

Independent Auditor's Report

To,
The Members of
Kamats Restaurants (India) Private Limited

Report on the Financial statements

Opinion

We have audited the accompanying financial statements of **Kamats Restaurants (India) Private Limited** ("the Company") which comprise the Balance Sheet as at 31st March 2024, and the Statement of Profit and Loss, and the Statement of Changes in Equity, and the Statement of Cash Flows for the year then ended, and notes to financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as financial statements).

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 ("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 2024, and its profit including 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 Standards 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 ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

Refer note 29 of Financial statements. the Company has incurred losses in the previous year and also its net worth is negative. There are no business operations in the Company and the management is evaluating option for new business. In the opinion of management, the accounts are prepared on going concern basis based on the commitment and financial support from the holding company to repay liabilities.

Our opinion is not modified in this matter. Further, the 'Material uncertainty related to going concern' para given above was also reported in our independent auditor's reports of earlier years and our opinion was not modified in the earlier years also.

Key Audit Matters

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

We have determined that there are no key audit matters to communicate in our report except matter described in "Material Uncertainty Related to Going Concern".



N. A. SHAH ASSOCIATES LLP
Chartered Accountants

Independent Auditor's Report (Contd.)

Information Other than the financial statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises of the information included in the Board's Report including Annexures to Board's Report but does not include the financial statements and our auditor's report thereon. These reports are expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and make other appropriate reporting as prescribed.

Responsibilities of Management and Those Charged with Governance for the Financial statements

The Company's Board of Directors is 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 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.

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 statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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.

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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements



Independent Auditor's Report (Contd.)

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 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 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.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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



N. A. SHAH ASSOCIATES LLP
Chartered Accountants

Independent Auditor's Report (Contd.)

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 in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 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 including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.
 - e) The matter described in 'Material uncertainty related to going concern' paragraph above, in our opinion, may have an adverse impact on the functioning of the Company.
 - f) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2024, from being appointed as a director in terms of Section 164(2) of the Act.
 - g) 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.
 - h) During the year, there is no managerial remuneration. Hence, reporting under section 197(16) of the Act is not applicable.
 - i) 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 as amended, 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 were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.



N. A. SHAH ASSOCIATES LLP
Chartered Accountants

Independent Auditor's Report (Contd.)

iv. The management has represented that,

- a) no funds have been advanced or loaned or invested by the Company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries.
- b) no funds have been received by the Company from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such Company shall whether, 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 provide guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that causes us to believe that the above representations given by the management contain any material misstatement.

- v. The Company has not declared or paid dividend during the year. Hence our comments on compliance with section 123 of the Companies Act 2013 does not arise.
- vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

For N. A. Shah Associates LLP

Chartered Accountants

Firm Registration Number: 116560W / W100149



Milan Mody

Partner

Membership No. 103286

UDIN: 24103286BKEMW06307

Place: Mumbai

Date: 07th May, 2024

N. A. SHAH ASSOCIATES LLP
Chartered Accountants

Kamats Restaurants (India) Private Limited

Annexure A to Independent Auditors' Report for the year ended 31st March 2024

[Referred to in paragraph 1 of 'Report on other legal and regulatory requirements' of our report of even date]

- i. The Company does not hold any Property, Plant and Equipment and Intangible Asset. Therefore, the clause (i) of paragraph 3 of the Order is not applicable to the Company.
- ii. The Company does not have any inventory. Therefore, the clause (ii) of paragraph 3 of the Order is not applicable to the Company.
- iii. During the year, the company has not made any investments in or granted any loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties. Therefore, the clause (iii) of paragraph 3 of the Order is not applicable to the Company.
- iv. As per the information and explanation given to us, in respect of guarantee given during the year, the Company has complied with provisions of section 185 and section 186 of the Act. Further, as informed to us the Company has not made any investments, given loan or provided security to which the provisions of section 185 and 186 of the Act is applicable.
- v. In our opinion and according to the information and explanation given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits from the public within the meaning of directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 of the Act, any other relevant provisions of the Act and the rules framed there under. We have been informed that no order relating to Company has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.
- vi. The Central Government has not prescribed maintenance of cost records under section 148(1) of the Act for the goods and services rendered by the Company. Accordingly, clause (vi) of paragraph 3 of the Order is not applicable to the Company.
- vii. In respect of statutory dues:
 - (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, in respect of amounts deducted / accrued in the books of accounts, the Company has been generally regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, as applicable to the Company during the year with the appropriate authorities. There are no undisputed amounts payable in respect of statutory dues outstanding as at 31st March 2024 for a period of more than six months from the date they become payable.
 - (b) According to the records of the Company and information and explanations given to us, there are no statutory dues referred to in clause (vii)(a) above which have not been deposited with appropriate authorities on account of any dispute.
- viii. According to the information and explanations given to us and based on the procedures carried out during the course of our audit, we have not come across any transactions not recorded in the books of account, which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- ix. In respect to repayment of loan:
 - a) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or interest thereon.
 - b) According to the information and explanations given to us, we report that the company has not been declared wilful defaulter by any bank or financial institution or government or any other lender.



