

31st March, 2017

KAMATS RESTAURANTS (INDIA) PVT. LTD.
REGD. OFFICE: KHIL HOUSE, 70-C NEHRU ROAD, VILE PARLE (EAST), MUMBAI - 400 099

6th ANNUAL REPORT

STATEMENT OF AUDITED ACCOUNTS

FOR THE YEAR ENDED

31ST MARCH 2017

AUDITORS
MESSRS J.P.CHATURVEDI & CO.
Chartered Accountants

J. P. Chaturvedi & Co.

Chartered Accountants

73, Mulji Jetha Bld., 3rd Floor,
178, Princess Street, Mumbai – 400 002
Tel: 0226 1855, Email : jpchaturvedi@inbox.com
M.: 9967057695 / 9320912364



J. P. Chaturvedi
B.Com., F.C.A.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF KAMATS RESTAURANTS (INDIA) PRIVATE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **KAMATS RESTAURANTS (INDIA) PRIVATE LIMITED**, ("the Company") which comprise of Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone 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 standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

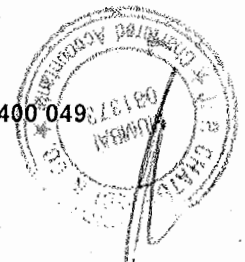
We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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, of the state of affairs of the Company as at 31st March, 2017, and its loss and its cash flows for the year on that date.



Report on Other Legal and Regulatory Requirements

1. This Report does not include a statement on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (1.1) of section 143 of the Act, since in our opinion and according to the information and explanation given to us, the said order is not applicable to the Company for the above year.
2. As required by section 143(3) of the Act, we report that :
 - (i) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - (ii) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - (iii) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this report, are in agreement with the books of account.
 - (iv) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014.
 - (v) On the basis of written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Sub-Section (2) of Section 164 of the Act.
 - (vi) Our report on adequacy of internal financial controls system over financial reporting of the Company and the operating effectiveness of such controls is given in **Annexure "A"**
 - (vii) 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:
 - (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 has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - (iv) The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 13 to the financial statements.



For J P CHATURVEDI & CO.
Chartered Accountants
(Registration No. 130274W)

J.P. CHATURVEDI
Proprietor

Membership No. 031373

Mumbai: 19th May, 2017

J. P. Chaturvedi & Co.

Chartered Accountants

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ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

The Annexure referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' in our report of even date to the members of **KAMATS RESTAURANTS (INDIA) PRIVATE LIMITED** for the year ended 31st March, 2017. We report that:

Report on the Internal Financial Controls over Financial Reporting 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 Kamats Restaurants (India) Private Limited ("the Company") as of 31st March, 2017 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.



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 expenditure 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, 2017, 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 J P CHATURVEDI & CO.
Chartered Accountants
(Registration No. 130274W)

J P Chaturvedi
J P CHATURVEDI
Proprietor
Membership No. 031373

Mumbai: 19th May, 2017

KAMATS RESTAURANTS (INDIA) PRIVATE LIMITED

Registered Office: KHIL House, 70-C, Nehru Road, Vile Parle (East), Mumbai - 400099

CIN: U55204MH2011PTC215698

BALANCE SHEET AS AT 31ST MARCH, 2017

Amount in Rs.

PARTICULARS	NOTE	AS AT 31ST MARCH, 2017	AS AT 31ST MARCH, 2016
<u>EQUITY AND LIABILITIES:</u>			
Shareholder's Funds:			
(a) Share Capital	2	100,000	100,000
(b) Reserves and Surplus	3	(55,607)	(43,047)
Non-Current Liabilities:			
Current Liabilities:			
Other Current Liabilities	4	2,875	2,863
TOTAL		47,268	59,816
<u>ASSETS:</u>			
Non-Current Assets:			
Other Non-Current Assets	5	6,351	8,469
Current Assets:			
(a) Cash and Cash Equivalents	6	38,799	49,229
(b) Other Current Assets	7	2,118	2,118
TOTAL		47,268	59,816

Summary of significant accounting policies 1

The accompanying notes are an integral part of the financial statements 1 to 14

As per our report of even date
FOR J. P. CHATURVEDI & CO.
Chartered Accountants
Registration Number: - 180274W

