B S R & Co. LLP
Chartered Accountants

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Independent Auditor's Report

To the Members of Schloss Udaipur Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Schloss Udaipur Private Limited (the "Company") which comprise the balance sheet as at 31 March 2024, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit and other comprehensive 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.

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.
- 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.

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:

   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 for the matters stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors as on 01 April 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.

f. the modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(A)(b) above on reporting under Section 143(3)(b) and paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The Company has disclosed the impact of pending litigations as at 31 March 2024 on its financial position in its financial statements - Refer Note 31 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 40(vii)(a) 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 40(vii)(b) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks and in accordance with requirements of the Implementation Guide on Reporting on Audit Trail under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, the Company has used accounting softwares for maintaining its books of accounts, 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 accounting softwares except the feature of recording audit trail (edit log) facility which was not enabled at the database level to log any direct data changes for an accounting software used for maintaining the books of accounts relating to purchases, payables and inventory management. Further, for the periods where audit trail (edit log) facility was enabled and operated for the accounting software, we did not come across any instance of the audit trail feature being tampered with.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the Company is not a public company. Accordingly, the provisions of Section 197 of the Act are not applicable to the Company. 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

J. H. Sheth

Jaymin Sheth

Partner

Place: Mumbai

Membership No.: 114583

Date: 18 June 2024

ICAI UDIN:24114583BKFQME8900

Annexure A to the Independent Auditor's Report on the Financial Statements of Schloss Udaipur Private Limited for the year ended 31 March 2024

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

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(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 once in every three years. In accordance with this programme, all property, plant and equipment were verified during the year 2022-23. 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 (including Right of Use assets) or intangible assets or both 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 been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments in or provided any guarantee or security to companies, firms, limited liability partnership or any other parties during the year. The Company has granted unsecured loans and security to its fellow subsidiaries and advances in the nature of loan to employees during the year in respect of which the requisite information is as below. The Company has not granted any unsecured loans or advances in the nature of loans to firms, limited liability partnership during the year.

(a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loan and security to fellow subsidiaries and provided advance in the nature of loan to employees as below:

Annexure A to the Independent Auditor's Report on the Financial Statements of Schloss Udaipur Private Limited for the year ended 31 March 2024 *(Continued)*

Particulars	**Loans** (Rs. in million)	**Advance in the nature of loans to employees** (Rs in millions)	**Security** (Rs in millions)
Aggregate amount during the year-			
– Fellow Subsidiaries	40.00	-	386.37
– Employee Loans	-	0.08	-
Balance outstanding as at balance sheet date-			
– Fellow Subsidiaries	707.54	-	386.37
– Employee Loans	-	0.03	-

(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 loans and security provided and advances given in the nature of loans provided during the year are, prima facie, 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, loans given to fellow subsidiary is repayable on demand and advances in nature of loans given to employees (as per the policy of the Company is interest free), schedule of repayment is stipulated. As informed to us, the Company has not demanded repayment of loans from fellow subsidiary during the year. The payment of principal and interest have been regular where 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 loans given.

(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 granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing 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 either repayable on demand or without specifying any terms or period of repayment except for the following loan to related parties as defined in Clause (76) of Section 2 of the Companies Act, 2013 ("the Act"):

Particulars	**Related Parties (Rs in millions)**
Aggregate of loans - Repayable on demand	707.54
Percentage of loans to the total loans	100%

Annexure A to the Independent Auditor's Report on the Financial Statements of Schloss Udaipur Private Limited for the year ended 31 March 2024 *(Continued)*

(iv) According to information and explanations given to us and on the basis of our examination of records of the Company, there are no loans, guarantees and security given by the Company in respect of which provision of Section 185 of the Act are applicable. According to the information and explanations given to us and on the basis of our examination of records of the Company, in respect of security given by the Company against the loan taken by it's fellow subsidiary, in our opinion the provision of Section 186 of the Companies Act, 2013 ("the Act") have been complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise and Sales tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Value Added Tax or Cess or other statutory dues have generally been regularly deposited with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of 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 2024 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, 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 the dues	Amount (Rs in million)	Amount paid under protest (Rs. in million)	Period to which the amount relates	Forum where dispute is pending
Rajasthan Value Added Tax Act, 2003	Value Added Tax	3.14	3.14	2011-12 to 2014-15	Rajasthan Tax Board
Good and Services Tax Act, 2017	Goods and Services Tax	1.47	-	2017-18	Appellate Authority,State Tax, Udaipur
Income tax Act, 1961	Income tax	17.54	3.04	2019-20 2020-21	CIT (Appeals)

* Net of amounts paid including under protest

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

Annexure A to the Independent Auditor's Report on the Financial Statements of Schloss Udaipur Private Limited for the year ended 31 March 2024 *(Continued)*

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 by the management, the Company has not raised funds on short term basis. Accordingly, clause 3(ix)(d) of the Order is not applicable.

(e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2024. Accordingly, clause 3(ix)(e) is not applicable.

(f) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2024. 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) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) According to the information and explanations given to us, no report under 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) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(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 private 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.

Annexure A to the Independent Auditor's Report on the Financial Statements of Schloss Udaipur Private Limited for the year ended 31 March 2024 *(Continued)*

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(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) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

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

J. H. Sheth

Jaymin Sheth
Partner
Membership No.: 114583
ICAI UDIN:24114583BKFQME8900

Place: Mumbai
Date: 18 June 2024

Annexure A to the Independent Auditor's Report on the Financial Statements of Schloss Udaipur Private Limited for the year ended 31 March 2024 *(Continued)*

Not to be used

Annexure B to the Independent Auditor's Report on the financial statements of Schloss Udaipur Private Limited for the year ended 31 March 2024

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 Schloss Udaipur Private Limited ("the Company") as of 31 March 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

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

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial

Annexure B to the Independent Auditor's Report on the financial statements of Schloss Udaipur Private Limited for the year ended 31 March 2024 *(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

J.H. Sheth

Jaymin Sheth

Partner

Membership No.: 114583

ICAI UDIN:24114583BKFQME8900

Place: Mumbai

Date: 18 June 2024

SCHLOSS UDAIPUR PRIVATE LIMITED
Balance Sheet as at March 31, 2024

(Rupees in millions)

	Notes	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
ASSETS				
Non-Current Assets				
Property, plant and equipment	3	4,679.94	4,456.00	4,534.73
Capital work-in-progress	3	33.91	125.02	0.55
Goodwill	4	158.56	158.56	158.56
Other intangible assets	4	1.36	2.10	1.94
Financial assets				
- Other financial assets	6	171.70	71.49	38.51
Non-current tax assets (net)	7	42.23	21.89	9.63
Other non-current assets	8	27.19	20.65	15.00
Total non-current assets		**5,114.89**	**4,855.71**	**4,758.92**
Current Assets				
Inventories	9	22.07	22.62	22.48
Financial assets				
- Loans	5	707.54	779.18	700.43
- Trade receivables	10	37.88	46.98	23.39
- Cash and cash equivalents	11	10.89	10.44	491.31
- Bank balances other than cash and cash equivalents	12	460.16	538.86	118.56
- Other financial asssets	6	7.11	4.69	94.56
Other current assets	8	52.82	46.08	49.09
Total current assets		**1,298.47**	**1,448.85**	**1,499.82**
TOTAL ASSETS		**6,413.36**	**6,304.56**	**6,258.74**
EQUITY AND LIABILITIES				
Equity				
Equity share capital	13	51.07	51.07	51.07
Other equity				
- Reserves and surplus	14 (a)	1,243.80	1,217.46	1,170.67
- Equity component of compound financial instrument	14 (b)	135.82	118.25	118.25
Total equity		**1,430.69**	**1,386.78**	**1,339.99**
Liabilities				
Non-current liabilities				
Financial liabilities				
- Borrowings	15	3,868.67	4,179.91	4,239.07
- Other financial liabilities	18	0.09	0.08	0.07
Deferred tax liability (net)	27	393.16	375.05	351.06
Other non-current liabilities	19	0.05	0.06	0.07
Provisions	16	5.42	1.66	2.16
Total non-current liabilities		**4,267.39**	**4,556.76**	**4,592.43**
Current liabilities				
Financial Liabilities				
- Borrowings	15	341.86	215.51	183.95
- Trade payables				
(a) Total outstanding dues of micro and small enterprises	17	9.19	6.53	2.18
(b) Total outstanding dues other than (a) above	17	152.37	45.22	18.68
- Other financial liabilities	18	105.80	2.85	12.73
Other current liabilities	19	105.49	90.70	108.61
Provisions	16	0.57	0.21	0.17
Total current liabilities		**715.28**	**361.02**	**326.32**
Total liabilities		**4,982.67**	**4,917.78**	**4,918.75**
TOTAL EQUITY AND LIABILITIES		**6,413.36**	**6,304.56**	**6,258.74**
Summary of material accounting policies	2			

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

J.H.Sheth

Jaymin Sheth
Partner

Membership Number: 114583

Place: Mumbai
Date: June 18, 2024

For and on behalf of the board of directors of
Schloss Udaipur Private Limited
CIN: U55101DL2019PTC347495

Anurag Bhatnagar
Whole time Director

DIN: 07967035

Place: Mumbai
Date: June 18, 2024

Ra Shan

Ravi Shankar
Whole time Director

DIN: 07967039

Place: Mumbai
Date: June 18, 2024

SCHLOSS UDAIPUR PRIVATE LIMITED

SCHLOSS UDAIPUR PRIVATE LIMITED
Statement of Profit and Loss for the year ended March 31, 2024

(Rupees in millions)

	Notes	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Revenue from operations	20	953.46	900.43
Other income	21	124.41	135.02
Total income		**1,077.87**	**1,035.45**
Expenses			
Cost of materials consumed	22	50.25	51.17
Employee benefit expenses	23	161.75	140.20
Finance costs	24	387.91	371.16
Depreciation and amortisation expense	25	83.45	95.95
Other expenses	26	348.78	307.75
Total expenses		**1,032.14**	**966.23**
Profit before tax		**45.73**	**69.22**
Income tax expense/(income)			
-Current tax		-	-
-Deferred tax	27	18.42	23.59
Total Tax Expense		**18.42**	**23.59**
Profit for the year		**27.31**	**45.63**
Other comprehensive income			
Items that will not be reclassified to Profit and Loss			
Remeasurements of post employment benefit obligations	16	(1.29)	1.55
Income tax relating to these items	27	0.32	(0.39)
Other comprehensive income for the year, net of tax		**(0.97)**	**1.16**
Total comprehensive income for the year		**26.34**	**46.79**
Earnings per Share attributable to owners:			
Basic earnings per share (in Rs.)	33	3.43	5.73
Diluted earnings per share (in Rs.)	33	3.43	5.73
Summary of material accounting policies	2		

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
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Firm Registration No: 101248W/W-100022

J. H. Sheth

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DIN: 07967035

Place: Mumbai
Date: June 18, 2024

Ravi Shankar

Ravi Shankar
Whole time Director

DIN: 07967039

Place: Mumbai
Date: June 18, 2024

SCHLOSS UDAIPUR PRIVATE LIMITED

SCHLOSS UDAIPUR PRIVATE LIMITED
Statement of cash flows for the year ended March 31, 2024

(Rupees in millions)

Particulars	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Cash flows from operating activities		
Profit before tax for the year	**45.73**	**69.22**
Adjustments for:		
Depreciation and amortisation expenses	83.45	95.95
Finance costs	387.91	371.16
Unwinding of discount on security deposits	(0.01)	(0.01)
Net impairment losses/(reversal) on financial assets	1.36	(1.37)
Net foreign exchange differences	0.07	(0.10)
Interest income	(116.71)	(118.92)
Net gain on disposal of property, plant and equipment	1.94	(0.40)
Operating cash flows before working capital changes	**403.74**	**415.53**
Working capital movements:		
(Increase)/decrease in trade receivables	10.53	(25.06)
(Increase)/decrease in other financial assets	(2.42)	89.87
(Increase)/decrease in inventories	0.55	(0.14)
(Increase)/decrease in other assets	(6.16)	0.41
Increase/(decrease) in trade payables	109.81	30.90
Increase/(decrease) in other financial liabilities	0.17	(9.86)
Increase/(decrease) in provisions	3.15	0.55
Increase/(decrease) in other liabilities	17.99	(14.75)
Cash generated from operations	**537.37**	**487.45**
Income taxes paid (net)	(20.34)	(12.26)
Net cash flows generated from operating activities (A)	**517.02**	**475.19**
Cash flows from investing activities		
Payments for purchase of property, plant and equipments	(129.73)	(143.43)
Proceeds from sale of property, plant and equipment	1.52	-
Payments for purchase of intangibles	-	(1.05)
Bank deposits placed	(726.93)	(1,134.39)
Bank deposits matured	710.83	686.69
Repayment of intercorporate loan	19.07	-
Interest received	163.88	34.88
Net cash flows generated from investing activities (B)	**38.64**	**(557.30)**
Cash flows from financing activities		
Proceeds from non-current borrowings	14.33	137.20
Repayment of non-current borrowings	(37.38)	(15.49)
Repayment of current borrowings	(166.58)	(142.50)
Finance costs paid	(365.58)	(377.97)
Net cash flows used in financing activities (C)	**(555.21)**	**(398.76)**
Net (decrease)/increase in cash and cash equivalents (A+B+C)	**0.45**	**(480.87)**
Cash and cash equivalents as at beginning of the year	10.44	491.31
Cash and cash equivalents at the end of the year	**10.89**	**10.44**
Reconciliation of cash and cash equivalents as per the statement of cash flows:		
Cash and cash equivalents as per above comprise of the following:		
Cash on hand (Refer note 11)	0.47	0.37
Balance with banks (Refer note 11)		
-in current account	10.42	9.27
- in deposit accounts with original maturity of less than 3 months	-	0.80
Total cash and cash equivalents at year end (Refer note 11)	**10.89**	**10.44**

