availability of distributable cash. Further, the payment of interest is subject to consent of the Bond Holders, till the time there is any Bond outstanding.

There is an off-market element of interest-free period in the instrument. The fair value of CCD that carries off-market term is estimated as the present value of all future cash payment, discounted using the prevailing market rate of similar instruments. Initial recognition of CCD at a fair value that is lower than cost is considered as additional equity contribution from parent. Subsequent to initial recognition, the liability component is measured at amortised cost using the effective interest method. The equity component is not remeasured subsequently.

**C Vehicle loan**

- (i) Car Loan from Bank secured by Hypothecation of car (Carrying amount Rs. 14.12 million) is repayable in 74 monthly instalments commencing from April 2025.

**D Overdraft**

The lender has granted overdraft facility as per Agreement dated March 22, 2024 to the Company against pledged securities:

- (i) The applicable rate of interest is 7.25 %.
- (ii) Fixed Deposits amounting to Rs 65.24 million (31 March 2024: Rs. 61.20 million) has been pledged against Overdraft facilities availed during the year.

E Current maturities of long-term borrowings are classified as short term borrowings.

F The quarterly returns or statements of current assets i.e. stock statement, FFRs etc. filed by the Company with banks or financial institutions are in agreement with the books of accounts for each type of loan disclosed.



G Reconciliation of movements of liabilities to cash flows arising from financing activities

Net debt reconciliation - disclosure of changes in liabilities arising from financing activities (read with Statement of Cash Flows)  
This section sets out an analysis of net debt and movements in net debt for each of the periods presented.

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
Borrowings	(5,247.22)	(5,516.43)
Lease liabilities	(0.12)	(0.11)
Cash and cash equivalents	134.18	313.06
<b>Total</b>	<b>(5,113.16)</b>	<b>(5,203.48)</b>

Reconciliation of movements of liabilities to cash flows arising from financing activities

Particulars	Liabilities from financing activities					Other assets	Total
	Lease liabilities	Bank Overdraft	Non-convertible bonds	Rupee term loan & Vehicle loan	Compulsorily convertible debentures	Cash and cash equivalents	
Net debt as at 1 April 2023	(0.11)	-	-	(450.36)	-	70.23	(380.23)
Cash flows	-	-	(476.25)	450.35	(16.63)	242.83	200.31
Acquired through scheme of merger	-	-	(4,223.30)	-	(399.09)	-	(4,622.39)
New leases	-	-	-	-	-	-	-
Interest expense	(0.01)	-	(440.08)	(9.42)	-	-	(449.51)
Interest paid	-	-	38.91	9.42	-	-	48.33
<b>Net debt as at 31 March 2024</b>	<b>(0.11)</b>	<b>-</b>	<b>(5,100.72)</b>	<b>-</b>	<b>(415.72)</b>	<b>313.06</b>	<b>(5,203.48)</b>
Cash flows	-	(51.92)	30.00	(14.16)	-	(178.89)	(214.97)
New leases	-	-	-	-	-	-	-
Interest expense	(0.01)	(2.83)	(645.50)	(1.10)	(84.88)	-	(734.32)
Interest paid	-	2.51	1,035.96	1.14	-	-	1,039.61
<b>Net debt as at 31 March 2025</b>	<b>(0.12)</b>	<b>(52.24)</b>	<b>(4,680.26)</b>	<b>(14.12)</b>	<b>(500.60)</b>	<b>134.18</b>	<b>(5,113.16)</b>

14(b) Current Borrowings

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
Bank overdraft	52.24	-
Current maturities of long-term borrowings (Refer Note 14)	31.77	411.45
<b>Total</b>	<b>84.01</b>	<b>411.45</b>

15 Provisions

15(a) Non-Current

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
Provision for Employee Benefits	-	-
For Gratuity	4.96	3.71
For Compensated absences	2.23	1.89
<b>Total</b>	<b>7.19</b>	<b>5.60</b>

15(b) Current

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
Provision for Employee Benefits	-	-
For Gratuity	0.23	0.19
For Compensated absences	0.33	0.26
<b>Total</b>	<b>0.56</b>	<b>0.46</b>





16 Deferred Tax Liabilities

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
The components of deferred tax balances are as follows:		
<b>(A) Deferred tax liability</b>		
Arising on account of timing differences in:		
Property, plant and equipment	1,294.04	1,357.38
Contract liability - Key money	9.04	6.93
Right of use assets	0.03	0.55
Others	4.97	-
<b>(B) Deferred tax assets</b>		
Arising on account of timing differences in:		
Provision for employee benefits	1.95	4.52
Loss allowance	0.82	0.83
Leases	0.03	0.01
Others	3.34	-
<b>Deferred tax liabilities (net) - (A)-(B)</b>	<b>1,301.94</b>	<b>1,359.49</b>

17 Other Non-current liabilities

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
<b>Contract liability</b>		
Contract liability - Key money*	205.68	214.07
<b>Total</b>	<b>205.68</b>	<b>214.07</b>

\*Pursuant to an Hotel Management agreement between Tulsi Resort Private Limited and HMA dated 25 September 2020 which is amended on 18 January 2022. Company has received 250 million from HMA Private Limited for development, construction, furnishing, equipping, operating, managing, servicing, marketing and supervising the overall operations. This amount is one time fees which has been received and which will be amortised over the period of 30 years.

18 Trade Payables

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
- Total outstanding dues of micro enterprises and small enterprises	12.05	16.95
- Total outstanding dues of creditors other than micro enterprises and small enterprises		
- Related parties (Refer Note 34)	55.64	67.45
- Other vendor payables	36.10	49.95
- Accrued expenses	36.10	44.95
<b>Total</b>	<b>139.89</b>	<b>179.30</b>

Trade payables ageing schedule  
As at 31 March 2025

Particulars	(Rupees in millions)						Total
	Outstanding for following periods from date of transaction						
	Accrued Expenses	Not Due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) MSME	-	-	12.05	-	-	-	12.05
(ii) Others	36.10	-	89.90	1.83	0.01	-	127.84
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
<b>Total</b>	<b>36.10</b>	<b>-</b>	<b>101.95</b>	<b>1.83</b>	<b>0.01</b>	<b>-</b>	<b>139.89</b>

As at 31 March 2024

Particulars	(Rupees in millions)						Total
	Outstanding for following periods from date of transaction						
	Accrued Expenses	Not Due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) MSME	-	-	16.95	-	-	-	16.95
(ii) Others	44.95	9.35	108.05	-	-	-	162.35
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
<b>Total</b>	<b>44.95</b>	<b>9.35</b>	<b>125.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>179.30</b>

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	12.05	16.95
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	2.77
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-	-
Further interest remaining due and payable for earlier years	-	-

The management has identified enterprises which have provided goods and services to the Company and which qualify under the definition of micro and small enterprises as defined under MSMED Act.



