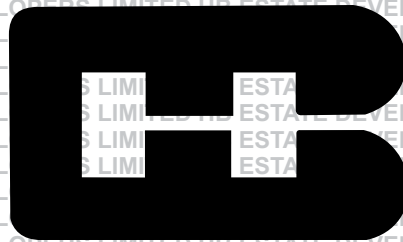


27th  
Annual Report  
2020 - 21



**HB ESTATE DEVELOPERS LIMITED**



Company's Hotel Project- **"TAJ CITY CENTRE - GURUGRAM"** located at Plot No. 1, Sector 44, Gurugram, Haryana



**BOARD OF DIRECTORS**

<b>Mr. Lalit Bhasin</b>	Chairman
<b>Ms. Asha Mehra</b>	Director
<b>Mr. Anil Goyal</b>	Director
<b>Mr. Rajesh Jain</b>	Director
<b>Mr. Sunil Malik</b>	Director

**COMPANY SECRETARY**

Ms. Radhika Khurana

**CHIEF FINANCIAL OFFICER (CFO)**

Mr. Praveen Gupta

**MANAGER**

Ms. Banmala Jha

**STATUTORY AUDITORS**

**G. C. Aggarwal & Associates**

Chartered Accountants  
240, Ghalib Apartments  
Parwana Road, Pitampura,  
Delhi - 110 034

**REGISTERED OFFICE**

Plot No. 31, Echelon Institutional Area,  
Sector-32, Gurugram - 122 001, Haryana  
Ph : 0124-4675500, Fax : 0124-4370985  
Email : corporate@hbestate.com  
CIN: L99999HR1994PLC034146

**WEBSITE**

www.hbestate.com

**REGISTRAR & SHARE TRANSFER AGENT**

**RCMC Share Registry Pvt. Ltd.**

**CIN: U67120DL1950PTC601854**

B-25/1, First Floor  
Okhla Industrial Area Phase-II  
New Delhi - 110020  
Ph : 011-26387320, 26387321  
Fax : 011-26387322  
E-mail: investor.services@rcmcdelhi.com  
Website: www.rcmcdelhi.com

**CONTENTS**

Notice .....	1
Directors' Report.....	6
Management Discussion and Analysis.....	11
Report on Corporate Governance .....	12
Independent Auditors' Report (Standalone) .....	19
Standalone Financial Statements.....	22
Notes of Standalone Financial Statements .....	25
Independent Auditors' Report (Consolidated) .....	41
Consolidated Financial Statements.....	43
Notes of Consolidated Financial Statements.....	46
Form AOC-1 (Subsidiaries / Associates).....	62



**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE 27<sup>TH</sup> ANNUAL GENERAL MEETING OF HB ESTATE DEVELOPERS LIMITED WILL BE HELD ON THURSDAY, 30<sup>TH</sup> SEPTEMBER, 2021, AT 11.00 A.M. THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESS:**

**ORDINARY BUSINESS:**

**1. ADOPTION OF AUDITED FINANCIAL STATEMENTS INCLUDING CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021 TOGETHER WITH THE REPORTS OF THE DIRECTORS’ AND AUDITORS’ THEREON.**

**To consider and, if thought fit, to pass, the following Resolution as an Ordinary Resolution:**

“RESOLVED THAT the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2021, including the Audited Balance Sheet as at 31st March, 2021, the Statement of Profit & Loss, Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon be and are hereby approved and adopted.”

**2. RE-APPOINTMENT OF MR. LALIT BHASIN (DIN: 00002114), DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT.**

**To consider and, if thought fit, to pass, the following Resolution as an Ordinary Resolution:**

“RESOLVED THAT pursuant to Section 152(6) and other applicable provisions, if any, of the Companies Act, 2013, Mr. Lalit Bhasin (DIN: 00002114), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as the Director of the Company.”

**SPECIAL BUSINESS:**

**3. ISSUANCE OF REDEEMABLE NON-CUMULATIVE NON-CONVERTIBLE PREFERENCE SHARES – SERIES IV OF THE COMPANY**

**To consider and, if thought fit, to pass, the following Resolution as a Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 42, 55 and other applicable provisions, if any, of the Companies Act, 2013 read with the all applicable Rules made there-under (including any amendment / modifications thereto or re-enactment thereof for the time being in force), Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Company’s Policy on Related Party Transactions and in accordance with the relevant provisions of the Articles of Association of the Company and subject to the such other approvals, permissions and sanctions, as may be necessary, the consent of the members be and is hereby accorded to the Board of Directors (which shall include a duly constituted Committee of the Board) of the Company to offer and allot 2000000 (Twenty Lakhs) Redeemable Non-Cumulative Non-Convertible Preference Shares – Series IV of face value of Rs.100/- (Rupees One hundred) each (“Preference Shares”) aggregating to Rs. 20,00,00,000 (Rupees Twenty Crores only) in one or more tranches to various entities/persons including Promoters / Promoter Group & Associates whether or not they are member(s) of the Company on private placement basis with such rights and terms and conditions contained hereinbelow:

- a) The Preference Shareholder(s) shall have priority with respect to payment of dividend or repayment of capital vis-à-vis Equity shares.
- b) The participation of Preference Shareholders in the surplus fund shall be pari-passu with the existing Equity and Preference Shareholders as may be permissible at the relevant point of time.
- c) The said Preference Shares shall in winding up be entitled to rank, as regards repayment of Capital, whether declared or not, upto the commencement of the winding up, in priority to the Equity Shares but shall not be entitled to any further participation in profits or assets.
- d) The Preference Shareholder(s) shall carry a fixed non-cumulative preference dividend which shall be determined by the Board of Directors but not exceeding 9% (Nine Percent) on the Capital paid-up thereon.
- e) The Preference Shares are not convertible into Equity Shares.
- f) The voting rights of the persons holding the said Preference Shares shall be in accordance with the provisions of Section 47 of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof for the time being in force).
- g) The Preference Shares shall be redeemable not later than the date and in the manner/mode as may be determined by the Board of Director(s) at the time of allotment or such other date as may be determined by the Board but not later than a period exceeding twenty (20) years.

**RESOLVED FURTHER THAT** Mr. Lalit Bhasin, Director (Chairman) and Mr. Anil Goyal, Directors of the Company and Ms. Radhika Khurana, Company Secretary of the Company be and hereby severally authorized to take all such steps and actions and give such directions as may be in its absolute discretion deem necessary and to settle any question that may arise in this regard, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** Mr. Lalit Bhasin, Director (Chairman) and Mr. Anil Goyal, Directors of the Company and Ms. Radhika Khurana, Company Secretary of the Company be and are hereby severally authorized to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or to any one

or more Directors of the Company or any other officer(s) or employee(s) of the Company as it may consider appropriate in order to give effect to this Resolution.

**RESOLVED FURTHER THAT** a certified true copy of this resolution issued under the signature of any of the Director or Company Secretary of the Company be submitted to whomsoever it may concern.”

**BY ORDER OF THE BOARD OF DIRECTORS  
For HB ESTATE DEVELOPERS LIMITED**

**Sd/-  
RADHIKA KHURANA  
(Company Secretary)  
Membership No.: A-32557**

**Place: Gurugram  
Date: 28<sup>th</sup> June, 2021**

**NOTES:**

1. In view of the massive outbreak of the COVID-19 pandemic and its continuation in the current year, the Ministry of Corporate Affairs (“MCA”) has vide its Circular No. 14/2020 dated 08th April, 2020, Circular No.17/2020 dated 13th April, 2020, Circular No. 20/2020 dated 05th May, 2020 and Circular No. 02/2021 dated 13<sup>th</sup> January, 2021 and Securities Exchange Board of India (“SEBI”) vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 (hereinafter collectively referred to as “the Circulars”), the Companies are permitted to hold the Annual General Meeting (AGM) through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and the Circulars as mentioned hereinabove, the 27<sup>th</sup> AGM of the Company is being held through VC / OAVM. The deemed venue of this AGM shall be the Registered Office of the Company.
2. Since this AGM is being held through VC / OAVM, the requirement of physical attendance of Members has been dispensed with. Accordingly, in terms of the Circulars, the facility for appointment of proxies by the Members to attend and cast vote for the members will not be available for this AGM and hence the Proxy Form, Attendance Slip and route map are not annexed to this Notice.
3. The Register of Members and Share Transfer Books of the Company shall remain closed from **24<sup>th</sup> September, 2021 to 30<sup>th</sup> September, 2021 (Both days inclusive)**.
4. The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1000 Members on first come first served basis. However, this number does not include the large Shareholders i.e. Shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Pursuant to Section 113 of the Act, Institutional/Corporate Shareholders (i.e. other than Individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or Authorization Letter authorizing its representative to attend the AGM through VC / OAVM and to vote on their behalf through remote e-voting or through e-voting at the AGM. The said Resolution or Authorization Letter shall be sent to the Scrutinizer, Mr. Arun Kumar Gupta by an e-mail through its registered email address to [arunsk.gupta@gmail.com](mailto:arunsk.gupta@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
7. In compliance with MCA Circulars dated 05<sup>th</sup> May, 2020 and 13<sup>th</sup> January, 2021 and SEBI Circulars dated 12<sup>th</sup> May, 2020 and 15<sup>th</sup> January, 2021 and owing to the difficulties involved in dispatching of physical copies of the Financial Statements including Board’s Report, Auditor’s report or other documents required to be attached therewith (together referred to as Annual Report 2020-21) and Notice of AGM are being sent through electronic mode to those Members whose e-mail addresses are registered with the Company or the Depository Participants.
8. The Annual Report 2020-21 and Notice of AGM will also be available on the website of the Company, [www.hbestate.com](http://www.hbestate.com); website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the website of NSDL (agency for providing the Remote e-voting facility) i.e. <http://www.evoting.nsdl.com>.
9. Details of Directors seeking Appointment / Re-appointment at the ensuing Annual General Meeting [Pursuant to Regulation 36(3) of SEBI Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India] is annexed hereto and forms an integral part of this Notice.
10. An Explanatory Statement(s) pursuant to Section 102 of the Act in respect of the Special Business herein is annexed hereto and forms an integral part of this Notice.
11. All documents referred to in the Notice shall be made available for inspection in electronic mode, from the date of circulation of this Notice upto the date of the meeting. Members may request the same by sending an e-mail from their registered e-mail address stating their Name, DP ID / Client ID Number / Folio Number, Mobile Number to the Company at [corporate@hbestate.com](mailto:corporate@hbestate.com)
12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act shall be made available for inspection in electronic mode during the AGM upon login at NSDL e-voting system at <http://www.evoting.nsdl.com>



13. Members who would like to express their views/ask questions with regard to the Financial Statements or any other matter can submit their queries in advance through an e-mail from their registered e-mail address mentioning their Name, DP ID / Client ID Number / Folio Number, Mobile Number to the Company at [corporate@hbestate.com](mailto:corporate@hbestate.com) on or before **26<sup>th</sup> September, 2021 till 05.00 P.M.** The views/questions of those Members will only be taken up who have mailed it to the Company within time and the same will be replied by the Company suitably.

14. Members holding shares in physical form are requested to intimate their PAN, e-mail address, Bank Account details, Change of Address, Change of Name, Registration of Nomination etc. immediately to the Registrar and Share Transfer Agent ("RTA") of the Company namely,

**RCMC Share Registry Pvt. Ltd.**  
**B-25/1, First Floor,**  
**Okhla Industrial Area, Phase-II,**  
**New Delhi – 110 020**  
**Phone: 011 – 26387320, 26387321**  
**Fax: 011 – 26387322**  
**E-mail: investor.services@rcmcdelhi.com**

Members holding shares in demat form can update their necessary details with their Depository Participants. These changes will be automatically reflected in the Company's records which will help the Company to provide efficient and better service to the Members.

15. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1<sup>st</sup> April, 2019, except in case of request received for transmission or transposition of securities. In view of the same and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members can contact the Company's RTA for assistance in this regard.

16. MCA has notified provisions relating to Unpaid / Unclaimed Dividend under Sections 124 and 125 of the Act and the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"). As per these rules, the amount of Dividend remaining Unpaid or Unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. The Company had, accordingly, transferred ₹ 8,78,705/- (Rupees Eight Lakhs Seventy Eight Thousand Seven Hundred Five Only) to IEPF on 19<sup>th</sup> January, 2021 being the Unpaid and Unclaimed Dividend amount pertaining to Final Dividend for the Financial Year ended 31st March, 2013. No Dividend has been declared by the Company after Financial Year 2012-13.

