R B S C & CO.
CHARTERED ACCOUNTANTS
(Formerly S. S. Kothari & Co.)
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INDEPENDENT AUDITORS' REPORT

To,
The Members,
Vipani Hotels & Resorts Ltd.

Opinion

We have audited the accompanying Ind AS financial statements of Vipani Hotels & Resorts Ltd. ('the Company'), which comprise the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (herein after referred to as "Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the state of affairs of the Company as at 31st March, 2020, and its profit, 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 Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Ind AS financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, 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.

Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued there under.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the

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accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibility for the audit of the Ind AS Financial Statements

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

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

• Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

• Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

• Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

• Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("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 the paragraph 3 and 4 of the order.

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

(a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

(c) the Balance sheet, the Statement of profit and loss, 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 Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with relevant rule issued there under;

(e) on the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

(g) 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:

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i. The Company does not have any pending litigations which would impact its financial position;

ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For R B S C & Co.
Chartered Accountants
Firm's Reg. No.-302034E

Place: Kolkata
Dated: June 26, 2020

(R.N.Bardhan)
Partner
Membership no.-017270
UDIN: 20017270AAAAPO3629

Kolkata
Chartered Accountants

Annexure "A" to the Independent Auditors Report of even date on the Ind AS Financial Statements of Viapni Hotels & Resorts Ltd.

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended 31st March, 2020:

1. (a)The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

   (b)The company has regular programme of physical verification of its fixed asset by which fixed assets are verified in phased manner over a period of three years. In accordance with this program, certain fixed assets were verified during the year, no material discrepancies between the books records and the physical fixed assets have been noticed.

   (c)The title deeds of immovable properties are held in the name of the company.

2. The Company's nature of operation does not require it to hold inventories. Hence provision of clause (ii) of paragraph 3 of order is not applicable to the company.

3. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company.

4. The company has not made any investment or furnished any guarantee or securities within the meaning of section 185 and I86 of the Companies Act, 2013. Hence, the provisions of clause (iv) of paragraph 3 of the Order are not applicable to the Company.

5. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

6. The central Government has not prescribed the maintenance of cost records under section 148 (1) of the Companies Act 2013, for any services rendered by the company.

7. (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess, Goods and Services Tax (GST) and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at 31st March, 2020 for a period of more than six months from the date on when they become payable.
   (b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.

8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks, financial institutions or from the government and has not issued any debentures.

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Chartered Accountants

9. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

10. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

11. Based upon the audit procedures performed and the information and explanations given by the management, the company has not paid or provided any managerial remuneration. Accordingly, the provisions of clause 3 (xi) of the Order are not applicable to the Company and hence not commented upon.

12. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.

13. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

14. Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

15. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

16. In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For R B S C & Co.
Chartered Accountants
Firm's Reg. No.-302034E

Place: Kolkata
Dated: June 26, 2020

R B S C & Co. Kolkata Chartered Accountants

(R.N.Bardhan)
Partner
Membership no.-017270
UDIN: 20017270AAAADC3629

"Annexure B" to the Independent Auditor's Report of even date on the Ind AS Financial Statements of Vipani Hotels & Resorts Ltd.

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **Vipani Hotels & Resorts Ltd.** ("the Company") as of 31st March, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 system over financial reporting.

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Chartered Accountants

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For R B S C & Co.
Chartered Accountants
Firm's Reg. No.-302034E

Place: Kolkata
Dated: June 26, 2020

R B S C & Co. Kolkata Chartered Accountants

(R.N.Bardhan)
Partner
Membership no.-017270
UDIN: 20017270AAAADO3629

VIPANI HOTELS & RESORTS LIMITED

Balance Sheet as at 31st March, 2020

(Rs. In Lakhs)