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

J.H. Sheth

Jaymin Sheth
Partner
Membership Number: 114583

Place: Mumbai
Date: June 18, 2024

For and on behalf of the board of directors of
Schloss Udaipur Private Limited
CIN: U55101DL2019PTC347495

Anurag Bhatnagar	**Ravi Shankar**
Director	*Director*
DIN: 07967035	DIN: 07967039
Place: Mumbai	Place: Mumbai
Date: June 18, 2024	Date: June 18, 2024

SCHLOSS UDAIPUR PRIVATE LIMITED

SCHLOSS UDAIPUR PRIVATE LIMITED
Statement of Changes in Equity for the year ended March 31, 2024

A. Equity share capital *(Rupees in millions)*

Particulars	Notes	Amount
Balance as at April 1, 2022		**51.07**
Changes in equity share capital	13	-
Balance as at March 31, 2023		**51.07**
Changes in equity share capital	13	-
Balance as at March 31, 2024		**51.07**

B. Other Equity

Particulars	Notes	Equity component of compound financial instruments	Reserves and surplus			Total
			Securities premium	Retained earnings	Retained earnings – Fair value as deemed cost	
Balance as at April 1, 2022		**118.25**	**406.45**	**(882.31)**	**1,646.53**	**1,288.92**
Profit for the year		-	-	45.63	-	45.63
Other comprehensive income for the year, net of tax	14	-	-	1.16	-	1.16
Total comprehensive income for the year		-	-	**46.79**	-	**46.79**
						-
Balance as at March 31, 2023		**118.25**	**406.45**	**(835.52)**	**1,646.53**	**1,335.71**
Profit for the year		-	-	27.31	-	27.31
Other comprehensive (loss) for the year, net of tax	14	-	-	(0.97)	-	(0.97)
Gain on account of modification in the terms of compound financial instruments		17.57	-	-	-	17.57
Total		**17.57**	-	**26.34**	-	**43.91**
Balance as at March 31, 2024		**135.82**	**406.45**	**(809.18)**	**1,646.53**	**1,379.62**

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

J-H-Sheth

Jaymin Sheth
Partner

Membership Number: 114583

Place: Mumbai
Date: June 18, 2024

For and on behalf of the board of directors of
Schloss Udaipur Private Limited
CIN: U55101DL2019PTC347495

Anurag Bhatnagar
Whole time Director

DIN: 07967035

Place: Mumbai
Date: June 18, 2024

Ravi Shankar
Whole time Director

DIN: 07967039

Place: Mumbai
Date: June 18, 2024

SCHLOSS UDAIPUR PRIVATE LIMITED

SCHLOSS UDAIPUR PRIVATE LIMITED
Notes forming part of the financial statements as of and for the year ended March 31, 2024

1 Company information

Schloss Udaipur Private Limited ("the Company") an Indian subsidiary of Project Ballet Udaipur Holdings (DIFC) Private Limited was incorporated on 20 March 2019 under the provisions of Companies Act, 2013 and started its operations effective 17 October 2019 by acquiring Udaipur hotel undertaking of HLV Limited. The Company is in the hospitality industry and operates hotel under the brand name of "THE LEELA".

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

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 million 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, 2021 and other provisions of the Companies Act, 2013 ("the Act") as amended from time to time. The Company adopted to transition to Ind AS from 1st April, 2022 and hence, this is the first year of transition. The financial statements upto and for the year ended 31 March 2023 were prepared in accordance with the accounting standards as notified under section 133 of the Act ("Previous GAAP") and other relevant provision of the Act and rules notified thereafter .The financial statements are prepared in Indian rupees in millions.

The financial statements for the year ended 31 March 2024 are the first financial statements of the Company prepared under Ind AS. A detail reconciliation on the impact of transition to Ind AS to the previously reported financial position has affected the company's financial position, financial performance and cash flows, in Note 38.

(i) Historical Cost Convention
The Financial Statements have been prepared on a historical cost basis, except for the following-
(a) certain financial assets and liabilities (including derivative instruments) and contingent consideration is measured at fair value
(b)defined benefit plans - plan assets measured at fair value

The financial statements are approved for issue by the Company's board of directors on June 18, 2024.

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

– 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 27 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.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

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SCHLOSS UDAIPUR PRIVATE LIMITED

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 16 for further details.

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 and the fair value of any plan assets are deducted.

- 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 28 for further details.

- Impairment of financial assets: The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 29 details how the Company determines whether there has been a significant increase in credit risk.

- 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 31 for further details.

2.3 Going Concern

The Company has earned a profit of Rs 26.34 millions during the year ended 31 March 2024, has accumulated losses of Rs 809.18 millions and negative net worth of Rs 1,430.69 millions at 31 March 2024.

The Company has assessed its capital and financial resources, profitability and overall liquidity position. In developing the assumptions and estimates relating to the future uncertainties in the economic conditions, the Company as at the date of approval of these financial statements has used internal and external sources of information and based on current estimates, expects to recover the carrying amounts of assets.

In view of the above, along with financial support from its shareholders, the Company believes that it will be able to meet all its contractual obligations and liabilities as and when they fall due in near future and accordingly, these financial statements have been prepared on a going concern basis.

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 Company's normal operating cycle;
b.it is held primarily for the purpose of being traded;
c.it is expected to be realised within 12 months after the reporting date; or
d.it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of 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.

2.5 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."

Material accounting policies

a. Functional and presentation currency

The financial statement are presented in Indian Rupees (Rs.) which is the functional currency of the company and the currency of the primary economic environment in which the Company operates. All values are rounded to the nearest million (INR 000,000), except when otherwise indicated.

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 and from the translation of monetary assets and liabilities denominated in foreign currencies 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.

All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

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, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

c. Cash Flow Statement

Cash flows are reported using indirect method, whereby profit / (loss) before tax for the year is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated.

d. 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 adjusted for the effects of all dilutive potential equity shares. 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.

e. Revenue recognition and other income

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.

A contract asset viz. unbilled revenue is recognized in respect of those performance obligations where the control of the 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.

A deferred revenue is recognised for revenue where performance obligations under the sales contract are to be satisfied.

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 using effective interest rate method.

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SCHLOSS UDAIPUR PRIVATE LIMITED

f. 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 straight line method, as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of the following categories of 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
Office equipments	5 years	5 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.

g. Intangible assets:

Intangible assets are initially measured at acquisition cost including any directly attributable costs of preparing the asset for its intended use and are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation of intangible assets during the year is recognised in the statement of profit and loss. Intangible assets with finite lives are amortised over their estimated useful economic life and assessed for impairment, whenever there is an indication that the intangible asset may be impaired. The estimated useful life used for amortising for intangible assets is as under:

Class of asset	Estimated useful life
Computer software	6 years

An intangible asset is derecognised on disposal or when no future economic benefits are expected to arise from the continued use of the asset. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss, when the asset is derecognised.
For transition to Ind AS, the Company has elected to continue with carrying value of all of its intangible assets recognised as of April 01, 2022 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Goodwill is measured at cost less any accumulated impairment losses. Goodwill attributable to the acquisition of Udaipur hotel undertaking of HLV Limited is, from the acquisition date, allocated to cash-generating units that are expected to benefit from the combination.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

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Schloss Udaipur Private Limited

h. Impairment of assets

Assets that are subject to amortisation and depreciation, and goodwill 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.

i. Taxation

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 and does not give rise to equal taxable and deductible temporary differences. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date.

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.

j. 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 leave obligation) 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.

The obligations are presented as current liabilities in the balance sheet if the Company does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

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 and the fair value of any plan assets are deducted.

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. Actuarial gain or loss is recognised in Other Comprehensive income.

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 potential asset for the Company, the recognised asset is limited to the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan ("the asset ceiling").

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets.

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Other long-term employee benefits

Compensated absences

The employees can carry forward a portion of the unutilised accrued compensated absences beyond 12 months 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.

k. 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.

l. 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.

m. 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 (trade receivable is measured at transaction price) 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 Company 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 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.

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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 issued by the Company comprise convertible debentures denominated in Rs that can be converted to equity shares at the option of the holder, 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.

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.

n. Trade and other receivables

A trade receivable without a significant financing component is initially measured at the transaction price.

Other receivables are recognised initially at fair value plus or minus transaction costs and subsequently measured at amortised cost using the effective interest method, less loss allowance.

Classification & measurement of financial liabilities

o. 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.

p. 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 recognised 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.

Derecognition of financial liabilities

IndAS 109 requires an entity to determine whether the present value of the new cash flows under the new terms is at least 10% different from the present value of the remaining cash flows of the original liability, using the original effective interest rate. If the difference is 10% or greater, the existing liability is de-recognised and a new financial liability is recognised.

An entity has an accounting policy choice: either it can apply only the quantitative 10% test (described above); or, if the 10% test is passed, it could choose to also perform a qualitative assessment for de-recognition. If the 10% test is failed, however, the existing liability is de-recognised, regardless of whether the entity's policy is to also perform a qualitative analysis.

The chosen accounting policy should be applied consistently and disclosed.

Qualitative analysis

Determining whether the terms are substantially different, from a qualitative perspective, is judgemental and will depend on the specific facts and circumstances of each case.

Changes to the terms of the liability might be significant, on a qualitative basis, if they significantly affect the economic risks of the liability. Alternatively, the substance of the modification might be that the existing liability is prepaid/settled and a new liability has been issued.

Qualitative factors include, but are not limited to, the following:

A change in the currency in which the liability is denominated.

A change in the interest basis (such as a change from fixed rate to floating rate, or vice versa).

A change in any conversion features in the instrument.

A substantial change in covenants.

The liability was prepayable at par, with no significant penalty at the date of the renegotiation, which results in the renegotiated rate approximating the current market rate of interest for the new terms and conditions.

The liability was close to its maturity date at the date of the renegotiation and was extended for a significant additional period, which results in the renegotiated rate approximating the current market rate of interest for the new terms and conditions (including the new maturity date).

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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.

q. 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.

r. 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 Company 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.

s. Lease- As a lessor

Leases for which the Company is a lessor is classified as a finance or operating lease. For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

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(Rupees in millions)

3 Property, plant and equipment

Particular	Building	Freehold land	Plant and machinery	Furniture and fixtures	Office equipments	Computers and data processing units	Vehicles	Total	Capital work-in-progress
Gross carrying amount									
As at 01 April 2022	**1098.65**	**1695.05**	**62.03**	**3.15**	**0.26**	**11.05**	**18.00**	**2,888.18**	0.55
Impact of Ind AS transition	443.77	1167.41	35.36	-	-	-	-	**1646.53**	-
Deemed cost as at 01 April 2022	1,542.42	2,862.46	97.39	3.15	0.26	11.05	18.00	**4,534.73**	0.55
Additions	1.40	-	9.68	1.74	-	0.88	2.62	**16.32**	124.48
Disposals	-	-	-	-	-	-	-	-	
Closing gross carrying amount as at March 31, 2023	**1,543.82**	**2,862.46**	**107.07**	**4.89**	**0.26**	**11.93**	**20.62**	**4,551.05**	**125.02**
Accumulated depreciation									
Charge for the year	32.82	-	52.16	0.76	0.08	4.36	4.88	**95.05**	-
Disposals	-	-	-	-	-	-	-	-	-
Closing accumulated depreciation as at March 31, 2023	**32.82**	-	**52.16**	**0.76**	**0.08**	**4.36**	**4.88**	**95.05**	-
Net carrying amount as at March 31, 2023	**1,510.99**	**2,862.46**	**54.91**	**4.13**	**0.18**	**7.57**	**15.74**	**4,456.00**	**125.02**

Particular	Building	Freehold land	Plant and machinery	Furniture and fixtures	Office equipments	Computers and data processing units	Vehicles	Total	Capital work-in-progress
Year ended March 31, 2024									
Cost as at April 1, 2023*	**1543.82**	**2862.46**	**107.07**	**4.89**	**0.26**	**11.93**	**20.62**	**4551.05**	**125.02**
Additions	2.51	168.10	83.02	7.09		4.39	45.02	**310.13**	223.71
Disposals	-	-	8.08	0.00	0.00	-	-	**8.08**	314.82
Closing gross carrying amount as at March 31, 2023	**1546.33**	**3030.56**	**182.01**	**11.99**	**0.25**	**16.32**	**65.64**	**4853.10**	**33.91**
Accumulated depreciation as at April 1, 2023	**32.82**	-	**52.16**	**0.76**	**0.08**	**4.36**	**4.88**	**95.05**	-
Charge for the year	32.95	-	31.67	1.41	0.06	4.91	11.71	**82.72**	-
Disposals	-	-	4.62	-	0.00	-	-	**4.62**	-
Closing accumulated depreciation as at March 31, 2024	**65.78**	**0.00**	**79.21**	**2.17**	**0.14**	**9.28**	**16.59**	**173.15**	-
Net carrying amount as at March 31, 2024	**1480.55**	**3030.56**	**102.80**	**9.81**	**0.12**	**7.05**	**49.05**	**4,679.94**	**33.91**

*Note: The Company has elected to use fair value as deemed cost for items of property, plant and equipment as at the date of transition to Ind AS. (Read along with Note 38)
Fixed assets are provided as collateral security against the term loans availed by the company. Refer Note 15
The title deeds of immovable properties included in property, plant and equipments are held in the name of the Company.
See note 32 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

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Capital work in progress (CWIP)
Capital work-in-progress mainly comprises renovations of hotel property.