J. P. CHATURVEDI
Proprietor
(Membership No.- 031373)



Mumbai: 19th May, 2017

For and on behalf of the board of directors of
KAMATS RESTAURANTS (INDIA) PRIVATE LIMITED

BABU A. DEVADIGA
Director
DIN : 00492360

PRABHAKAR V. SHETTY
Director
DIN : 02448426

KAMATS RESTAURANTS (INDIA) PRIVATE LIMITED

Registered Office: KHIL House, 70-C, Nehru Road, Vile Parle (East), Mumbai - 400099

CIN: U55204MH2011PTC215698

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2017

PARTICULARS	NOTE	Amount in Rs. YEAR ENDED	
		31ST MARCH, 2017	31ST MARCH, 2016
EXPENSES:			
Other Expenses	8	12,560	8,187
Total Expenses		<u>12,560</u>	<u>8,187</u>
(Loss) Before Tax		(12,560)	(8,187)
Less: Tax Expenses:			
Current Tax		-	-
(Loss) for the Year		<u>(12,560)</u>	<u>(8,187)</u>
EARNINGS PER EQUITY SHARE:			
Equity shares of par value Rs. 10/- each			
Basic and Diluted	9	(1.26)	(0.82)
Summary of significant accounting policies	1		
The accompanying notes are an integral part of the financial statements	1 to 14		

As per our report of even date
FOR J. P. CHATURVEDI & CO.
Chartered Accountants
Registration Number - 130274W

J. P. CHATURVEDI
Proprietor
(Membership No.- 031373)

Mumbai: 19th May, 2017



For and on behalf of the board of directors of
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KAMATS RESTAURANTS (INDIA) PRIVATE LIMITED

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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

1.1 Basis of Accounting:

The financial statements are prepared and presented under the historical cost convention on the accrual basis of accounting in accordance with accounting principles generally accepted in India ("Indian GAAP") and are in compliance with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and as per the provisions of the Companies Act, 2013. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

1.2 Investments:

Non-current investments are valued at cost

1.3 Prior Period Adjustments, Extraordinary items and Changes in Accounting Policies:

Income and expenditure pertaining to prior period and extraordinary items and changes in accounting policies, where material are disclosed separately.

1.4 Revenue Recognition:

Revenue is recognised as per Accounting Standard 9 "Revenue Recognition" as specified under section 133 of the Companies Act, 2013. Revenue from service transactions is recognized as the service is performed and completed. Dividends are recorded when the right to receive payment is established.

1.5 Taxes on Income:

Tax on income for the current period is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961. Deferred tax is recognised on timing differences between the accounting income and the taxable income for the year, and quantified using the tax rates and laws enacted as on the Balance sheet date. Deferred tax assets are recognised and carried forward to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

1.6 Preliminary Expenditure

Preliminary Expenditure is carried as an asset and amortised over a period of 10 years.

1.7 Fixed Assets

Fixed Assets are stated at cost of acquisition including related expenses less accumulated depreciation.

2 SHARE CAPITAL :

Amount in Rs.
AS AT 31ST MARCH, 2017 AS AT 31ST MARCH, 2016

AUTHORISED:

50,000 Equity Shares of Rs.10/- each	500,000	500,000
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	500,000	500,000
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ISSUED ,SUBSCRIBED AND FULLY PAID UP:

10,000 Equity Shares of Rs. 10/- each, fully paid up.	100,000	100,000
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Total	100,000	100,000
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2.1 Terms/ rights attached to equity shares

The Company has only class of equity shares having a par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividend in Indian rupees.

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

2.2 Details of Shareholders holding more than 5% shares in the Company

	AS AT 31ST MARCH, 2017		AS AT 31ST MARCH, 2016	
	Number	% holding in the class	Number	% holding in the class
Equity shares of Rs. 10/- each fully paid Kamat Hotels (India) Limited	10000	100%	10000	100%



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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

		Amount in Rs.	
		AS AT 31ST MARCH, 2017	AS AT 31ST MARCH, 2016
3 RESERVES AND SURPLUS:			
Surplus/(Deficit) in the Statement of Profit and Loss			
Balance as per last financial statements		(43,047)	(34,860)
(Loss) for the year		(12,560)	(8,187)
Total		(55,607)	(43,047)
4 OTHER CURRENT LIABILITIES			
Audit fees payable		2,875	2,863
Total		2,875	2,863
5 OTHER NON CURRENT ASSETS			
Preliminary Expenses (Unamortised) Non Current		6,351	8,469
Total		6,351	8,469
6 CASH AND BANK BALANCES			
Cash and cash equivalent:			
Balance with bank in current account		33,799	44,229
Cash on Hand		5,000	5,000
Total		38,799	49,229
7 OTHER CURRENT ASSETS			
Preliminary Expenses (Unamortised Current)		2,118	2,118
Total		2,118	2,118