	Particulars	Note No.	As at 31st March, 2020	As at 31st March, 2019
			Rs.	Rs.
I.	ASSETS			
(1)	Non - current assets			
	(a) Capital work in progress	3	28.36	27.94
	(b) Other non- current assets	4	3.00	3.00
(2)	Current assets			
	(a) Financial assets			
	(i) Cash and cash equivalents	5	0.02	0.15
	(ii) Other financial assets	6	12.50	12.50
	(c) Current tax assets (net)	7	0.31	0.31
	(d) Other current assets	8	0.00	0.00
	Total Assets		**44.19**	**43.90**
II.	EQUITY AND LIABILITIES			
(1)	Equity			
	(a) Equity Share capital	9	49.60	49.60
	(b) Other Equity	10	-43.26	-43.26
	Liabilities			
(2)	Current liabilities			
	(a) Financial liabilities			
	(i) Borrowings	11	37.38	36.83
	(ii) Trade and other payables	12	0.00	0.00
	(iii) Other financial liabilities	13	0.47	0.73
	(b) Other current liabilities	14	0.00	0.00
	Total Equity and Liabilities		**44.19**	**43.90**
	Corporate Information	1		
	Significant Accounting Polices	2		
	Other Disclosures	15		
	The accompanying notes 1 to 15 are an integral part of the financial statements.			

For R B S C & Co. (Formerly S. S. Kothari & Co.)
Firm Regn. No. 302034E
Chartered Accountants

R. N. Bardhan
Partner
Membership No. 17270

For and on behalf of the Board of Directros

Shankar Mukherjee
Director
DIN:01918561

Rajiv Keshri
Director
DIN:07703541

Date: 26.06.2020
Pleace: Kolkata

VIPANI HOTELS & RESORTS LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020

Rs. In Lakhs

	Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
A.	**Cash flows from operating activities**		
	Profit after taxation	-	
	Operating profit before working capital changes	-	-
	Working capital changes:		
	Increase / (Decrease) in other current assets		
	Increase/(Decrease) in trade and other payables		
	Increase/(Decrease) other financial liabilities	-0.26	0.36
	Increase/(Decrease) other current liabilities	0.00	0.00
	Cash generated from operations	-0.26	0.36
	Income tax paid		
	Net cash from operating activities	-0.26	0.36
B	**Cash flows from investing activities**		
	Increase in Capital work in progress	-0.42	-0.86
	Net cash used in investing activities	-0.42	-0.86
C	**Cash flows from financing activities**		
	Proceeds from long-term borrowings	0.55	0.45
	Net cash used in financing activities	0.55	0.45
	Net increase in cash and cash equivalents	-0.13	-0.04
	Cash and cash equivalents at beginning of period	0.15	0.19
	Cash and cash equivalents at end of period	0.02	0.15

For R B S C & Co. (Formerly S. S. Kothari & Co.)
Firm Regn. No. 302034E
Chartered Accountants

For and on behalf of the Board of Directros

R. N. Bardhan
Partner
Membership No. 17270

Shankar Mukherjee
Director
DIN:01918561

Rajiv Keshri
Director
DIN:07703541

Date: 26.06.2020
Pleace: Kolkata

Kolkata

VIPANI HOTELS & RESORTS LIMITED

Statement of Changes in Equity for the Year ended 31st March, 2020

(a) Equity Share capital

(Rs. In Lakhs)

Balance as on April 1, 2019	Changes in equity share capital during the year	Balance as at 31st March, 2020
Rs. 49.60	Rs. 0.00	Rs. 49.60

(b) Other Equity

	Reserves and surplus
	Retained Earnings
	Rs.
Balance as at 1st April, 2019	-43.26
Balance as at 31st March, 2020	-43.26

For R B S C & Co. (Formerly S. S. Kothari & Co.)
Firm Regn. No. 302034E
Chartered Accountants