N. A. SHAH ASSOCIATES LLP
Chartered Accountants

Kamats Restaurants (India) Private Limited

Annexure A to Independent Auditors' Report for the year ended 31st March 2024

[Referred to in paragraph 1 of 'Report on other legal and regulatory requirements' of our report of even date]

- c) According to the information and explanations given to, the term loan is applied for the purposes for which loan was obtained.
- d) According to the information and explanations given to us, and the procedures performed by us, no funds have been raised on short-term basis. Therefore, the clause (ix)(d) of paragraph 3 of the Order is not applicable to the Company.
- e) The Company does not have any subsidiaries, joint ventures or associate companies. Therefore, the clause (ix)(e) and (ix)(f) of paragraph 3 of the Order is not applicable to the Company.
- x. In respect of issue of shares:
 - a) According to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year ended 31st March, 2024. Therefore, the clause (x)(a) of paragraph 3 of the Order is not applicable to the Company.
 - b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Therefore, the clause (x)(b) of paragraph 3 of the Order is not applicable to the Company.
- xi. In respect of Fraud:
 - a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no fraud on the Company has been noticed or reported during the year.
 - b) No report under section 143(12) of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
 - c) As represented to us by the management, there has been no whistle blower complaints received by the company during the year.
- xii. In our opinion, the Company is not a Nidhi company. Therefore, clause (xii) of paragraph 3 of the Order is not applicable.
- xiii. According to the information and explanations given to us and on the basis of our examination of records of the Company, transaction with related parties are in compliance with Section 188 of Act and have been disclosed in the financial statements as required under Ind AS 24, Related Party Disclosure specified under section 133 of the Act [Also refer note 18 of financial statements]. Section 177 of the Act is not applicable to the Company.
- xiv. In our opinion and based on our examination, the company does not have an internal audit system and is not required to have an internal audit system as per provisions of the Companies Act 2013. Hence question of our consideration of internal audit report does not arise.
- xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transaction with directors or person connected with him. Therefore, question of our comment on compliance with provisions of Section 192 of the Act does not arise.



N. A. SHAH ASSOCIATES LLP
Chartered Accountants

Kamats Restaurants (India) Private Limited

Annexure A to Independent Auditors' Report for the year ended 31st March 2024

[Referred to in paragraph 1 of 'Report on other legal and regulatory requirements' of our report of even date]

- xvi. In respect of registration under section 45-IA of the Reserve Bank of India Act, 1934:
- a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Therefore, reporting under clause (xvi)(a) of paragraph 3 of the Order is not applicable to the Company.
 - b) During the year, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Therefore, the clause (xvi)(b) of paragraph 3 of the Order is not applicable to the Company.
 - c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Therefore, the clause (xvi)(c) of paragraph 3 of the Order is not applicable to the Company.
 - d) As per information & explanation given to us, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016). Therefore, the clause (xvi)(d) of paragraph 3 of the Order is not applicable to the Company.
- xvii. The company has not incurred cash loss in the current financial year, whereas the company has incurred cash loss of Rs. 0.27 lakhs in the immediately preceding financial year.
- xviii. There has not been any resignation of the statutory auditors during the year. Therefore, the clause (xviii) of paragraph 3 of the Order is not applicable to the Company.
- xix. On the basis of financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and management plans, material uncertainty exists as on the date of the audit report that the Company is 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. However, the financial statements are continued to be prepared on going concern basis.
- xx. In our opinion and according to the information and explanations given to us, the Company is not required to comply with the provisions of section 135 of Companies act, 2013. Therefore, the clause (xx) of paragraph 3 of the Order is not applicable to the Company.
- xxi. The Company is not required to prepare consolidated financial statements. Therefore, the clause (xxi) of paragraph 3 of the Order is not applicable to the Company.

For N. A. Shah Associates LLP

Chartered Accountants

Firm Registration No.: 116560W / W100149



Milan Mody

Partner

Membership No.: 103286

UDIN: 24103286BKEMWO6307

Place: Mumbai

Date: 07th May, 2024

N. A. SHAH ASSOCIATES LLP
Chartered Accountants

Kamats Restaurants (India) Private Limited

Annexure B to Independent Auditors' Report for the year ended 31st March 2024

[Referred to in paragraph 2(g) of 'Report on other legal and regulatory requirements' of our report of even date]

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

Opinion

We have audited the internal financial controls over financial reporting of **Kamats Restaurants (India) Private Limited** ("the Company"), as of 31st March 2024, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us, 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 2024, 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 ('the Guidance Note') issued by the Institute of Chartered Accountants of India ('ICAI').

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, issued by ICAI. 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 the 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 over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, 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 ICAI. 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 judgment, 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.



N. A. SHAH ASSOCIATES LLP
Chartered Accountants

Kamats Restaurants (India) Private Limited

Annexure B to Independent Auditors' Report for the year ended 31st March 2024

[Referred to in paragraph 2(g) of 'Report on other legal and regulatory requirements' of our report of even date]

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.

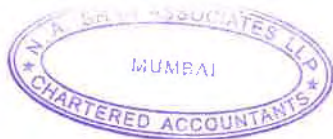
Inherent Limitations of Internal Financial Controls over Financial Reporting

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.