Ageing of CWIP

As at March 31, 2024

Capital work in progress	Amount in Capital work in progress for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	27.40	6.51	-	-	33.91
Projects temporarily suspended	-	-	-	-	-

As at March 31, 2023

Capital work in progress	Amount in Capital work in progress for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	124.47	0.55	-	-	125.02
Projects temporarily suspended	-	-	-	-	-

As at April 1, 2022

Capital work in progress	Amount in Capital work in progress for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in progress	0.55	-	-	-	0.55
Projects temporarily suspended	-	-	-	-	-

Note- There are no projects whose completion is overdue or has exceeded it's cost as compared to it's original plan.
See note 32 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

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4 Other intangible assets and goodwill

	Computer software	Total	Goodwill
Gross carrying amount			
Deemed cost as at 01 April 2022	**1.94**	1.94	**158.56**
Additions	1.05	1.05	-
Disposals	-	-	-
Closing gross carrying amount as at March 31, 2023	**2.98**	**2.98**	**158.56**
Accumulated amortisation			
Charge for the year	0.89	0.89	-
Disposals	-	-	-
Closing accumulated amortisation as at March 31, 2023	**0.89**	**0.89**	**-**
Net carrying amount as at March 31, 2023	**2.10**	**2.10**	**158.56**

	Computer software	Total	Goodwill
Year ended March 31, 2024			
As at 01 April 2023	2.98	2.98	158.56
Additions	-	-	-
Disposals	-	-	-
Closing gross carrying amount as at March 31, 2023	**2.98**	**2.98**	**158.56**
Accumulated amortisation as at April 1, 2023	**0.89**	**0.89**	**-**
Charge for the year	0.73	0.73	-
Disposals	-	-	-
Closing accumulated amortisation as at March 31, 2024	**1.62**	**1.62**	**-**
Net carrying amount as at March 31, 2024	**1.36**	**1.36**	**158.56**

Goodwill is initially recognised based on the accounting policy for business combinations and is tested for impairment annually (for transition to Ind AS - Goodwill and other intangible assets are recognised at net carrying amount as per the previous GAAP as per the transitional exemptions as explained under note 38)
Goodwill and other intangible assets are provided as collateral security against the term loans availed by the company (refer note 15)

Goodwill represents the cost of acquired business as established at the date of acquisition of the business in excess of the acquirer's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities less accumulated impairment losses, if any
The Company tests goodwill for impairment at least annually, or more frequently if events or changes in circumstances indicate that it might be impaired. For the purpose of impairment testing, goodwill, which arose on acquisition of the assets, is allocated to a cash generating unit "CGU" representing the lowest level with the company at which goodwill is monitored for internal management reporting purposes.The carrying value of the cash generating unit is the carrying value of the net assets of the entity.
The recoverable value in use of the CGU is determined on the basis of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset

The carrying amount of goodwill is Rs. 158.56 Million (31 March 2023 - Rs. 158.56 Million). The estimated value-in-use of this CGU is based on the future cash flows using a 5% annual growth rate for periods subsequent to the forecast period of 5 years and a discount rate of 10.71% p.a. An analysis of the sensitivity of the computation to a change in key parameters (EBITDA, discount rates and terminal value), based on reasonable assumptions, did not identify any probable scenario in which the recoverable amount of the CGU would decrease below its carrying amount.
The outcome of the Company's goodwill impairment test did not result in any impairment of goodwill.

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(Rupees in millions)

5 Loans

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Current			
Unsecured considered good, unless otherwise stated:			
Inter Corporate Deposit (ICD) [refer note 37]*	707.54	779.18	700.43
Total	**707.54**	**779.18**	**700.43**

*Includes accrued interest of Rs. 26.61 millions (March 31, 2023: Rs. 79.18 millions; April 1, 2022: Rs. 22.86 millions). The ICDs are repayable on demand.

6 Other financial assets

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Non-current			
Long term deposits with banks with original maturity period more than 12 months	165.92	65.71	33.03
Security deposits	5.45	5.45	5.15
Margin money deposits with original maturity of more than 12 months	0.33	0.33	0.33
Total	**171.70**	**71.49**	**38.51**
Current			
Advance against management fees	-	-	94.26
Other advances	7.11	4.69	0.30
Total	**7.11**	**4.69**	**94.56**

Margin Money of Rs. 0.33 Million is against bank guarantee (March 31, 2023: Rs. 0.33 Million, April 1, 2022: Rs. 0.33 Million)

Fixed deposits of Rs. 84 million (31 March 2023 Rs. Nil, 01 April 2022 Rs. Nil) is restricted for withdrawal against term loans facility.

7 Non current tax asset (net)

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Advance tax and tax deducted at source (net of provision for tax: nil)	42.23	21.89	9.63
Total	**42.23**	**21.89**	**9.63**

	As at March 31, 2024	As at March 31, 2023
Opening balance	21.89	9.62
Add: Taxes paid	20.34	12.26
Less: Current tax payable for the year	-	-
Closing balance	**42.23**	**21.88**

8 Other assets

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Unsecured- Considered good			
Non-current			
Deposits with governmental authorities	7.08	7.08	4.04
Capital advances	18.86	12.31	9.26
Prepaid expenses	1.25	1.26	1.70
Total	**27.19**	**20.65**	**15.00**
Current			
Balances with governmental authorities			
- With GST authorities	33.41	26.19	25.29
Advances to employees	0.06	0.15	0.09
Advances to suppliers	9.23	9.11	14.47
Prepaid expenses	10.12	10.63	9.24
Total	**52.82**	**46.08**	**49.09**

9 Inventories

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Raw materials			
- Food and beverages	15.10	14.69	13.91
Stores and spares	6.97	7.93	8.57
Total	**22.07**	**22.62**	**22.48**

Note - Inventory written off during the year amounts to Rs. Nil (PY amount: Nil)

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10 Trade receivables

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Trade receivables from contract with customers - billed	37.88	8.65	5.00
Trade receivables from contract with customers - unbilled*	1.37	38.44	19.93
Trade receivables from contract with customers – related parties	0.02	0.02	0.04
Less: Loss allowance	(1.39)	(0.13)	(1.58)
Total	**37.88**	**46.98**	**23.39**
Break-up of security details			
Trade receivables considered good - unsecured	39.27	47.11	24.97
Total	**39.27**	**47.11**	**24.97**
Loss allowance	(1.39)	(0.13)	(1.58)
Total	**37.88**	**46.98**	**23.39**

*The trade 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.

(i) Trade receivables are non-interest bearing and are generally on payment terms of 0 to 30 days.

(ii) No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member except as disclosed in note 37

(iii) For related party balances refer Note 37

Aging of trade receivables as at March 31, 2024

	Unbilled	Not due	Outstanding for following periods from the due date: Less than 6 months	6 months - 1 year	1-2 Years	2-3 years	More Than 3 years	Total
Undisputed trade receivables								
considered good	1.37	-	35.76	2.14	-	-	-	39.27
credit impaired	-	-	-	-	-	-	-	-
Disputed trade receivables								-
considered good	-	-	-	-	-	-	-	-
which have significant increase in credit risk	-	-	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-	-	-
Total	**1.37**	**-**	**35.76**	**2.14**	**-**	**-**	**-**	**39.27**
Less: Loss allowance	-	-	(0.33)	(1.06)	-	-	-	(1.39)
Net trade receivables	**1.37**	**-**	**35.43**	**1.08**	**-**	**-**	**-**	**37.88**

Aging of trade receivables as at March 31, 2023

	Unbilled	Not due	Outstanding for following periods from the due date: Less than 6 months	6 months - 1 year	1-2 Years	2-3 years	More Than 3 years	Total
Undisputed trade receivables								
considered good	38.44	-	8.58	-	-	-	0.09	47.11
Disputed trade receivables								-
considered good	-	-	-	-	-	-	-	-
which have significant increase in credit risk	-	-	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-	-	-
Total	**38.44**	**-**	**8.58**	**-**	**-**	**-**	**0.09**	**47.11**
Less: Loss allowance	-	-	(0.04)	-	-	-	(0.09)	(0.13)
Net trade receivables	**38.44**	**-**	**8.54**	**-**	**-**	**-**	**-**	**46.98**

Aging of trade receivables as at April 1, 2022

	Unbilled	Not due	Outstanding for following periods from the due date: Less than 6 months	Less Than 1	1-2 Years	2-3 years	More Than 3	Total
Undisputed trade receivables								
considered good	19.93	-	3.48	-	-	-	1.56	24.97
Disputed trade receivables								-
considered good	-	-	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-	-	-
Total	**19.93**	**-**	**3.48**	**-**	**-**	**-**	**1.56**	**24.97**
Less: Loss allowance	**-**	-	**(0.02)**	-	-	-	(1.56)	(1.58)
Net trade receivables	**19.93**	**-**	**3.46**	**-**	**-**	**-**	**-**	**23.39**

(Rupees in millions)

11 Cash and cash equivalents

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Balances with banks			
- in current accounts	10.42	9.27	45.84
- deposit with original maturity less than three months	-	0.80	444.94
Cash on hand	0.47	0.37	0.53
Total	**10.89**	**10.44**	**491.31**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior periods.

12 Bank balances other than cash and cash equivalents

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Deposits with banks with original maturity more than three months but less than twelve months	460.16	538.86	118.56
Total	**460.16**	**538.86**	**118.56**

Fixed deposit of Rs. 395.39 million (31 March 2023 Rs. Nil, 01 April 2022 Rs. Nil) is restricted for withdrawal, out of which Rs 386.37 million is against an overdraft facility availed by the Company's related party, Schloss Chanakya Private Limited and Rs 9.02 million is against letter of credit facility.

(Rupees in millions)

13 Equity share capital

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Authorised			
14,750,000 (March 31, 2023: 14,750,000, April 1, 2022: 14,750,000) equity shares of Rs.10 each	147.50	147.50	147.50
Issued, subscribed and paid up			
5,107,142 (March 31, 2023: 5,107,142, April 1, 2022: 5,107,142) equity shares of Rs.10 each, fully paid up	51.07	51.07	51.07
Total	**51.07**	**51.07**	**51.07**

(i) Movements in share capital

(a) Authorised Share capital

	No. of shares	Amount
As at April 1, 2022	**1,47,50,000**	**147.50**
Increase/(decrease) during the year	-	-
As at March 31, 2023	**1,47,50,000**	**147.50**
Increase/(decrease) during the year		
As at March 31, 2024	**1,47,50,000**	**147.50**

(b) Issued, subscribed and paid up

	No. of shares	Amount
As at April 1, 2022	**51,07,142.00**	**51.07**
Changes in equity share capital	-	-
As at March 31, 2023	**51,07,142.00**	**51.07**
Changes in equity share capital	-	-
As at March 31, 2024	**51,07,142.00**	**51.07**

(ii) Terms, rights, preferences 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.

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

As at March 31, 2024

	No. of shares	% Holding
Project Ballet Udaipur Holdings (DIFC) Private Limited, holding company	51,07,141	99.99%

As at March 31, 2023

	No. of shares	% Holding
Project Ballet Udaipur Holdings (DIFC) Private Limited, holding company	51,07,141	99.99%

As at April 1, 2022

	No. of shares	% Holding
Project Ballet Udaipur Holdings (DIFC) Private Limited, holding company	51,07,141	99.99%

(iv) Shares of the company held by holding/ultimate holding company

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Project Ballet Udaipur Holdings (DIFC) Private Limited, holding company	51,07,141	51,07,141	51,07,141
BSREP III India Ballet Holdings (DIFC) Limited, intermediate holding company	1	1	1

(v) Details of shareholding of promoters:

As at March 31, 2024

Name of the promoters	Number of shares	Percentage of total number of shares	Percentage of change during the year
Project Ballet Udaipur Holdings (DIFC) Private Limited	51,07,141	99.99%	-
BSREP III India Ballet Holdings (DIFC) Limited	1	0.01%	-
	51,07,142	**100.00%**	-

As at March 31, 2023

Name of the promoters	Number of shares	Percentage of total number of shares	Percentage of change during the year
Project Ballet Udaipur Holdings (DIFC) Private Limited	51,07,141	99.99%	-
BSREP III India Ballet Holdings (DIFC) Limited	1	0.01%	-
	51,07,142	**100.00%**	-

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SCHLOSS UDAIPUR PRIVATE LIMITED

As at April 1, 2022

Name of the promoters	Number of shares	Percentage of total number of shares	Percentage of change during the year
Project Ballet Udaipur Holdings (DIFC) Private Limited	51,07,141	99.99%	-
BSREP III India Ballet Holdings (DIFC) Limited	1	0.01%	-
	51,07,142	**100.00%**	-

(vi) The Company has not issued any bonus shares, shares for consideration other than cash and neither bought back any shares from the date of incorporation.

(vii) Terms of any securities convertible into equity
Refer note 15B for terms of conversion of Compulsory Convertible Debentures into equity shares.