R. N. Bardhan
Partner
Membership No. 17270

Date: 26.06.2020
Pleace: Kolkata

For and on behalf of the Board of Directros

Shankar Mukherjee
Director
DIN:01918561

Rajiv Keshri
Director
DIN:07703541

1.	**Corporate information**
	Vipani Hotels & Resorts Limited ('the Company") is an unlisted entity incorporated in India and is presently not engaged in commercial business. Shristi Infrastructure Development Corporation Ltd. is the holding company owning 100% of equity share capital of the Company.
	Its registered office is situated in Kolkata. The financial statements for the year ended March 31, 2020 were approved for issue by the Board of Directors on 26th June, 2020 .
2.	**Significant accounting policies**
2.1	**Statement of Compliance with Ind AS**
	These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013. The financial statements have also been prepared in accordance with the relevant presentation requirements of the Companies Act, 2013. The Company adopted Ind AS from 1st April, 2017. Up to the year ended 31st March, 2017, the Company prepared its financial statements in accordance with the requirements of previous Generally Accepted Accounting Principles (GAAP), which includes Standards notified under the Companies (Accounting Standards) Rules, 2006. These are the Company's first Ind AS financial statements. The date of transition to Ind AS is 1st April, 2016.
2.2	**Basis of preparation**
	The financial statements are prepared in accordance with the historical cost convention, except for certain items that are measured at fair values, as explained in the accounting policies. Historical cost is generally based on the fair value of the consideration in exchange for goods and services.
	All amount disclosed in the financial statements including notes thereon have been rounded off to the nearest lacs as per the requirement of Schedule III to the Act, unless stated otherwise.
2.3	**Use of estimates**
	The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period; they are recognised in the period of the revision and future periods if the revision affects both current and future periods.
2.4	**Operating Cycle**
	All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1 - Presentation of Financial Statements. The Company has ascertained its operating cycle to be 12 months for the purpose of current, non-current classification of assets and liabilities.
2.5	**Capital work in progress**
a)	Capital work in progress are stated at cost. For this purpose, cost includes deemed cost which represents the carrying value recognised as at 1st April, 2016 measured as per the previous GAAP.

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Notes to Financial Statements (contd.)
Note No. : 2 Significant accounting policies (contd.)

b)	Capital work in progress is stated at cost and includes development and other expenses. Directly attributable expenditure (including finance costs relating to borrowed funds for construction or acquisition of Property, plant and equipment) incurred on projects under implementation are treated as Pre-operative expenses pending allocation to the assets and are shown under Capital work in progress.
2.6	**Impairment of Assets**
	As at each balance sheet date, the Company assesses whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, if any, an impairment loss is recognized for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.
	If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the impairment loss previously recognized is reversed such that the asset is recognized at its recoverable amount but not exceeding written down value which would have been reported if the impairment loss had not been recognized.
2.7	**Revenue recognition**
	Revenue is recognised to the extent it is probable that economic benefits would flow to the Company and the revenue can be reliably measured, regardless of when the revenue proceeds is received from customers. Revenue is measured at the fair value of the consideration received/receivable net of rebate and taxes.
	All other income are accounted for on accrual basis.
2.8	**Provisions, contingent liabilities and contingent assets**
a)	Provisions are recognized only when there is a present obligation, as a result of past events and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.
b)	Contingent liability is disclosed for possible obligations which will be confirmed only by future events not wholly within the control of the Company or present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.
c)	Contingent assets are neither recognized nor disclosed except when realisation of income is virtually certain, related asset is disclosed.
d)	Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.
2.9	**Financial instruments, Financial assets, Financial liabilities and Equity instruments**
	Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the relevant instrument and are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) are added to or deducted from the fair value on initial recognition of financial assets or financial liabilities.

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i)	**Financial Assets**	
(a)	**Recognition**	
	Financial assets include Cash & cash equivalents and other financial assets. Such assets are initially recognised at transaction price when the Company becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Statement of Profit and Loss.	
(b)	**Classification**	
	Management determines the classification of an asset at initial recognition depending on the purpose for which the assets were acquired. The subsequent measurement of financial assets depends on such classification. Financial assets are classified as those measured at:	
	1)	amortised cost, where the financial assets are held solely for collection of cash flows arising from payments of principal and/ or interest.
	2)	fair value through other comprehensive income(FVTOCI), where the financial assets are held not only for collection of cash flows arising from payments of principal and interest but also from the sale of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in other comprehensive income.
	3)	fair value through profit or loss (FVTPL), where the assets does not meet the criteria for categorization as at amortized cost or as FVTOCI. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in the Statement of Profit and Loss in the period in which they arise.
	Cash and cash equivalents and other financial assets etc. are classified for measurement at amortised cost.	
(c)	**Impairment**	
	The Company assesses at each reporting date whether a financial asset (or a group of financial assets) is impaired based on evidence or information that is available without undue cost or effort. Expected credit losses are assessed and loss allowances recognised if the credit quality of the financial asset has deteriorated significantly since initial recognition.	
(d)	**De-recognition**	
	Financial assets are derecognised when the right to receive cash flows from the assets has expired, or has been transferred, and the Company has transferred substantially all of the risks and rewards of ownership. If the asset is one that is measured at:	
	(i)	amortised cost, the gain or loss is recognised in the Statement of Profit and Loss;
	(ii)	fair value through other comprehensive income, the cumulative fair value adjustments previously taken to reserves are reclassified to the Statement of Profit and Loss unless the asset represents an equity investment in which case the cumulative fair value adjustments previously taken to reserves is reclassified within equity.
ii)	**Financial liabilities**	
	Financial liabilities are initially recognised at the value of the respective contractual obligations. They are subsequently measured at amortised cost. Financial liabilities are derecognised when the liability is extinguished, that is, when the contractual obligation is discharged, cancelled and on expiry.	
iii)	**Equity instruments**	
	Equity instruments are recognised at the value of the proceeds.	