For N. A. Shah Associates LLP

Chartered Accountants

Firm Registration No.116560W / W100149



Milan Mody

Partner

Membership No. 103286

UDIN: 24103286BKEMWO6307

Place: Mumbai

Date: 07th May, 2024

Kamats Restaurants (India) Private Limited

CIN: U55204MH2011PTC215698

Balance sheet as at 31st March, 2024

All amounts are in INR (Lakhs) otherwise stated

Particulars		Note no.	As at 31st March, 2024	As at 31st March, 2023
ASSETS				
A Current assets				
a) Financial assets				
i) Cash and cash equivalents		5	0.37	0.26
b) Income tax assets		6	0.04	-
c) Other current assets		7	-	0.01
	(A)		0.41	0.27
TOTAL (A)			0.41	0.27
EQUITY AND LIABILITIES				
A Equity				
a) Equity share capital		8	1.00	1.00
b) Other equity		9	(2.49)	(2.84)
	(A)		(1.49)	(1.84)
Liabilities				
B Non current liabilities				
a) Financial liabilities				
i) Borrowings		10	1.71	1.71
	(B)		1.71	1.71
C Current liabilities				
a) Financial liabilities				
i) Trade payables		11	-	-
- Amount due to micro and small enterprises			0.03	0.03
- Amount due to other than micro and small enterprises			0.14	0.35
ii) Other current financial liabilities		12	0.02	0.02
b) Other current liabilities		13		
	(C)		0.19	0.40
TOTAL (A+B+C)			0.41	0.27
Material accounting policies and notes to financial statements		1 to 30		

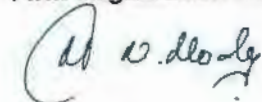
The notes referred to above form an integral part of the financial statements

As per our audit report of even date

For N. A. Shah Associates LLP

Chartered Accountants

Firm Registration No. 116560W/ W100149



Milan Mody

Partner

Membership No.: 103286



For and on behalf of the Board of Directors of
Kamats Restaurants (India) Private Limited



Narendra D Pai

Director

DIN : 01985153



Prabhakar V. Shetty

Director

DIN : 02448426

Place: Mumbai

Date: 7th May, 2024

Place: Mumbai

Date: 7th May, 2024

Place: Mumbai

Date: 7th May, 2024

Kamats Restaurants (India) Private Limited

CIN: U55204MH2011PTC215698

Statement of profit and loss for the year ended 31st March, 2024

All amounts are in INR (Lakhs) otherwise stated, except per share data

Particulars		Note no.	Year ended 31st March, 2024	Year ended 31st March, 2023
A	Income			
	Revenue from operations		-	-
	Other income	14	0.85	0.18
	Total income (A)		0.85	0.18
B	Expenses			
	Finance cost	15	0.16	0.13
	Other expenses	16	0.34	0.32
	Total expenses (B)		0.50	0.45
C	Profit / (loss) before tax		0.35	(0.27)
D	Tax expense:			
	- Current tax		-	-
	- Deferred tax charge / (credit)		-	-
	Total tax expense (D)		-	-
E	Profit / (loss) after tax		0.35	(0.27)
F	Other comprehensive income / (loss)			
I	(i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
II	(i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
	Other comprehensive income / (loss) for the year (F)		-	-
G	Total comprehensive income/ (loss) for the year		0.35	(0.27)
	Earnings per equity share (face value of Rs. 10 each) basic and diluted (Rs.)	19	3.50	(2.70)
Material accounting policies and notes to financial statements		1 to 30		

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

As per our audit report of even date

For N. A. Shah Associates LLP

Chartered Accountants

Firm Registration No. 116560W/ W100149

M. V. Mody

Milan Mody

Partner

Membership No.: 103286



Place: Mumbai

Date: 7th May, 2024

**For and on behalf of the Board of Directors of
Kamats Restaurants (India) Private Limited**

Narendra D Pai

Narendra D Pai

Director

DIN : 01985153

Place: Mumbai

Date: 7th May, 2024

Prabhakar V. Shetty

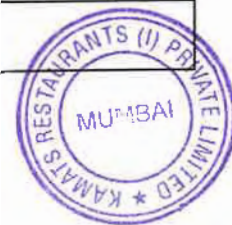
Prabhakar V. Shetty

Director

DIN : 02448426

Place: Mumbai

Date: 7th May, 2024



A. Equity share capital

Particulars	Balance at the beginning of the current reporting period	Changes in equity share capital due to prior period	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
Year ended 31st March, 2024					
No. of shares	10,000	-	10,000	-	10,000
Amount	1.00	-	1.00	-	1.00
Year ended 31st March, 2023					
No. of shares	10,000	-	10,000	-	10,000
Amount	1.00	-	1.00	-	1.00

B. Other equity

Particulars	Reserves & surplus	Other comprehensive income	Total
	Retained earnings		
Balance as at 31st March 2022	(2.57)	-	(2.57)
Loss for the year 2022-23	(0.27)	-	(0.27)
Other comprehensive income for the year 2022-23	-	-	-
Balance as at 31st March 2023	(2.84)	-	(2.84)
Profit for the year 2023-24	0.35	-	0.35
Other comprehensive income for the year 2023-24	-	-	-
Balance as at 31st March 2024	(2.49)	-	(2.49)

Material accounting policies and notes to financial statements

1 to 30

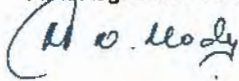
Notes referred to herein above form an integral part of financial statements.