Pursuant to the provisions of Section 124 of the Act read with the IEPF Rules and Amendment Rules thereto, the Company has duly transferred all Equity Shares in respect of which Dividend has not been paid or claimed for seven consecutive years or more to the specified DEMAT Account of the Investor Education and Protection Fund Authority, Ministry of Corporate Affairs after giving individual notice to all such Equity Shareholders and publication of newspaper advertisement thereto. The complete details of such Equity Shares transferred to IEPF Account is available on the website of the Company; <https://www.hbestate.com/Investor%20Information/transfer-of-equity/index.htm>

Any further benefit on such Equity Shares except Right Issue shall be credited to the IEPF Account. The Equity Shareholders may claim back their Shares along with the Unclaimed Dividend amount from the IEPF Authority by following the refund procedure as detailed on the website of IEPF Authority; [https://www.hbestate.com/Investor%20Information/transfer-of-equity/Procedure\\_Refund.pdf](https://www.hbestate.com/Investor%20Information/transfer-of-equity/Procedure_Refund.pdf) The refund procedure is also available on the Company's website, [www.hbestate.com/](http://www.hbestate.com/)

Ms. Radhika Khurana, Company Secretary of the Company has been appointed as the Nodal Officer in terms of the provisions of IEPF Rules and complete details are available on the website of the Company; <https://www.hbestate.com/Investor%20Information/transfer-of-equity/index.htm>

**17. INFORMATION ON REMOTE E-VOTING, ATTENDING THE AGM THROUGH VC / OAVM AND E-VOTING DURING AGM:**

**(A) VOTING THROUGH ELECTRONIC MEANS:**

- (i) In compliance with Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations and various Circulars as mentioned above, the Members are provided with the facility to attend AGM through VC / OAVM, to cast their vote electronically through the remote e-voting before the AGM and through e-voting during the AGM, through the Authorised Agency, **National Securities Depository Limited (NSDL).**
- (ii) The remote e-voting period commences on **Monday, 27<sup>th</sup> September, 2021 (09.00 A.M)** and ends on **Friday, 29<sup>th</sup> September, 2021 (05.00 P.M).** The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
- (iii) The e-voting rights of the Members shall be in proportion to the paid-up value of their Shares in the Equity Share Capital of the Company. Members of the Company holding Shares either in physical form or in dematerialised form, as on the **cut-off date i.e. Thursday, 23<sup>rd</sup> September, 2021,** may cast their vote by remote e-voting / at the meeting.
- (iv) Any person who acquires Shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding Shares as on the cut-off date, i.e. 23<sup>rd</sup> September, 2020 may obtain the login Id and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if you are already registered with NSDL for remote e-voting then you can use your exiting user ID and password for casting your vote.

- (v) Mr. Arun Kumar Gupta, Company Secretary in Whole-time Practice (Membership No.: 21227, C.P. No.: 8003) failing him Mr. Kapoor Chand Garg, Company Secretary in Whole-time Practice (Membership No.: 7145, C.P. No.: 7829) have been appointed as the Scrutinizer(s) for conducting the remote e-voting & e-voting at AGM in a fair and transparent manner.
- (vi) In case of any grievance connected with the facility for voting by electronic means, Members can directly contact Ms. Soni Singh, Assistant Manager - NSDL, e-mail ID: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call on Toll Free No.: 1800-222-990. Members may also write to the Company Secretary at the e-mail ID: [corporate@hbestate.com](mailto:corporate@hbestate.com).

**(B) INSTRUCTIONS FOR REMOTE E-VOTING PRIOR TO AGM ARE AS UNDER:**

The way to vote electronically on NSDL e-voting system consists of "Two Steps" which are mentioned below:

**Step 1: Log-in to NSDL e-voting system at <https://www.evoting.nsdl.com>**




**Step 2: Cast your vote electronically and join the AGM on NSDL e-voting system.**

**Step 1: Log-in to NSDL e-voting system at <https://www.evoting.nsdl.com>**

**I. Login method for e-voting and joining virtual meeting for INDIVIDUAL SHAREHOLDERS holding securities in demat mode:**

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, in relation to e-voting facility provided by Listed Companies, **Individual shareholders** holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for **Individual shareholders** holding securities in demat mode is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>If you are already registered with <b>NSDL IDEAS facility</b>, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched., click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDEAS</b>' section. A new screen will open that will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "<b>Access to e-voting</b>" under e-voting services and you will be able to see e-voting page. Click on Company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for NSDL IDEAS facility, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "<b>Register Online for IDEAS Portal</b>" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open that will prompt you to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or NSDL e-Voting service provider and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/ Members can also download NSDL Mobile App "<b>NSDL Speede</b>" facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div> </li> </ol>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the e-voting Menu. The Menu will have links of <b>E-Voting Service Provider (ESP) i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi / Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; e-mail as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-voting is in progress.</li> </ol>



# HB ESTATE DEVELOPERS LIMITED

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL / CDSL for e-voting facility. Once logged in, you will be able to see e-voting option. Click on e-voting option and you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
--	--

*Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID/ Password option available at above mentioned website.*

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

**II. Login Method for e-voting and joining virtual meeting for shareholders OTHER THAN INDIVIDUAL SHAREHOLDERS holding securities in demat mode and shareholders holding securities in physical mode:**

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your User ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your User ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example, if Folio Number is 001*** and EVEN is 101456 then User ID is 101456001***

5. Your password details are given below:
  - a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the email sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. The password to open the .pdf file is your 8 digit Client ID for NSDL account, last 8 digits of Client ID for CDSL account or Folio Number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - If your email ID is not registered, please refer the "PROCEDURE FOR REGISTRATION OF E-MAIL ID FOR OBTAINING E-VOTING USER ID & PASSWORD, NOTICE OF AGM, ANNUAL REPORT 2020-21 AND UPDATION OF BANK ACCOUNT DETAILS" provided hereinafter.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/Password?" (If you are holding shares in your

demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

- b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number / folio number, your PAN, your name and your registered address.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
  8. Now, you will have to click on "Login" button.
  9. After you click on the "Login" button, Home page of e-voting will open.

**Step 1: Cast your vote electronically and join the AGM on NSDL e-voting system**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of Company for which you wish to cast your vote during the remote e-voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC / OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify / modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**>> General Guidelines for Shareholders:**

1. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries/ grievances, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Soni Singh, Assistant Manager at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**(C) INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:**

- (i) The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- (ii) Only those Members/Shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.
- (iii) Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- (iv) The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the AGM shall be the same person mentioned for remote e-voting.

**(D) INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:**

- (i) Member will be provided with a facility to attend the AGM through VC / OAVM through the NSDL e-voting system. Members may access the same by following the steps mentioned above for Access to NSDL e-voting system. After successful login, you can see link of "VC / OAVM link" placed under "Join General meeting" menu against Company name. You are requested to click on VC / OAVM link placed under Join General Meeting menu. The link for VC / OAVM will be available in Shareholder / Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- (ii) Members are encouraged to join the Meeting through Laptops for better experience.
- (iii) Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.



- (iv) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/ Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- (v) Members who would like to express their views/ask questions during the meeting may pre-register themselves as a speaker by sending a request from their registered e-mail address mentioning their Name, DP ID / Client ID Number / Folio Number, Mobile Number to the Company at **corporate@hbestate.com**. Those Members who have registered themselves as a speaker on or before **26<sup>th</sup> September, 2021 till 5:00 P.M.** will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Questions that remain unanswered at the AGM will be appropriately responded by the Company at the earliest post the conclusion of the AGM.

**(E) PROCEDURE FOR REGISTRATION OF E-MAIL ID FOR OBTAINING E-VOTING USER ID & PASSWORD, NOTICE OF AGM, ANNUAL REPORT 2020-21 AND UPDATION OF BANK ACCOUNT DETAILS.**

- (i) **Members holding shares in physical form** who have not registered their e-mail ID are requested to send scanned copy of duly signed request letter to Company's Registrar and Share Transfer Agent (RTA), RCMC Share Registry Private Limited through an e-mail at **investor.hb@rcmcdelhi.com** providing Folio No., Name of Shareholder along with scanned copy of the Share Certificate (front and back), self-attested scanned copy of the PAN Card and any one of the following documents viz., Aadhaar Card, Driving Licence, Voter Card, Passport or Utility bill in support of the address proof of the Member as registered with the Company for the purpose of obtaining e-voting User ID & Password, Notice of AGM and Annual Report 2020-21.

**For updation of Bank Account Details**, please provide (i) Bank Account Number (ii) Bank Name and Branch Address (iv) MICR Number (v) IFSC Code (vi) Cancelled cheque leaf or copy of Bank Passbook / Bank Statement duly attested by the Bank.

Please note that the registration of e-mail ID / updation of Bank Account Details on the basis of scanned documents is only for the purpose of this AGM. The Members will be required to send hard copy of the aforesaid documents to RTA for necessary updation in the master records of the Company.

- (ii) **Members holding shares in demat form** can update their e-mail ID and Bank Account Details with their Depository Participants.

**(F) DECLARATION OF RESULTS ON THE RESOLUTIONS:**

- (i) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first unblock the votes cast at the meeting through e-voting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company, and make, not later than forty eight (48) hours of conclusion of the meeting, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same. The Chairman or a person authorized by him in writing shall declare the result of the voting forthwith upon submission of the Scrutinizer's Report.
- (ii) The Company shall submit to the BSE Limited, within forty eight (48) hours of the conclusion of the meeting, details regarding the voting results in the prescribed format. The results declared along with the Scrutinizer's Report(s) shall also be placed on the website of the Company, **www.hbestate.com** and on the website of NSDL, **http://www.evoting.nsdl.com** immediately after the declaration of results.
- (iii) Subject to the receipt of requisite number of votes, the resolution(s) shall be deemed to be passed on the date of the meeting.

**PROFILE OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT  
AT THIS ANNUAL GENERAL MEETING**

PARTICULARS	MR. LALIT BHASIN
Directors Identification Number (DIN)	00002114
Date of Birth	14th August, 1968
Date of First Appointment on the Board	27th July, 2004
Profile / Expertise in Specific functional Areas.	Mr. Lalit Bhasin, Director (Chairman) is a commerce graduate from Shri Ram College of Commerce, Delhi University. He brings with him nearly three decades of expertise in the field of management, hospitality, investments and capital market.
Qualifications	B.Com
List of Directorship in other Companies	<b>Listed Companies:</b> <ol style="list-style-type: none"> <li>1. HB Portfolio Limited</li> <li>2. HB Stockholdings Ltd.</li> <li>3. HB Leasing &amp; Finance Co. Ltd.</li> <li>4. CHL Ltd.</li> </ol> <b>Other Companies:</b> <ol style="list-style-type: none"> <li>5. Taurus Asset Management Co. Ltd.</li> <li>6. RRB Master Securities Delhi Ltd.</li> <li>7. RRB House Finance Pvt. Ltd.</li> <li>8. Pal Properties (India) Pvt. Ltd.</li> <li>9. HB Financial Consultants Pvt. Ltd.</li> <li>10. ALMR Gems &amp; Trading Pvt. Ltd.</li> </ol>
Membership of Committee of the Board in other Companies.	<b>Audit Committee</b> <ol style="list-style-type: none"> <li>1. HB Leasing &amp; Finance Co. Ltd. (Member)</li> <li>2. CHL Ltd. (Member)</li> </ol> <b>Stakeholders Relationship Committee</b> <ol style="list-style-type: none"> <li>3. HB Leasing &amp; Finance Co. Ltd. (Chairman)</li> <li>4. CHL Limited (Member)</li> </ol> <b>Nomination and Remuneration Committee</b> <ol style="list-style-type: none"> <li>5. HB Leasing &amp; Finance Co. Ltd. (Member)</li> <li>6. CHL Ltd. (Member)</li> </ol> <b>CSR Committee</b> <ol style="list-style-type: none"> <li>7. HB Stockholdings Ltd. (Chairman)</li> <li>8. Taurus Asset Management Co. Ltd. (Chairman)</li> </ol>
No. of Equity Shares held	99,62,280
No. of Board Meetings attended/entitled to attend during the year	5/5
Whether related to any Board Members, Manager or KMP of the Company	No

BY ORDER OF THE BOARD  
For HB ESTATE DEVELOPERS LIMITED

Sd/  
RADHIKA KHURANA  
(Company Secretary)  
Membership No.: ACS-32557

Place: Gurugram  
Date: 28<sup>th</sup> June, 2021



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:**

**ITEM NO. 3:**

The proposed Special Resolution set out at Item No. 3 is for approval of the issue and allotment of 2000000 (Twenty Lakhs) Redeemable Non-Cumulative Non-Convertible Preference Shares – Series IV of face value of Rs.100/- each to raise capital for the smooth functioning of the Company as due to Unprecedented situation of COVID-19, the revenue, profitability and liquidity position of the Company has been materially impacted. The said Preference Shares would not be listed.

The Preference Shares may be issued in one or more tranches to various entities / persons which may include the promoters / promoters group and associates, whether or not they are related party / member(s) of the Company on private placement basis. The said enabling resolution empowers the Board to create, offer, issue and allot 2000000 (Twenty Lakhs) Redeemable Non-Cumulative Non-Convertible Preference Shares – Series IV of face value of Rs.100/- each aggregating to Rs. 20,00,00,000/- (Rupees Twenty Crores Only) and on such terms and conditions, including but not limited as to the rate of dividend, amount of premium, if any, as the Board in its absolute discretion may determine. The Board shall also be authorised to approve any modification, alteration and re-setting of all or any of the terms and conditions of the Preference Shares from time-to-time in consultation and agreement with the subscribers / holders of Preference Shares. The terms and conditions of the Preference Shares shall however be subject to provisions of the Companies Act, 2013 or any modification / re-enactment thereof and the provisions of the Memorandum and Articles of Association of the Company.