KAMATS RESTAURANTS (INDIA) PRIVATE LIMITED

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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

8 OTHER EXPENSES	Amount in Rs. YEAR ENDED	
	31ST MARCH, 2017	31ST MARCH, 2016
Auditors' Remuneration (refer note 8.1)	2,875	2,863
Bank Charges	3	-
Credit Card Charges	27	36
Preliminary Expenses W/off	2,118	2,118
Legal & Professional Fees	6,325	1,570
ROC Fee	1,200	1,600
Miscellaneous Expenses	12	-
Total	12,560	8,187

8.1 Payment to Auditor

Audit Fee	2,500	2,500
Service Tax	375	363
Total	2,875	2,863

9 Earning Per Share (E.P.S.) under Accounting Standard 20:

(Loss) after Tax as per accounts	(12,560)	(8,187)
No. of Shares issued	10,000	10,000
Nominal Value of Share	10	10
Basic and Diluted E.P.S.	(1.26)	(0.82)

10 Related Party Disclosures :

Related Parties where control exists:

(a) Holding Company : Kamat Hotels (India) Ltd

(b) Subsidiary Company : None

(c) Individual/Enterprises having significant influence over the Company : None

(d) Key Management Personnel : None

(e) Other related parties with whom transactions have taken place during the year : None

(f) Summary of transactions during the year with Related Parties entered into on commercial basis in the interest of the Company and approved by the Board and status of outstanding balances as on 31st March, 2017:

Name of Related Party	Amount in Rs. YEAR ENDED	
	31ST MARCH, 2017	31ST MARCH, 2016
Holding Company		
Kamats Hotels (India) Ltd		
Corporate Guarantee given to bankers for Credit Facility availed by Kamat Hotels (India) Ltd	3,858,300,000	3,858,300,000

11 The company has incurred loss and at present there is uncertainty regarding generation of future taxable income, hence deferred tax asset has not been recognised on consideration of prudence.

12 There were no amounts due and remaining unpaid to suppliers covered under Micro, Small & Medium Enterprises Development Act, 2006 (MSM Act) on account of principal and/or interest as at the close of the financial year. This disclosure is based on the information available with the Company regarding the status of the suppliers as defined under the MSM Act, 2006.



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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

13 DISCLOSURE ON SPECIFIED BANK NOTES (SBNs) :

During the year, the company had specified bank notes or other denomination note as defined in the MCA notification GSR 308(E) dated March 31, 2017 on the details of Specified Bank Notes (SBNs) held and transacted during the period from 8th November, 2016 to 30th December, 2016, the denomination wise SBNs and other notes as per the said notification is given below:

(Amount in Rs.)

Particulars	SBNs	Other demomination notes	Total
Closing cash in hand on November 8, 2016	-	5,000	5,000
(+) permitted receipts	-	-	-
(-) permitted payments	-	-	-
(-) amount deposited in banks	-	-	-
Closing cash in hand on December 30, 2016	-	5,000	5,000

14 Additional Information:

Amount in Rs.

YEAR ENDED

31ST MARCH, 2017 31ST MARCH, 2016

Particulars	31ST MARCH, 2017	31ST MARCH, 2016
a) Value of Imports (C.I.F. Value):	Nil	Nil
b) Expenditure in Foreign Currencies: (on accrual basis)	Nil	Nil
c) Earning in foreign exchange:	Nil	Nil
d) Number of non-resident shareholders:	Nil	Nil
e) Information on other matters as required in Part I and Part II of Schedule III to the Companies Act, 2013 not been given as the relevant matters were not applicable to the Company and / or did not exist during the year.		

As per our report of even date
FOR J. P. CHATURVEDI & CO.
Chartered Accountants
Registration Number: 130274W

J. P. CHATURVEDI
Proprietor
(Membership No.- 031373)

Mumbai: 19th May, 2017



For and on behalf of the board of directors of
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