As per our audit report of even date

For N. A. Shah Associates LLP

Chartered Accountants

Firm Registration No. 116560W/ W100149



Milan Mody

Partner

Membership No.: 103286

Place: Mumbai

Date: 7th May, 2024

For and on behalf of the Board of Directors of
Kamats Restaurants (India) Private Limited


Narendra D Pai

Director

DIN : 01985153

Place: Mumbai

Date: 7th May, 2024



Prabhakar V. Shetty

Director

DIN : 02448426

Place: Mumbai

Date: 7th May, 2024



Particulars		As at 31st March, 2024	As at 31st March, 2023
A.	CASH FLOW FROM OPERATING ACTIVITIES		
	Profit / (loss) before taxes and other comprehensive income	0.35	(0.27)
	Adjustments for:		
	Interest expenses	0.16	0.13
	Excess provision written back	-	(0.18)
		0.51	(0.32)
	Movements in working capital		
	Increase / (decrease) in other liabilities and other financial liabilities	(0.01)	0.03
	(Increase) / decrease in other assets	(0.03)	(0.01)
	Cash flow from operations	0.47	(0.30)
	Net cash generated/ (used in) from operating activities...(A)	0.47	(0.30)
B.	CASH FLOW FROM INVESTING ACTIVITIES		
	Net cash generated / (used in) from investing activities... (B)	-	-
C.	CASH FLOW FROM FINANCING ACTIVITIES		
	Loans taken (Unsecured)	-	0.38
	Interest paid	(0.36)	(0.01)
	Net cash generated / (used in) from financing activities... (C)	(0.36)	0.37
	Net increase / (decrease) in cash and cash equivalents (A+ B+C)	0.11	0.07
	Cash and cash equivalents at beginning of the year	0.26	0.19
	Cash and cash equivalents at end of the year	0.37	0.26
	Net increase / (decrease) in cash and cash equivalents	0.11	0.07
Material accounting policies and notes to financial statements		1 to 30	

Notes:

(i) Statement of cash flows has been prepared as per "indirect method" as set out in Ind AS 7 - "Statement of Cash Flows".

(ii) Refer note no. 23 for other statement of cash flows related notes.

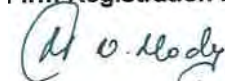
The notes referred to above form an integral part of the financial statements

As per our audit report of even date

For N. A. Shah Associates LLP

Chartered Accountants

Firm Registration No. 116560W/ W100149



Milan Mody

Partner

Membership No.: 103286



Place: Mumbai

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For and on behalf of the Board of Directors of
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Director

DIN : 02448426

Place: Mumbai

Date: 7th May, 2024



Kamats Restaurants (India) Private Limited

CIN No: U55204MH2011PTC215698

Notes on financial statements for the year ended 31st March, 2024

1. Background

The Company was incorporated on 3rd April, 2011 under Companies Act, 1956 and is domiciled in India. The registered office of the Company is located at KHIL House, 70 - C, Nehru Road, Vile Parle (East), Mumbai, Maharashtra 400099, India. The Company is wholly owned subsidiary of Kamat Hotels (India) Limited, which is in hospitality business. The Company has not carried out any business activity during the year however, it is exploring various business opportunities.

The financial statements of the Company for the year ended 31st March, 2024 were approved and adopted by board of directors of the Company in their meeting held on 7th May, 2024.

2. Material accounting policy information

2.1. Statement of compliance

These financial statements have been prepared in accordance with Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

2.2. Basis of preparation and presentation

The financial statements have been prepared on an accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements.

(a) Functional and presentation of currency

The financial statements are prepared in Indian Rupees which is also the Company's functional currency. All amounts are rounded to the nearest rupees in lakhs.

(b) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal market or the most advantageous market must be accessible to the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Further details are set out in note no. 20.

Fair value has been determined for measurement and / or disclosure purpose using methods as prescribed in "Ind AS 113 - Fair Value Measurement".



(c) Use of significant accounting estimates, judgements and assumptions

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires management to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosure of contingent liabilities as on the date of financial statements and reported amounts of income and expenses for the period presented. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods are affected.

Key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. Significant estimates and critical judgement in applying these accounting policies are described as below:

- i) Going concern: Refer note 29.
- ii) Corporate guarantee: Refer note 17.

2.3. Changes in accounting policies

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31 March 2023 to amend the following Ind AS which are effective for annual periods beginning on or after 1 April 2023. The Company applied for the first-time these amendments.

Disclosure of Accounting Policies - Amendments to Ind AS 1

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments had an impact on the Company's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Company's financial statements.

Definition of Accounting Estimates - Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

The amendments had no impact on the Company's financial statements.

Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

The amendments had no impact on the Company's financial statements.

2.4. Presentation and disclosure of financial statements

All assets and liabilities have been classified as current and non-current as per Company's normal operating cycle and other criteria set out in the division II of Schedule III of the Companies Act, 2013 for a company whose financial statements are made in compliance with the Companies (India Accounting Standards) Rules, 2015.

As of the reporting date, the Company has no business operation and hence the operating cycle is assumed to be 12 months.



2.5. Borrowing cost

Borrowing costs (net of interest income on temporary investments) that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of the respective asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset which necessarily takes a substantial period of time to get ready for its intended use or sale. Ancillary cost of borrowings in respect of loans not disbursed are carried forward and accounted as borrowing cost in the year of disbursement of loan. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest expenses calculated as per effective interest method, exchange difference arising from foreign currency borrowings to the extent they are treated as an adjustment to the borrowing cost and other costs that an entity incurs in connection with the borrowing of funds.

2.6. Taxes on income

Tax expenses for the year comprises of current tax, deferred tax charge or credit and adjustments of taxes for earlier years. In respect of amounts adjusted outside profit or loss (i.e. in other comprehensive income or equity), the corresponding tax effect, if any, is also adjusted outside profit or loss.