14 Other equity

14 (a) Reserves and surplus

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Securities premium	406.45	406.45	406.45
Retained earnings	(809.18)	(835.52)	(882.31)
Retained earnings – Fair value as deemed cost	1,646.53	1,646.53	1,646.53
Total	**1,243.80**	**1,217.46**	**1,170.67**

Securities premium

	As at March 31, 2024	As at March 31, 2023
Opening balance	406.45	406.45
Addition during the year	-	-
Closing balance	**406.45**	**406.45**

Retained earnings

	As at March 31, 2024	As at March 31, 2023
Opening balance	(835.52)	(882.31)
Net profit for the period	27.31	45.63
Items of other comprehensive income recognised directly in retained earnings		
- Remeasurements of post employment benefit obligations, net of tax	(0.97)	1.16
Closing balance	**(809.18)**	**(835.52)**

Retained earnings – Fair value as deemed cost

	As at March 31, 2024	As at March 31, 2023
Opening balance	**1,646.53**	**1,646.53**
Changes during the year	-	-
Closing balance	**1,646.53**	**1,646.53**

Nature and purpose of reserves:

i **Securities premium**
Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

ii **Retained earnings**
Retained earnings represents surplus/accumulated earnings of the Company and are available for distribution to shareholders. For impact of transition related adjustments, refer note 38.

iii **Retained earnings – Fair value as deemed cost**
As per Ind AS 101, the Company has elected to measure its items of property, plant and equipment at the date of transition to Ind AS at its fair value and used that fair value as its deemed cost at that date. Refer note 38.

iv **Equity component of compound financial instrument**
This respresents the equity portion of compulsory convertible debentures issued to Project Ballet Udaipur Holdings (DIFC) Private Limited, holding company. Refer note 15B for terms of conversion of Compulsory Convertible Debentures into equity shares.

14 (b) Equity component of compound financial instrument

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Opening balance	**118.25**	**118.25**	**118.25**
Gain on account of modification in the terms of compound financial instruments	17.57	-	-
Closing balance	**135.82**	**118.25**	**118.25**

For key terms of the instrument refer note 15B

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SCHLOSS UDAIPUR PRIVATE LIMITED

(Rupees in millions)

15 Borrowings

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Non-current			
Secured			
Term loans			
From banks			
Rupee loan [refer note A]	3,149.05	3,171.20	3,074.50
Working capital loan [refer note A]	830.90	997.50	1,140.00
Unsecured			
Liability component of compound financial instrument [refer note B]			
Unsecured compulsorily convertible debentures	230.58	226.71	208.51
Less: Current maturities of long-term borrowings (included in current borrowings)	(341.86)	(215.50)	(183.94)
Total	**3,868.67**	**4,179.91**	**4,239.07**
Current			
Current maturities of long-term borrowings [refer note A]	341.86	215.51	183.95
Total	**341.86**	**215.51**	**183.95**

Borrowings are subsequently measured at amortised cost and therefore interest accrued on borrowings are included in the respective amounts.
*Accrued interest which is payable in one operating cycle is included in current borrowings.

Notes:

A Term loan from Bank

A.1. The lender has granted a term loan facility under the Common Facility Agreement dated 30 September 2019 to the Company and three co-borrowers i.e. Schloss Chennai Private Limited, Schloss Bangalore Private Limited and Schloss Chanakya Private Limited, for a total amounting to Rs. 27,500.00 millions for the purpose of acquisition (Rs. 25,500 millions) and refurbishment of the hotel property (Rs. 2,000 millions) fully fungible amongst each of the three co-borrowers and the Company's hotel property in Udaipur. The door to door tenure of the loan is 15 years including moratorium of one year. The loan is repayable in 56 quarterly structured instalments beginning 31 December 2020. The loan carries interest rate linked to lender's one year marginal cost of funds based lending rate ("MCLR"), subject to annual reset, plus spread ranging from 0.80% to 1.60% based on the external credit rating. The Company has undrawn facility of Rs. Nil millions (March 31, 2023: Rs. 3071.52 millions, April 1, 2022: Rs. 2990.00 millions) and rate of interest as on March 31, 2024 is 8.70 % p.a. (March 31, 2023: 8.70 % p.a., April 1, 2022: 7.80 % p.a).

With the gradual drawdown of capex in the past three years the individual limits set for Schloss Chennai Private Limited and Schloss Udaipur Private Limited got exhausted and an application to the lender was made for revision in the individual limits. However, due to the system limitation at the end of the lender, the same cannot be revised and accordingly a cross utilisation of capex limit was done during the year. The Company has been cross charged the interest expense on such utilisation.

(a) Primary security:

The total term loan under the said agreement is secured against assets of the Company, other co-borrowers and obligators i.e. Schloss HMA Private Limited and Leela Palaces and Resorts Limited under the Common Facility Agreement, interalia, including:

i. Exclusive charge on the entire assets (including mortgage of property and / or mortgage of leasehold rights in case of leasehold property, if any)
ii. Exclusive charge on brand 'Leela' pertaining to Hotels, other intangibles, goodwill, Intellectual Property (IP), uncalled capital (present and
iii. Exclusive charge on all bank accounts including but not limited to Escrow account (present & future).
iv. First charge on the entire current assets (present and future).
v. Hypothecation of cash flows.

(b) Corporate guarantee:

i) of Schloss HMA Private Limited, a fellow subsidiary
ii) of Leela Palaces and Resorts Limited, a fellow subsidiary

(c) Other security:

i) Pledge of 30% shares of the Company held by the Project Ballet Udaipur Holdings (DIFC) Private Limited., Holding company, in favour of security trustee for the benefit of lenders for the entire term loan exposure.
ii) A guarantee of BSREP III India Ballet Holdings (DIFC) Limited., intermediate holding company, situated at Dubai upto an amount of Rs. 3,000 millions, enforceable at Dubai towards meeting the shortfall in debt service obligations from 31 March 2022.
iii) Mortgage on the land situated at Agra owned by Leela Palaces and Resorts Limited.

(d) Modification in facility terms:

Lender on the request of the management has waived the requirement of testing of financial covenants till the end of FY 2022-23 with testing to be performed on the audited balance sheet as at 31 March 2024 onwards.

(e) 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.

(f) Loan covenants: Under the terms of the borrowing facilities, all the co-borrowers including the Scloss HMA Private Limited entity are required to maintain the following covenants:

Fixed Assets Coverage Ratio 1.50,
Debt Service Coverage Ratio 1.11,
Interest Coverage Ratio 1.59,
Debt/Earnings before Interest, Tax and depreciation 6.74

The Company has met all the loan covenants during the year.

A.2. The lender has granted a Working capital term Loan (WCTL) Facility under Guaranteed Emergency Credit Line 2.0 (GECL 2.0) facility of Rs. 570 millions on 17 February 2021 to the Company to augment net working capital, requirements to meet operational liabilities. The door to door tenure of the loan is 5 years including moratorium of principal of one year. The loan is repayable in 48 monthly structured instalments beginning 30 April 2022. The loan carries interest rate linked to lender's one year marginal cost of funds based lending rate ("MCLR"), plus 1%, subject to annual reset.

(a) Primary security:
Second charge on securities mentioned in A.1.(a) above.

(b) Other security:
i) Pledge of 30% shares of the Company held by the Project Ballet Udaipur Holdings (DIFC) Private Limited., Holding company, in favour of security trustee for the benefit of lenders for the entire term loan exposure.
ii) Extension of mortgage on the land situated at Agra owned by Leela Palaces and Resorts Limited.

A.3. The lender has granted a Working capital term Loan (WCTL) Facility under Guaranteed Emergency Credit Line 3.0 (GECL 3.0) facility of Rs. 570 millions (March 31, 2023: Rs.570 millions, April 1, 2023: Rs. 570 millions) on 9 December, 2021 to the Company to augment net working capital, requirements to meet operational liabilities. The door to door tenure of the loan is 6 years including moratorium of principal of two years. The loan is repayable in 48 monthly structured instalments beginning January 2024. The loan carries interest rate linked to lender's six months marginal cost of funds based lending rate ("MCLR"), plus 1%, subject to annual reset.

(a) Primary security:
Second charge on securities mentioned in Term loan from Bank above.

(b) Other security:
i) Pledge of 30% shares of the Company held by the Project Ballet Udaipur Holdings (DIFC) Private Limited, Holding company, in favour of security trustee for the benefit of lenders for the entire term loan exposure.
ii) Extension of mortgage on the land situated at Agra owned by Leela

B Unsecured compulsorily convertible debentures

(a) The Company has issued 2,850,000 compulsory convertible debnetures ("CCDs") to Project Ballet Udaipur Holdings (DIFC) Private Limited, holding company, having face value of Rs. 100 each and term of 15 years on 16 October 2019. These CCDs carries 10.50% p.a. coupon rate. The CCD holder shall be entitled to interest on the principal amount of CCDs outstanding at a rate of 10.50 % per annum compounded on a yearly basis, until conversion of the CCDs.

Conversion terms:

At the end of the tenure (15 years), each Compulsorily Convertible Debentures ("CCD") of face value of Rs 100 each will be converted into 1 equity share of face value of Rs 10 each. CCD can be converted during the tenure of CCD at the option of both the parties i.e., CCD Holder and the Company. Provided that the CCDs shall automatically stand converted into equity shares upon:

(a) Commencement of the corporate insolvency resolution process of the Company or, any of the co-borrowers under the Common Facility Agreement dated 30 September 2019 executed with the lender; or

(b) Conversion of loan into equity of the Company or any or all of the co-borrowers under the Common Facility Agreement, unless otherwise instructed by the lender as per the Common Facility Agreement who have provided the loans or who may have acceded to the financing documents.

The CCD is a compound financial instrument as per the criteria given in Ind AS 109 and hence the equity and liability components of CCD have been accounted separately. The fair value of the liability component has been calculated which is the present value of the contractual stream of future cash flows discounted at the market rate of interest that would have been applied to an instrument of comparable credit quality with substantially the same cash flows, on same terms, but without conversion option. The residual portion has been recognised as an equity component.

Restriction on payment of interest on CCDs:
As per terms of the Common Facility Agreement referred at clause 5(A) above, interest on CCD's shall be accrued but cannot be paid by the Company until all the obligations under Common Facility Agreement are completed or seized.

The Company is liable to pay the interest portion on the CCD and at the end of the term of the CCD it will be converted into equity shares in the ratio of 1:1. The interest and equity conversion as included in the CCD instrument requires it to be classified as compound financial instrument having an equity component for conversion and liability component for cash outflows towards interest payments. Liability component is recorded as present value of cash outflows towards interest portion and the residual amount after deducting the liability component from the gross value of the instrument is recorded as equity component post deferred tax adjustment (refer note 13).

Modification in terms of Compulsorily Convertible Debentures (CCDs):

Modification in terms of Compulsorily Convertible Debentures (CCDs): As per the original terms, the CCD holder was entitled to interest @ 10.50%. The Company entered into addendum agreement dated 28 September, 2023 with the CCD holder for alteration of the CCD terms. As per the new terms, the CCD holder shall be entitled to interest on principal amount at the rate of 10.50% p.a. till March 2029 and henceforth it will be 12.50% p.a. compounded on yearly basis until conversion. Company accounted the modification as substantial modification resulting into extinguishment and recognised the gain of Rs. 17.57 million in equity.

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Schloss Udaipur Private Limited

Net Debt Reconciliation

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

	As at March 31, 2024	As at March 31, 2023
Borrowings	4,210.52	4,395.40
Cash and cash equivalents	10.89	10.44
Total	**4,199.63**	**4,384.96**

Reconcilliation

	Borrowings	Cash and cash equivalents	Net
Net debt as at April 1, 2022	**4,423.02**	**491.31**	**3,931.71**
Interest expense	371.15	-	371.15
Cash flows	(20.80)	(480.87)	460.07
Interest paid	(377.97)	-	(377.97)
Net debt as at March 31, 2023	**4,395.40**	**10.44**	**4,384.96**
Interest expense	387.90	-	387.90
Cash flows	(189.63)	0.45	(190.08)
Interest paid	(365.58)	-	(365.58)
Gain on account of modification in the terms of compound financial instrume	(17.57)	-	(17.57)
Net debt as at March 31, 2024	**4,210.52**	**10.89**	**4,199.63**

16 **Provisions**

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Non-Current			
Provision for:			
- Leave encashment	2.98	1.26	1.00
- Gratuity	2.44	0.40	1.16
Total	**5.42**	**1.66**	**2.16**
Current			
Provision for:			
- Leave encashment	0.24	0.12	0.11
- Gratuity	0.33	0.09	0.06
Total	**0.57**	**0.21**	**0.17**

a) Compensated absences

Compensated absences covers the Company's liability for earned leaves. Accumulated leave encashments, 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 leave encashments 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 statement of profit and loss in the period in which they arise.

The expense of compensated absences (non-funded) for the year ended March 31, 2024 amounting to Rs 1.84 millions (March 31, 2023: Rs 0.81 millions) has been recognized in the statement of profit and loss, based on actuarial valuation carried out using Projected Unit Credit Method.

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SCHLOSS UDAIPUR PRIVATE LIMITED

b) Post employment obligations

Provident Fund- Defined contributions 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.
During the year, the Company has recognized the expense in the statement of profit and loss in respect of following contributions:

Amounts recognised in the statement of profit and loss:

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Defined contribution plans		
- Employer's Contribution to Provident Fund	6.80	5.93
Total	**6.80**	**5.93**

Gratuity- Defined benefit plan

The Company operates post-employment funded 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.