**The material facts in connection with the aforesaid issue of Preference Shares required under Rule 9(3) of the Companies (Share Capital and Debentures) Rules, 2014 and Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 (“Rules”) are as follows:**

- a) The size of the issue is Rs. 20,00,00,000/- (Rupees Twenty Crore only). The Company proposes to create, offer, issue and allot 2000000 (Twenty Lakhs) Redeemable Non-Cumulative, Non-Participating and Non-Convertible Preference Shares – Series IV of the face value of Rs.100/- each aggregating to a nominal value of Rs. 20,00,00,000/- (Rupees Twenty Crore only).
- b) The Preference Shares are Redeemable Non-Cumulative, Non-Participating and Non-Convertible.
- c) The Objective of the issue is to raise resources for the smooth functioning of the Company as due to Unprecedented situation of COVID-19, the revenue, profitability and liquidity position of the Company has been materially impacted.
- d) The Preference Shares are proposed to be offered through issue of a Private Placement offer letter in accordance with the provisions of Section 42 of the Companies Act, 2013 read with the Rules made thereunder.
- e) The proposed Preference Shares are to be issued & allotted at par, i.e. Rs. 100/- each.
- f) The Board has decided to issue and allot proposed Preference Shares at par value of Rs. 100/- each since it is fixed return based Redeemable Preference Shares.
- g) The Preference Shares shall rank in priority with respect to payment of dividend or repayment of capital vis-a-vis Equity shares. The Preference Shares shall carry a fixed Non-Cumulative preference dividend which shall be determined by the Board of Directors but not exceeding 9% (Nine Percent) on the Capital paid-up thereon. The said Preference Shares are not convertible into Equity Shares.
- h) The tenure of redemption shall be for a period as determined by the Board of Directors at the time of allotment. However the tenure shall not exceed twenty (20) years from the date of allotment and would be based on cash flow forecasts of the Company which in turn would be linked to ongoing performance and the growth opportunities.
- i) The Shares shall be redeemed at par out of profit and / or out of fresh issue of capital or otherwise as may be permitted by the extant applicable laws and decided by the Board.
- j) No dilution in the Equity Share Capital is applicable as the Preference Shares proposed to be issued are Redeemable and Non-Convertible and Non-Cumulative Preference Shares.
- k) The Current Shareholding Pattern of the Company is given below:

Sr. No.	Category	No. of Equity Shares held	% of Shareholding	No. of Preference Shares held	% of Shareholding
<b>A. Promoters Holding</b>					
1.	<b>Indian:</b>				
	Individual	11009270	56.57	885000	8.43
	Bodies Corporate	2438879	12.53	3625000	34.52
2.	<b>Foreign:</b>	0	0	0	0
	<b>Sub Total (A)</b>	<b>13448149</b>	<b>69.11</b>	<b>4510000</b>	<b>42.95</b>
<b>B. Non-Promoters' Holding</b>					
1.	<b>Institutional Investors</b>	2838	0.01	0	0
2.	<b>Central Government/ State Government(s)/ President of India</b>	836	0.00	0	
3.	<b>Non-Institutions</b>				
	Bodies Corporate	398683	2.05	0	0
	Individuals	4376112	22.49	0	0
	Clearing Members	2850	0.01	0	0
	Non-Residents	100424	0.52	0	0
	NBFC Registered with RBI	85	0.00	5990000	57.05
	Trusts	9	0.00	0	0
	IEPF	1129961	5.81	0	0
	<b>Sub Total (B)</b>	<b>6011798</b>	<b>30.89</b>	<b>5990000</b>	<b>57.05</b>
	<b>GRAND TOTAL (A) + (B)</b>	<b>19459947</b>	<b>100</b>	<b>10500000</b>	<b>100</b>

Pursuant to the provisions of Section 42, 55 of the Companies Act, 2013 read with Rule 9(1) of the Companies (Share Capital and Debentures) Rules, 2014 (“Rules”), inter alia, requires the Company to obtain the prior approval of the Members, by way of Special Resolution for issuance of Preference Shares.

Hence, the Directors recommend the Special Resolution under Item No. 3 of the Notice for approval of the Members, in the best interest of the Company.

None of the Directors or Key Managerial Personnel (KMP) or their relatives is in any way concerned or interested in the proposed Resolution except to the extent of Preference Shares issued / allotted to them or to the companies in which they are director or members.

**BY ORDER OF THE BOARD  
For HB ESTATE DEVELOPERS LIMITED**

Sd/  
**RADHIKA KHURANA**  
(Company Secretary)

Membership No.: ACS-32557

Place: Gurugram  
Date: 28<sup>th</sup> June, 2021





**DIRECTORS' REPORT**

To the Members,

Your Directors are pleased to present the 27<sup>th</sup> Annual Report together with the Audited Financial Statements for the Financial Year ended 31<sup>st</sup> March, 2021.

**FINANCIAL RESULTS**

The summarized financial results of the Company during the year under review are as under:-

(Amount in ₹ Lakhs)

PARTICULARS	Standalone		Consolidated	
	Year Ended 31.03.2021	Year Ended 31.03.2020	Year Ended 31.03.2021	Year Ended 31.03.2020
Revenue from Operations	2440.14	8205.33	2440.14	8205.33
Other Income	81.51	118.97	81.51	118.97
<b>Total Revenue</b>	<b>2521.65</b>	<b>8324.29</b>	<b>2521.65</b>	<b>8324.29</b>
Expenses	6627.74	9475.73	6627.75	9475.73
<b>Profit/(Loss) for the year before Tax</b>	<b>(4106.09)</b>	<b>(1151.44)</b>	<b>(4106.09)</b>	<b>(1151.44)</b>
Tax Expense	(1069.13)	(271.66)	(1069.13)	(271.66)
<b>Profit/(Loss) for the year after Tax</b>	<b>(3036.96)</b>	<b>(879.78)</b>	<b>(3036.96)</b>	<b>(879.78)</b>
Other Comprehensive Income	6.77	(9.02)	6.77	(9.02)
<b>Total Comprehensive Income/(Loss) for the year</b>	<b>(3030.19)</b>	<b>(888.80)</b>	<b>(3030.19)</b>	<b>(888.80)</b>

**DIVIDEND**

The Board of Directors, after considering holistically the relevant circumstances and keeping in view the current market conditions, has decided that it would be prudent, not to recommend any Dividend for the Financial Year 2021-2022.

**TRANSFER TO GENERAL RESERVE**

The Board of Directors of your Company has decided not to transfer any amount to the General Reserve for the year under review.

**PERFORMANCE REVIEW & OUTLOOK**

The annexed Management Discussion and Analysis forms a part of this report and covers, amongst other matters, the performance of the Company during the Financial Year 2020-21 as well as the future outlook.

**STATUTORY STATEMENTS**

**(i) Share Capital**

The Company's issued and subscribed share capital consists of Equity and Redeemable Preference Share Capital. The Paid up Share Capital of the Company as on 31<sup>st</sup> March, 2021 stood at ₹ 1,24,45,99,470/- comprising of 19459947 Equity Shares of ₹ 10/- each and 10500000 Redeemable Non-Cumulative Non-Convertible Preference Shares of ₹ 100/- each.

The Equity Shareholders vide their resolution dated 25<sup>th</sup> September, 2018 had approved the issue of 5000000 (Fifty Lakhs) 9% Redeemable Non-Cumulative Non-Convertible Preference Shares – Series III of ₹ 100/- (Rupees Hundred) each aggregating to ₹50,00,00,000 (Rupees Fifty Crores) as per the provisions of Section 45, 55 of the Companies Act, 2013 read with all applicable Rules made there/under (including any amendment / modifications thereto or re-enactment thereof for the time being in force), Regulation 23 of SEBI Listing Regulations read with the Company's Policy on Related Party Transactions. Out of which the Board of Directors allotted 2000000 (Twenty Lakhs) "9% Redeemable Non-Cumulative Non-Convertible Preference Shares – Series III Tranche I" of ₹ 100/- (Rupees One Hundred) each aggregating to Rs. 20,00,00,000 (Rupees Twenty Crores) on 21<sup>st</sup> November, 2018.

During the year, the Company has allotted 2000000 (Twenty Lakhs) "9% Redeemable Non-Cumulative Non-Convertible Preference Shares – Series III Tranche II" of ₹ 100/- (Rupees One Hundred) each aggregating to ₹ 20,00,00,000 (Rupees Twenty Crores) on 19<sup>th</sup> September, 2020. Balance of ₹ 10,00,00,000 (Rupees Ten Crores) is yet to be allotted.

The Shareholding of Directors of the Company (including Promoter Director) is given in the Corporate Governance Report forming part of this report.

**(ii) Number of meeting(s) of the Board**

During the year under review, five Board Meetings were convened and held. The details of such meeting(s) are given in the Corporate Governance Report which forms integral part of the Board's Report.

**(iii) Committees of the Board**

The Company has several Committees which have been established in compliance with the requirement of the relevant provisions of applicable laws and statutes. As on 31<sup>st</sup> March, 2021, the Board has six committees namely, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee including two Non-Mandatory Committees viz. Business Restructuring Committee and Securities Committee. A detailed note on the composition of the Committees is provided in the Corporate Governance Report, which forms an integral part of the Board's Report.

As per the amended provisions of Section 135 of the Act, the Board of Directors in their meeting held on 28<sup>th</sup> June, 2021 has dissolved the CSR Committee and all the functions of the Committee shall be discharged by the Board of Directors.

**(iv) Public Deposits**

The Company has not accepted any Deposits from the Public under Section 73 of the Act, read with the Companies (Acceptance of Deposits) Rules, 2014.

**(v) Significant and other material orders passed by the regulators or courts**

There are no significant material orders passed by the Regulators or Courts or Tribunal during the year under review which has an impact on the Going Concern status and Company's operations in future.

**(vi) Particulars of Loans, Guarantees or Investments**

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Act are given in the notes to the Financial Statements.

**(vii) Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo**

The particulars required under Section 134(3)(m) of the Act read with Rules 8 of the Companies (Accounts) Rules 2014 in respect of conservation of energy and technology absorption are not applicable to your Company.

The total foreign exchange earnings during the year under review is ₹134.17 Lakhs and for previous period is ₹2840.71 Lakhs and total foreign exchange out going during the year under review is ₹44.13 Lakhs and for previous period is ₹124.09 Lakhs.

**(viii) Change in the Nature of Business**

There is no change in the nature of business of the Company during the year under review.

**(ix) Maintenance of cost records**

The nature of Company's business / activities is such that maintenance of cost records under Section 148(1) of the Act is not applicable to the Company.

**(x) Material Changes and commitments**

No material changes and commitments have occurred between the end of the financial year to which the financial statements relate and date of this report, affecting the financial position of the Company.

**(xi) Reporting of frauds by the Auditors**

No fraud has been noticed or reported by the Statutory Auditor's during the course of their Audit.

**SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES**

**(i) Subsidiaries**

The Company does not have any Subsidiary and no Company has become or ceased to be Company's Subsidiary during the year under review.

The Board of Directors has approved a Policy for Determining Material Subsidiaries in compliance with the provisions of Regulation 16 of the SEBI Listing Regulations. The Policy for Determining Material Subsidiary has been suitably modified as per the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time. The said Policy has been uploaded on the website of the Company, [www.hbestate.com](https://www.hbestate.com/Investor%20Information/Corporate%20Governance/index.html) having following web link, <https://www.hbestate.com/Investor%20Information/Corporate%20Governance/index.html>

**(ii) Joint Ventures**

The Company is not having any Joint Venture business and no Company has become its Joint Venture during the year under review.

**(iii) Associate Companies**

In terms of Sec 2(6) of the Act, Parsvnath HB Projects Pvt. Ltd. is the Associate Company. A separate statement containing the salient features of the Financial Statement of the Company's Associates is being provided in Form AOC-1 along with the Financial Statements in terms of Section 129(3) of the Act.

**MANAGEMENT DISCUSSION & ANALYSIS AND CORPORATE GOVERNANCE REPORT**

As required under Regulation 34(3) read with Schedule V of the SEBI Listing Regulations the Management Discussion & Analysis Report; a Report on the Corporate Governance together with the Compliance Certificate from the Company's Statutory Auditor's confirming compliance(s) forms an integral part of this report.

**VIGIL MECHANISM - WHISTLE BLOWER POLICY**

In terms of the provisions of Sec 177(9) & (10) of the Act and pursuant to the provisions of Regulation 22 of the SEBI Listing Regulations a Vigil Mechanism for Stakeholders, Employees and Directors of the Company has been established. The Whistle Blower Policy duly approved by the Board of Directors is available on the website of the Company having following web-link, <https://www.hbestate.com/Investor%20Information/Corporate%20Governance/index.html>



**RELATED PARTY TRANSACTIONS**

The Related Party Transactions that were entered during the financial year under review were on arm's length basis and were in the ordinary course of business. The Audit Committee has accorded its omnibus approval for the said transactions.

The Company has not entered into any materially significant Related Party Transaction under Sec 188 of the Act. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Act in Form AOC-2 is not applicable. None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company.

The Board of Directors, on the recommendation of the Audit Committee, has approved a Policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Act, the Rules made there under and Regulation 23 of the SEBI Listing Regulations. The Policy on Related Party Transactions has been suitably modified as per the applicable provisions of the Act and SEBI Listing Regulations as amended from time to time. The Policy is available on the website of the Company having following web link,

<https://www.hbestate.com/Investor%20Information/Corporate%20Governance/index.html>

**CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING**

The Company endeavors to preserve the confidentiality of un-published price sensitive information and to prevent misuse of such information. The Company is committed to transparency and fairness in dealing with all Stakeholders and in ensuring adherence to all laws and regulation in force.

The Board of Directors has adopted the Code of Conduct for regulating, monitoring and reporting of trading by insiders and other connected persons, in compliance with Regulation 9 of the SEBI Listing Regulations. The Code of Conduct lays down guidelines and procedures to be followed and disclosures to be made while dealing with the Shares of the Company, as well as the consequences of violation. The Code of Conduct has been formulated for prevention of Insider Trading and to maintain the highest standards of dealing in Company Securities. The Code of Conduct has been suitably modified as per the provisions of the Insider Trading Regulations and SEBI Listing Regulations as amended from time to time.