Provision for current tax is made as per the provisions of Income Tax Act, 1961.

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognized for all taxable temporary differences, and deferred tax assets are recognized for all deductible temporary differences, carry forward tax losses and allowances to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, carry forward tax losses and allowances can be utilized.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxation authority.

Deferred tax assets are recognized only to the extent that it is probable that future taxable profit will be available against which such deferred tax assets can be utilized. In situations where the Company has unused tax losses and unused tax credits, deferred tax assets are recognized only if it is probable that they can be utilized against future taxable profits. Deferred tax assets are reviewed for the appropriateness of their respective carrying amounts at each Balance Sheet date.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes previously unrecognized deferred tax assets to the extent that it has become probable that future taxable profit allows deferred tax assets to be recovered.

2.7. Cash and cash equivalents

Cash and cash equivalents include cash in hand, bank balances, deposits with banks (other than on lien) and all short term and highly liquid investments that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

For the purpose of cash flow statement, cash and cash equivalent as calculated above also includes outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

2.8. Cash flow statement

Cash flows are reported using the indirect method, where by net profit 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 cash flows. The cash flows from operating, investing and financing activities are segregated.

2.9. Provisions, contingent liabilities and contingent assets

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources is remote, no provision or disclosure is made.

The Company does not recognize a contingent asset but discloses its existence in the financial statements if the inflow of economic benefits is probable. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognized as an asset.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each Balance Sheet date.

2.10. Earnings per share

Basic earnings per share is computed using the net profit for the year attributable to the shareholders' and weighted average number of shares outstanding during the year. The weighted average number of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible preference shares, debentures or any other instrument, from the date consideration is receivable (generally the date of their issue) of such instruments.

Diluted earnings per share is computed using the net profit for the year attributable to the shareholders' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

2.11. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities 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 at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

2.11.1. Financial assets

All regular way purchases or sales of financial assets are recognized and de-recognized on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place. All recognized financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.



Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

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

All other financial assets are subsequently measured at fair value.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognized in profit or loss and is included in the "Other income" line item.

Investments in equity instruments at FVTOCI

On initial recognition, the Company can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognized in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

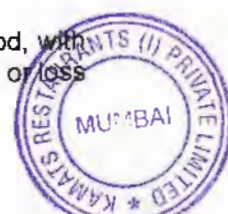
A financial asset is held for trading if:

- It has been acquired principally for the purpose of selling it in the near term; or
- On initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- It is a derivative that is not designated and effective as a hedging instrument or a financial guarantee. Dividends on these investments in equity instruments are recognized in profit or loss when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably. Dividends recognized in profit or loss are included in the 'Other income' line item.

Financial assets at fair value through profit or loss (FVTPL)

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss



recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognized when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model based on 'simplified approach' for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the twelve month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in statement of profit and loss.

De-recognition of financial asset

The Company de-recognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

On de-recognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognize under continuing involvement, and the part it no longer recognizes on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognized and the sum of the consideration received for the part no longer recognized and any cumulative gain or loss allocated to it that had been recognized in other comprehensive income is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognized in other comprehensive income is allocated between the part that continues to be recognized and the part that is no longer recognized on the basis of the relative fair values of those parts.

2.11.2. Financial liability and equity instrument

Classification as debt or equity

Debt and equity instruments issued by the Company are classified either as financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognized as



the proceeds received, net of direct issue costs. Repurchase of the Company's own equity instruments is recognized and deducted directly in equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for de-recognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognized in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognized in profit or loss. The remaining amount of change in the fair value of liability is always recognized in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognized in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss.



Gains or losses on financial guarantee contracts and loan commitments issued by the Company that are designated by the Company as at fair value through profit or loss are recognized in profit or loss.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item. The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability or (where appropriate) a shorter period, to the gross carrying amount on initial recognition.

Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by the Company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

- the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
- the amount initially recognized less, when appropriate, the cumulative amount of income recognized in accordance with the principles of Ind AS 115.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

Reclassification

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognized gains, losses (including impairment gains or losses) or interest.

De-recognition of financial liabilities

The Company de-recognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial



Kamats Restaurants (India) Private Limited

CIN No: U55204MH2011PTC215698

Notes on financial statements for the year ended 31st March, 2024

modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability de-recognized and the consideration paid and payable is recognized in profit or loss.

3. Recent accounting pronouncements

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



5 Current financial assets: Cash and cash equivalents

Particulars	As at 31st March, 2024	As at 31st March, 2023
Cash in hand	0.05	0.05
Balances with bank - In current accounts	0.32	0.21
Total	0.37	0.26

6 Income tax assets (net)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Income tax payments (net of provision made thereagainst)	0.04	-
Total	0.04	-

7 Other current assets

Particulars	As at 31st March, 2024	As at 31st March, 2023
Advances to vendors	-	0.01
Total	-	0.01

8 Equity share capital

Particulars	As at 31st March, 2024	As at 31st March, 2023
Authorised capital 50,000 equity shares (31st March, 2023: 50,000) of Rs.10 each	5.00	5.00
Total	5.00	5.00
Issued, subscribed and paid-up 10,000 equity shares (31st March, 2023: 10,000) of Rs.10 each	1.00	1.00
Total	1.00	1.00

8.1 Reconciliation of number of equity shares outstanding at the beginning and at the end of the year

Particulars	Opening balance	Fresh issue	Closing balance
Equity shares			
Year ended 31st March, 2024 - Number of equity shares	10,000	-	10,000
Year ended 31st March, 2023 - Number of equity shares	10,000	-	10,000

8.2 Rights, preferences and restrictions attached to equity shares

The company has only one class of equity share having a par value of Rs.10 per share. Each holder of equity share is entitled for one vote per share. Accordingly, all the equity shares rank equally with regard to dividend and share in the company's residual assets. The equity shareholders are entitled to receive dividend as and when declared from time to time.