19 Other financial liabilities

Particulars	(Rupees in millions)	
	As at	As at
	31 March 2025	31 March 2024
Creditors for Capital goods	2.88	3.22
Employee dues payable	16.57	16.25
	<b>19.45</b>	<b>19.47</b>

20 Other Current Liabilities

Particulars	(Rupees in millions)	
	As at	As at
	31 March 2025	31 March 2024
<b>Contract liability</b>		
Advances from customers	175.52	233.49
Contract liability - Key money (Refer Note 17)	8.39	8.39
<b>Statutory dues payable</b>		
- Tax deducted at source & equalisation levy	15.69	4.03
- Provident fund	2.08	1.71
- Employees' state insurance	0.07	0.10
- Value added tax	1.95	1.89
- Goods and services tax	21.48	30.81
Other Payables	0.17	0.30
<b>Total</b>	<b>225.35</b>	<b>280.72</b>



TULSI PALACE RESORT PRIVATE LIMITED

Notes to the financial statements for the year ended 31 March 2025 (Continued)

21 Revenue from operations

(Rupees in millions)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>(a) Sale of products:</b>		
Food and beverages revenue	632.60	687.12
<b>(b) Sale of services:</b>		
Room income	1,112.68	1,087.12
Other allied services (laundry income, health club income, airport transfers, membership etc.)	50.52	35.74
<b>Total</b>	<b>1,795.80</b>	<b>1,809.98</b>

The entire revenue of the Company is generated in India. The disaggregation of revenue is presented above.

Disaggregation of revenue from contracts with customers

For the period ended March 31, 2025

	Timing of recognition			
	For the year ended 31 March 2025		For the year ended 31 March 2024	
	At a point in time	Over time	At a point in time	Over time
Room income	-	1,112.68	-	1,087.12
Food and beverages	632.60	-	687.12	-
Other allied services	50.52	-	35.74	-
<b>Total</b>	<b>683.12</b>	<b>1,112.68</b>	<b>722.86</b>	<b>1,087.12</b>

Contract Balances

The contract liabilities primarily relate to the advance consideration received from customers for which revenue is recognized when the performance obligation is over/ services delivered. Advance collection is recognised when payment is received before the related performance obligation is satisfied. This includes advances received from the customer towards rooms/ restaurant/ banquets. Revenue is recognized once the performance obligation is met i.e. on room stay/ sale of food and beverage/ provision of banquet services/ other allied services. The Company has recorded revenue of Rs. 233.49 millions and 132.40 millions against opening balance of contract liabilities for the year ended 31 March 2025 and year ended 31 March 2024 respectively.

No information is provided about remaining performance obligations at 31 March 2025 or at 31 March 2024 that have an original expected duration of one year or less, as allowed by Ind AS 115.

(Rupees in millions)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Contract liabilities</b>		
- Advance from customers	175.52	233.49

22 Other income

(Rupees in millions)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Interest income on financial assets under effective interest method</b>		
<b>Carried at amortised cost</b>		
- Fixed deposit	42.14	38.26
- Inter corporate deposit	1.70	-
<b>Other non-operating income</b>		
Government incentive (refer below note)	109.18	64.50
Gain on sale of property, plant and equipment (net)	0.54	0.19
Gain on foreign exchange transactions	0.21	0.07
Income Tax refund	3.02	-
Deferred income	8.39	8.42
Miscellaneous income	13.76	15.13
<b>Total</b>	<b>178.94</b>	<b>126.55</b>

Note:

During the year ended 31st March 2025, the Company has accounted Rs.109.18 millions as government incentive in 'other income' pertaining to employment generation subsidy under the Rajasthan Investment Promotion Scheme, 2014, out of which the Company has received Rs. 63.28 millions before 31st March 2025.



TULSI PALACE RESORT PRIVATE LIMITED

Notes to the financial statements for the year ended 31 March 2025 (Continued)

23 Consumption of food and beverages

(Rupees in millions)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Opening balance of Inventory	28.79	-
Add: Purchases	120.06	154.55
	148.85	154.55
Less: Closing balance of Inventory	24.29	28.79
<b>Total</b>	<b>124.56</b>	<b>125.74</b>

24 Employee benefits expense

(Rupees in millions)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Salaries and wages	293.39	233.34
Contribution to provident and other funds	12.87	11.06
Gratuity and compensated absences	2.69	2.23
Staff welfare expenses	23.84	17.36
<b>Total</b>	<b>332.79</b>	<b>263.99</b>

25 Finance costs

(Rupees in millions)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Interest expense on financial liabilities at amortised cost:</b>		
- Term loans	-	9.42
- Non-convertible bonds	645.50	440.08
- Compulsory Convertible Debenture	84.88	-
- Vehicle loan	-	-
- Overdraft	2.83	0.11
- Car loan	1.10	-
- Others	-	1.13
Interest expenses on Lease Liabilities	0.01	0.01
<b>Total</b>	<b>734.32</b>	<b>450.75</b>

26 Depreciation and amortisation

(Rupees in millions)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Depreciation on Property, Plant & Equipments	334.47	335.31
Depreciation on right-of-use assets	0.16	0.16
<b>Total</b>	<b>334.63</b>	<b>335.47</b>



TULSI PALACE RESORT PRIVATE LIMITED

Notes to the financial statements for the year ended 31 March 2025 (Continued)

27 Other expenses

(Rupees in millions)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Consumption of stores and operating supplies	64.31	61.66
Power and Fuel	72.65	76.05
Rent	5.02	4.12
Repairs and Maintenance:		
- buildings	25.88	30.41
- plant and machinery	15.66	15.76
- others (including AMC)	47.53	47.54
Insurance	3.88	4.34
Communication	12.75	10.31
Travelling and conveyance	9.08	4.72
Guest Transportation	7.58	9.30
Printing & Stationery	3.42	3.81
Sales & Credit Card commission	76.41	59.87
Business promotion	88.87	70.68
Management fees	113.12	118.41
Legal and Professional fees	30.28	52.58
Payment to auditors*	3.00	3.97
Rates & Taxes	22.50	14.47
Bank Charges	0.17	3.69
Corporate Social Responsibility Expenses (Refer note 37)	4.58	4.92
Exchange differences (net)	0.33	0.36
Provision for doubtful debts	(0.07)	3.56
Miscellaneous expenses	47.43	48.22
<b>Total</b>	<b>654.38</b>	<b>648.75</b>

27(a) \*Payment to auditor's (excluding taxes)

(Rupees in millions)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Statutory audit	3.00	2.28
Internal audit fees	-	-
Other fees	-	1.69
Tax audit Fees	-	-
	<b>3.00</b>	<b>3.97</b>