Further, the Policy and procedure for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information have been framed in line with the provisions of the Insider Trading Regulations, as amended.

**PRESERVATION OF DOCUMENTS & ARCHIVAL POLICY**

In terms of Regulation 9 of the Securities and Exchange Board of India SEBI Listing Regulations, the Board of Directors in their meeting held on 10<sup>th</sup> February, 2016 has adopted a Policy for Preservation of Documents & Archival thereof, classifying them in two categories as follows:

- (a) documents whose preservation shall be permanent in nature;
- (b) documents with preservation period of not less than eight years after completion of the relevant transactions.

The said Policy is available on the website of the Company having following web link,

<https://www.hbestate.com/Investor%20Information/Corporate%20Governance/index.html>

**DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY**

The Board of Directors has adopted the Risk Management Policy which sets out the framework for the management of risks faced by the Company in the conduct of its business to ensure that all business risks are identified, managed and monitored. The contents of Risk Management Policy have been included in Management Discussion and Analysis forming part of this report.

**PREVENTION OF SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE**

The Company has zero tolerance for sexual harassment at workplace. The Board of Directors in their meeting held on 08<sup>th</sup> August, 2014 constituted the Internal Complaint Committee and adopted a Policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder.

The Company has two Internal Complaint Committees one is at the Registered Office and another at Hotel Unit i.e. Taj City Centre, Gurugram.

**The Internal Complaint Committee at Registered Office comprises of following members:**

- (i) Ms. Bannmala Jha, Presiding Officer (Manager)
- (ii) Ms. Madhu Suri, Member (Working in the Delhi Legal Services Authority as a Counsellor)
- (iii) Mr. Anil Goyal, Member (Director)
- (iv) Ms. Radhika Khurana, Member (Company Secretary)

**The Internal Complaint Committee at Hotel Unit comprises of following members:**

- (i) Ms. Shailza Sharma, Chairperson (HR Manager)
- (ii) Ms. Leela Gupta, Assistant Chairperson (Sales Manager)
- (iii) Ms. Ashadeep Sidhu, Member (Director of Finance)
- (iv) Mr. Pradeep Kumar Yadav, Member (Security Manager)
- (v) Mr. Sanket Chugh, Member (Director of Sales & Marketing)
- (vi) Ms. Shalini Khanna, Member (NGO Representative)

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and

Redressal) Act, 2013. The women employees were made aware about the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made there under and the provisions of Internal Complaint Policy of the Company.

Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is provided in the Corporate Governance Report which forms an integral part of the Board's Report.

**INTERNAL CONTROLS SYSTEMS AND THEIR ADEQUACY**

The Company has proper and adequate system of Internal Controls. The information about Internal Controls is set out in the Management Discussion and Analysis forming part of this report.

**INTERNAL FINANCIAL CO1NTROLS**

The Company has established Internal Financial Control System for ensuring the orderly and efficient conduct of the business including adherence to Company's Policies, the safeguarding of assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable Financial Statements.

**AUDITORS**

**(i) Statutory Auditors**

The Shareholders in the 23<sup>rd</sup> Annual General Meeting held on 29<sup>th</sup> September, 2017 had appointed 'G. C. Agarwal & Associates', Chartered Accountants, Delhi (FRN 017851N) as the Statutory Auditors for a term of five (5) consecutive years i.e. from the conclusion of the 23<sup>rd</sup> Annual General Meeting to the conclusion of 28<sup>th</sup> Annual General Meeting to be held in the year 2022.

There are no qualifications, reservation, adverse remark, observations, comments or disclaimer given by the Auditors in their Report. The Report given by the Statutory Auditors on the financial statements of the Company for the financial year 2020-21, is part of the Annual Report and self explanatory.

**(ii) Internal Auditors**

'Marv & Associates LLP', Chartered Accountants, New Delhi perform the duties of the Internal Auditors of the Company and their report is reviewed by the Audit Committee on quarterly basis.

**(iii) Secretarial Auditors**

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. A.N. Kukreja, Proprietor, 'A.N Kukreja & Co.', Company Secretary in Practice to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is enclosed as a part of this report as "ANNEXURE – I".

**CORPORATE SOCIAL RESPONSIBILITY (CSR)**

The Board of Directors has constituted a Corporate Social Responsibility Committee (CSR Committee) pursuant to the provisions of Section 135 of the Companies Act, 2013. The composition of the CSR Committee has been mentioned in the Corporate Governance Report forming part of this report.

The Company has revised the policy on Corporate Social Responsibility ('CSR') to include changes based on Company (Corporate Social Responsibility Policy) Amendment Rules, 2021 and the revised Policy was recommended by the CSR Committee and approved by the Board and the same can accessed on the Company's Website having following web link, <https://www.hbestate.com/Investor%20Information/CSR/index.html>

**Brief outline / salient features of the CSR Policy of the Company are as follows:**

- The Company endeavors to adopt an integrated approach to address the community, societal & environmental concerns by taking one or more of the activities allowed as per Section 135 of the Companies Act, 2013 and the applicable rules and regulations.
- To identify the activities in response to felt societal needs in diverse areas and to implement them with full involvement and commitment in a time bound manner.
- To provide financial assistance in the form of grant-in-aid assistance and corpus fund support etc. to support, supplement and improve the quality of life of different segments of the Society.
- As a responsible corporate entity, the Company will consistently strive for opportunities to meet the expectation of its stake holders by pursuing the concept of sustainable development with focus on the social welfare activities.

As per Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, If a Company's CSR obligation is less than or upto Rs. 50 lakhs, then the Company shall not be required to constitute the CSR committee and the board of directors shall discharge all the function of the CSR committee as prescribed.

Pursuant to abovementioned amended CSR Rules and considering the specified threshold of CSR obligations, the Board of Directors in its meeting held on 28<sup>th</sup> June, 2021 has dissolved the CSR Committee and all the functions of the Committee shall be discharged by the Board of Directors.

**DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)**

**(a) Appointment / Re-appointment / Resignation of Directors and KMP**

As per the provisions of Section 152 of the Companies Act, 2013, Mr. Lalit Bhasin (DIN: 00002114), Director shall retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board of Directors recommends his re-appointment.



Mr. Sunil Malik (DIN: 01153501) has been appointed as Non-Executive Independent Director of the Company by the members for a term of five (5) consecutive years in the last Annual General Meeting held on 30<sup>th</sup> September, 2020 pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any of the Act and the rules made there-under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act, Regulation 17(1A) and other applicable provisions of the SEBI Listing Regulations as amended.

Mr. Jag Mohan Lal Suri, Non-Executive Non-Independent Director of the Company left for his heavenly abode on 14th December, 2020.

The information on the Particulars of Director eligible for Appointment / Re-appointment in terms of Regulation 36 of SEBI Listing Regulations and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India has been provided in the Notes to the Notice convening the Annual General Meeting.

**(b) Declaration from Independent Directors**

Ms. Asha Mehra, Mr. Rajesh Jain and Mr. Sunil Malik are Non-Executive Independent Directors on the Board of the Company. The Company has received declarations from all the Independent Director(s) confirming that they meet with the criteria of Independence as prescribed both under Section 149(6) of the Act and under Regulation 16(1)(b), 25 of the SEBI Listing Regulations.

The Independent Directors of the Company have confirmed that they have registered their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014. Except Mr. Sunil Malik, no other Independent Directors of the Company possess the requisite experience and hence shall not be required to pass the online proficiency self-assessment test as per the proviso to Rule 6(4) of the aforesaid rules.

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees and reimbursement of expenses, if any incurred by them for the purpose of attending meetings of the Board/Committee of the Company.

**(c) Nomination and Remuneration Policy**

The Board of Directors, on the recommendation of the Nomination & Remuneration Committee, has approved a Policy for selection, appointment & remuneration including criteria for determining qualifications, positive attributes of Directors, Key Managerial Personnel (KMP) and Senior Management employees of the Company.

**Brief outline / salient features of the Nomination and Remuneration Policy are as follows:**

- Nomination and Remuneration Committee has been empowered inter-alia to carry out the following functions:
  - Identification and selection of persons for appointment as Director, KMP or at Senior Management level considering their qualification, experience and integrity.
  - Determining the appropriate size, diversity and composition of the Board.
  - Developing a succession plan for the Board and Senior Management of the Company.
  - To recommend all remuneration, in whatever form, payable to senior management.
  - Considering and determining the remuneration based upon the performance to attract retain and motivate members of the Board.
  - Approving the remuneration of the Senior Management including KMPs of the Company.
  - Evaluation of performance of the Board, its committees, individual directors and Senior Management Personnel on yearly basis.
  - To extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors
- Approval of the Shareholders by way of Special Resolution is required in following cases:
  - To appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years.
  - To appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five years.
  - To re-appoint Independent Directors for second terms of five consecutive years.
  - Payment of fees or compensation to executive directors who are promoters or members of the promoter group exceeding particular limits specified in the policy.
  - The annual remuneration payable to a single non-executive director exceeds fifty per cent of the total annual remuneration payable to all non-executive directors.
- Executive Directors / Managing Director are paid remuneration as per applicable provisions of the Companies Act, 2013 and rules made there under.

- Non-Executive Directors are paid sitting fees for attending each meeting of the Board of Directors and the Committees constituted by the Board. The sitting fee for each meeting of Board of Directors and the Committee of Directors has been fixed by the Board of Directors within the overall ceiling laid down under the Companies Act, 2013.

The complete Nomination and Remuneration Policy of the Company is available on the website of the Company having following web link,

<https://www.hbestate.com/Investor%20Information/Corporate%20Governance/index.html>

**(d) Board Diversity**

The Company recognizes the importance and benefits of having the diverse Board to enhance quality of its performance.

The Company believes that a diverse Board will enhance the quality of the decisions made by the Board by utilizing the different skills, qualification, professional experience, gender, knowledge etc. of the members of the Board, necessary for achieving sustainable and balanced growth of the Company. The Board of Directors on the recommendations of the Nomination and Remuneration Committee has adopted a Policy on Diversity of Board of Directors in terms of Regulation 19 of the SEBI Listing Regulations.

**(e) Board Evaluation**

Pursuant to the provisions of the Act and applicable provisions of the SEBI Listing Regulations the Board of Directors has carried out an Annual performance evaluation of its own performance and of all the Directors individually as well as the evaluation of the working of Audit, Nomination & Remuneration and other Compliance Committees. The manner in which the evaluation has been carried out is explained in the Corporate Governance Report.

**(f) Remuneration of the Directors / Key Managerial Personnel (KMP) and Particulars of Employees**

The information required pursuant to Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Directors / Key Managerial Personnel (KMP) and Employees of the Company is furnished hereunder:

- (i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year; and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.

Sr. No.	Name	Category	Ratio/Times per Median remuneration	% Increase in remuneration
1.	Mr. Lalit Bhasin	Director (Non-Executive)	N.A	N.A
2.	Mr. Anil Goyal	Director (Non-Executive)	N.A	N.A
3.	Mr. Jag Mohan Lal Suri*	Director (Non-Executive)	N.A	N.A
4.	Mr. Rajesh Jain	Director (Non-Executive)	N.A	N.A
5.	Ms. Asha Mehra	Director (Non-Executive)	N.A	N.A
6.	Mr. Sunil Malik	Director (Non-Executive)	N.A	N.A
7.	Mr. Praveen Gupta	Chief Financial Officer		No increase
8.	Ms. Banmala Jha	Manager		No increase
9.	Ms. Radhika Khurana	Company Secretary		No increase

(\* ) Ceased w.e.f 14th December, 2020.

The Non-Executive Directors are paid only sitting fees for attending meeting of the Board of Directors and the Committees constituted by the Board.