On winding up of the company, the holder's of equity shares will be entitled to receive the residual assets of the company after distribution of all preferential amounts in proportion to the number of equity shares held.



8.3 Details of shares held by shareholders holding more than 5% of the aggregate equity shares in the company

Name of the shareholder	As at 31st March, 2024		As at 31st March, 2023	
	No. of shares held	% of holding	No. of shares held	% of holding
Kamat Hotels (India) Limited	9,999	99.99%	9,999	99.99%
Total	9,999	99.99%	9,999	99.99%

8.4 Details of shares held by promoters in the company as at 31st March, 2024

Promoter name	Opening no. of shares held	Closing no. of shares held	% of total shares	% Change during the year
Kamat Hotels (India) Limited	9,999	9,999	99.99%	-
Dr. Vithal V. Kamat (Nominee of Kamat Hotels (India) Limited)	1	1	0.01%	-
Total	10,000	10,000	100.00%	

8.5 Details of shares held by promoters in the company as at 31st March, 2023

Promoter name	Opening no. of shares held	Closing no. of shares held	% of total shares	% Change during the year
Kamat Hotels (India) Limited	9,999	9,999	99.99%	-
Dr. Vithal V. Kamat (Nominee of Kamat Hotels (India) Limited)	1	1	0.01%	-
Total	10,000	10,000	100.00%	

9 Other equity

Particulars	As at 31st March, 2024	As at 31st March, 2023
Retained earnings		
Balance at the beginning of the year	(2.84)	(2.57)
Add : Profit / (loss) for the year	0.35	(0.27)
Balance at the end of the year	(2.49)	(2.84)
Other comprehensive income		
Balance at the beginning of the year	-	-
Add : Movements during the year	-	-
Balance at the end of the year	-	-
Total	(2.49)	(2.84)

10 Non-current financial liabilities - Borrowings

Particulars	As at 31st March, 2024	As at 31st March, 2023
(Unsecured)		
- Intercompany loan (Refer note 10.1)	1.85	2.06
	1.85	2.06
Less: Interest accrued but not due	0.14	0.13
Less: Interest accrued and due	-	0.22
Total	1.71	1.71

10.1 Above intercompany loan is repayable based on funds available with the company but not later 10 years from the date of taking loan [FY 2018-19]. As per the terms of the agreement it is not payable in next 12 months as at balance sheet date, hence same is classified under long term borrowing.

11 Current financial liabilities : Trade payables

Particulars	As at 31st March, 2024	As at 31st March, 2023
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	0.03	0.03
Total	0.03	0.03



- 11.1 There were no amounts due and remaining unpaid to suppliers covered under Micro, Small & Medium Enterprises Development Act, 2006 (MSMED Act) on account of principal and/or interest as at the close of the financial year and during the year. Therefore, no additional disclosures are required to be made as per MSMED Act. This disclosure is based on the information available with the company regarding the status of the suppliers as defined under the MSMED Act 2006.

Trade payables ageing schedule as at 31st March, 2024

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
i)MSME	-	-	-	-	-	-
ii)Others	-	0.03	-	-	-	0.03
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-

Trade payables ageing schedule as at 31st March, 2023

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
i)MSME	-	-	-	-	-	-
ii)Others	-	0.03	-	-	-	0.03
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-

12 Current financial liabilities : Others

Particulars	As at 31st March, 2024	As at 31st March, 2023
Interest accrued but not due (Refer note 10)	0.14	0.13
Interest accrued and due (Refer note 10)	-	0.22
Total	0.14	0.35

13 Other current liabilities

Particulars	As at 31st March, 2024	As at 31st March, 2023
Statutory dues	0.02	0.02
Total	0.02	0.02



14 Other income

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Excess provision written back	-	0.18
Professional income	0.85	-
	0.85	0.18

15 Finance cost

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Interest expense	0.16	0.13
Total	0.16	0.13

16 Other expenses

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Legal and professional fees	0.21	0.20
Rates and taxes	0.04	0.04
Audit fees (Refer note 16.1)	0.08	0.08
Miscellaneous expenses	0.01	-
Total	0.34	0.32

16.1 Auditor's remuneration

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
For statutory audit*	0.08	0.08
Total	0.08	0.08

*Including goods & services tax of Rs. 0.01 lakhs (Previous year: Rs. 0.01 lakhs).



17 Contingent liabilities, capital and other commitments

17.1 Contingent liabilities

17.1.1 Outstanding financial guarantee

Particulars	As at 31st March, 2024	As at 31st March, 2023
(i) Corporate Guarantee given (Jointly with other fellow subsidiaries and group entities) to Non-Convertible Debenture Holders for credit facility availed by Holding Company [Company's share is not quantifiable]		
- Gross	29,750.00	29,750.00
- Outstanding amount	5,798.32	29,420.23

17.2 Capital and other commitments

There are no capital or other commitments pending on the part of the company.