Amounts recognised in the statement of profit and loss

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Defined benefit plans		
- Gratuity	1.09	1.21
Total	**1.09**	**1.21**

Amounts recognised in other comprehensive income:

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Remeasurements for:		
- Gratuity	1.29	(1.55)
Total	**1.29**	**(1.55)**

The amounts recognised in balance sheet and movements in the benefit obligation over the year are as follows:

	Present value of obligation	Fair value of Plan assets	Net defined benefit obligation
As at April 1, 2023	**5.48**	**(4.99)**	**0.49**
Current service cost	1.05	(0.37)	0.69
Interest expense/(income)	0.40	-	0.40
Total amount recognised in Profit or Loss	**1.46**	**(0.37)**	**1.09**
Remeasurements			
- Actuarial (Gain)/Loss on arising from Change in Financial Assumption	1.06	0.09	1.16
- Actuarial (Gain)/Loss on arising from Change in DemographicAssumption	(0.48)		
- Actuarial (Gain)/Loss on arising from Experience Adjustment	0.63	-	0.63
Total amount recognised in Other Comprehensive Income	**1.20**	**0.09**	**1.29**
Employer contributions/premiums paid	-	(0.10)	(0.10)
Benefit payments	(2.27)	2.27	-
As at March 31, 2024	**5.87**	**(3.08)**	**2.78**

	Present value of obligation	Fair value of Plan assets	Net defined benefit obligation
As at April 1, 2022	**4.96**	**(3.74)**	**1.22**
Current service cost	1.12	-	1.12
Interest expense/(income)	0.36	(0.27)	0.09
Total amount recognised in Profit or Loss	**1.48**	**(0.27)**	**1.21**
Remeasurements			
- Actuarial (Gain)/Loss on arising from Change in Financial Assumption	(0.08)	(0.92)	(1.00)
- Actuarial (Gain)/Loss on arising from Experience Adjustment	(0.55)	-	(0.55)
Total amount recognised in Other Comprehensive Income	**(0.63)**	**(0.92)**	**(1.55)**
Employer contributions/premiums paid	-	(0.39)	(0.39)
Benefit payments	(0.33)	0.33	-
As at March 31, 2023	**5.48**	**(4.99)**	**0.49**

The major categories of plans assets
The plans assets of the defined benefit plan are covered by the Company into funds managed by insurer.

Net defined benefit liability

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Present value of defined benefit obligation	5.87	5.48	4.96
Fair value of plan assets	(3.08)	(4.99)	(3.74)
Net defined benefit obligation	**2.78**	**0.49**	**1.22**
Present value of funded defined benefit obligations	-	-	-
Impact of minimum funding requirement/asset	-	-	-
Net defined benefit liability recognised in the Balance Sheet	**2.78**	**0.49**	**1.22**

Net defined benefit liability is bifurcated as follows:

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Current	0.33	0.09	0.06
Non-current	2.44	0.40	1.16

Actuarial assumptions were as follows:

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Discount rate	7.25% p.a.	7.39% p.a.	7.26% p.a.
Salary growth rate	8.00% p.a.	7.00% p.a.	7.00% p.a.
Mortality rates inclusive of provision for disability	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)
Attrition at Ages (Withdrawal rate)			
Up to 30 Years	30.00% p.a.	2.00% p.a.	2.00% p.a.
From 31 to 44 years	25.00% p.a.	1.00% p.a.	1.00% p.a.
Above 44 years	2.00% p.a.	1.00% p.a.	1.00% p.a.

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(Rupees in millions)

16 Provisions (Cont.)

Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

	Impact on defined benefit obligation					
	For the Year ended March 31, 2024			For the Year ended March 31, 2023		
	Change in assumption (in %)	Increase in assumption	Decrease in assumption	Change in assumption (in %)	Increase in assumption	Decrease in assumption
Discount rate	0.50%	(0.21)	0.22	0.50%	(0.33)	0.36
Salary growth rate	0.50%	0.22	(0.21)	0.50%	0.36	(0.33)

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied while calculating the defined benefit liability recognised in the Balance Sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

The major categories of plan assets

The plans assets of the defined benefit plan are covered by the Company into funds managed by insurer.

Maturity analysis

The weighted average duration of the defined benefit obligation is 22.49 years (March 31, 2023: 23 years, April 1, 2022: 22.8 years).

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

	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
As at March 31, 2024					
- Gratuity	0.70	0.55	1.15	3.46	**5.86**
Total	**0.70**	**0.55**	**1.15**	**3.46**	**5.86**
As at March 31, 2023					
- Gratuity	1.05	0.04	0.24	4.15	**5.48**
Total	**1.05**	**0.04**	**0.24**	**4.15**	**5.48**
As at April 1, 2022					
- Gratuity	0.06	0.98	0.24	3.68	**4.96**
Total	**0.06**	**0.98**	**0.24**	**3.68**	**4.96**

Risk exposure
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: Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

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17 Trade payables

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Trade payables - micro and small enterprises (refer note below)	9.19	6.53	2.18
Trade payables - others	49.00	42.00	18.18
Trade payables - to related parties (Refer Note 37)	103.37	3.23	0.50
Total	**161.56**	**51.76**	**20.86**

Aging of trade payables as at March 31, 2024

	Outstanding for following periods from the due date					Total
	Not due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
MSME	-	9.19	-	-	-	**9.19**
Others	1.73	150.36	0.28	-	-	**152.37**
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total	**1.73**	**159.55**	**0.28**	**-**	**-**	**161.56**

Aging of trade payables as at March 31, 2023

	Outstanding for following periods from the due date					Total
	Not due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
MSME	-	6.53	-	-	-	**6.53**
Others	0.11	45.12	-	-	-	**45.23**
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total	**0.11**	**51.65**	**-**	**-**	**-**	**51.76**

Aging of trade payables as at April 1, 2022

	Outstanding for following periods from the due date					Total
	Not due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
MSME	-	2.18	-	-	-	**2.18**
Others	-	18.68	-	-	-	**18.68**
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total	**-**	**20.86**	**-**	**-**	**-**	**20.86**

Outstanding Dues to Micro and Small Enterprises

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	9.07	6.47	2.15
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	0.12	0.06	0.03
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-	3.26
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 *	-	-	0.00
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.

* Interest due and payable towards suppliers registered under MSMED Act, for payments already made amounts to Rs.Nil (March 31, 2023: Rs. Nil, April 1, 2022: Rs. **).

**Amount below the rounding off norm adopted by the Company

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18 Other financial liabilities

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Non-current			
Security deposits received	0.09	0.08	0.07
Total	**0.09**	**0.08**	**0.07**
Current			
Capital creditors	102.79	-	-
Employee dues payable	3.01	2.85	12.73
Total	**105.80**	**2.85**	**12.73**

19 Other liabilities

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Non-current			
Deferred income on fair valuation of security deposits	0.05	0.06	0.07
Total	**0.05**	**0.06**	**0.07**
Current			
Contract liabilities			
-Advance from customers	75.78	65.49	89.29
Value added tax payable	2.11	1.95	0.19
Tax deducted at source payable	7.33	4.99	5.71
Goods and services tax payable	19.08	17.30	12.52
Provident fund payable	1.13	0.90	0.84
Employee state insurance payable	0.06	0.06	0.06
Total	**105.49**	**90.70**	**108.61**

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(Rupees in millions)

20 Revenue from operations

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Sale of products:		
- Food and beverages revenue	248.80	286.66
Sale of services:		
- Room income	678.85	591.02
- Other allied services (laundry income, airport transfers etc.)	25.81	22.75
Total	**953.46**	**900.43**

Reconciliation of revenue recognised with contract price

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Revenue as per contract price	**953.46**	**900.43**
Adjustments	-	-
Revenue from operations	**953.46**	**900.43**

Disaggregation of revenue from contracts with customers
For the year March 31, 2024

	Timing of recognition	
	At a point in time	Over time
Room income	-	678.85
Food and beverages	248.80	-
Other allied services	25.81	-
Total	**274.61**	**678.85**

For the year March 31, 2023

	Timing of recognition	
	At a point in time	Over a period of time
Room income	-	591.02
Food and beverages	286.66	-
Other allied services	22.75	-
Total	**309.41**	**591.02**

Contract liabilities

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Contract liabilities relating to management of hotel contracts	75.78	65.49	89.29
Total contract liabilities	**75.78**	**65.49**	**89.29**

Significant changes in contract liabilities

	As at March 31, 2024	As at March 31, 2023
Contract liabilities - advance from customers		
Opening balance	65.49	89.29
Changes during the year		
Revenue recognised	(57.62)	(80.53)
Additional advances received	67.91	56.73
Closing balance	**75.78**	**65.49**

21 Other income

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Other income		
Interest income on financial assets recognised at amortised cost:		
- Fixed deposit	30.74	23.18
- Inter corporate deposit (ICD)	85.96	95.75
Unwinding of discount on security deposits	0.01	0.01
Rental income	1.10	1.10
Miscellaneous income	8.61	14.48
Other gains and losses		
Net foreign exchange differences	(0.07)	0.10
Net gain/(loss) on sale of property, plant and equipment	(1.94)	0.40
Total	**124.41**	**135.02**

22 Cost of materials consumed

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Raw material consumed		
Opening inventories	14.69	13.91
Add : Purchases (Net)	50.66	51.95
Less : Inventories at the end of the year	(15.10)	(14.69)
Total	**50.25**	**51.17**

23 Employee benefit expenses

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Salaries, wages and bonus	131.10	113.78
Contribution to provident fund (refer note 16)	6.80	5.93
Staff welfare expenses	20.92	18.47
Gratuity and compensated absences (refer note 16)	2.93	2.02
Total	**161.75**	**140.20**

24 Finance costs

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Interest expense on:		
- Term loans	362.00	348.86
- Compulsorily convertible debentures (CCDs)	25.90	22.29
- Security deposits	0.01	0.01
Total	**387.91**	**371.16**

25 Depreciation and amortization expenses

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Depreciation on property, plant and equipment	82.72	95.05
Amortisation on intangible assets	0.73	0.89
Total	**83.45**	**95.95**

26 Other expenses

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Consumption of stores and spares	24.74	17.89
Power and fuel	33.23	50.72
Repairs and maintenance		
- Plant and machinery	11.29	9.65
- Buildings	11.33	10.29
- Others	16.63	12.17
Telephone and communication charges	2.83	2.21
Rates and taxes	10.51	14.06
Insurance	3.57	3.43
Travel and conveyance	5.15	6.29
Payment to auditors (refer note below)	2.10	1.70
Legal, professional and secretarial expenses	12.84	9.94
Sales and credit card commission	49.76	39.36
Printing and stationery	1.36	1.12
Guest transport	1.94	4.15
Reservation fee	1.84	1.47
Bank charges	2.90	2.01
Business promotion	70.40	48.42
Net impairment losses/(reversal) on financial assets	1.36	(1.37)
Management fees	64.09	62.04
Miscellaneous expenses	20.91	12.20
Total	**348.78**	**307.75**

Details of payments to auditors

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Payment to auditors		
As auditor:		
- Audit fee	2.10	1.70
- Out of pocket expenses	-	-
Total	**2.10**	**1.70**

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(Rupees in millions)

27 Taxation

This note provides an analysis of the Company's income tax expense, show amounts that are recognised directly in equity (if any) and how the tax expense is affected by non-assessable and non-deductible items. It also explains significant estimates made in relation to the Company's tax positions (if any).

(a) Income tax expense

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Current tax		
Current tax on Profit for the year	-	-
Tax impact of earlier years	-	-
Total current tax expenses	-	-
Deferred Income tax (benefit)		
Decrease/ (Increase) in deferred tax assets	8.10	19.32
(Decrease)/ Increase in deferred tax liabilities	10.01	4.66
Total deferred tax expenses/(benefit)	**18.11**	**23.98**
Income tax expense	**18.11**	**23.98**
Income tax expense attributable to :		
Profit from operations	18.42	23.59
OCI	(0.32)	0.39
Total	**18.11**	**23.98**

(b) Reconciliation of tax expense and accounting profit multiplies by India tax rate

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Profit from operations before income tax expense including remeasurements of post employment benefit obligations	45.73	69.22
Tax rate	25.168%	25.168%
Tax at applicable rate	**11.51**	**17.42**
Tax effect of amounts which are not deductible / (taxable) in calculating taxable income :		
Disallowance of interest on Compulsorily Convertible Debentures (CCDs)	6.52	5.61
Others	0.08	0.95
Total	**18.11**	**23.98**

(c) Deferred tax

The balance comprises temporary differences attributable to:

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Deferred tax liabilities			
Property, plant and equipment and intangible assets	467.84	457.59	452.70
Security deposits received	0.02	0.02	0.02
Prepaid transaction costs on borrowings	2.73	2.97	3.20
Total	**470.59**	**460.58**	**455.92**
Deferred tax assets			
Unabsorbed depreciation / business loss (Refer note below)	75.27	84.64	103.46
Deferred income on fair valuation of security deposits	0.01	0.02	0.02
Expected credit loss - Trade receivables	0.35	0.03	0.40
Provision for employee benefits	1.80	0.84	0.98
Total	**77.43**	**85.53**	**104.86**
Net deferred tax (liability)/asset	**(393.16)**	**(375.05)**	**(351.06)**

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(d)Movement in deferred tax liabilities/assets

	Balance as on April 1, 2022	Charge/(credit)through Statement of profit & loss	Charge/(credit) through OCI	Accounted through Other Equity charge/(credit)	Balance as on March 31, 2023
Deferred tax assets	**104.86**	**18.93**	**0.39**	-	**85.53**
Unabsorbed depreciation / business loss	103.46	18.82	-	-	84.64
Deferred income on fair valuation of security deposits	0.02	0.00	-	-	0.02
Expected credit loss - Trade receivables	0.40	0.37	-	-	0.03
Provision for employee benefits	0.98	(0.26)	0.39	-	0.84
Deferred tax liabilities	**455.92**	**4.65**	-	-	**460.58**
Property, plant and equipment and intangible assets	452.70	4.89	-	-	457.59
Security deposits received	0.02	(0.00)	-	-	0.02
Prepaid transaction costs on borrowings	3.20	(0.24)	-	-	2.97
Net deferred tax liability	**351.06**	**23.58**	**0.39**	-	**375.05**