- (ii) The increase in the median remuneration in current financial year as compared to previous financial year: No increase.
- (iii) The number of employees on the rolls of the Company:
  - 16 employees on the Company rolls and 156 employees on the rolls of the Company's Hotel Unit (Taj City Centre, Gurugram) operated by The Indian Hotels Company Limited as on 31<sup>st</sup> March, 2021.
- (iv) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year was NIL as compared to the percentile increase of NIL in the managerial remuneration of the Company Secretary.
- (v) It is hereby confirmed that the remuneration paid to the Directors, Key Managerial Personnel (KMP) and other employees is in accordance with the remuneration policy of the Company.
- (vi) Statement of particulars of employees pursuant to Section 197(12) of the Act read with Rule 5(2) &(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended 31<sup>st</sup> March, 2021:



a) Details of top ten employee in terms of remuneration drawn as on 31<sup>st</sup> March, 2021:

Sl. No.	Name	Designation	Gross Remuneration received (In ₹)	Nature of Employment	Qualification	Experience (In Years)	Date of Commencement of Employment	Age (In Years)	Last Employment held before joining the Company	Number & Percentage of Equity Shares held	Whether any such employee is a relative of any director or manager of the Company
1	Mr. Praveen Gupta	C.F.O	2831826	Permanent	CA & LLB	38	01-12-2011	59	HB Securities Ltd.	Nil	No
2.	Mr. Sanket Chaug	Director of Sales & Marketing	2476200	Permanent	Management Development Programme Certificate Course	21	20-08-2015	44	Shangri La Eros Hotel	Nil	No
3.	Ms. Shailza Sharma	Human Resources Manager	1537260	Permanent	Master in Human Resource Management	19	07-09-2015	39	The Leela Ambience Hotel, Gurgaon	Nil	No
4.	Mr. Ranjeet Singh	Front Office Manager	1362960	Permanent	Post Graduate Diploma in Business Management	16	12-12-2016	37	Hyatt Bangalore MG Road	Nil	No
5.	Mr Daya Shankar Gaur	Manager Interior	1195800	Permanent	Civil Engineer	21	18-04-2012	46	Capital Residency Pvt. Ltd.	Nil	No
6.	Mr. Sanjeet Kumar	Catering Sales Manager	1102512	Permanent	BSC in Hotel Management	17	21-12-2018	38	Shangri-la Hotel New Delhi	Nil	No
7.	Ms Banmala Jha	Vice President Legal	1043280	Permanent	M.A. (English & LLB)	20	01-02-2018	64	HB Stockholdings Ltd.	Nil	No
8.	Mr. Rahul Chauhan	Wellness Manager	844764	Permanent	Master's in Physical Education	5	01-08-2018	45	Radisson MBD Hotel	Nil	No
9.	Mr Ashok Kumar*	Manager Accounts	831207	Permanent	CA	16	01-01-2017	46	RRB Master Securities Delhi Ltd.	Nil	No
10.	Mr. Pankaj Aggarwal	Manager Finance	749028	Permanent	CA	4.98	01-11-2017	26.80	Taj City Centre	Nil	No

(\*) Resigned w.e.f. 06<sup>th</sup> June, 2021

- b) Details of the Employees, who were in receipt of remuneration aggregating ₹ 1,02,00,000/- or more per annum : **None**
- c) Details of the Employees, who were employed for part of the financial year and was in receipt of remuneration not less than ₹ 8,50,000/- per month: **None**
- d) Details of the Employees, who were employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the Company: **None**

**SECRETARIAL STANDARDS**

During the year under review, the Company has complied with all applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

**EXTRACT OF ANNUAL RETURN**

As provided under Section 92(3) and 134(3)(a) of the Act, read with Rule 12 of Chapter VII Rules of the Companies (Management and Administration) Amendment Rules, 2020, Annual Return in Form MGT-7 for FY 2020-21 is uploaded on the website of the Company having following web link, <https://www.hbestate.com/investor%20information/Annual%20Returns/indexx.html>

**DIRECTORS RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, it is hereby stated that:

- in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- the Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates, that are reasonable and prudent so as to give a true and fair view of the State of Affairs of the Company at the end of the Financial Year and of the Profit or Loss of the Company for that period;
- the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors had prepared the Annual Accounts on a going concern basis;
- the Directors have laid down Internal Financial Controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
- the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**ACKNOWLEDGMENTS**

Your Directors wish to thank and acknowledge the co-operation, assistance and support extended by the Banks, Company's Shareholders and Employees.

**FOR AND ON BEHALF OF THE BOARD**

Place: Gurugram  
Date: 28<sup>th</sup> June, 2021

Sd/-  
LALIT BHASIN  
(Chairman)  
DIN: 00002114



**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021**  
(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules, 2014.

To,  
**The Members of**  
**HB Estate Developers Limited**  
**Plot No. 31, Echelon Institutional Area**  
**Sector – 32, Gurugram – 122001 (Haryana)**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **HB Estate Developers Limited - CIN: L99999HR1994PLC034146** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the **HB Estate Developers Limited's** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the **financial year ended on 31<sup>st</sup> March, 2021** complied with statutory provisions listed hereunder and also that the company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by Company for the financial year ended on **31<sup>st</sup> March, 2021** according to the provisions of:
  - (i). The Companies Act, 2013 (the Act) and the rules made there under;
  - (ii). The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there under;
  - (iii). The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
  - (iv). Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings\*.
  - (v). The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act):-
    - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
    - (c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
    - (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
    - (e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018\*
    - (f) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;\*
    - (g) The Securities and Exchange Board of India ( Issue and Listing of Debt Securities) Regulations, 2008;\*
    - (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;\* and
    - (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.\*

(\*) Foreign Exchange Management Act, 1999 and the rules and regulations at sub-para (iv) above, SEBI Regulations listed at sub-para (v) Serial Nos. (e), (f), (g), (h) and (i) above are not applicable to the Company for 2020-21 as there were no corporate decisions/actions attracting these regulations.
  - (vi). The Other Laws applicable specifically to the Company (including its Unit: Taj City Centre, Gurugram) are:
    - (a). The Punjab Shops and Commercial Establishments Act, 1958 as adopted by State of Haryana; approval/Certificate for Fire Safety and NOCs from local bodies.
    - (b). Indian Boilers Act, 1923.
    - (c). Food Safety and Standards Act, 2006.
    - (d). Legal Metrology Act, 2009 and applicable Rules.
    - (e). Environment (Protection) Act, 1986.
    - (f). Air (Prevention and Control of Pollution) Act, 1981.
    - (g). Water (Prevention and Control of Pollution) Act, 1974.
    - (h). Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
2. We have also examined on test check basis the compliances of laws specifically applicable to the Company listed under sub-para (vi) above and compliances with the applicable Regulations/Standards of the following:
  - (i). SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreement with the Bombay Stock Exchange (BSE Limited); and
  - (ii). Secretarial Standards issued by the Institute of Company Secretaries of India.
3. During the period under review the company has complied with the provisions of the Act, Rules, Regulations, Standards/Guidelines, etc. mentioned above. Further, we would like to state as under:
  - In pursuance to the non-compliance of Regulation 19(1)/19(2) of SEBI (LODR) Regulations, 2015, BSE Limited further levied a penalty of Rs. 99,120/- for the

balance period pertaining to Financial year 2019-2020 which was duly paid and the requirement w.r.t the constitution of Nomination and Remuneration Committee was duly complied with, by the Company.

- Default on payment of interest of Rs.1.60 crore on term loan/overdraft/funded interest term loan from IndusInd Bank Ltd; on 1st October, 2020. The Company has intimated the default to the BSE Limited within timeline, in terms of the Circular No. SEBI/HO/CFD/CMD1/CIR/P/2019/140 dated November 21, 2019.
4. We further report that:
    - (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-executive Directors, Woman Director and Independent Directors.
    - (b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
    - (c) Majority decisions are carried through while dissenting members' views are captured and recorded as part of the minutes.
  5. We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
  6. We further report that during the audit period, no major decisions having a bearing on Company's affairs in pursuance of the above referred laws, rules/regulations were taken, except the following:
    - (i) The Company on its application has been granted Udhyan Registration Certificate No. Udhyan-HR-05-0013579 dated 24.02.2020 as a Medium Enterprise by the Ministry of Micro, Small and Medium Enterprises, Government of India.
    - (ii) Allotment of 2000000 Non-Cumulative Non-Convertible Preference Shares – Series IV tranche II (Rs 100/- each) to each Venus Portfolios Private Ltd for an aggregate amount of Rs. 20 crores).

This report is to be read with our letter of even date which is annexed as **Annexure "A"** and forms an integral part of this report.

**For A.N. Kukreja & Co.**  
**Company Secretaries**

Sd/-  
**A.N. Kukreja**  
**(Proprietor)**

FCS 1070; CP 2318

ICSI Unique Code: S1995DE014900  
UDIN: F001070C000524109

**Place: New Delhi**  
**Date: 28<sup>th</sup> June, 2021**

**Annexure 'A'**

To,  
**The Members of**  
**HB Estate Developers Limited**  
**Plot No. 31, Echelon Institutional Area**  
**Sector – 32, Gurugram – 122001 (Haryana)**

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial record. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. During the course of our examination of the books and records of the Company carried out in accordance with generally accepted practices in India, we have neither come across any instance of fraud on or by the Company, nor the Company has noticed and reported any such case during the year and accordingly the Company has not informed us of any such case.

**For A.N. Kukreja & Co.**  
**Company Secretaries**

Sd/-  
**A.N. Kukreja**  
**(Proprietor)**

FCS 1070; CP 2318

ICSI Unique Code: S1995DE014900

**Place: New Delhi**  
**Date: 28<sup>th</sup> June, 2021**



**MANAGEMENT’S DISCUSSION AND ANALYSIS**

**1. OPERATING RESULTS**

During the year under review, the Company’s Total Revenue is ₹ 2521.66 Lakhs as compared to ₹ 8324.29 Lakhs in the previous year. The Company incurred total expenses amounting to ₹ 6627.75 Lakhs as compared to ₹ 9475.73 Lakhs during the previous year.

The total revenue of the hotel unit of the Company, Taj City Centre Gurugram, for the financial year under review was ₹ 2392.57 Lakhs as compared to ₹ 8154.62 Lakhs during the previous year. During the year under review, the Company earned a cash loss amounting to ₹ 2744.54 compared to cash profit ₹ 253.30 Lakhs incurred in the previous financial year.

Loss after tax stood at ₹ 3036.96 Lakhs as against ₹ 879.78 Lakhs in the previous year.

**2. INDUSTRY STRUCTURE AND DEVELOPMENTS**

**2.1 Global Scenario**

Global tourism suffered its worst-ever year in 2020, with international arrivals dropping by 74% according to the latest data from the United Nations World Tourism Organization (UNWTO). International arrivals at destinations worldwide were a billion fewer in 2020 than in the previous year. This was due to an unprecedented fall in demand caused by the strict travel restrictions imposed by governments to curtail the spread of the pandemic. International tourist arrivals (overnight visitors) dropped by 87% in January, 2021, amid new outbreaks and tighter travel restrictions following a decline of 85% in the quarter ended December, 2020.

**2.2 Indian Scenario**

The Indian hotel industry is grappling with challenging times triggered by the Covid-19 pandemic. Occupancies fell to lows of 13-15% while ARRr fell by 30-35% during FY 2020-2021. In Q1 FY 2020-2021, room night demand was largely limited to Vande Bharat repatriation travelers, medical/other frontline workers, stranded travelers and work-from-hotel guests. After hotels re-opened gradually with Government permission on June 8, 2020, small incremental demand has come from staycations, drive-to-leisure and social Meetings, Incentives, Conferences, and Exhibitions (MICE) during Q2 FY 2020-2021. However, the road ahead is rough as revenues and margins are expected to post record decline in FY2021 with losses mounting over the next two years. Recovery to pre-Covid levels profits is atleast three years away.

**3. OPPORTUNITIES AND THREATS**

To boost the sector, the travel and hospitality industry has come up with new policies and concepts that priorities health and hygiene. The Ministry of Tourism developed an initiative called SAATHI (System for Assessment, Awareness & Training for Hospitality Industry) by partnering with the Quality Council of India (QCI) in October, 2020. The initiative will effectively implement guidelines/SOPs issued with reference to COVID-19 for safe operations of hotels, restaurants, B&Bs and other units.

The ‘Dekho Apna Desh’ campaign launched by the Union Ministry of Tourism last year to promote travel to destinations in India is expected to gather steam in the coming years as the pandemic is brought under control. This is expected to aid hotel recovery in the coming years.

The Government of India provided loans to MSMEs to help them deal with the crises and revive the economy, including the tourism sector.

According to ICRA, in 2021-22, the hospitality industry will witness over 120% growth in revenues and 13-15% in operating margins supported by a pick-up in revenues and some continued benefits of the large-scale cost rationalisation measures undertaken during the pandemic, particularly in staffing. With closed international borders, domestic tourism is expected to recover faster. However, for the industry to reach pre-COVID levels is going to be a long journey.

**4. FUTURE PROSPECTS AND OUTLOOK**

With international arrivals dropping at an alarming rate due to travel restrictions and advisories from time to time, the demand for hospitality is expected to arise mainly from the domestic sector. Within this sector, business travel has remained subdued and is being undertaken only for essential purposes or return to hometowns. As restrictions on movement were relaxed, the industry saw pent-up demand emerging from a sudden urge to travel to leisure destinations, mostly resorts, wellness centres, eco-tourism destinations and homestays within drivable distances.

Two things are certain. First, that guests’ preferences of accommodation and dining would steer towards reputed brands that embed hygiene and safety in their products and services. Second, the hospitality sector with its resilience will survive and adapt to the changing demands of hospitality in the years to come.

**5. RISKS AND CONCERNS**

Your Company aims to understand measure and monitor the various risks to which it is exposed and to ensure that it adheres, as far as reasonably and practically possible, to the policies and procedures established by it to mitigate these risks. The Company has taken adequate preventive and precautionary measures to overcome all negative factors responsible for low trend to ensure steady growth.

**Risk Management Policy**

- (i) The Senior Management is responsible for identification of new risks, changes to existing risks and retirement of previously identified risks through a formal decision making process.
- (ii) To ensure key risks are identified and analysed, the Senior Management:
  - (a) defines risks in the context of the Company’s strategy;
  - (b) prepares risk profiles including a description of the material risks, the risk level and action plans used to mitigate the risk; and
  - (c) regularly reviews and updates the risk profiles.
- (iii) The Company has implemented a systematic process to assist in the

identification, assessment, treatment and monitoring of risks and provides the necessary tools and resources to management and staff to support the effective management of risks.

- (iv) Risks faced by the Company in its business principally arise from Real Estate and Tourism industry. This includes macroeconomic risks, investee company specific risks, market wide liquidity risks and execution risks relating to the company/its intermediaries. The macroeconomic risks, investee company specific risks are covered by investment decisions based on third party research and internal assessment. Market wide risks are assessed and managed by investment timing decisions. The execution risk is managed by dealing with reputed intermediaries and through own back office discipline re accounting and follow up of trades.

- (v) The Company assesses the effectiveness of its risk management plan through structured continuous improvement processes to ensure risks and controls are continually monitored and reviewed.

**6. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

Your Company has adequate internal controls commensurate with its size to ensure protection of assets against loss from unauthorised use and all the transactions are authorised, recorded and reported correctly. The internal control is also supplemented by internal audit conducted by an external and independent firm of Chartered Accountants on an ongoing basis.