18 Related party transactions

18.1 Name and relationships of related parties

Name of the related party	Description of relationship
Kamat Hotels (India) Limited	Entity having significant influence over the company
Mr. Narendra D. Pai	Directors
Mr. Prabhakar V. Shetty	

18.2 Transactions with related parties (Disclosed only where there are transactions)

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
<u>Kamat Hotels (India) Limited</u>		
- Release of Joint Corporate guarantee given on behalf of holding company.	-	38,583.00
- Corporate Guarantee given (Jointly with other fellow subsidiaries and group entities) to Non-Convertible Debenture Holders for credit facility availed by holding company [Company's share is not quantifiable]	-	29,750.00

18.3 Related party outstanding balances:

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
<u>Kamat Hotels (India) Limited</u>		
Corporate Guarantee given (Jointly with other fellow subsidiaries and group entities) to Non-Convertible Debenture Holders for credit facility availed by holding company [Company's share is not quantifiable]	5,798.32	29,750.00

18.4 Transactions with related parties and outstanding balances at the year end are disclosed at transaction value / carrying value.

19 Earnings/ (loss) per share

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Profit / (loss) attributable to the equity holders of the company	0.35	(0.27)
Weighted average number of equity shares outstanding	10,000	10,000
Face value per equity share (Rs.)	10	10
Basic and diluted earnings/(loss) per share (Rs.)	3.50	(2.70)



20 Financial instruments - accounting classifications & fair value measurement**(a) Financial instruments by category**

The carrying value of financial instruments by categories as on 31st March, 2024

Sr. No.	Particulars	As at 31st March, 2024			
		Amortised cost	Fair value through OCI	Fair value through P&L	Total carrying value
A	Financial assets				
(i)	Cash and cash equivalents	0.37	-	-	0.37
	Total financial assets	0.37	-	-	0.37
B	Financial liabilities				
(i)	Borrowings	1.71	-	-	1.71
(ii)	Trade payables	0.03	-	-	0.03
(iii)	Other financial liabilities	0.14	-	-	0.14
	Total financial liabilities	1.88	-	-	1.88

The carrying value of financial instruments by categories as on 31st March, 2023

Sr. No.	Particulars	As at 31st March, 2023			
		Amortised cost	Fair value through OCI	Fair value through P&L	Total carrying value
A	Financial assets				
(i)	Cash and cash equivalents	0.26	-	-	0.26
	Total financial assets	0.26	-	-	0.26
B	Financial liabilities				
(i)	Borrowings	1.71	-	-	1.71
(ii)	Trade payables	0.03	-	-	0.03
(iii)	Other financial liabilities	0.35	-	-	0.35
	Total financial liabilities	2.09	-	-	2.09

Carrying amounts of cash and cash equivalents, trade receivables, loans and trade payables as at 31st March, 2024 and 31st March, 2023, approximate the fair value due to their nature. Carrying amounts of bank deposits, other financial assets and other financial liabilities which are subsequently measured at amortised cost also approximate the fair value due to their nature in each of the periods presented. Fair value measurement of lease liabilities is not required.

(b) Fair value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

Level 1 – Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 – Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

Notes:

Management of the company considers that the carrying amounts of financial assets and financial liabilities recognised in the balance sheet approximate their fair values.



21 Financial risk management

The company has exposure to credit risk and funding / liquidity risk. The company's overall risk management programme focuses on the unpredictability of financial environment and seeks to minimise potential adverse effects on the company's financial performance. The company does not have any derivative financial instruments. The board of directors has overall responsibility for the establishment of the company's risk management framework. Risk management systems are reviewed periodically to reflect changes in market conditions and company's activities.

(a) Credit Risk :

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous

The financial guarantee disclosed under note no. 17.1 represents the maximum exposure to credit risk. In this regards the company does not foresee any significant credit risk exposure.

Financial instruments that are subject to credit risk consist of only cash and cash equivalents. For expected credit loss of trade receivable, company follows simplified approach as per which provision is made for receivable exceeding six months. This is based on historically observed default rates over the expected life of trade receivables. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. None of the other financial instruments of the company result in material concentration of credit risk.

(b) Liquidity Risk :

Liquidity risk refers to the risk that the company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The company consistently generated sufficient cash flows from operations to meet its financial obligations including lease liabilities as and when they fall due.

Particulars	Due less than 1 year	Due in 1 to 2 years	Due in 3 to 5 years	Due after 5 years	Total
As at 31st March 2024					
Borrowings	-	-	-	1.71	1.71
Trade payables	0.03	-	-	-	0.03
Other financial liabilities	0.14	-	-	-	0.14
As at 31st March 2023					
Borrowings	-	-	-	1.71	1.71
Trade payables	0.03	-	-	-	0.03
Other financial liabilities	0.35	-	-	-	0.35

(c) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. In order to optimize the company's position with regards to interest income and interest expenses and to manage the interest rate risk, board of directors perform a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio. The company's interest rate risk exposure is only for fixed rate borrowings.

(d) Market risks

The company does not deal in transaction in currency other than its functional currency therefore it is not exposed to foreign currency exchange risk. Similarly, the company does not have exposures to interest bearing securities.

22 Capital management

For the purpose of the company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity shareholders of the company. The primary objective of the company's capital management is to maximise the shareholder's value. The company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants.