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Chartered Accountants

iv)	**Offsetting of financial instruments**
	Financial assets and liabilities are offset and the net amount is included in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.
v)	**Dividend distribution**
	Dividends paid (including income tax thereon) is recognised in the period in respect of the final dividend when approved by shareholders.
vi)	**Fair value measurement**
	The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:
	Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
	Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
	Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).
2.10	**Taxes**
	Taxes on income comprises of current taxes and deferred taxes. Current tax in the Statement of Profit and Loss is provided as the amount of tax payable in respect of taxable income for the period using tax rates and tax laws enacted during the period, together with any adjustment to tax payable in respect of previous years.
	Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities and the amounts used for taxation purposes (tax base), at the tax rates and tax laws enacted or substantively enacted by the end of the reporting period.
	Deferred tax assets are recognized for deductible temporary differences, the carry forward of unused tax credits and any unused tax losses 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 balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.
	Income tax, in so far as it relates to items disclosed under other comprehensive income or equity, are disclosed separately under other comprehensive income or equity, as applicable.
2.11	**Earnings per Share**
a)	Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders(after deducting attributable taxes) by the weighted-average number of equity shares outstanding during the period.
b)	For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted-average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

	The number of equity shares and potential dilutive equity shares are adjusted retrospectively for all periods presented for any share split and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.
2.12	**Cash and cash equivalents**
	Cash and cash equivalents in the Balance sheet comprise cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of changes in value.
	For the purpose of the Cash Flow Statement, Cash and cash equivalents consist of Cash and cash equivalents, as defined above and net of outstanding book overdrafts as they are considered an integral part of the Company's cash management.
2.13	**Cash Flow Statement**
	Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Company are segregated.

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VIPANI HOTELS & RESORTS LIMITED

Notes to accounts (contd.)

Note No. : 3 Capital work-in-progress

(Rs. In Lakhs)

Particulars			As at 31st March, 2020		As at 31st March, 2019
Civil work - in - progress					
Additions during the year :					
Finance costs					
Bank charges			0.08		0.01
Other expenses					
Professional expenses		0.05		0.34	
Miscellaneous expenses		0.30	0.35	0.52	0.85
	(A)		**0.42**		**0.86**
Balance brought forward					
Plant and equipment/ Civil work - in- progress	(B)		27.94		27.07
Capital work-in-progress at the end of the year	C= (A+B)		28.36		27.94

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Notes to accounts (contd.)

Note No. : 4 Other non- current assets *(Unsecured, considered good)*

(Rs. In Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rs.	Rs.
Capital advances	3.00	3.00
	3.00	**3.00**

Note No. : 5 Cash and cash equivalents

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rs.	Rs.
Cash in hand	0.01	0.01
Balances with banks		
On current accounts	0.01	0.14
	0.02	**0.15**

Note No. : 6 Other Financial Assets- Current *(Unsecured, considered good)*

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rs.	Rs.
Security Deposits	12.50	12.50
	12.50	**12.50**

Note No. : 7 Current tax assets (net)

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rs.	Rs.
Advance tax	0.31	0.31
	0.31	**0.31**

Note No. : 8 Other current assets *(Unsecured, considered good)*

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rs.	Rs.
Advances other than capital advances		
Other advances		
FBT Refundable	-	-
	-	-

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Notes to accounts (contd.)

Note No. : 9

(Rs. In Lakhs)

Equity Share capital

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	No. of shares	Amount	No. of shares	Amount
		Rs.		Rs.
(a) Authorised				
Equity shares of par value Rs. 10/- each	5,00,000	50.00	5,00,000	50.00
(b) Issued, subscribed and fully paid up				
Equity shares of par value Rs. 10/- each	4,96,000	49.60	4,96,000	49.60
		49.60		**49.60**

(c) Reconciliation of number and amount of equity shares outstanding:

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	No. of shares	Amount	No. of shares	Amount
		Rs.		Rs.
At the beginning of the year	4,96,000	49.60	4,96,000	49.60
Add: Issued during the year	-	0.00	-	0.00
At the end of the year	**4,96,000**	**49.60**	**4,96,000**	**49.60**

(d) Terms / Rights attached to Equity shares :
The Company has only Equity shares having a par value of Rs. 10.00 per share. Each holder of Equity shares are entitled to to receive dividend as declared from time to time and entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential dues. The distribution will be in proportion to the number of equity shares held by the shareholders.