The Internal Audit Reports along with management comments thereon are reviewed by the Audit Committee of the Board. Besides, the Audit Committee reviews the internal controls at periodic intervals in close coordination with the Internal Auditors.

**7. FINANCIAL PERFORMANCE**

- a) **Share Capital:** The Company’s issued and subscribed share capital consists of Equity and Redeemable Preference Share capital. The paid-up share capital of the company as at 31<sup>st</sup> March, 2021, stood at ₹1244599470/- comprising of 1,94,59,947 Equity Shares of ₹ 10/- each and 1,05,00,000 Redeemable Non Convertible Non Cumulative Preference Shares of ₹ 100/- each.

- b) **Non-Current Assets & Non-Current Liabilities:** During the year under review, the Non-Current Assets and Non-Current Liabilities stood at ₹48074.26 Lakhs and ₹ 30382.98 Lakhs respectively ₹ 48270.64 Lakhs and ₹ 25952.09 Lakhs respectively in the last year.

- c) **Current Assets & Current Liabilities:** During the year under review, the Current Assets and Current Liabilities stood at ₹4852.76 Lakhs and ₹5203.33 Lakhs respectively against ₹ 5402.88 Lakhs and ₹ 3831.86 Lakhs respectively in the last year.

- d) **Key Financial Ratio (Standalone):**

Sl. No.	Particulars	FY 2019-20	FY 2020-21	% change over previous year	Reason for change of more than 25%
1.	Debtors Turnover Ratio	33.90	14.02	(58.64)	Slow Recovery / decreased in Revenue from operation due to Covid Pandemic Situation
2.	Inventory Turnover Ratio	0.54	0.24	(55.18)	Low Sale due to Covid Pandemic Situation
3.	Interest Coverage Ratio	0.54	-0.83	(253.55)	Decrease in operating profit margin due to Covid pandemic situation
4.	Current Ratio	0.68	0.93	37.33	Re-classification of Non-Current Assets to Current Assets due to Maturity Period
5.	Debt Equity Ratio	1.52	2.05	34.73	During the year Company raised working capital funds under ECLGS scheme
6.	Operating Profit Margin (%)	16.19	(73.76)	(555.58)	Fixed operating expenses and decreased in Revenue from operation due to Covid Pandemic Situation
7.	Net Profit Margin (%)	(10.83)	(124.18)	(1046.43)	Decreased in operating profit margin and Revenue from Operation due to Covid Pandemic Situation
8.	Return on Net Worth (%)	(4.32)	(17.47)	(304.71)	Decrease in Net Profit due to Covid Pandemic Situation

**8. HUMAN RESOURCES**

Your Company has adequate human resources which is commensurate with the current volume of activity and is reviewed by the management periodically and the Company would induct competent personnel on increase / expansion of the activity.

**9. CAUTIONARY STATEMENT**

Statements in this management discussion and analysis, describing the Company’s objective, projections, estimates and expectations may be ‘forward looking statements’ within the meaning of applicable laws and regulations. Actual results might differ materially from those expressed or implied. Important factors that could make a difference to the Company’s operations include interest rates and changes in the Government Regulations, tax regimes, economic developments and other factors such as litigations etc.



**REPORT ON CORPORATE GOVERNANCE**

**1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:**

The Company's Philosophy on Corporate Governance envisages the high standards of transparency, accountability and ethics in all transactions and interactions with all Stakeholders including but not limited to the Shareholders, the Government, Suppliers, Contractors and other business associates.

**2. SIZE AND COMPOSITION OF THE BOARD OF DIRECTORS:**

The Board of Directors of your Company comprises of Five (5) Directors out of which three are Independent Directors including one Women Director as on 31<sup>st</sup> March, 2021. The Non-Executive Directors are proficient in their own fields and bring with them decades of rich experience. Mr. Lalit Bhasin, Director (Promoter) is the Chairman and Non- Executive Director of the Company. The composition of the Board is in conformity with Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Five Board Meetings were held during the year under review on – 26<sup>th</sup> June, 2020; 11<sup>th</sup> September, 2020; 10<sup>th</sup> November, 2020, 21<sup>st</sup> December, 2020, and 12<sup>th</sup> February, 2021.

In terms of Section 173 of the Companies Act, 2013 and Regulation 17(2) & 18(2) (a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors and Audit Committee shall meet at least four times a year, with a maximum time gap of 120 days between any two meetings.

The gap between two Board meeting i.e. 12<sup>th</sup> February, 2020 and 26<sup>th</sup> June, 2020 exceeded the gap of 120 days, however, in view of prevailing lockdown due to COVID-19 Pandemic, SEBI vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated 19<sup>th</sup> March, 2020 provided that the Board of Directors and Audit Committee of the listed entity are exempted from observing the maximum stipulated time gap between two meetings during 1<sup>st</sup> December, 2019 and 30<sup>th</sup> June, 2020.

The necessary quorum was present for all the meetings.

Composition of the Board of Directors, particulars of director's other directorships and membership in committees of other public limited companies as on 31<sup>st</sup> March, 2021 and their attendance in the Board Meetings and in AGM held during the year under review are given hereunder:

Name of the Director	Category	Directorships in other Public Companies as on 31 <sup>st</sup> March, 2021		#Committee Membership held in other Public Companies as on 31 <sup>st</sup> March, 2021		No. of Board Meetings attended/entitled during the year	Whether Attended last AGM	No. of Equity Shares held
		Director	Chairman	Member	Chairman			
Mr. Lalit Bhasin	Chairman (Promoter Non Executive)	6	3	3	1	5/5	Yes	9962280
Mr. Anil Goyal	Non-Independent Non Executive	9	NIL	4	NIL	5/5	Yes	NIL
Mr. Rajesh Jain	Independent Non-executive	NIL	NIL	NIL	NIL	5/5	Yes	NIL
Mrs. Asha Mehra	Independent Non-executive	1	NIL	NIL	NIL	5/5	Yes	NIL
Mr. Sunil Malik	Independent Non-executive	NIL	NIL	NIL	NIL	4/5	Yes	NIL

(#) Comprises only Audit Committee and Stakeholders Relationship Committee of Indian Public Limited Companies

Details of Directorships held in other listed entities by the Directors of the Company and the Category of their Directorship as on 31<sup>st</sup> March, 2021 is given as under:

Name of the Director	Directorships in other listed entities (Category of Directorship)
Mr. Lalit Bhasin	1. HB Stockholdings Ltd. (Non-Executive Non-Independent Director - Chairperson) 2. HB Portfolio Ltd. (Non-Executive Non-Independent Director - Chairperson) 3. HB Leasing & Finance Co. Ltd. (Non-Executive Non-Independent Director - Chairperson) 4. CHL Ltd. (Non-Executive Independent Director)
Mr. Anil Goyal	1. HB Stockholdings Ltd. (Non-Executive Non-Independent Director) 2. HB Portfolio Ltd. (Executive Director - MD) 3. HB Leasing & Finance Co. Ltd. (Executive Director - MD)
Mrs. Asha Mehra	1. HB Stockholdings Ltd. (Non-Executive Independent Director)
Mr. Rajesh Jain	None
Mr. Sunil Malik	None

The number of Committees (Audit Committee and Stakeholder Relationship Committee) of Public Limited Companies in which a Director is a Member / Chairperson is within the limits provided under Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for all the Directors of the Company. The number of Directorships of each Independent Director is also within the limits as prescribed under Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

None of the Directors are related to each other as defined in Section 2(77) of the Companies Act, 2013.

The Company had issued formal letter of appointment to the Independent Directors at the time of their appointment as per the provisions of Sec 149 read with Schedule IV of the Companies Act, 2013. The terms and conditions of appointment of Independent Directors are disclosed on the website of the Company, [www.hbestate.com](http://www.hbestate.com)

In the opinion of the Board and based on the disclosures received, the Independent Directors fulfills the conditions specified in the SEBI Listing Regulations and are independent of the management.

In terms of the provisions of the existing Articles of Association of the Company, one-third of the Directors of the Company, who are liable to retire by rotation, shall retire at every Annual General Meeting. Accordingly, Mr. Lalit Bhasin (DIN:0002114), Director shall retire at the ensuing Annual General Meeting and who being eligible offers himself for re-appointment.

The information on the Particulars of Director eligible for Appointment / Re-appointment in terms of Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India has been provided in the Notes to the Notice convening the Annual General Meeting.

**3. CORE SKILLS/EXPERTISE/COMPETENCIES OF THE BOARD OF DIRECTORS**

The Board comprises of qualified members who bring in the required skills, competence and expertise that enable them to make effective contributions to the Company's working. The Board members have expertise and extensive experience in financial services, taxation, investments, capital markets, banking, hospitality, corporate restructuring, corporate governance, strategic planning, corporate administration and general management. They uphold ethical standards of integrity and probity and exercise their responsibility in the best interest of the Company and all stakeholders.

The Board comprises of members of varied age groups who demonstrate competence and experience required for the Company. Their diversity of experiences has a positive impact on deliberations on various matters placed before the Board setting the right direction for future strategy and plans. Sufficient time is devoted by them for informed and balanced decision-making.

All Directors are familiar with the Company's business, policies, culture (including the Mission, Vision and Values) and industry in which the Company operates.

The below chart / matrix summarizes a mix of skills, expertise and competencies expected to be possessed by our individual directors, which are key to corporate governance and board effectiveness:

**Key Board Skills / Expertise / Competencies:**

<b>Technical Expertise</b>	Education and experience in the areas of Hospitality, capital markets, banking and finance, administration, real estate, corporate governance.
<b>Risk Management</b>	Capability to identify, assess, and monitor the risks associated with market risk, credit risk, liquidity and Interest rate risk associated with the business of the Company.
<b>Corporate Governance</b>	Understanding of the relevant laws, rules, regulation policies applicable to the organisation/industry/sector in which the Company operates. Knowledge and understanding of organizations processes, strategic planning and observing appropriate governance practices.
<b>Strategic Decision making</b>	To develop insights about maintaining board and management accountability, protecting shareholder interests. Demonstrated strengths in developing business strategies, business transformation contributing to long-term growth.



Name of the Directors who have these expertise and skills:

Name of the Director	Core Skills / Expertise / Competencies			
	Technical Expertise	Risk Management	Corporate Governance	Strategic Decision Making
Mr. Lalit Bhasin	✓	✓	✓	✓
Mr. Anil Goyal	✓	✓	✓	✓
Mr. Rajesh Jain	✓	✓	✓	✓
Mrs. Asha Mehra	✓	✓	✓	✓
Mr. Sunil Malik	✓	✓	✓	✓

**4. CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT PERSONNEL**

The Code of Conduct for Directors and Senior Management Personnel (‘the Code’), as adopted by the Board, is a comprehensive Code applicable to all the Directors and Senior Management Personnel. The Company’s Board of Directors and Senior Management Personnel are responsible for and are committed to setting the standards of conduct contained in the Code and for updating these standards, as appropriate, to ensure their continuing relevance, effectiveness and responsiveness to the needs of investors and all other stakeholders as also to reflect corporate, legal and regulatory developments. This Code is adhered to in letter and in spirit. The Code has been circulated to all the Directors and Senior Management Personnel and the compliance of the same is affirmed by them annually.

All the members of Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct of the Company for the financial year 2020-21. The declaration to this effect signed by the Managing Director of the Company is attached and forms an integral part of this Report. A copy of the Code has been uploaded on the Company’s website having following web link: <https://www.hbestate.com/Corporate%20Information/conduct.htm>

**5. INDEPENDENT DIRECTORS MEETING:**

During the year under review, the Independent Directors met on 12<sup>th</sup> February, 2021, inter alia, to discuss and evaluate:

- i) the performance of Non-Independent Directors and the Board of Directors as a whole;
- ii) the performance of the Chairman of the Company, taking into account the views of Executive and Non-Executive Directors.
- iii) the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Further, the Company gave the presentation to the Independent Directors as a part of the familiarisation programme to make them aware about their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. The details of such familiarisation programme are available on the website of the Company having following web link,

<https://www.hbestate.com/Investor%20Information/Corporate%20Governance/index.html>

All the Independent Directors were present at the Meeting.

**6. PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS**

The performance evaluation exercise has been carried out by way of a structured questionnaire covering various aspects of the Board’s functioning such as adequacy of the composition of the Board and its Committees, execution and performance of specific duties, obligations and governance. The performance of Individual Directors has been evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company, Shareholders etc. The Performance of Chairperson was being evaluated in terms of leadership qualities, effective management, maintaining cordial relationship with Board, Shareholders, employees, etc.

The Independent Directors in their meeting held on 12<sup>th</sup> February, 2021 have done necessary performance evaluation of Non-Independent Directors, the Board of Directors as a Whole & its Committees and the Chairman of the Company, taking into account the views of Executive and Non-Executive Directors. All the Independent Directors expressed their satisfaction with the performance of Non-Independent Directors, the Board of Directors as a Whole & its Committees and the Chairman of the Company.

Mr. Lalit Bhasin, Chairman of the Company had discussion with all individual Directors in order to review the performance of the Independent Directors of the Company. The performance of the Independent Directors also found to be satisfactory during the period under review.

The Nomination and Remuneration Committee and the Board of Directors in their meeting held on 12<sup>th</sup> February, 2021 expressed their satisfaction with the performance evaluation of all individual Directors being the Independent Directors, Non-Independent Directors, Chairperson, Board as a whole and its committees in terms of the provision of the SEBI (Listing Obligations and

Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act, 2013.