28 Income taxes

(a) Income tax expense

Particulars	<i>(Rupees in millions)</i>	
	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Current tax</b>		
Current tax on profit for the period	128.45	192.19
Tax impact of earlier years	-	2.86
<b>Total current tax expenses</b>	<b>128.45</b>	<b>195.05</b>
<b>Tax relating to earlier period</b>		
Excess provision for tax relating earlier period	(34.66)	-
Tax impact of earlier years	-	-
<b>Total current tax expenses</b>	<b>(34.66)</b>	<b>-</b>
<b>Deferred Tax</b>		
Decrease (increase) in deferred tax assets	(0.27)	(58.55)
(Decrease) increase in deferred tax liabilities	(56.78)	-
<b>Total deferred tax</b>	<b>(57.05)</b>	<b>(58.55)</b>
<b>Income tax expense</b>	<b>36.74</b>	<b>136.50</b>
<b>Income tax expense attributable to :</b>		
Profit from operations	36.49	136.14
Other comprehensive income/(loss)	0.25	0.36
<b>Total</b>	<b>36.74</b>	<b>136.50</b>

(b) Reconciliation of effective tax rate

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
	Profit / (Loss) from operations before income tax expense	(205.94)
Tax rate	25.17%	25.17%
<b>Tax at the Indian tax rate</b>	<b>(51.83)</b>	<b>28.14</b>
Tax adjustment in respect of earlier period	(34.66)	2.86
Effect of expenses that are not deductible in determining taxable profit	98.90	1.47
Effects of permanent differences	21.36	-
Other timing differences	2.97	(0.09)
Deferred tax asset not recognised on tax losses*	-	104.12
<b>Income tax expense</b>	<b>36.74</b>	<b>136.50</b>

\* Deferred Tax Asset not recognised on Tax losses of Rs. 104.12 million in the previous year pertains to Moonburg Power Private Limited which was merged with the company effective 27 May 2023 (Refer note 40) . These unused tax losses are not available for utilization to the company as per the provisions of the Income Tax Act, 1961.



TULSI PALACE RESORT PRIVATE LIMITED  
Notes to the financial statements for the year ended 31 March 2025 (Continued)

28 Income Taxes (Cont.)

Movement in Deferred Tax for the year ended 31 March 2025

Particulars	(Rupees in millions)			
	Balance as on 1 April 2024	Accounted through statement of profit & loss charge/(credit)	Accounted through OCI charge/(credit)	Accounted through Other Equity charge/(credit)
<b>Deferred tax liability</b>				
Property, Plant and Equipment	1,357.38	(63.34)	-	-
Contract liability - Key money	6.93	2.11	-	-
Right of use asset	-	0.03	-	-
Borrowings	0.55	4.42	-	-
<b>Deferred tax assets</b>				
Provision for employee benefits	(4.52)	2.82	0.25	-
Loss allowance	(0.84)	0.02	-	-
Lease Liabilities	(0.01)	(0.02)	-	-
Others	-	(3.34)	-	-
<b>Total deferred tax (assets)/liabilities</b>	<b>1,359.49</b>	<b>(57.30)</b>	<b>0.25</b>	<b>-</b>
				<b>1,301.94</b>
				<b>Balance as on 31 March 2025</b>

Movement in Deferred Tax for the year ended 31 March 2024

Particulars	(Rupees in millions)			
	Balance as on 1 April 2023	Accounted through statement of profit & loss charge/(credit)	Accounted through OCI charge/(credit)	Accounted through Other Equity charge/(credit)
<b>Deferred tax liability</b>				
Property, Plant and Equipment	1,416.77	(59.40)	-	-
Contract liability - Key money	4.81	2.12	-	-
Non convertible bonds	-	0.55	-	-
<b>Deferred tax assets</b>				
Provision for employee benefits	(3.02)	(1.87)	0.36	-
Loss allowance	(0.89)	0.05	-	-
Lease Liabilities	(0.00)	(0.00)	-	-
Disallowance u/s 43B of the Income-tax Act, 1961	-	-	-	-
<b>Total deferred tax (assets)/liabilities</b>	<b>1,417.67</b>	<b>(58.55)</b>	<b>0.36</b>	<b>-</b>
				<b>1,359.50</b>
				<b>Balance as on 31 March 2024</b>



## 29 Employee Benefit Obligation

## a) Compensated absences

Compensated absences covers the Company's liability for earned leaves. Accumulated compensated absences, which are expected to be availed or encashed are treated as employee benefits. The employees are entitled to accumulate leave subject to certain limits for future encashment / availment. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the period end.

The Company's liability is actuarially determined (using the Projected Unit Credit method) by an Independent actuary at the end of the period. Actuarial losses/ gains are recognised in Other Comprehensive Income in the period in which they arise.

The expense of compensated absences (non-funded) for the year ended 31 March 2025 amounting to Rs. 0.41 million ( 31 March 2024: Rs. 0.42 million) has been recognized in the statement of profit and loss, based on actuarial valuation carried out using Projected Unit Credit Method.

## b) Post employment obligations

## Gratuity - Defined benefit plan

The Company operates post-employment unfunded defined benefit plan that provides gratuity. The scheme provides for lumpsum payment to eligible employees on retirement, death while in employment or on termination of employment, of an amount equivalent to 15 days salary payable for each completed year of service or part thereof in excess of six months subject to a limit of Rs. 20 lakhs. The amounts in excess of the limit are to be borne by the Company as per policy. Eligibility occurs upon completion of five years of service.

The present value of the defined benefit obligation and current service cost are measured using the projected unit credit method with actuarial valuations being carried out at each balance sheet date.

## Provident fund and Employees State Insurance Commission - Defined contribution plan

The Company makes provident fund contributions to defined contribution plans for qualifying employees. Under the plan, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable under these plans by the Company are at rates specified in the rules of the schemes.

The contributions are charged to the statement of profit and loss as they accrue. The amount as an expense towards contribution to provident fund and employees state insurance for the period aggregated to Rs. 12.87 million (31 March 2024: Rs. 11.06 million )

## Amounts recognised in the Statement of profit and loss:

(Rupees in millions)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Defined contribution plans</b>		
- Employer's contribution to provident fund	12.87	11.06
<b>Total</b>	<b>12.87</b>	<b>11.06</b>
<b>Defined benefit plans</b>		
- Gratuity	2.28	1.81
<b>Total</b>	<b>2.28</b>	<b>1.81</b>

## Amounts recognised in other comprehensive income:

(Rupees in millions)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Remeasurements for:</b>		
- Gratuity	0.99	1.44
<b>Total</b>	<b>0.99</b>	<b>1.44</b>

## Gratuity plan

(Rupees in millions)

Particulars	As at 31 March 2025	As at 31 March 2024
Present value of unfunded defined benefit obligation	5.19	3.90
Fair value of plan assets	-	-
<b>Net unfunded obligation</b>	<b>(5.19)</b>	<b>(3.90)</b>
Present value of funded defined benefit obligations	-	-
Impact of minimum funding requirement/asset	-	-
<b>Net defined benefit liability recognised in the Balance Sheet</b>	<b>(5.19)</b>	<b>(3.90)</b>

## Net defined benefit liability is bifurcated as follows:

Current	0.23	0.19
Non-current	4.96	3.71





The amounts recognised in the Balance Sheet and the movements in the net defined benefit obligation over the period are as follows:

(Rupees in millions)