	Balance as on March 31, 2023	Charge/(credit)through Statement of profit & loss	Charge/(credit) through OCI	Accounted through Other Equity charge/(credit)	Balance as on March 31, 2024
Deferred tax assets	**85.53**	**8.42**	**(0.32)**	-	**77.43**
Unabsorbed depreciation / business loss	84.64	9.37	-	-	75.27
Deferred income on fair valuation of security deposits	0.02	0.00	-	-	0.01
Expected credit loss - Trade receivables	0.03	(0.32)	-	-	0.35
Provision for employee benefits	0.84	(0.63)	(0.32)	-	1.80
Deferred tax liabilities	**460.58**	**10.01**	-	-	**470.59**
Property, plant and equipment and intangible assets	457.59	10.25	-	-	467.84
Security deposits received	0.02	(0.00)	-	-	0.02
Borrowings	2.97	(0.24)	-	-	2.73
Net deferred tax liability	**375.06**	**18.42**	**(0.32)**	-	**393.16**

28 Fair Value Measurement

Financial instruments by category

	As on March 31, 2024			
	FVTPL	FVOCI	Amortised cost	Total
Financial assets				
At amortised cost				
Loans	-	-	707.54	**707.54**
Trade receivables	-	-	37.88	**37.88**
Cash and cash equivalents	-	-	10.89	**10.89**
Bank balances other than cash and cash equivalents	-	-	460.16	**460.16**
Other financial assets	-	-	178.81	**178.81**
Total financial assets	-	-	**1,395.28**	**1,395.28**
Financial liabilities				
At amortised cost				
Borrowings	-	-	4,210.53	**4,210.53**
Trade payables	-	-	161.57	**161.57**
Other financial liabilities	-	-	105.88	**105.88**
Total financial liabilities	-	-	**4,477.98**	**4,477.98**

	As on March 31, 2023			
	FVTPL	FVOCI	Amortised cost	
Financial assets				
At amortised cost				
Loans	-	-	779.18	**779.18**
Trade receivables	-	-	46.98	**46.98**
Cash and cash equivalents	-	-	10.44	**10.44**
Bank balances other than cash and cash equivaler	-	-	538.86	**538.86**
Other financial assets	-	-	76.18	**76.18**
Total financial assets	-	-	**1,451.64**	**1,451.64**
Financial liabilities				
At amortised cost				
Borrowings	-	-	4,395.42	**4,395.42**
Trade payables	-	-	51.76	**51.76**
Other financial liabilities	-	-	2.92	**2.92**
Total financial liabilities	-	-	**4,450.10**	**4,450.10**

	As on March 31, 2022			
	FVTPL	FVOCI	Amortised cost	
Financial assets				
At amortised cost				
Loans	-	-	700.43	**700.43**
Trade receivables	-	-	23.39	**23.39**
Cash and cash equivalents	-	-	491.31	**491.31**
Bank balances other than cash and cash equivaler	-	-	118.56	**118.56**
Other financial assets	-	-	133.07	**133.07**
Total financial assets	-	-	**1,466.76**	**1,466.76**
Financial liabilities				
At amortised cost				
Borrowings	-	-	4,423.02	**4,423.02**
Trade payables	-	-	20.86	**20.86**
Other financial liabilities	-	-	12.80	**12.80**
Total financial liabilities	-	-	**4,456.68**	**4,456.68**

Ind AS 113, 'Fair Value Measurement' requires classification of the valuation method of financial instruments measured at fair value in the Statement of 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 with banks, trade payables, capital creditors, security deposits, employee dues payable are considered to be the same as their fair values, due to their short-term nature.

Where such items are non-current in nature, the same has been classified as Level 3 and fair value determined using discounted cash flow basis.

The carrying amount of non current borrowings, security deposit liability are fair valued using the current borrowing rate for similar instruments on similar terms. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

Further, the Company has valued compound financial instrument (both financial liability and equity component) at fair value on intial recognition. Financial liability subsequently measured at amortised cost by adding unwinded interest. The inter-corporate deposit is having fair value equivalent to carrying amount as it is repayable on demand and classified as current financial liability.

The current lending rate and the rate used in determination of fair value at inception for security deposits, compound financial instruments are not significantly different. Accordingly, the fair value and carrying value for security deposits and compound financial instrument are same.

The fair-value-hierarchy under Ind AS 113 are described below:
Level 1: The fair value of financial instruments traded in active markets (such as publicly traded derivatives and equity securities) is based on quoted market prices at the end of the reporting period. The mutual funds are valued using the closing NAV. The quoted market price used for financial assets held by the group is the current bid price.
These instruments are included in level 1.
Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) 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. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

There have been no transfers between different fair value hierarchy levels for the years ended March 31, 2024, March 31, 2023 and April 1, 2022.

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SCHLOSS UDAIPUR PRIVATE LIMITED

(Rupees in millions)

29 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 cash equivalents, bank balance, fixed deposits with banks, security deposits and other financial assets. The Company is exposed to credit risk on its financial assets, which comprise cash and cash equivalents, bank deposits, trade receivables, security deposits and other 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.
With respect to other financial assets namely secuity deposits, loans and other receivables, 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 is evaluated to be immaterial for the Company.
Credit Risk on cash and cash equivalents, deposits with the banks/financial institutions is generally low as the said deposits have been made with the banks/financial institutions, who have been assigned high credit rating by international and domestic rating agencies.

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.
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 10 represent the maximum credit risk exposure.

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

	As at March 31, 2024	As at March 31, 2023
Balance at the begininng of the year	0.13	1.58
Impairment losses (recognised)/ reversed on receivables	1.36	(1.37)
Amounts written off during the year	(0.10)	(0.08)
Balance at the end of the year	**1.39**	**0.13**

Security deposits, Other financial assets, Cash and Cash Equivalents and Bank Deposits and Loans
With respect to other financial assets namely security and other deposits and other receivables, 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, loans and other receivables is evaluated to be immaterial for the Company.

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 borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Also, refer note on going concern assessment (Refer Note 2.3). Accordingly, no liquidity risk is perceived.

(i) Financing arrangements

The breakup of the undrawn borrowings into fixed and floating interest rates as at reporting period:

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Fixed interest rate	-	-	-
Floating interest rate	-	3,071.52	2,990.00
Total	**-**	**3,071.52**	**2,990.00**

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(ii) Maturities of financial liabilities

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

Contractual maturities of financial liabilities

As at March 31, 2024

	Carrying value	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total
Borrowings	4,210.53	661.57	658.94	2,070.10	3,141.74	**6,532.35**
Trade payables	161.57	161.56	-	-	-	**161.56**
Other financial liabilities	105.88	105.80	-	0.09	-	**105.88**
Total	**4,477.99**	**928.93**	**658.94**	**2,070.19**	**3,141.74**	**6,799.79**

As at March 31, 2023

	Carrying value	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total
Borrowings	4,395.42	553.61	661.57	1,983.16	3,788.45	**6,986.79**
Trade payables	51.76	51.76	-	-	-	**51.76**
Other financial liabilities	2.92	2.92	-	-	-	**2.92**
Total	**4,450.10**	**608.29**	**661.57**	**1,983.16**	**3,788.45**	**7,041.47**

As at April 1, 2022

	Carrying value	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total
Borrowings	4,423.02	495.82	553.61	1,840.32	4,592.86	**7,482.61**
Trade payables	20.86	20.86	-	-	-	**20.86**
Other financial liabilities	12.80	12.80	-	-	-	**12.80**
Total	**4456.68**	**529.48**	**553.61**	**1,840.32**	**4,592.86**	**7,516.27**

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.

The foreign currency outstanding balances that have been hedged by any derivative instrument or otherwise are as follows:

	As at March 31, 2024			As at March 31, 2023		
Particulars	**Foreign Currency Denomination**	**Foreign Currency Amount (Absolute numbers)**	**Amount (In Rupees in Millions)**	**Foreign Currency Denomination**	**Foreign Currency Amount**	**Amount (In Rupees in Millions)**
Liabilities						
Trade Payables	GBP	29,435	3.10	GBP	10,400	1.07
Trade Payables	USD	5,278	0.44	USD	24,666	2.04
Total Exposure			**3.54**			**3.11**
Less: exposure hedged			3.54			3.11
Unhedged exposure			-			-

* There are no foreign currency outstanding balances as on April 1, 2022.

The Company have purchased forward contracts to hedge its foreign currency risk. The Company has not formally designated these forward contracts against foreign currency payables.

The following table presents the outstanding position and fair value of various foreign currency derivative financial instruments:

As at March 31, 2024	**Currency pair**	**Average exchange rate**	**Notional value (Foreign currency) Absolute amount**	**Fair value (In Rs Millions)**
Non-designated	EUR	91.10	1,125.00	-
Buy	GBP	105.87	8,888.00	-
	USD	83.63	41,872.00	-
Total				-
				-

As at March 31, 2023	**Currency pair**	**Average exchange rate**	**Notional value (Foreign currency) Absolute amount**	**Fair value (In Rs Millions)**
Non-designated				
Buy	USD	82.79	24,666.00	-
	GBP	102.77	10,400.00	-
Total				-

	Impact on Profit or Loss	
Particulars	**For the Year ended March 31, 2024**	**For the Year ended March 31, 2023**
USD sensitivity		
Rs./ USD - Increase by 1%	0.00	0.02
Rs./ USD - Decrease by 1%	(0.00)	(0.02)
GBP sensitivity		
Rs./ GBP - Increase by 1%	0.03	0.01
Rs./ GBP - Decrease by 1%	(0.03)	(0.01)

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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	As at March 31, 2024		
	Weighted average interest rate	Balance	% of total loans
Rupee loan	MCLR + spread of 0.80% to 1.60%	3,149.05	74.79
Working capital loan	MCLR+ 1% subject to annual reset	830.90	19.73

Particulars	As at March 31, 2023		
	Weighted average interest rate	Balance	% of total loans
Rupee loan	MCLR + spread of 0.80% to 1.60%	3,171.20	72.15
Working capital loan	MCLR+ 1% subject to annual reset	997.50	22.69

Particulars	As at April 1, 2022		
	Weighted average interest rate	Balance	% of total loans
Rupee loan	MCLR + spread of 0.80% to 1.60%	3,074.50	69.51
Working capital loan	MCLR+ 1% subject to annual reset	1,140.00	25.77

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	As at March 31, 2024	As at March 31, 2023
	Impact on profit after tax	Impact on profit after tax
Interest sensitivity		
Interest rates – increase by 100 basis points	29.78	31.19
Interest rates – decrease by 100 basis points	(29.78)	(31.19)

30 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.

The gearing ratios were as follows:

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Borrowings	4,210.53	4,395.42	4,423.02
Less: Cash and Cash Equivalents	(10.89)	(10.44)	(491.31)
Less: Other Balance with bank (short term deposits)	(460.16)	(538.86)	(118.56)
Net Debt	3,739.48	3,846.12	3,813.15
Total equity	1,430.69	1,386.78	1,339.99
Net debt to equity ratio	**2.94**	**3.17**	**2.85**

Loan covenants: Under the terms of the major borrowing facilities, the company is required to comply with the financial covenants as disclosed under note 15.

SCHLOSS UDAIPUR PRIVATE LIMITED
Notes to Financial Statements for the year ended March 31, 2024 (Cont...)

(Rupees in millions)

31 Contingent liabilities

		As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
A	**Claims against the Company not acknowledged as debt, in respect of - [refer note (i)]:**			
	Rajasthan Micro and Small Enterprises Facilitation Council and Nutan Deco Private Limited {Refer note (a) below}	2.30	2.30	2.07
	Industrial dispute by an ex-employee {Refer note (b) below}	0.20	0.20	0.20
B	**Disputed statutory liabilities [refer note (ii) below]:**			
	Value added tax *	-	4.99	8.22
	GST**	1.47	0.93	1.31
	Income tax***	14.50	13.28	-
	Total contingent liabilities	**18.47**	**21.70**	**11.80**

(i) **The details of claims against the Company not acknowledged as debts is as under:**

(a) The Micro, Small and Medium Enterprises Facilitation Council ("Council") passed an ex-parte award in 2018 directing HLV Limited to pay Rs. 0.80 Millions for amount not paid against the supplies made in 2008 along with interest. HLV Limited have in 2019 obtained stay from Commercial court, Jaipur staying the order of the Council and appeal before the court is pending.

(b) An ex-employee of HLV Limited disputed his termination and initiated a industrial dispute against HLV Limited before the Labour Department, Labour Inspector Cum Conciliation Officer, Udaipur, claiming that his termination letter dated 01 July 2014 issued by HLV Limited be declared as unlawful and illegal and that he should be reinstated in the employment along with payment of salary from the date of his termination till reinstatement and also be reimbursed for all the costs and expenses incurred by him towards the case.

Notice of the case was received by HLV Limited on 10 September 2014 which was duly replied on 06 January 2015. The Learned Conciliation Officer acting under section 12 of the Industrial Disputes Act, 1947 having been satisfied with the response of HLV Limited, impleaded the Contractor and the Learned Conciliation Officer is seized of the matter for further submission of report to the appropriate Government against the Contractor enabling them to make reference before the appropriate Industrial Tribunal under section 10 of the Industrial Disputes Act for appropriate award.