**7. BOARD COMMITTEES:**

The terms of reference of the Board Committee(s), their composition and attendance of the respective members at the various Committee Meeting(s) held during the year 2020-2021 are set out below:

**(A) Audit Committee**

The Board of Directors in their meeting held on 20<sup>th</sup> December, 2001 had constituted the Audit Committee. The Committee was duly reconstituted on 25<sup>th</sup> October, 2008, 09<sup>th</sup> March, 2010, 27<sup>th</sup> May, 2019 and thereafter on 21<sup>st</sup> December, 2020.

The terms of reference of the Audit Committee was revised by the Board of Directors in their meeting held on 10<sup>th</sup> February, 2015 in terms of provisions of Section 177(4) of the Companies Act, 2013 and Clause 49 of the Listing Agreement. Further, the terms of reference of the Audit Committee has been partially amended by the Board of Directors in their meeting held on 10<sup>th</sup> February, 2016 and 12<sup>th</sup> February, 2019 in terms of Regulation 18 read with Part C of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Audit Committee consists of three Non-Executive Directors as members, out of which two are Independent Director. The Chairman of the Audit Committee is an Independent Director. The Audit Committee comprises of the following members:

- (i) Ms. Asha Mehra, Chairperson (Independent Director),
- (ii) Mr. Rajesh Jain, Member (Independent Director)
- (iii) Mr. Anil Goyal, Member (Non-Independent Director)

The Company Secretary acting as Secretary to the Committee.

The quorum for the Audit Committee meeting shall either be two members or one third of the members of the Audit Committee, whichever is greater, with at least two Independent Directors.

After the demise of Mr. Jag Mohan Lal Suri on 14<sup>th</sup> December, 2020, the Audit Committee was left with only two members. Therefore, the Board of Directors had appointed Mr. Anil Goyal as a member of the Stakeholders Relationship Committee in the Board Meeting held on 21<sup>st</sup> December, 2020.

The Audit Committee has been empowered, inter-alia, to carry out the following functions:

1. Oversight of the company’s financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor’s report thereon before submission to the board for approval, with particular reference to:
  - a) Matters required to be included in the Director’s Responsibility Statement to be included in the Board’s report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013.
  - b) Changes, if any, in accounting policies and practices and reasons for the same.
  - c) Major accounting entries involving estimates based on the exercise of judgment by management.
  - d) Significant adjustments made in the financial statements arising out of audit findings.
  - e) Compliance with listing and other legal requirements relating to financial statements.
  - f) Disclosure of any related party transactions.
  - g) Modified opinion(s) in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor’s independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;





11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. The Audit Committee shall mandatorily review the following information:
  - a) Management discussion and analysis of financial condition and results of operations;
  - b) Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
  - c) Management letters / letters of internal control weaknesses issued by the statutory auditors;
  - d) Internal audit reports relating to internal control weaknesses; and
  - e) The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.
  - f) Statement of deviations
    - (i) Quarterly statement of deviation(s) including Report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
    - (ii) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
21. Reviewing the utilization of loans and/or advances from / investment by the Holding Company in the Subsidiary exceeding Rs. 100 Crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans/advances / investments.
22. The Audit Committee shall also have powers, which should include the following:
  - a) To investigate any activity within its terms of reference.
  - b) To seek information from any employee.
  - c) To obtain outside legal or other professional advice.
  - d) To secure attendance of outsiders with relevant expertise, if it considers necessary.
  - e) To consider and act on any matters as included under SEBI (Listing Obligations and Disclosure Requirements) 2015 and/or as may be so included from time to time, whether provided here in above or not.
  - f) To deal with any other matters related and or incidental to the above or as may be assigned, in addition to the aforesaid, by the Board from time to time.

During the year under review, the Audit Committee met five times on 26<sup>th</sup> June, 2020, 11<sup>th</sup> September, 2020, 10<sup>th</sup> November, 2020, 21<sup>st</sup> December, 2020 and 12<sup>th</sup> February, 2021 and the same were attended by all Committee members as well as the Internal & Statutory Auditors of the Company.

The Audit Committee plays a crucial role in running of the Corporate Governance Functions. During the year the roles and responsibility of the Audit Committee have been effectively carried out. The Audit Committee reviewed the financial operations and performance of the Company, interacted with the Statutory and Internal Auditors, considered the reports of the Auditors and provided its valuable suggestions and recommendations to the Board of Directors from time to time.

**(B) Nomination and Remuneration Committee**

The Board of Directors in their meeting held on 21<sup>st</sup> April, 2004 had constituted the Remuneration Committee. The Committee was reconstituted on 29<sup>th</sup> November, 2004, 09<sup>th</sup> March, 2010, 27<sup>th</sup> May, 2019 and thereafter on 12<sup>th</sup> February, 2020.

The Board of Directors in their meeting held on 24<sup>th</sup> May, 2014 renamed the Committee as "Nomination and Remuneration Committee" and approved the revised terms of reference pursuant to the provisions of Section 177(4) of the Companies Act, 2013 and Clause 49 of the Listing Agreement.

Further, the terms of reference of the Nomination and Remuneration Committee has been partially amended by the Board of Directors in their meeting held on 10<sup>th</sup> February, 2016 and 12<sup>th</sup> February, 2019 in terms of Regulation 19 read with Part C of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Nomination and Remuneration Committee consists of three Non-Executive Directors as members, out of which two are Independent Director. The Nomination and Remuneration Committee comprises of the following members:

- (i) Mrs. Asha Mehra, Chairperson (Independent Director),
- (ii) Mr. Rajesh Jain, Member (Independent Director)
- (iii) Mr. Anil Goyal, Member (Non-Independent Director)

The Company Secretary acting as Secretary to the Committee.

The said Committee shall be empowered, inter-alia, to carry out the following functions:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for performance evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
5. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
6. Recommend to the Board, all remuneration, in whatever form, payable to senior management.
7. To deal with any other matters related and / or incidental to the above or as may be assigned to the aforesaid by the Board from time to time.

During the year under review, Two (2) Nomination and Remuneration Committee Meeting were held on 26<sup>th</sup> June, 2020 and 12<sup>th</sup> February, 2021 and the same was attended by all the Committee Members.

Remuneration paid during the year ended 31st March, 2021 is as under:

(Amount in ₹)

Director	Relationship with other Directors	Sitting Fees Paid	Salary & Perks	Commission if any
Mr. Lalit Bhasin	N.A.	50,000/-	Nil	Nil
Ms. Asha Mehra	N.A.	79,000/-	Nil	Nil
Mr. Anil Goyal	N.A.	74,500/-	Nil	Nil
Mr. Jag Mohan Lal Suri*	N.A.	33,000/-	Nil	Nil
Mr. Rajesh Jain	N.A.	83,500/-	Nil	Nil
Mr. Sunil Malik	N.A.	41,500/-	Nil	Nil

(\*) Ceased w.e.f 14th December, 2020

The Non-Executive Directors are paid sitting fees for attending each meeting of the Board of Directors and the Committees constituted by the Board and no other remuneration is being paid to any of the Directors. The sitting fee for each meeting of Board of Directors and the Committee of Directors is fixed by the Board of Directors within the overall ceiling laid down under the Companies Act.

Brief outline / salient features of the Nomination and Remuneration Policy including changes made therein during the year has been included in the Board's Report. The complete Nomination and Remuneration Policy of the Company is available on the website of the Company having following web link,

<https://www.hbestate.com/Investor%20Information/Corporate%20Governance/Index.html>

**(C) Stakeholders Relationship Committee**

The Committee looks after the share transfer work besides redressal of shareholders complaints.

The Board of Directors had constituted Shareholders / Investor Grievance Committee in terms of the provisions of the erstwhile Listing Agreement and the Board of Directors in their meeting held on 24<sup>th</sup> May, 2014 changed the nomenclature of the Shareholder / Investor Grievance Committee as "Stakeholders Relationship Committee" and approved the revised terms of reference pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement. The Committee was duly reconstituted on 21<sup>st</sup> December, 2020.

Further, the terms of reference of the Stakeholders Relationship Committee has been partially amended by the Board of Directors in their meeting held on



12<sup>th</sup> February, 2019 in terms of Regulation 20 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Stakeholders Relationship Committee (SRC) consists of three Directors as members. The Chairman of the Committee is a Non-Executive Director. The Stakeholders Relationship Committee comprises of following members:

- (i) Mr. Anil Goyal, Chairperson (Non-Independent Director)
- (ii) Mr. Rajesh Jain, Member (Independent Director)
- (iii) Mr. Sunil Malik, Member (Independent Director)

The Company Secretary acting as Secretary to the Committee who has also been designated as Compliance Officer of the Company.

After the demise of Mr. Jag Mohan Lal Suri on 14<sup>th</sup> December, 2020, the Stakeholders Relationship Committee was left with only two members. Therefore, the Board of Directors had appointed Mr. Sunil Malik as a member of the Stakeholders Relationship Committee in the Board Meeting held on 12<sup>th</sup> February, 2021.

Stakeholders Relationship Committee has been empowered, inter-alia, to carry out the following functions:

1. To consider and approve the transfer, transmission and issue of fresh/duplicate share certificates.
2. To review the status of dematerialization of company's shares and matters incidental thereto.
3. To review and monitor the approval to the transfers and transmissions made by the Executive Director, under executive authority delegated to him from time to time.
4. To consider, review and look into the redressal of grievances of shareholders, debenture holders and other security holders.
5. To consider and resolve the grievances of the security holders of the company including complaints related to transfer of shares, non-receipt of balance sheet, non-receipt of declared dividends.
6. To consider and finalize the Report on Corporate Governance to be annexed with the Annual Report of the company.
7. To deal with any other matters related and/or incidental to the shareholders.

During the year under review Three (3) Stakeholders Relationship Committee Meetings were held on 06<sup>th</sup> July, 2020; 05<sup>th</sup> October, 2020; and 07<sup>th</sup> January, 2021 and the same were attended by all the committee members.

Number of Shareholders Complaints received and redressed during the year 2020-2021:

Nature of Complaint	Received	Disposed Off	Pending
Non Receipt of Dividend	5	5	Nil
Non Receipt of Annual Report	1	1	Nil
Transfer, Transmission, Issue of Share Certificate etc.	4	4	Nil
Complaints Received through SEBI/Stock Exchange	Nil	Nil	Nil
<b>TOTAL</b>	<b>10</b>	<b>10</b>	<b>NIL</b>

**(D) Corporate Social Responsibility Committee**

The Board of Directors in its meeting held on 24<sup>th</sup> May, 2014, constituted the "Corporate Social Responsibility Committee" pursuant to the provisions of Section 135, Schedule VII of the Companies Act, 2013 and rules made thereunder.

The Corporate Social Responsibility Committee consists of three Directors as members out of which one Director is an Independent Director who is also the Chairman of the Committee. There was no change in the constitution of CSR Committee during the year. The Corporate Social Responsibility Committee comprises of following members:

- (i) Mrs. Asha Mehra, Chairperson (Independent Director)
- (ii) Mr. Rajesh Jain, Member (Independent Director)
- (iii) Mr. Anil Goyal, Member (Non-Independent Director)

There was no change in the Constitution of the Committee during the period under review.

The Corporate Social Responsibility Committee has been empowered, inter-alia, to carry out the following functions:

1. formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company as specified in Schedule VII;
2. recommend the amount of expenditure to be incurred on the activities referred to in clause (a); and
3. monitor the Corporate Social Responsibility Policy of the company from time to time.

The Company does not come under the ambit of Corporate Social Responsibility hence no Committee meeting was required to be held during the year under review.

As per Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, If a company's CSR obligation is less than or upto Rs. 50 lacs, then the Company shall not be required to constitute the CSR committee and the board of directors shall discharge all the function of the CSR committee as prescribed.

Pursuant to abovementioned amended CSR Rules and considering the specified threshold of CSR obligations, the Board of Directors in its meeting held on 28<sup>th</sup> June, 2021 has dissolved the CSR Committee and all the functions of the Committee shall be discharged by the Board of Directors.

**(E) Business Restructuring Committee:**

The Board of Directors in their meeting held on 06<sup>th</sup> February, 2013 constituted the "Business Restructuring Committee". There was no change in the constitution of Business Restructuring Committee during the year.

The Business Restructuring Committee comprises of following members:

- (i) Mrs. Asha Mehra, Chairperson (Independent Director)
- (ii) Mr. Rajesh Jain, Member (Independent Director)
- (iii) Mr. Anil Goyal, Member (Non-Independent Director)

The Committee has been empowered, inter-alia, to carry out the following functions:

1. To analyze all the available options of capital restructuring, merger, demerger etc.
2. To analyze available options for restructuring the existing Capital base by inducting more funds.
3. To appoint consultants and to obtain opinion of professionals dealing in said fields on various options available for re-organization of the business of group companies and to place the opinion obtained from the said professionals before the Board of Directors of the Company.
4. To appoint Advocates & Legal Counsels for the drafting of Scheme of Amalgamation/ Arrangement.
5. To appoint valuer for obtaining the valuation report.
6. To place the Draft Scheme of Amalgamation/ Arrangement and valuation report before the Board of Directors of the Company.

During the year under review no meeting(s) of the Committee were held.

**(F) Securities Committee**

The Board of Directors in their meeting held on 12<sup>th</sup> December, 2014 constituted the "Securities Committee". There was no change in the constitution of Securities Committee during the year.