Particulars	As at 31st March, 2024	As at 31st March, 2023
Equity share capital	1.00	1.00
Other equity	(2.49)	(2.84)
Total equity	(1.49)	(1.84)
Long term borrowings	1.71	1.71
Short term borrowings	-	-
Total debt	1.71	1.71
Debt to Equity (in times)	NA	NA

23 Reconciliation of liabilities arising from financing activities

Particulars	Opening balance	Cash movement	Fair value changes	Others	Closing balance
As at 31st March, 2024					
Borrowings	1.71	-	-	-	1.71
As at 31st March, 2023					
Borrowings	1.55	0.38	-	0.14	1.71

24 Disclosure of Ratios

Sr. No.	Particulars	Numerator	Denominator	31.03.2024	31.03.2023	% Variance	Reason
1	Current ratio (in times)	Current assets	Current liabilities	2.16	0.68	219.69%	Due to increase in bank balance
2	Return on equity (in %)	Net profit after tax-pref. div. if any	Average shareholder equity	(0.21)	0.16	-232.74%	The company has incurred loss during the year due to which there is further erosion of net worth.
3	Return on capital employed (in %)	Earning before Int. & taxes	Capital employed	11.33	(28.00)	-140.48%	The company has incurred loss during the year due to which there is further erosion of net worth.

24.1 Disclosures in respect of following ratios has not been given as there is no repayment of debts, cost of goods sold, inventory, sales, trade receivable, trade payable, investment & interest income in respect of current and previous year.

- Debt service coverage ratio
- Inventory turnover ratio
- Trade receivables turnover ratio
- Trade payable turnover ratio
- Net capital turnover ratio
- Net profit ratio
- Return on investment

24.2 Debt equity ratio is not applicable as equity is negative.

25 Disclosures as required by Indian Accounting Standard (Ind AS) 19 - Employee Benefits:

As the company had no employees during the year as well as in the previous year, no provision for defined benefit obligations like leave encashment & gratuity and defined contribution plan has been made. Consequently, there are no disclosures as required by Indian Accounting Standard 19 (Ind AS) - 'Employee Benefits'.

26 Foreign currency exposure outstanding as on 31st March 2024: Nil (Previous year 31st March 2023: Nil). There are no outstanding derivative contracts as on 31st March 2024 (Previous year 31st March 2023: Nil).

27 No provision for income tax has been made during the year as well as in the previous year as there is no taxable income as per the Income Tax Act, 1961. There is no deferred tax liability to be provided in the books of account as on 31st March 2024 (Previous year 31st March 2023: Nil). As per Ind AS 12 - Income Taxes, deferred tax asset should be recognised on the carry forward unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised. Considering same, currently the company has not recognised deferred tax asset as in near future there is low probability that taxable profit will be available against which such business losses can be utilised.

The company is having brought forward unabsorbed business losses as per Income Tax Act, 1961 as on 31st March 2024 of Rs. 2.00 lakhs (Previous year 31st March 2023: Rs. 2.35 lakhs) and its expiry date varies from 1 to 8 years as at 31st March 2024 (1 to 8 years as at 31st March 2023).

28 Disclosures as required by Indian Accounting Standard (Ind AS) 108 - Operating Segments

The company currently does not have any business activities. Therefore, disclosure as required by Ind AS 108 - Operating Segment is not applicable.

29 The Company has incurred losses in the previous year and also its net worth is negative. There are no business operations in the Company and the management is evaluating option for new business. In the opinion of management, the accounts are prepared on going concern basis based on the commitment and financial support from the holding company to repay liabilities.



Kamats Restaurants (India) Privats Limited

CIN: U55204MH2011PTC215698

Notes to financial statements for the year ended 31st March, 2024

All amounts are in INR (Lakhs) otherwise stated, except per share data

30 Following are additional regulatory information in terms of Division II to Schedule III of the Act:

30.1 Wilful defaulter

As on 31st March, 2024, the company has not been declared wilful defaulter by any bank / financial institution or other lender.

30.2 Details of crypto currency or virtual currency

The company is not engaged in the business of trading or investing in crypto currency or virtual currency and hence no disclosure is required.

30.3 Registration of charges or satisfaction with registrar of companies (ROC)

The company does not have any charges or satisfaction yet to be registered with the registrar of companies(ROC) beyond the statutory period as at 31st March, 2024.

30.4 Compliance with number of layers of companies

The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

30.5 Utilisation of borrowed funds

The company has not advanced any funds or loaned or invested by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries.

The company has not received any funds from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that the company shall whether, 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 provide guarantee, security or the like on behalf of the ultimate beneficiaries.

30.6 Borrowings secured against

The company has not obtained term loans which was secured against current assets.

30.7 Benami property

No proceedings have been initiated or are pending against the company as on 31st March, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

30.8 Relationship with struck off companies

The company does not have any transaction with companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 and hence no disclosure is required.

30.9 Compliance with approved scheme(s) of arrangements

The company has not entered into any scheme of arrangements in terms of sections 230 to 237 of the Companies Act, 2013.

30.10 Undisclosed income

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

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

As per our report of even date

For N. A. Shah Associates LLP

Chartered Accountants

Firm Registration No. 116560W / W100149



Milan Mody

Partner

Membership No.: 103286



Place: Mumbai

Date: 7th May, 2024

For and on behalf of the Board of Directors of
Kamats Restaurants (India) Private Limited



Narendra D Pai

Director

DIN : 01985153

Place: Mumbai

Date: 7th May, 2024



Prabhakar V. Shetty

Director

DIN : 02448426

Place: Mumbai

Date: 7th May, 2024