After dismissal of the case before the Conciliation Officer, ex-employee filed the case before the Labour Court, Udaipur on 11 September 2017 making the same claims against HLV Limited. The matter is pending hearing before the Labour Court, Udaipur.

(ii) **The details of disputed statutory liability is as under:**

* Department has levied value added tax on service tax component of invoices and demanded Rs. 8.22 Millions vide its order dated 09 March 2016. HLV Limited filed an appeal against the said order before Additional Commissioner, Udaipur. In the order issued by additional commissioner dated 09 March 2016, the penalty imposed by the assessing officer was set aside but levy of additional tax and interest was maintained. Against the order of additional commissioner, HLV Limited filed an appeal before The Rajasthan Tax Board, Ajmer. The matter is pending for hearing as on the balance sheet date. Against this Rs. 3.23 Millions is paid under protest.

During the year, the Rajasthan Tax Board, Ajmer, by an order, has quashed the penalty amount of Rs. 4.99 Millions. Accordingly, contingent liability with respect to this matter is Rs. Nil as on the date of signing of these financial statements.

** GST audit team has raised demand on HLVL vide order dated 28.12.2020 by disallowing the exemption (benefit of zero rated supply) claimed by hotel on accomodation services provided to SEZ units alleging that since the services are provided outside the SEZ zone, exemption cannot be provided. The Company has filed an appeal before the appellate authority.

***

1. The Income Tax department had issued notice u/s 143(2) of The Income Tax Act requesting preliminary information for A.Y. 2020-2021, for which assessment order u/s 143(3) of The Income Tax Act has been passed. The tax amount as per the order was of Rs. 15.21 Million against which Rs. 3.04 Million has been paid. The Company has filed an appeal with Commissioner of Income Tax (Appeals) against the said order.

2. The Company has been issued intimation u/s 168(1) of The Finance Act with respect to outstanding demand for equalisation levy for A.Y. 2021-22 of Rs. 0.02 Million. The Company has filed a response stating the fact that the entire demand has been paid. No further correspondence has been received from the authorities.

(iii) A Public Interest Litigation ("PIL") was filed by Gulab Kothari & Ors. ("Petitioners") against State of Rajasthan & Ors. ("Respondents") before the Hon'ble High Court of Judicature of Rajasthan (Jodhpur), inter alia in relation to Lake Pichhola, wherein the petitioners have alleged violation of the Master Development Plan by the development authorities and the State Government specifically in relation to the suo-moto amendment of the Master / Zonal Development Plan for effecting a change in land use which was allegedly against the interest of the public. The said PIL was disposed off by the Hon'ble High Court in favour of Petitioners. The order of the Hon'ble High Court has been appealed by the Respondents in the Hon'ble Supreme Court of India where the matter is pending.

HLV Limited was not made a party to the above PIL or various other related cases being filed before the Hon'ble High Court of Judicature of Rajasthan (Jodhpur). However, HLV Limited had not received approvals for construction/ modification/ alteration/ occupation of The Leela Udaipur Palace which may be subject to outcome of the above mentioned pending appeal before the Hon'ble Supreme Court of India.

In view of the Management, as HLV Limited was not made a party to any such litigation, the Company will continue to follow up with the Udaipur Municipal Corporation on the pending application filed by HLV Limited for obtaining the requisite approvals and simultaneously continue to monitor the outcome of the above mentioned pending appeal before the Hon'ble Supreme Court of India.

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SCHLOSS UDAIPUR PRIVATE LIMITED

32 Commitments

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Estimated amount of contracts remaining to be executed on account of purchase of property, plant and equipment and not provided for (net of capital advances)	128.54	16.00	21.84
	128.54	16.00	21.84

33 Earnings per share

The number of equity shares used in computing Basic Earnings Per Share is the weighted average number of equity shares outstanding during the year.

		For the Year ended March 31, 2024	For the Year ended March 31, 2023
(a)	**Basic earnings per share (Rs.)**	**3.43**	**5.73**
(b)	**Diluted earnings per share (Rs.)**	**3.43**	**5.73**
(c)	**Reconciliation of earnings used in calculating earnings per share**		
	Basic earnings per share		
	Profit attributable to the equity holders of the company used in calculating basic earnings per share	**27.31**	**45.63**
	Diluted earnings per share		
	Profit attributable to the equity holders of the company:		
	Used in calculating basic earning per share	27.31	45.63
	Add: Finance cost saved on convertible debentures	25.90	22.29
	Profit attributable to the equity holders of the company used in calculating diluted earnings per share	**53.21**	**67.92**
(d)	**Weighted average number of shares used as the denominator**		
	Weighted average number of equity shares (basic earnings per share)	**51,07,142**	**51,07,142**
	Adjustments for calculation of diluted earnings per share		
	Convertible debentures	28,50,000	28,50,000
	Weighted average number of equity shares used and potential equity shares used as the denominator in calculating diluted earnings per share	**79,57,142**	**79,57,142**

Weighted average number of mandatorily convertible instruments (CCDs) included in the denominator in calculating basic earnings as per para 23 of Ind-AS 33.

As the impact of the CCDs was anti-dilutive, resulting in a decrease in loss per share from continuing ordinary activities, the effect thereof has been ignored whilst calculating diluted earnings per share.

34 Lease- as a lessor

The Company has given a portion of building for installing and commissioning of a telecommunication tower on lease. Income of Rs 1.10 million (31 March 2023 Rs. 1.10 million) has been recognised in Statement of Profit and Loss, included in Note 21. The future minimum lease payments receivable for under the said non-cancellable operating lease are as follows:

	As at March 31, 2024	As at March 31, 2023
Receivable within one year	1.10	1.10
Receivable between one and five years	4.38	5.48
Receivable more than five years	-	-

35 Segment reporting

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

Information about geographical areas:
The Company has only domestic operations and hence no geographical information required for the Company as per the requirements of Ind AS 108 – "Operating Segments".
There are no key customers with company contributing more than 10% of entire revenue.

36 Transfer pricing

The Company has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under sections 92-92F of the Income-tax Act, 1961. Since the law requires existence of such information and documentation to be contemporaneous in nature, the Company is in the process of updating the documentation for the international transactions entered into with the associated enterprises during the financial year. The Company is required to update and put in place the information latest by the due date of filing its income tax return. The management is of the opinion that its international transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expenses and that of provision for tax.

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SCHLOSS UDAIPUR PRIVATE LIMITED

(Rupees in millions)

37 Related party transactions

(a) Names of related parties

(i) Holding company
Project Ballet Udaipur Holdings (DIFC) Private Limited

(ii) Fellow subsidiaries
Schloss HMA Private Limited
Schloss Bangalore Private Limited
Schloss Chennai Private Limited
Schloss Gandhinagar Private Limited
Leela Palaces and Resorts Limited
Tulsi Palace Resort Private Limited
Moonburg Power Private Limited (w.e.f 29 March 2023)
Schloss Tadoba Private Limited (w.e.f. 16 August 2022)
Schloss Chanakya Private Limited
Summit Digitel Infrastructure Private Limited
Brookfield Advisors India Private Limited

(iii) Key managerial personnel

Mr. Bhaskar Prabhakar, Financial Controller (w.e.f 3 December 2022)
Mr. Vijaypal Singh, Financial Controller (upto 9 December 2022)
Mr. Nishant Agarwal, General Manager

(b) Transactions during the period

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Management fees expense		
Schloss HMA Private Limited	64.09	62.04
Reimbursement of expenses paid to / (received from)		
Schloss HMA Private Limited	37.47	20.21
Schloss Chennai Private Limited	0.21	1.26
Schloss Bangalore Private Limited	0.16	0.27
Schloss Chanakya Private Limited	(3.94)	(8.31)
Tulsi Palace Resort Private Limited	(0.69)	0.53
Interest expense on capex limit utilisation		
Schloss Bangalore Private Limited	0.15	0.04
Schloss Chanakya Private Limited	8.16	2.37
Inter corporate deposit given		
Schloss Bangalore Private Limited	40.00	-
Inter corporate deposit settlement		
Schloss Bangalore Private Limited	(59.06)	-
Interest on inter corporate deposit		
Schloss Bangalore Private Limited	85.96	87.50
Advance management fees		
Schloss HMA Private Limited	-	71.84
Interest on advance management fees		
Schloss HMA Private Limited	-	8.25
Interest receivable on advance management fees		
Schloss HMA Private Limited	-	30.67
Interest on 10.50% unsecured compulsorily convertible debentures		
Project Ballet Udaipur Holdings (DIFC) Private Limited	25.90	22.29
Revenue from operations		
Brookfield Advisors India Private Limited	2.36	-
Other income		
Summit Digitel Infrastructure Private Limited	0.84	0.81

Managerial remuneration *

Short term employee benefits		
-Mr. Bhaskar Prabhakar (w.e.f. 3 December 2022)	2.04	0.54
-Mr. Nishant Agarwal	10.74	9.90
-Mr. Vijaypal Singh (upto 9 December 2022)	-	0.42

* Managerial remuneration excludes provision for gratuity and compensated absences, since these are provided on the basis of an actuarial valuation for the Company as a whole.

(c) Outstanding balances

	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
Trade payables (Including provisions)			
Schloss HMA Private Limited	103.16	3.12	0.24
Tulsi Palace Resort Private Limited	-	0.32	0.26
Schloss Bangalore Private Limited	0.17	0.02	-
Schloss Chennai Private Limited	0.20	0.97	-
Inter corporate deposit given			
Schloss Bangalore Private Limited	680.93	700.00	700.00
Advance for management fees			
Schloss HMA Private Limited	-	-	71.84
Other advances given			
Schloss Bangalore Private Limited	-	-	0.30
Schloss Chanakya Private Limited	7.00	4.69	-
Tulsi Palace Resort Private Limited	0.11	-	-
Interest Receivable on Inter corporate deposit			
Schloss Bangalore Private Limited	26.61	79.18	0.43
Interest receivable on advance management fees			
Schloss HMA Private Limited	-	-	22.42
Financial Liability component of unsecured compulsorily convertible debentures			
Project Ballet Udaipur Holdings (DIFC) Private Limited	230.58	226.71	208.51
Equity component of unsecured compulsorily convertible debentures			
Project Ballet Udaipur Holdings (DIFC) Private Limited	135.82	118.25	118.25
Trade receivables			
Summit Digitel Infrastructure Private Limited	0.02	0.02	0.04

(d) Corporate guarantee
Company's fellow subsidiaries i.e. Schloss HMA Private Limited and Leela Palaces and Resorts Limited and the ultimate holding company i.e. BSREP III India Ballet Holdings (DIFC) Limited (from 31 March 2022) and BSREP III India Ballet Pte. Ltd. (upto 30 March 2022) have given corporate guarantee and fellow subsidiaries also created charge over their total assets for the term loan facility availed by the company.

(e) Other Security
Company's fellow subsidiary i.e Leela Palace Resorts Limited and the holding company i.e the Project Ballet Udaipur Holdings (DIFC) Private Limited have extended the mortgage on the land and pledged 30% shares of the Company respectively for the term loan availed by the Company.

(f) Names of Related parties where control exists
Project Ballet Udaipur Holdings (DIFC) Private Limited (Holding Company), BSREP III India Ballet Holdings (DIFC) Limited (Intermediate Holding Company) and Brookfield Corporation (Formerly known as Brookfield Asset Management Inc.) (Ultimate controlling party)

All transactions were made on normal commercial terms and conditions and at market rates.

(Rupees in millions)

38 First time adoption of Ind AS

Transition to Ind AS

These are the Company's first financial statements prepared in accordance with Ind AS.

The accounting policies set out in Note 2 have been applied in preparing the financial statements for the year ended March 31, 2024, the comparative information presented in these financial statements for the year ended March 31, 2023 and in the preparation of an opening Ind AS balance sheet at April 1, 2022 (the Company's date of transition). In preparing its opening Ind AS balance sheet, the Company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) notified under Section 133 of the Companies Act 2013 and other relevant provisions of the Act ("previous GAAP"). An explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables and notes.

A. Exemptions and exceptions availed

In preparing these Ind AS financial statements, the Company has availed certain exemptions and exceptions in accordance with Ind AS 101, as explained below. The resulting difference between the carrying values of the assets and liabilities in the financial statements as at the transition date under Ind AS and previous GAAP have been recognised directly in equity (retained earnings or another appropriate category of equity). This note explains the adjustments made by the Company in restating its previous GAAP financial statements, including the Balance Sheet as at April 1, 2022 and the financial statements as at and for the year ended March 31, 2023.

A.1 Ind AS optional exemptions

Set out below are the applicable Ind AS 101 optional exemptions applied in the transition from previous previous GAAP to Ind AS.

A. 1. 1. Fair value as deemed cost exemption

Ind AS 101 permits a first-time adopter to elect to measure an item of property, plant and equipment at the date of transition to Ind ASs at its fair value and use that fair value as its deemed cost at that date.

Accordingly, the Company has elected to use fair value as deemed cost for items of property, plant and equipment as at the date of transition to Ind AS.

A.1.2 Business combinations

The Company has applied the exemption as provided in Ind AS 101 on non-application of Ind AS 103, "Business Combinations" to business combinations consummated prior to April 1, 2022, pursuant to which goodwill arising from a business combination has been stated at the carrying amount prior to the date of transition under Indian GAAP.