Particulars	Present value of obligations	Fair value of plan assets	Net amount
<b>As at 01 April 2023</b>	<b>3.53</b>	-	<b>3.53</b>
Current service cost	1.55	-	1.55
Interest expense/ (income)	0.26	-	0.26
<b>Total amount recognised in the Statement of profit and loss</b>	<b>1.81</b>	-	<b>1.81</b>
Remeasurements:			
- Return on plan assets, excluding amounts included in interest expense/ (income)	-	-	-
- (Gain)/ loss from change in demographic assumptions	(1.23)	-	(1.23)
- (Gain)/ loss from change in financial assumptions	0.12	-	0.12
- Experience (gains)/ losses	(0.33)	-	(0.33)
<b>Total amount recognised in other comprehensive income</b>	<b>(1.44)</b>	-	<b>(1.44)</b>
Employer contributions	-	-	-
Benefit payments	-	-	-
<b>As at 31 March 2024</b>	<b>3.90</b>	-	<b>3.90</b>
Current service cost	2.00	-	2.00
Interest expense/ (income)	0.28	-	0.28
<b>Total amount recognised in the Statement of profit and loss</b>	<b>2.28</b>	-	<b>2.28</b>
Remeasurements:			
- Return on plan assets, excluding amounts included in interest expense/ (income)	-	-	-
- (Gain)/ loss from change in demographic assumptions	-	-	-
- (Gain)/ loss from change in financial assumptions	0.06	-	0.06
- Experience (gains)/ losses	(1.05)	-	(1.05)
<b>Total amount recognised in other comprehensive income</b>	<b>(0.99)</b>	-	<b>(0.99)</b>
Employer contributions	-	-	-
Benefit payments	-	-	-
<b>As at 31 March 2025</b>	<b>5.19</b>	-	<b>5.19</b>

Significant actuarial assumptions were as follows:

Particulars	As at 31 March 2025	As at 31 March 2024
Discount rate (p.a.)	7.04%	7.25%
Salary growth rate (p.a.)	7.00%	7.00%
Retirement Age (Years)	58.00	58.00
Mortality rates inclusive of provision for disability	IALM(2012-14)	IALM(2012-14)
Attrition at Ages		
- Up to 30 Years	18.00%	18.00%
- From 31 to 44 years	18.00%	18.00%
- Above 44 years	18.00%	18.00%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

#### Sensitivity analysis

Gratuity is a lump sum plan and the cost of providing these benefits is typically less sensitive to small changes in demographic assumptions. The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate. The following table summarizes the change in defined benefit obligation and impact in percentage terms compared with the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 50 basis points:

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
a) Impact of the change in discount rate		
Present Value of Obligation at the end of the period	5.19	3.90
Impact due to increase of 0.50%	(0.15)	(0.12)
Impact due to decrease of 0.50%	0.15	0.12
b) Impact of the change in salary increase		
Present Value of Obligation at the end of the period	5.19	3.90
Impact due to increase of 0.50%	0.15	0.12
Impact due to decrease of 0.50%	(0.15)	(0.12)

Sensitivities due to mortality & withdrawals are not material & hence impact of change due to these not calculated. Sensitivities as rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable.



### Maturity analysis

The weighted average duration to the payment of these cash flows is 4.93 years

The expected maturity analysis of undiscounted post-employment defined benefit obligations is as follows:

Year	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
0 to 1 Year	0.23	0.19
1 to 2 Year	0.45	0.39
2 to 5 Year	1.90	1.18
Over 5 years	2.61	2.13

### Inherent Risks:

Gratuity is a defined benefit plan and the Company is exposed to the following risks:

**Interest rate risk:** A fall in the discount rate which is linked to the Government Security Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

**Salary Risk:** The present value of the defined benefit plan liability is calculated by reference to the future expected salaries of employees. As such, an increase in the salary expected by more than assumed level will increase the plan's liability.

**Withdrawal risk:** The risk that the usual timeframe for withdrawal requests is not met, or the withdrawals from the fund due to severe adverse market conditions are suspended.

**Mortality risk:** Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.



30 Fair value measurement

(i) Financial instruments by category

As at 31 March 2025	Carrying amount			Total Fair Value	Total Carrying Value
	FVTPL	Amortised cost	FVOCI		
<i>(Rupees in millions)</i>					
<b>Particulars</b>					
<b>Financial assets</b>					
- Trade receivables	-	31.06	-	-	31.06
- Cash and cash equivalents	-	134.18	-	-	134.18
- Bank balances other than cash and cash equivalents above	-	383.48	-	-	383.48
- Other financial assets	-	153.43	-	-	153.43
<b>Total</b>	-	<b>702.14</b>	-	-	<b>702.14</b>
<b>Financial liabilities</b>					
- Borrowings	-	5,247.23	-	-	5,247.23
- Trade payables	-	139.89	-	-	139.89
- Other financial liabilities	-	19.45	-	-	19.45
- Lease liability	-	0.12	-	-	0.12
<b>Total</b>	-	<b>5,406.69</b>	-	-	<b>5,406.69</b>

As at 31 March 2024	Carrying amount			Total Fair Value	Total Carrying Value
	FVTPL	Amortised cost	FVOCI		
<i>(Rupees in millions)</i>					
<b>Particulars</b>					
<b>Financial assets</b>					
- Trade receivables	-	79.74	-	-	79.74
- Cash and cash equivalents	-	313.07	-	-	313.07
- Bank balances other than cash and cash equivalents above	-	800.10	-	-	800.10
- Security deposits	-	-	-	-	-
- Other financial assets	-	111.31	-	-	111.31
<b>Total</b>	-	<b>1,304.21</b>	-	-	<b>1,304.21</b>
<b>Financial liabilities</b>					
- Borrowings	-	5,516.43	-	-	5,516.43
- Trade payables	-	179.30	-	-	179.30
- Other financial liabilities	-	19.47	-	-	19.47
- Lease liability	-	0.11	-	-	0.11
<b>Total</b>	-	<b>5,715.31</b>	-	-	<b>5,715.31</b>

Fair Value Estimation

Ind AS 113, 'Fair Value Measurement' requires classification of the valuation method of financial instruments measured at fair value in the Balance sheet, using a three level fair-value-hierarchy (which reflects the significance of inputs used in the measurements). The hierarchy gives the highest priority to un-adjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to un-observable inputs (Level 3 measurements). The carrying amounts of trade receivables, cash and cash equivalents, fixed deposits, trade payables, loan to employees and current borrowings are considered to be the same as their fair values, due to their short-term nature. The carrying amount of non current borrowings and lease liability is a reasonable approximation of their fair values. The three levels of the fair-value-hierarchy under Ind AS 113 are described below:

**Level 1:** Level 1 hierarchy includes financial instruments measured using quoted prices.

**Level 2:** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

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

There are no financial instruments measured at Level 1 and 2 fair value as at reporting date. There are no transfers between Level 1, Level 2 and Level 3 during the period.