(e) Shares held by holding/ultimate holding company and/or their subsidiaries/associates :

Name of the Company (Relationship)	As at 31st March, 2020		As at 31st March, 2019	
	No. of shares	% of holding	No. of shares	% of holding
Shristi Infrastructure Development Corp. Ltd. (along with its nominees share holders)	**4,96,000**	100%	4,96,000	100%

(f) Shareholders holding more than 5 % of the equity shares in the Company :

Name of the shareholders	As at 31st March, 2020		As at 31st March, 2019	
	No. of shares	% of holding	No. of shares	% of holding
Shristi Infrastructure Development Corp. Ltd. (along with its nominees share holders)	**4,96,000**	100%	4,96,000	100%

K B S C & CO Kolkata Chartered Accountants

Note No. : 10 Other Equity

(Rs. In Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rs.	Rs.
Retained earnings		
Balance as per last account	-43.26	-43.26
	-43.26	-43.26

Note No. : 11 Financial liabilities - Borrowings

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rs.	Rs.
Loans repayable on demand - Unsecured:		
From related parties		
Shristi Infrastruture Development Corporation Limited	37.38	36.83
	37.38	36.83

Note No. : 12 Trade payables and other payables

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rs.	Rs.
Trade payables		
Total outstanding dues of creditors other than micro and small enterprises	-	-
Other Payable		
Total outstanding dues of creditors other than micro and small enterprises	-	-
	-	-

Note No. : 13 Other financial liabilities- Current

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rs.	Rs.
Financial liabilities at amortized cost		
Other Payables		
Liability for expenses	0.47	0.73
	0.47	**0.73**

Note No. : 14 Other current liabilities

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rs.	Rs.
Others		
Statutory liabilities	-	-
	-	-

Kolkata Chartered Accountants

Notes to accounts (contd.)

Note No. : 15 Other disclosures

A. The company has not received any memorandum (as required to be filed by the suppliers with the notified authority under the Micro, Small and Medium Enterprises Development Act, 2006) claiming their status as on 31 March 2020 as micro, small and medium enterprises. Consequently, the amount due to micro and small enterprises as per requirement of Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 is Nil (31st March 2019 - Nil)

B. Operating Segment

In line with Ind AS 108 -Operating Segments, taking into account the organizational structure, product type as well as the differing risks and returns criterion, there are no distinguishable Geographical or Business components on the basis of which segments can be identified.

C. Related party disclosures :

a) Name of the related parties and description of relationship :

i) Holding Company : Shristi Infrastructure Development Corporation Limited
(Control exists)

b) Transactions with Related parties :

Nature of transaction/ Name of the related party	Holding Company	
	2019-20	2018-19
	Rs.	Rs.
Loan Shristi Infrastructure Development Corporation Limited Taken during the year	0.55	0.45
Balance Outstanding:	31st March, 2020	31st March, 2019
	Rs.	Rs.
Shristi Infrastructure Development Corporation Limited Loan	37.38	36.83

c) The transactions with related party has been entered at an amount which are not materially different from those on normal commercial terms.

d) The amounts outstanding are unsecured and will be settled in cash. No guarantees have been given or received. No expense has been recognised in current year and previous year for bad or doubtful debts in respect of the amounts owed by related parties.

D. No Statement of Profit and Loss has been prepared as the Company has not ommenced any business operations.

E. The board of Director in their meeting dated 14th February, 2017, had approved a scheme of arrangement for Demerger of hospitality business of the Shristi Indrastructure Development Corporation Limited(100% holding company) subject to necessary apporvals of the shareholders/creditors and/or any other regulatory body, as may be required. The appointed date of Scheme is 01.01.2017. SEBI and BSE have given their approval for the scheme vide their letters dated 12th May, 2017. Shareholders & Creditors gave their approval on 25th October, 2017 and the matter is listed for hearing at NCLT.Since the scheme is subject to various regulatory approvals,pending such approvals, the scheme has not been accounted for in the accompanying audited financial Statement for the year ended on 31st March, 2020.