A.1.3 Fair value measurement of financial assets or financial liabilities at initial recognition

A first-time adopter can apply the 'day 1' gain or loss recognition requirement of Ind AS 109 prospectively to all the relevant transactions entered into on or after the date of transition to Ind AS. Full retrospective application is also available for first-time adopters.

The Company has decided to use this exemption and accordingly apply the 'day 1' gain or loss recognition requirement of Ind AS 109 prospectively.

A.1.4 Revenue from contract with customers

A first-time adopter is not required to restate contracts that were completed before the earliest period presented. A completed contract is a contract for which the entity has transferred all of the goods or services identified in accordance with previous GAAP.

As a first time adopter of Ind AS, the Company has decided to use the above exemption.

A.2 Ind AS mandatory exceptions

The Company has applied the following exceptions from full retrospective application of Ind AS which are mandatorily required under Ind AS 101:

A.2.1 Estimates

The Company's estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error. Ind AS estimates as at April 1, 2022 are consistent with the estimates as at the same date made in conformity with previous GAAP.

The Company made estimates for following items in accordance with Ind AS at the date of transition as these were not required under Previous GAAP:
- Impairment of financial assets based on expected credit loss model;
- Determination of the discounted value for financial instruments carried at amortised cost.

A.2.2 Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS. Consequently, the company has applied the above assessment based on facts and circumstances existing at the transition date.

A.2.3 Impairment of financial assets

Application of the impairment requirements of Ind AS 109 retrospectively.

The Company has applied impairment requirements of Ind AS 9 retrospectively using reasonable and supportable information to determine the credit risk at the date when the financial instruments were initially recognised, and to compare that to the credit risk at the date of transition to Ind AS standards.

B: Reconciliations between previous GAAP and Ind AS

The following reconciliations provide the explanation and quantification of the differences arising from the transition from Previous GAAP to Ind AS in accordance with Ind AS 101 "First Time Adoption of Indian Accounting Standards".

(a) Reconciliation of total equity as at April 1, 2022 and March 31, 2023.

(b) Reconciliation of total comprehensive income for the year ended March 31, 2023.

(c) Reconciliation of consolidated statement of cash flows for the year ended March 31, 2023.

Previous GAAP figures have been reclassified/regrouped wherever necessary to confirm with the financial statements prepared under Ind AS.

Reconciliation of total equity as at March 31, 2023 and April 1, 2022 between previous GAAP and Ind AS

Particulars	Note	As at March 31, 2023	As at April 1, 2022
Total equity under previous GAAP		**(33.31)**	**(70.78)**
Ind AS adjustments:			
Transaction cost on borrowings recorded as part of effective interest rate	5	11.79	12.73
Fair valuation of security deposits received	2	0.02	0.01
Equity component of compound financial instruments recorded separately	3	118.25	118.25
Impact of finance cost on compound financial instrument	3	(5.20)	(15.58)
Fair valuation of property, plant and equipment	4	1,646.53	1,646.53
Depreciation on account of fair valued property, plant and equipment	4	(38.60)	-
Reversal of amortisation of goodwill	8	62.36	-
Impact of expected credit loss	9	0.01	(0.10)
Deferred tax impact on above Ind AS adjustments	7	(459.69)	(454.54)
Deferred tax on unabsorbed business losses and depreciation	7	84.61	103.46
Total equity under Ind AS		**1,386.78**	**1,339.99**

Reconciliation of total comprehensive income as at March 31, 2023 and April 1, 2022

Particulars	Note	As at March 31, 2023
Profit after tax under previous GAAP		**37.47**
Ind AS adjustments:		
Impact of finance cost on compound financial instrument	3	10.38
Transaction cost on borrowings recorded as part of effective interest rate	5	(0.94)
Fair valuation of security deposits	2	0.01
Reversal of amortisation of goodwill	8	62.36
Depreciation on fair valued property, plant and equipment	4	(38.60)
Remeasurements of post employment benefit obligations	1	(1.54)
Impact of Expected credit loss	9	0.11
Deferred tax impact on adjustments	7	(23.61)
Total Adjustments		**8.17**
Profit after tax as per Ind AS		**45.64**
Other comprehensive income		
Remeasurements of post employment benefit obligations		1.54
Deferred tax impact on adjustments		(0.39)
Total comprehensive income under Ind AS		**46.79**

Impact of Ind AS adoption on the statement of cash flows for the year ended March 31, 2023:

Particulars	Previous GAAP	Adjustments	Ind AS
Net cash flows from operating activities	454.68	20.52	475.19
Net cash flows from investing activities	(535.28)	(22.03)	(557.30)
Net cash flows from financing activities	(400.27)	1.51	(398.76)
Net increase/(decrease) in cash and cash equivalents	**(480.87)**	**(0.00)**	**(480.87)**

The adjustments are mainly due to reclass of intercorporate deposits from short term loans and advances to Loans, other borrowing costs reclass to Other expenses, capital advances classified under investing activity etc

C: Notes to first-time adoption:

1: Remeasurements of post-employment benefit obligations

Under AS, remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts already included in the net previous GAAP, these remeasurements were forming part of the profit or loss for the year. As a result of this change, the profit for the year ended 31 March 2023 decreased by Rs. 1.54 millions with corresponding increase in other comprehensive income. There is no impact on the total equity as at 1 April 2022.

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2: Security deposits

Under the previous GAAP, interest free deposits from leasee (that are refundable in cash on completion of the lease term) are recorded at their transaction value. Under Ind AS, all financial liabilities are required to be recognised at fair value. Accordingly, the Company has fair valued these security deposits under Ind AS. Consequent to this change, the amount of security deposits decreased by Rs. 0.07 Millions as at March 31, 2023 (April 1, 2022 – Rs. 0.08 Millions). The deferred income on security deposit increased by Rs. 0.06 Millions as at March 31, 2023 (April 1, 2022 – Rs. 0.07 Millions). The profit for the year and total equity decreased by Rs. 0.01 Millions as at March 31, 2023 (April 1, 2022 - Rs. 0.01 Millions) due the notional interest income recognised on security deposits.

3: Compound financial instrument

Under Ind AS, on initial recognition, the issuer of a compound instrument first measures the liability component at its fair value. The equity component is measured as the residual amount that results from deducting the fair value of the liability component from the initial carrying amount of the instrument as a whole. As a result of this classification guidance under Ind AS the compulsorily convertible debentures (CCDs) issued by the Company were earlier classified as borrowings under previous GAAP are now classified as compound financial instruments resulting in decrease of borrowings by Rs. 118.25 Millions with the corresponding increase in other equity of Rs. 118.25 Millions as at April 1, 2022. For the liability component valued at fair value initially, finance charge is booked over the term of the CCDs at rate of similar financial instrument without the conversion option (12.50%) and interest at coupon rate booked under previous GAAP would be derecognised. As a result of which the net interest resulted in decrease of retained earning at April 1, 2022 by Rs. 15.58 Millions. For the year ended March 31, 2023 interest cost was charged on the liability component resulting in decrease in profit for the year ended March 31, 2023 by Rs. 10.38 Millions.

4: Fair valuation of PPE

On the date of transition to Ind AS, the Company has elected to measure items of property, plant and equipment at fair value and use that fair value as its deemed cost. The aggregate impact of fair values of such property, plant and equipment has increased the total equity by Rs. 1646.53 millions as at April 1, 2022. Consequently, depreciation impact relating to the above in the cost of property, plant and equipment for March 2023 is Rs. 38.60 Millions.

5: Impact of transaction cost on borrowings to be recognised over loan term

Under Previous GAAP, the Company had recognised transaction costs incurred in respect of borrowings in the Statement of Profit and Loss in the year in which costs were incurred. Under Ind AS 109, such transaction costs are adjusted against carrying value of borrowing and are amortised using effective interest rate method over the tenure of the loan. However, the entity may opt to amortise the transaction costs on a straight line basis over the period of loan in case there is no material difference as compared to transaction costs being amortised over the term loan on re estimated cashflows on interest resets. Accordingly retained earnings have been debited by Rs. 12.73 millions on April 1, 2022. Under Ind AS, finance cost Rs 0.94 Million has been charged to statement of profit and loss for amortisation of such transaction cost during the year ended 31 March 2023 and 31 March 2024.

6: Other comprehensive income

Under Ind AS, all items of income and expense recognised in a period should be included in profit or loss for the period, unless a standard requires or permits otherwise. Items of income and expense that are not recognised in profit or loss but are shown in the Statement of Profit and Loss as 'other comprehensive income' includes remeasurements of defined benefit plans. The concept of other comprehensive income did not exist under previous GAAP.

7: Deferred tax on adjustments

Deferred tax - Under previous GAAP, deferred tax accounting was done using the income statement approach, which focused on differences between taxable profits and accounting profits for the period whereas in Ind AS 12 balance sheet approach required to be followed, which focuses on temporary differences between carrying amount of an asset or liability in the balance sheet and its tax base. This resulted in recognition of deferred tax on new temporary differences which was not required in previous GAAP. Therefore, defrred tax has been recognised on the adjustments made on transition to Ind AS.

Further, the Company has also recorded deferred tax asset on previously unrecognised business losses and unabsorbed depreciation, as there are sufficient suitable deferred tax liabilities available.

8: Amortisation of goodwill

Goodwill is recognised at net carrying amount as per the previous GAAP as on the transition date i.e. Rs 158.56 millions. Under previous GAAP, the goodwill was amortised over the period whereas under Ind AS the goodwill is not amortised but tested for impairment. Accordingly, the amortisation of goodwill for the year ended March 31, 2023 was reversed resulting into decrease in loss for the year by Rs. 62.36 millions with corresponding impact on retained earnings.

9: Expected credit loss

As on the transition date, the Company has applied expected credit loss on trade receivables using the simplified approach as suggested under Ind AS 109. As a result of this, the retained earnings were reduced by Rs. 0.10 millions on April 1, 2022 with the corresponding decrease in the amount of trade receivables. During the year ended March 31, 2023, the impact of expected credit loss resulted in reversal provision by reducing the loss by Rs. 0.11 millions.

10: Retained Earnings

Retained earnings as at April 1, 2022 has been adjusted consequent to the above Ind AS transition adjustments.

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Notes to Financial Statements for the year ended March 31, 2024 (Cont...)

39 Ratio Analysis and its elements

Ratio	Numerator	Denominator	As at March 31, 2024	As at March 31, 2023	% Change	Remarks
Current Ratio	Current Assets	Current Liabilities excluding current maturities of long-term borrowings	3.48	9.96	-65%	Decrease in current ratio is primarily on account of increase in financial liabilities, mainly capital creditors
Debt Equity Ratio	Non - Current Borrowings + Current Borrowings	Total Equity	2.94	3.17	-7%	
Debt Service Coverage Ratio	Profit before Tax + Interest (Net) + Depreciation and amortisation expenses	Interest (Net) + Lease Payments + Principal Repayment of long-term Debt	1.28	1.36	-6%	
Return on Equity Ratio	Net Profit after taxes	Average Total Equity	0.02	0.03	-42%	Decrease in return on equity is primarily on account of reduced business profits for the current year.
Inventory Turnover Ratio	Cost of Goods sold	Average Inventory	2.25	2.27	-1%	
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	22.47	25.59	-12%	
Trade Payables Turnover Ratio	Net Purchases	Average Trade Payables	0.47	1.43	-67%	Decrease in Trade Payable Turnover ratio is primarily on account of higher related party payables as compared to previous year.
Net Capital Turnover Ratio	Net Sales	Average Working Capital i.e. Average Current Assets - Average Current Liabilities	0.86	0.68	26%	Increase in Net Capital Turnover Ratio is primarily on account of increase in revenue during the year.
Net Profit Ratio	Net Profit after tax	Net Sales	0.03	0.05	-43%	Decrease in Net profit ratio is primarily on account of decrease in profits made in the current year compared to previous year.
Return on Capital employed	EBIT	Capital Employed	0.09	0.10	-1%	

* 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.

40 Other Regulatory Information required by Schedule III

i **Details of benami property held**
No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

ii **Relationship with struck off companies**
The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

iii **Borrowing secured against current asset**
The Company has borrowings from banks and financial institutions on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Company with banks and financial institutions are in agreement with the books of accounts.

iv **Registration of charges or satisfaction with Registrar of Companies**
The Company does not have any charges or satisfaction which is yet to be registered with Registrar Of Companies (ROC) beyond the statutory period.

v **Wilful defaulter**
The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

vi **Compliance with number of layers of companies**
The Company has complied with the number of layers prescribed under the Companies Act, 2013, read with the Companies (Restriction on number of Layers) Rules, 2017.

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vii **Utilisation of borrowed funds and share premium**

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Comapny (Ultimate Beneficiaries) or

b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

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

viii **Undisclosed income**

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

ix **Details of crypto currency or virtual currency**

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

x **Title deeds of immovable properties not held in name of the company**

The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in note 3 to the financial statements, are held in the name

xi **Utilisation of borrowings availed from banks and financial institutions**

The borrowings obtained by the company from banks and financial institutions have been applied for the purposes for which

xii **Compliance with approved scheme(s) of arrangement**

The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

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

J. H. Sheth

Jaymin Sheth
Partner
Membership Number: 114583

Place: Mumbai
Date: June 18, 2024

For and on behalf of the board of directors of
Schloss Udaipur Private Limited
CIN: U55101DL2019PTC347495

Anurag Bhatnagar
Director
DIN: 07967035

Place: Mumbai
Date: June 18, 2024

R. Shankar

Ravi Shankar
Director
DIN: 07967039

Place: Mumbai
Date: June 18, 2024

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