31 Financial Risk Management

The Company's business activities expose it to market risk, liquidity risk and credit risk. The management develops and monitors the Company's risk management policies. The key risks and mitigating actions are also placed before the Board of directors of the Company. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and to control and monitor risks and adherence to limits.

Finance team and experts of respective business divisions provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The activities are designed to:

- protect the Company's financial results and position from financial risks
- maintain market risks within acceptable parameters, while optimising returns; and
- protect the Company's financial investments, while maximising returns.

This note explains the sources of risk which the Company is exposed to and how the Company manages the risk.



## A. Credit Risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk arises from trade receivables, cash and bank balance and other financial assets.

The Company is exposed to credit risk on its financial assets, which comprise cash and cash equivalents, bank deposits and trade receivables. The exposure to credit risks arises from the potential failure of counterparties to meet their obligations. The maximum exposure to credit risk at the reporting date is the carrying amount of the financial instruments. Cash and cash equivalents and bank deposits are held with only high rated banks/financial institutions, credit risk on them is therefore insignificant.

With respect to other financial assets namely loans to employees, the maximum exposure to credit risk is the carrying amount of these classes of financial assets presented in the Balance Sheet. These are actively monitored and confirmed by the Company. Currently, the credit risk arising from such security deposits and loan to employee is evaluated to be immaterial for the Company.

### Trade receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer and the geography in which it operates. Credit risk is managed through credit approvals and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The company operates only in one geographical location i.e. in India. Considering the industry in which the company is operating, there is no major long outstanding receivables other than received in the business combination.

The Company also establishes an allowance for impairment that represents its estimate of expected losses in respect of trade receivables. The carrying amounts of trade receivables as disclosed in note number 9 represent the maximum credit risk exposure.

The movement in loss allowance in respect of trade receivables is as follows:

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
Opening	3.31	3.52
Loss allowance recognised/ (reversal)	(0.07)	3.56
Amounts written off	-	3.77
Closing	3.24	3.31

## B. Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. In addition, processes and policies related to such risks are overseen by senior management.

The company believes that the working capital is sufficient to meet its current requirements. The company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve banking facilities by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities. (Refer note 2.3)

### (i) Financing arrangements

The breakup of the borrowings into fixed and floating interest rates is as follows:

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
Fixed interest rate	4,732.03	4,657.18
Floating interest rate	515.19	477.80
Total	5,247.22	5,134.98

### (ii) Maturities of financial liabilities

The amounts disclosed in the table are the contractual undiscounted cash flows:

#### Contractual maturities of financial liabilities

As at 31 March 2025

Particulars	Carrying Value	(Rupees in millions)				Total
		Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	
- Borrowings	5,247.23	460.93	4,849.42	3.09	1,129.46	6,442.90
- Lease liabilities	0.12	-	0.12	-	-	0.12
- Trade payables	139.89	139.89	-	-	-	139.89
- Other financial liabilities	19.45	19.45	-	-	-	19.45
Total	5,406.69	620.27	4,849.54	3.09	1,129.46	6,602.36

As at 31 March 2024

Particulars	Carrying Value	(Rupees in millions)				Total
		Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	
- Borrowings	5,134.98	30.00	30.00	4,670.00	1,128.29	5,858.29
- Trade payables	179.30	179.30	-	-	-	179.30
- Other financial liabilities	19.47	19.47	-	381.45	-	400.92
Total	5,333.75	228.77	30.00	5,051.45	1,128.29	6,438.50

## C. Market risk

### (a) Foreign currency risk

Foreign currency risk refers to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company operates internationally and is exposed to foreign exchange risk arising from foreign currency purchases, primarily with respect to USD and GBP. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Company's functional currency (Rs.) at the year end. The Company's exposure to foreign currency risk, expressed in Rs., is given in the table below. The amounts represent only the financial assets and liabilities that are denominated in currencies other than the functional currency of the Company.



i. The foreign currency outstanding balances that have not been hedged by any derivative instrument or otherwise are as follows:

Particulars	(Rupees in millions)		
	As at 31 March 2025		
	Foreign Currency Denomination	Foreign Currency Amount	Amount (In Rupees)
Liabilities			
Trade payables	USD	-	-
Trade payables	GBP	-	-
			(Rupees in millions)
As at 31 March 2024			
	Foreign Currency Denomination	Foreign Currency Amount	Amount (In Rupees)
Liabilities			
Trade payables	USD	0.05	4.59
Trade payables	GBP	-	-

ii. Foreign exchange sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments. The table below shows the sensitivity of profit or loss to a 1% change in foreign exchange rates.

Particulars	(Rupees in millions)	
	Impact on Profit or Loss for the period ended	
	31-Mar-25	31-Mar-24
GBP sensitivity		
Rs./ GBP - Increase by 1%	-	-
Rs./ GBP - Decrease by 1%	-	-
USD sensitivity		
Rs./ USD - Increase by 1%	-	(0.05)
Rs./ USD - Decrease by 1%	-	0.05

b) Interest rate risk

The exposure of the Company's borrowings to interest rate changes at the end of the reporting period are included in the table below. As at the end of the reporting period, the Company had the following variable rate borrowings outstanding:

Particulars	(Rupees in millions)		
	31 March 2025		
	Weighted average interest rate	Balance	% of total loans
Non-convertible bonds	3M T-Bill + 2.40%	448.83	9%
Vehicle loan	12M MCLR + Spread 0.85%	14.12	0%
Bank Overdraft	Term deposit Rate + 1% p.a.	52.24	1%
			(Rupees in millions)
31 March 2024			
	Weighted average interest rate	Balance	% of total loans
Non-convertible bonds	TBIL rate + margin of 2.40% p.a.	477.80	100.00

Cash flow sensitivity analysis for variable rate instruments

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

Particulars	31 March 2025	31 March 2024
	Impact on profit after tax	Impact on profit after tax
Interest sensitivity		
Interest rates – increase by 100 basis points	(5.15)	(4.78)
Interest rates – decrease by 100 basis points	5.15	4.78

### 32 Capital Management

The Company considers its total equity as shown in the balance sheet including share capital and retained earnings as the components of its balance sheet of managed capital. The Company's objectives when managing capital are:

- Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure. The management monitors the return on capital as well as the level of dividends to shareholders. The Company's goal is to continue to be able to provide return to shareholders.

During the year ended 31 March 2025, the company has incurred net loss of Rs. 242.43 million and as at 31 March 2025 the company has negative net worth of Rs. 15.01 million majorly on account of the difference arising from accounting for the merger, being debit, which is adjusted to retained earnings amounting to INR 4,604.15 million and increase in finance cost on the non-convertible bonds. There have been no loan covenant defaults.