F. In acccordance with the Indian Accounting Standard (AS) 12 " Accounting for Taxes on Income", the company has certain amounts eligible to create Deferred Tax assets(DTA). However, in the absence of virtual certainty with regards to realization of DTA in the foreseeable future, the same has not been recognized.

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Notes to accounts (contd.)

Note No. : 15 Other disclosures (contd.)

G. **Financial instruments - Accounting, Classification and Fair value measurements**

a. **Financial instruments by category**

As at 31st March, 2020 (Rs. In Lakhs)

Sl. No.	Particulars	Refer Note No.	Carrying value Amortized cost		Fair Value	
			31st March, 2020	31st March, 2019	31st March, 2020	31st March, 2019
(1)	**Financial assets**					
(a)	Cash and cash equivalents	5	0.02	0.15	0.02	0.15
(b)	Other financial assets	6	12.50	12.50	12.50	12.50
	Total		12.52	12.65	12.52	12.65
(2)	**Financial liabilities**					
(a)	Borrowings	11	37.38	36.83	37.38	36.83
(b)	Trade payables	12	0.00	0.00	0.00	0.00
(c)	Other financial liabilities	13	0.47	0.73	0.47	0.73
			37.85	37.56	37.85	37.56

b. **Fair value hierarchy**

The fair value of the financial assets and financial liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

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

Fair value of cash and cash equivalents and other current financial assets, short term borrowings, trade payables and other current financial liabilities is considered to be equal to the carrying amounts of these items due to their short-term nature.

There has been no change in the valuation methodology for Level 3 inputs during the year. The Company has not classified any material financial instruments under Level 3 of the fair value hierarchy.

No Financial assets and financial liabilities are measured at fair value on a recurring basis.

H. **Financial risk management objectives and policies**

The Company's activities is expose to liquidity risk and credit risk. The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

(a) **Credit risk**

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The company has only given security deposit and the company is exposed to credit risk to that extent.

(b) **Liquidity risk**

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash. The company is exposed to liquidity risk due to short term borrowings and other current liabilities.

The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due without incurring unacceptable losses or risking damage to the Company's reputation. The Company ensures that it has sufficient fund to meet expected operational expenses, servicing of financial obligations.

The following are the contractual maturities of financial liabilities:

(Rs. In Lakhs)

Particulars	Carrying Amount	Less than 1 year	1-5 years	More than 5 years	Total
31st March, 2020					
Borrowings	37.38	37.38			37.38
Trade payables					0.00
Other financial liabilities	0.47	0.47			0.47
Total	37.85	37.85			37.85
31st March, 2019					
Borrowings	36.83	36.83			36.83
Trade payables	0.00	0.00			0.00
Other financial liabilities	0.73	0.73			0.73
Total	37.56	37.56			37.56

I. **Capital Management**

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserve attributable to the equity share-holders of the Company. The Company's objective when managing capital is to safeguard its ability to continue as a going concern so that it can continue to provide returns to shareholders and other stake holders.

J. **Recent accounting pronouncements**

a) Appendix B to Ind AS 21, Foreign currency transactions and advance consideration: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. The amendment will come into force from April 1, 2018. The Company does not have Foreign currency transactions, therefore, there is no impact on the financial statements.

b) Ind AS 115- Revenue from Contract with Customers: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

The standard permits two possible methods of transition:
• Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8- Accounting Policies, Changes in Accounting Estimates and Errors.
• Retrospectively with cumulative effect of initially applying the standard recognized at the date of initial application (Cumulative catch - up approach)
The effective date for adoption of Ind AS 115 is financial periods beginning on or after April 1, 2018. The Company will adopt the standard on April 1, 2018 by using the cumulative catch-up transition method and accordingly comparatives for the year ending or ended March 31, 2018 will not be retrospectively adjusted. There will be no effect on adoption of Ind AS 115 as the Company has no commercial operations.

For R B S C & Co. (Formerly S. S. Kothari & Co.)
Firm Regn. No. 302034E
Chartered Accountants

R. N. Bardhan
Partner
Membership No. 17270

For and on behalf of the Board of Directros

Shankar Mukherjee
Director
DIN:01918561

Rajiv Keshri
Director
DIN:07703541

Date: 26.06.2020
Pleace: Kolkata

R B S C & Co. Kolkata Chartered Accountants