The gearing ratios were as follows:

Particulars	(Rupees in millions)	
	31 March 2025	31 March 2024
Borrowings	5,247.23	5,516.43
Interest payable on non convertible bonds (NCB)	-	-
Lease Liabilities	0.12	0.11
Less: Cash and Cash Equivalents	(134.18)	(313.07)
Less: Other Balance with bank (short term deposits)	(379.63)	(800.10)
<b>Net Debt</b>	<b>4,733.53</b>	<b>4,403.38</b>
Total equity	(15.01)	226.68
<b>Net debt to equity ratio</b>	<b>(315.45)</b>	<b>19.43</b>

### 33 Segment information

The Company is engaged in the business of hoteliering. The Board of Directors has appointed a strategic steering committee as Chief Operating Decision Maker ("CODM") which assesses the financial performance and position of the Company, and makes strategic decisions. The CODM of the Company examines the performance and make decisions for resource allocation. The CODM reviews these activities as one single segment to evaluate the overall performance of the Company operations. Accordingly, the segment revenue, segment results, total carrying amount of segment assets and segment liability is as reflected in the financial statements.

The Company provides services to customers in India. Hence, statement for geographical information is not applicable.



34 Related party transactions

1. Name of related parties and related party relationship

Description of relationship	Names of related parties
(i) Holding Company	BSREP III Joy Two Holdings (DIFC) Limited (upto 30 May 2024) Schloss Chanakya Private Limited (w.e.f. 31 May 2024)
(ii) Entity exercising significant influence	BSREP III Joy Two Holdings (DIFC) Limited (w.e.f. 26 May 2023 and upto 30 May 2024)
(iii) Associate	Lago Vue Srinagar Private Limited
(iv) Fellow subsidiaries	Schloss HMA Private Limited Schloss Chennai Private Limited Schloss Udaipur Private Limited Schloss Gandhinagar Private Limited Leela Palaces and Resorts Limited Schloss Tadoba Private Limited Schloss Chanakya Private Limited (upto 30 May 2024) Schloss Bangalore Limited (formerly known as Schloss Bangalore Private Limited) (upto 30 May 2024) Buildminds Real Estate Private Limited Anasvish Tiger Camp Private Limited Inside India resorts Private Limited Leela BKC Holdings Private Limited (Formerly Known As Transition Cleantech Services Four Private Limited) Transition Cleantech Services Five Private Limited
(v) Key management personnel (KMP)	a. Mr. Abhishek Sharma, Executive Director (upto 23 May 2024) b. Anuraag Bhatnagar, Non-Executive Director c. Ms. Anjali Mehra, Non- Executive Director (upto 15 May 2024) d. Mr. Ravi Shankar, Non-Executive Director e. Mr. Sougata Kundu, Non-Executive Director (w.e.f. 18 March 2024) f. Mr. Anupam Dasgupta, Executive Director (w.e.f. 21 October 2024) g. Mr. Subhashish Dutta, Chief Financial Officer (w.e.f. 21 October 2024)
(vi) Erstwhile promoters	Mohan Sukhani (till 26 May 2023) Vikram Sukhani (till 26 May 2023) Kamla Sukhani (till 26 May 2023) Priyanka Sukhani (till 26 May 2023)
(vii) Entities in which erstwhile promoters had significant influence	Tulsi Sunder Realty Private Limited (till 26 May 2023) Anokhi Builders Private Limited (till 26 May 2023) Spectrum Buildcon Private Limited (till 26 May 2023) Vinayakraj Build Tech Private Limited (till 26 May 2023) Mandawa Haveli Private Limited (till 26 May 2023) SMVI Hospitality Private Limited (till 26 May 2023) VPIK Hospitality Private Limited (till 26 May 2023) Aravali Squares LLP (till 26 May 2023) Gulshan Fashions Private Limited (till 26 May 2023) Phool Properties LLP (till 26 May 2023) Gulshan Fashions (till 26 May 2023) Hindustan Fabrics (till 26 May 2023) Sunder Textiles (till 26 May 2023) Manhattan Constructions LLP (till 26 May 2023) Gagan Buildcon LLP (till 26 May 2023) Tulsan Constructions LLP (till 26 May 2023) Sukhani Buildcon LLP (till 26 May 2023) IS Buildtech (till 26 May 2023)

2. Related party transactions during the year

Nature of Transaction	Name of Related Party	(Rupees in millions)	
		For the year ended 31 March 2025	For the year ended 31 March 2024
(i) Management fees expense paid to fellow subsidiary	Schloss HMA Private Limited	113.12	118.41
(ii) Reimbursement of expenses paid to / (received from) fellow subsidiaries	Schloss HMA Private Limited	72.59	61.32
	Schloss Bangalore Limited ( formerly known as Schloss Bangalore Private Limited)	(0.90)	3.22
	Schloss Udaipur Private Limited	(7.60)	0.69
	Schloss Chanakya Private Limited	(6.06)	(7.97)
	Schloss Chennai Private Limited	0.37	(0.29)
(iii) Service charges paid to	Moonburg Power Private Limited		0.19
(iv) Revenue from Operation	Brookfield Advisors India Private Limited	15.51	-
(v) Sale of property, plant and equipment to other related party	Aravali Squares LLP	-	2.28
(vi) Inter Corporate deposit given	Schloss Bangalore Limited ( formerly known as Schloss Bangalore Private Limited)	150.00	-
(vii) Repayment of Inter Corporate deposit given	Schloss Bangalore Limited ( formerly known as Schloss Bangalore Private Limited)	150.00	-
(viii) Interest income on Inter Corporate deposit	Schloss Bangalore Limited ( formerly known as Schloss Bangalore Private Limited)	1.70	-
(ix) Allotment of 10.50% compulsorily convertible debentures	BSREP III Joy Two Holdings (DIFC) Limited	84.88	20.00



3. Key management personnel compensation

Particulars	(Rupees in millions)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Short-term employee benefits		
- Abhishek Sharma, Executive Director (upto 23 May 2024)	2.87	6.81
<b>Total compensation</b>	<b>2.87</b>	<b>7.42</b>

The remuneration and compensation to the key managerial personnel does not include the provisions made for gratuity and compensated absences, as they are determined on an actuarial basis for the Company as a whole.

4. Outstanding balances at the end of the year

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
<b>Trade payables (Including provisions)</b>		
Schloss HMA Private Limited	55.64	68.88
Schloss Udaipur Private Limited	-	0.11
<b>Other Financial Assets - Current (Including accruals)</b>		
Schloss Chanakya Private Limited	0.20	4.97
Schloss Udaipur Private Limited	0.18	-
Schloss Chennai Private Limited	-	0.21
Schloss Bangalore Limited (formerly known as Schloss Bangalore Private Limited)	2.18	-
Brookfield Advisors India Private Limited	0.01	-
<b>Equity component of unsecured compulsorily convertible debentures</b>		
BSREP III Joy Two Holdings (DIFC) Limited	84.28	84.28
<b>Financial liability component of unsecured compulsorily convertible debentures</b>		
BSREP III Joy Two Holdings (DIFC) Limited	500.60	415.72

5. Names of related parties where control exists

BSREP III Joy Two Holdings (DIFC) Limited (Holding Company upto 30 May 2024), Schloss Chanakya Private Limited (Holding Company w.e.f. 31 May 2024), Schloss Bangalore Limited (formerly known as Schloss Bangalore Private Limited) (Intermediate Holding Company w.e.f. 31 May 2024), BSREP III India Ballet Holdings (DIFC) Limited (Intermediate Holding Company upto 30 May 2024) and Brookfield Corporation (formerly known as Brookfield Asset Management Inc.) (Ultimate Controlling entity).

6. Terms and Conditions

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

35 Contingent liabilities and commitments

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
<b>Contingent Liabilities (to the extent not provided for)</b>		
(i) Disputed Statutory Liabilities		
- Goods and service tax*	46.14	4.43
(ii) Guarantees (excluding financial guarantee)**	6.99	5.56

\* Department has issued the copy of Show Cause Notice (SCN) disallowing the excess ITC amounting to Rs. 16.29 millions which was availed during the period July, 2017 to March 2018. An order has been passed demanding tax, interest and penalty of Rs. 47.72 millions out of which Rs. 9.11m is paid by the company through DRC-03 which has been appropriated by the GST authorities.

\*\* In respect of bank guarantee of Rs. 6.99 Millions (31 March 2024 of Rs. 5.56 Millions) given to Customs Department for payment of custom duty on discounted rate.

Particulars	(Rupees in millions)	
	As at 31 March 2025	As at 31 March 2024
<b>Commitments</b>		
(i) Estimated amount of contracts remaining to be executed on capital account and not provided for property, plant and equipment	51.57	0.16
	<b>51.57</b>	<b>0.16</b>



Particulars	(Rupees in millions)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Profit / (Loss) after tax	(242.43)	-24.67
Weighted Average Number of Equity Shares:		
Considered in calculation of Basic EPS (in millions)	12.58	14.67
Considered in calculation of Diluted EPS (in millions)	12.58	14.67
Face value per Equity Share (Rupees)	10.00	10.00
Earnings Per Share (Rupees)		
Basic	(19.28)	-1.68
Diluted	(19.28)	-1.68
Weighted average number of shares used as the denominator		
Opening balance	1,25,75,278.00	2,51,50,000.00
Shares issued during the year on account of business combination (Refer note 12)		231.48
Shares cancelled during the year on account of business combination		(1,04,79,166.67)
Weighted average number of shares used as the denominator	1,25,75,278.00	1,46,71,064.81
Weighted average number of shares used as the denominator		
Opening balance (a)	1,25,75,278.00	2,51,50,000.00
Shares issued during the year on account of business combination (Refer note 12)		231.48
Shares cancelled during the year on account of business combination		(1,04,79,166.67)
Weighted average number of shares used as the denominator (B)	1,25,75,278.00	1,46,71,064.81

### 37 Corporate Social Responsibility

a. Gross amount required to be spent by the company during the year towards its Corporate Social Responsibility (CSR) is Rs.6.04 Millions (31 March 2024: 5.04 millions). Following are the details of the amount spent during the year on CSR activities:

Particulars	(Rupees in millions)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Expenditure towards Corporate Social Responsibility:</b>		
b) Amount spent and paid during the period	1.95	1.11
Particulars of amount spent and paid during the year:		
(i) Construction/acquisition of any asset	-	-
(ii) On purpose other than (i) above:		
- Health care and community development	1.95	1.11
<b>Total</b>	<b>1.95</b>	<b>1.11</b>

c. Related party transactions in relation to Corporate Social Responsibility: Rs. Nil.

d. Unspent CSR expenditure incurred during the year: Rs. Nil (Previous Year: Rs. Nil)

Under Section 135 of the Companies Act, 2013, the Company is required to spend, in every financial year, at least 2% of the average net profits of the Company made during the three immediately preceding financial years on Corporate Social Responsibility (CSR), pursuant to its policy in this regard.

Particulars	(Rupees in millions)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
a) Gross amount required to be spent by the Company during the period	6.04	5.04
b) Amount approved by the Board to be spent during the period	6.04	4.92
c) Amount spent and paid during the period	1.95	1.11
Particulars of amount spent and paid during the year:		
(i) Construction/acquisition of any asset	-	-
(ii) On purpose other than (i) above	-	-
(iii) Health care and community development	1.95	1.11
<b>Total</b>	<b>1.95</b>	<b>1.11</b>

Details of on-going projects	(Rupees in millions)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Opening Balance	2.34	-1.58
- With Company	2.34	-1.58
- In separate CSR Unspent Account	-	-
Amount required to be spent during the year	6.04	5.04
Amount spent during the year	1.95	1.11
- From Company's bank account	1.95	1.11
- From separate CSR Unspent Account	-	-
Closing Balance	6.43	2.34
- With Company	2.58	2.34
- In separate CSR Unspent Account	3.85	-

Reason for unspent amount - While there was a shortfall in CSR expenditure, the Company is dedicated to continuing its efforts in the future and is committed to implementing and monitoring its CSR policy in compliance with its CSR objectives and policy. The unspent CSR liability will be spent on ongoing projects identified by the Company.

Nature of CSR activities - Promoting art and culture, environment sustainability, rural development projects, children's support, tree plantation and development and sanitation and hygiene.





38 Ratio Analysis

Ratio Analysis	Numerator	Denominator	31st March 2025	31st March 2024	% Change	Remarks
Current Ratio	Current Assets	Current Liabilities	1.49	1.49	0%	
Debt Equity Ratio	Non - Current Borrowings + Current Borrowings	Total Equity	(349.68)	24.34	-1537%	Decrease in debt equity is primarily on account of decline in equity on account of the difference arising from accounting for the merger being debit which is adjusted to the retained earnings
Debt Service Coverage Ratio	Profit before Tax + Interest (Net) + Depreciation and amortisation expenses	Interest (Net) + Lease Payments + Principal Repayment of long-term Debt	0.72	1.47	-51%	Declining DSCR is due to higher interest costs on Non Convertible Debentures
Return on Equity Ratio	Net Profit after taxes	Average Total Equity	(2.29)	-0.01	23717%	Declining ROE is on account of significant reduction in equity on account of the difference arising from accounting for the merger being debit which is adjusted to the retained earnings
Inventory Turnover Ratio	Cost of Goods sold	Average Inventory	4.54	5.17	-12%	
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	32.42	33.09	-2%	
Trade Payables Turnover Ratio	Net Purchases	Average Trade Payables	0.75	0.98	-23%	
Net Capital Turnover Ratio	Net Sales	Average Working Capital i.e. Average Current Assets - Average Current Liabilities	5.38	7.65	-30%	Reduction in Net Capital Turnover Ratio is primarily on account of lower revenue in the current period compared to the previous year.
Net Profit Ratio	Net Profit after tax	Net Sales	(0.13)	(0.01)	890%	Decrease in Net profit ratio is primarily on account of lower profit in current period compared to the previous year.
Return on Capital employed	EBIT	Capital Employed	0.10	0.10	3%	

\* The Company has not presented the following ratios due to the reasons given below:  
a. Return on investments: since the Company does not holds any funds/investment



39 Other Statutory Information

- (i) The Company neither have any Benami property, nor any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company does not have any transactions with companies struck off u/s 248 of the companies act, 2013 or u/s 560 of companies act, 2013.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar Of Companies (ROC) beyond the statutory period.
- (iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company has not advanced or loaned or invested funds in any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- (vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (vii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- (viii) There are no immovable properties whose title deeds are not held in the name of the Company.
- (ix) The Company has no investment property and accordingly its fair valuation is not required at year end.
- (x) No revaluation of Property, Plant & Equipment (Including ROU) & Intangible assets has been carried out during the year.
- (xi) The Company has not granted loans or advances in the nature of loans to promoters, directors, KMPs and the related parties, either severally or jointly with any other person, that are:
  - (a) repayable on demand; or
  - (b) without specifying any terms or period of repayment.
- (xii) The Company has not defaulted on loan from any bank or financial Institution or other lender.
- (xiii) The Company is not declared willful defaulter by any bank or financial institution as defined under companies act, 2013 or consortium thereof or other lender in accordance with the guidelines on the wilful defaulters issued by the RBI.
- (xiv) The Company has complied with number of layers prescribed under clause (87) of Section 2 of the Act read with Companies (restriction on number of layers) Rules, 2017.
- (xv) The Company has used the borrowings from bank for specific purpose for which it was taken at the balance sheet date.



**40 Scheme of arrangement for merger**

The Board of Directors of the Company, at its meeting held on 20 October 2023 had approved the Scheme of Arrangement (the 'Scheme') for merger of Moonburg Power Private Limited ('Transferor Company'), with the Company. The Company came under common control as on 27th May 2023.

Application seeking approval of the Scheme was subsequently filed with Hon'ble National Company Law Tribunal (NCLT), Mumbai Bench on 12 February 2024. The Scheme has been approved by NCLT, Mumbai Bench by an order dated 13 August 2024, with an Appointed Date of 27 May 2023. The Company has submitted the INC 28 form with concerned Registrar of Companies ('ROC') in line with the requirements of the Companies Act, 2013 to make the Scheme effective on 11 September 2024.

The amalgamation have been accounted in the books of account of the Company in accordance with Ind AS 103 'Business Combination' read with Appendix C to Ind AS 103 specified under Section 133 of the Act, read with the Companies (Accounting Standards) Amendment Rules, 2015, as amended and accordingly previous year figures have been restated from 27 May 2023.

Accounting treatment prescribed by the scheme:

- All the assets, liabilities and reserves (if any) of the Transferor Company shall be transferred to and vested in the Company pursuant to this Scheme and shall be recorded in the books of accounts the Company at the carrying value of assets, liabilities and reserves as appearing in the financial statements of the Transferor Company as at the appointed date.
- The equity shares issued by the Company to the shareholders of the Transferor Company as prescribed in the Scheme, shall be recorded at face value. As per the Scheme for one fully paid up equity shares having face value of Rs. 10 of the Company shall be issued and allotted to the shareholders of Transferor Company for every thirty six equity shares having face value of Rs. 10 each held in the Transferor Company.
- The investment in equity shares of the Company held by the Transferor Company, shall stand cancelled and shall be adjusted against share capital to the extent of face value of equity shares cancelled.
- All the inter company balances, appearing in the books of the Company shall stand cancelled and there shall be no further rights and obligations in that behalf.
- The difference arising on account of above, being debit, shall be adjusted to retained earnings of the Company.
- In case there is any difference in the accounting policies adopted by the Transferor Company and the Company, the accounting policies followed by the Company will prevail and the difference will be quantified and adjusted in the reserves to ensure that the financial statements of the Company reflect the financial position on the basis of consistent accounting policy.

The book value of assets, liabilities and reserves taken over in accordance with the terms of the scheme at the following summarised values:

Total assets	4,730.70
Total liabilities	(4,657.07)
Other equity#	(73.53)
<b>Total net assets and reserves transferred</b>	<b>0.10</b>
Equity shares issued by the Transferee Company	*
Cancellation of investment in equity shares of the Company held by the Transferor Company	(4,730.00)
Share capital of the Company cancelled	125.75
<b>Net impact transferred to retained earnings</b>	<b>(4,604.15)</b>

\*amounts are less than rounding off norms.

# other equity comprises equity component of compound financial instrument of Rs. 80.91 million and retained earnings of Rs. (7.39) million.

**Reconciliation of total equity as at 31 March 2024**

Particulars	31-Mar-24
Shareholder's equity before Amalgamation	5,293.41
Less : Impact on account of scheme of merger	(4,604.15)
Add : Transfer of equity component of compound financial instrument	84.28
Less : Transfer of retained earning as at appointed date	(7.39)
Less : Loss of Transferor entity post merger	(413.72)
Less : Share capital of the Company cancelled	(125.75)
<b>Shareholder's equity after Amalgamation</b>	<b>226.69</b>

**Reconciliation of Cash flow**

Particulars	Before Merger	After Merger	Impact due to Merger
Net cash generated from operating activities	690.26	674.57	(15.70)
Net cash used in investing activities	(424.67)	(428.17)	(3.50)
Net cash used in financing activities	(23.68)	(3.68)	20.00
Net Increase in Cash and Cash Equivalents	241.91	242.71	0.80
Cash and cash equivalents at the beginning of the financial year	70.23	70.23	-
<b>Cash and cash equivalents at end of the year</b>	<b>312.14</b>	<b>312.95</b>	<b>0.80</b>



**TULSI PALACE RESORT PRIVATE LIMITED**

Notes to the financial statements for the year ended 31 March 2025 (Continued)

Below is the summary of previously reported and merged financial numbers:

Particulars	Year ended March 31, 2024 (Reported)	Year ended March 31, 2024 (Merged)	Impact in %
Total Revenue	1,809.98	1,809.98	0.00%
Total Expenses	1,410.97	654.38	-53.62%
Profit/(loss) before tax	525.53	(205.94)	-139.19%
Basic Earnings Per Share	15.47	(19.28)	-224.62%
Diluted Earnings Per Share	15.47	(19.28)	-224.62%

**41 Subsequent events**

There are no events after the reporting period.

As per our report of even date attached

For B S R &amp; Co. LLP

Chartered Accountants

Firm Registration No: 101248W/W-100022

Tarun Kinger

Partner

Membership Number: 105003

Place: Mumbai

Date: 06 May 2025

For and on behalf of the board of directors of

Tulsi Palace Resort Private Limited

CIN:U55101RJ2012PTC040443

Anurag Bhatnagar

Director

DIN: 07967035

Place: Mumbai

Date: 06 May 2025

Ravi Shankar

Director

DIN: 07967039

Place: Mumbai

Date: 06 May 2025

Anuja Dube

Company Secretary

Membership Number: ACS 44198

Place: Mumbai

Date: 06 May 2025

Subhasish Dutta

Chief Financial Officer

Place: New Delhi

Date: 06 May 2025