The Securities Committee comprises of following members:

- (i) Mrs. Asha Mehra, Chairperson (Independent Director)
- (ii) Mr. Rajesh Jain, Member (Independent Director)
- (iii) Mr. Anil Goyal, Member (Non-Independent Director)

The Committee has been empowered, inter-alia, to carry out the following functions:

1. To raise capital through further issuance and allotment of Securities including but not limited to Equity Shares and/or Convertible Preference Shares and/ or Fully Convertible Debentures ("FCDs") and/or Non Convertible Debentures ("NCDs") with warrants, Global Depository Receipts ("GDRs"), American Depository Receipts ("ADRs"), Foreign Currency Convertible Bonds ("FCCBs") and/or any other financial instruments convertible into or linked to Equity Shares through public issue(s), private placement(s) or a combination thereof, including issuance of Securities through a qualified institutional placement under Chapter VIII of the SEBI ICDR Regulations for an aggregate amount to Rs. 250 Crores.
2. To expedite the process of preparation and approval of offer documents/ information memorandum, fixing of terms and conditions including pricing, engaging of intermediaries etc. for various kinds of securities, at opportune times.
3. Approving the draft / final offer documents, placement document and filing the same with any other authority or persons as may be required;
4. Approving the issue price, payment terms, timings of the issue(s), the number of Securities to be issued, the basis of allocation and allotments of Securities;
5. To affix the Common Seal of the Company on any agreement(s)/ document(s) as may be required to be executed in connection with the above in accordance with the Company's Articles of Association;
6. Arranging the delivery and execution of all contracts, agreements and all other documents, deeds and instruments as may be required or desirable in connection with the issue of Securities;
7. Opening such bank accounts and demat accounts as may be required for the offering;
8. To make all such necessary applications with the appropriate authorities and make the necessary regulatory filings in this regard;
9. Making applications for listing of the Equity Shares of the Company on one or more of the stock exchange(s), within or outside India and to execute and to deliver or arrange the delivery of the listing agreement(s) or equivalent documentation to the concerned stock exchange(s);
10. To appoint consultants and to obtain opinion of professionals dealing in said fields on various options available to the Company and to place the opinion obtained from the said professionals before the Board of Directors of the Company;



11. To appoint Advocates, Legal Counsels, Professional Consultants for the drafting of Offer documents/Information memorandum, notices, other legal papers / documents as may be required from time to time;
12. To appoint valuer for obtaining the valuation report;
13. To do all such acts, deeds, matters and things and execute all such other documents and pay all such fees, as it may, in its absolute discretion, deem necessary or desirable for the purpose of the transaction.
14. To delegate (to the extent permitted by law) all or any of the powers herein conferred to any committee member or any other officer or officers of the Company as it may, in its absolute discretion, deem necessary or desirable for the purpose of the transaction.
15. To settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of Securities and utilization of the issue proceeds as it may in its absolute discretion deem fit.

During the year under review 1 (one) meeting of the Securities Committee was held on 09<sup>th</sup> September, 2020 and the same was attended by all the Directors.

**8. GENERAL BODY MEETINGS**

**(i) Details of Annual General Meetings:**

Location and time where the last three (3) AGM's were held:

Year	Type	Location	Date	Time
2019-20	AGM	Meeting held through Video Conferencing ("VC") / other Audio Visual Means ("OAVM")	30th September, 2020	11:00 A.M.
2018-19	AGM	GIA House, I.D.C., Mehrauli Road, Opp.: Sector 14, Gurugram - 122 001 (Haryana)	19th September, 2019	11.00 A.M.
2017-18	AGM		25 <sup>th</sup> September, 2018	11.00 A.M.

**(ii) List of Special Resolutions passed in the previous 3 AGMs:**

S. No.	Special Resolution(s)	AGM/EGM
1.	• Appointment of Mr. Sunil Malik (DIN: 01153501) as an Independent Director	26 <sup>th</sup> AGM 30 <sup>th</sup> September, 2020
2.	• Appointment of Mrs. Banmala Jha as a Manager of the Company • Appointment of Mrs. Asha Mehra (DIN: 02658967) as an Independent Director of the Company • Appointment of Mr. Rajesh Jain (DIN: 00031590) as an Independent Director of the Company • Continuation of Directorship of Mr. Jag Mohan Lal Suri (DIN: 00002373) Non-Executive Director of the Company	25 <sup>th</sup> AGM 19 <sup>th</sup> September, 2019
3.	• Issuance of Redeemable Non Cumulative Non Convertible Preference Shares – Series III • Alteration of Objects Clause of Memorandum of Association of the Company	24 <sup>th</sup> AGM 25 <sup>th</sup> August, 2018

E-voting facility was provided to all the members pursuant to the provisions of Section 108 of the Companies Act, 2013, rules made there under and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**(iii) Whether Special Resolutions were put through postal ballot last year: No**

**(iv) Whether any Special Resolution is proposed to be conducted through Postal Ballot: No**

**9. MEANS OF COMMUNICATION**

- I. **Quarterly Results:** Dissemination through Listing Centre of BSE Limited, Company's Website and through publication in newspaper as required under Regulation 47 of the SEBI (Listing Obligations and Disclosure) Regulations, 2015.
- II. **Newspaper wherein results normally published:** Business Standard (English) All India editions and Business Standard (Hindi) Delhi Edition.
- III. **Website where displayed:** [www.hbestate.com](http://www.hbestate.com)
- IV. The website also displays official Public Notices / Announcements containing important communications made to the BSE Limited. As and when any presentation is made to institutional investors the same would be simultaneously uploaded in the Company's Website.

**10. DISCLOSURES**

- I. There have been no materially significant related party transactions, pecuniary transactions or relationships other than those disclosed in the Financial Statements for the financial year ended 31st March, 2021 (**Refer Note No. 43 of the Financial Statements**) forming part of the Financial Statements. The Policy on Related Party Transactions is available on the website of the Company having following web link <https://www.hbestate.com/Investor%20Information/Corporate%20Governance/index.html>
- II. Penalty of Rs. 99,120/- has been imposed by BSE Limited regarding Non – Compliance with the provisions of Regulation 19(1)/19(2) of SEBI (LODR) Regulations, 2015 for the balance period pertaining to Financial year 2019-2020 which was duly paid and the requirement w.r.t the constitution of Nomination and Remuneration Committee was duly complied with, by the Company.

Apart from the above, neither other penalty nor any strictures have been passed by the Stock Exchanges or SEBI or any other Statutory Authority on any matter related to Capital Markets during the last three years.

- III. The Vigil Mechanism for Stakeholders, Employees and Directors of the Company has been established. The Whistle Blower Policy duly approved by the Board of Directors is available on the <https://www.hbestate.com/Investor%20Information/Corporate%20Governance/index.html> website of the Company. No personnel have been denied access to the Audit Committee.
- IV. In line with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors have formulated a Policy for Determining Material Subsidiaries is available on the website of the Company having following web link, viz. [www.hbestate.com/Investor%20Information/Corporate%20Governance/index.html](https://www.hbestate.com/Investor%20Information/Corporate%20Governance/index.html) as of now Company has no subsidiaries and there is no immediate applicability of the said policy.
- V. All the mandatory requirements under the SEBI (Listing Obligations and Disclosure Requirements) 2015, related to Corporate Governance are being adhered to / complied with.
- VI. The Director along with the Chief Financial Officer of the Company have given the Compliance Certificate on the review of Financial Statements, including Cash Flow Statement for the financial year ended 31st March, 2021 to the Board of Directors as required under Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- VII. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) – Not Applicable.
- VIII. A certificate from a Company Secretary in practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Board / Ministry of Corporate Affairs or any such statutory authority is attached and forms an integral part of this report.
- IX. The Board of Directors has duly accepted the recommendation of its Committee(s), wherever required in accordance with the provisions of applicable laws.
- X. Total fees paid by the Company and its Subsidiaries, on a consolidated basis, to the Statutory Auditors is given as under:

(Amount in ₹)

Audit Fees	3,00,000
Tax Audit Fees	50,000
Limited Review Reports	45,000
Certification and others	37,500
<b>Total</b>	<b>4,32,500</b>

- XI. Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is given as under:

**At Registered Office:**

a. Number of complaints filed during the financial year	Nil
b. Number of complaints disposed of during the financial year	Nil
c. Number of complaints pending as on the end of the financial year	Nil

**At Hotel's Unit, Taj City Centre:**

a. Number of complaints filed during the financial year	01
b. Number of complaints disposed of during the financial year	01
c. Number of complaints pending as on the end of the financial year	Nil

- XII. The Company has complied with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**ADOPTION OF DISCRETIONARY REQUIREMENTS UNDER REGULATION 27 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:**

- I. The Internal Auditor directly reports to the Audit Committee.

**11. GENERAL SHAREHOLDER INFORMATION**

**I. Ensuing Annual General Meeting Date, Time and Venue:**

The ensuing Annual General Meeting of the Company will be held through Video Conferencing (VC) / Other Audio Visual Means (OAVM) on **Thursday, 30<sup>th</sup> September, 2021** at 11.00 A.M. The deemed venue of the 27<sup>th</sup> AGM shall be the Registered Office of the Company.

**II. Financial Year :** 1<sup>st</sup> April 2020 to 31<sup>st</sup> March 2021

**III. Date of Book Closure :** 24<sup>th</sup> September, 2021 to 30<sup>th</sup> September, 2021

**IV. Listing on Stock Exchanges:**

The Company's Equity Shares are listed at BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. The Annual Listing Fee for the financial year 2021-2022 has been paid to BSE Limited.



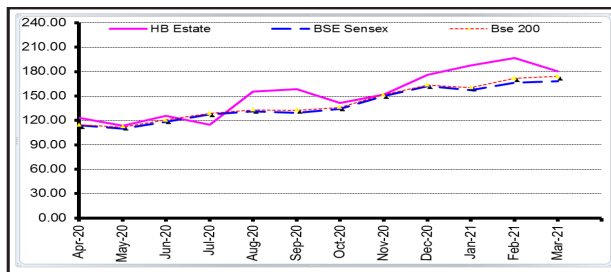
**V. Stock Code/ISIN**

The Company's scrip code at BSE Limited is 532334 (ISIN: INE640B01021).

**VI. Market Price Data:** The monthly High, Low and Close price during each month in the last financial year at BSE along with volume of shares traded during the months are as under:

Month	High Price	Low Price	Close Price	Volume
April, 2020	7.11	5.25	7	8843
May, 2020	7.15	5.84	6.44	11463
June, 2020	7.11	5.82	7.11	469315
July 2020	9.92	6.25	6.5	37271
August 2020	8.8	6.23	8.8	34517
September 2020	9.53	7.83	9	25330
October 2020	9.45	7.9	8.02	20674
November 2020	8.93	7.13	8.6	54169
December 2020	12.2	8.6	9.97	77714
January 2021	12.59	9.61	10.65	67400
February 2021	11.4	9.23	11.15	43501
March 2021	14.4	10.07	10.24	74952

**VII. Performance in comparison to broad based indices**



**Stock Performance-Absolute returns**

	1 year
HB Estate	46.29%
BSE Sensex	46.83%
BSE 200	51.92%

**VIII. Registrar and Transfer Agents:**

**RCMC Share Registry Pvt. Ltd.**  
 B-25/1, First Floor,  
 Okhla Industrial Area, Phase-II,  
 New Delhi – 110 020  
 Phone: 011 – 26387320, 26387321  
 Fax : 011 - 26387322  
 E-mail: investor.services@rcmcdelhi.com

**IX. Share Transfer System**

As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialized form, except in case of request received for transmission or transposition of securities.

Share Transfers are registered and returned within a period of fifteen days from the date of receipt, if the documents are clear in all respects. The authority for transfer of shares has been delegated to the Director for transfer of shares up to a fixed number beyond which the matters are placed before the Stakeholders Relationship Committee, which meets as and when required. As reported by Company's Registrar and Transfer Agent, all valid requests for transfer during the year under review were transferred within stipulated time limit.

**X. The distribution of shareholdings of the Company as on 31<sup>st</sup> March, 2021 is as under:**

Shareholding of value of Rs.	Shareholders		Shareholding	
	No. of Shares	% to total	Shares	% to total
Up to 5000	72482	99.14	2819087	14.49
5001-10000	312	0.43	217666	1.12
10001-20000	150	0.21	203873	1.05
20001-30000	57	0.08	141314	0.73
30001-40000	31	0.04	106281	0.55
40001-50000	16	0.02	70613	0.36
50001-100000	24	0.03	165856	0.85
100001 and above	41	0.06	15735257	80.86
<b>TOTAL</b>	<b>73113</b>	<b>100.00</b>	<b>19459947</b>	<b>100.00</b>

**The category-wise distribution of Shareholders is as follows:**

Category	No of Shares held	% of Shareholding
<b>A. Promoters Holding</b>		
➤ Indian Promoter	13448149	69.11
➤ Foreign Promoters	0	0.00
<b>B. Public Shareholding (Institutions)</b>		
➤ Mutual Funds and UTI	2,733	0.01
➤ Banks/Financial Institutions	105	0.00
➤ Foreign Institutional Investors	0	0.00
<b>C. Central Government/ State Government(s)/ President of India</b>	836	0.00
<b>D. Public Shareholding (Non Institutions)</b>		
➤ Bodies Corporate	398683	2.05
➤ NRIs	100424	0.52
➤ Indian Public	4376112	22.49
➤ Clearing Member/ Intermediary	2850	0.01
➤ NBFC Registered with RBI	85	0.00
➤ Trust	9	0.00
➤ IEPF	1129961	5.81
<b>Total</b>	<b>19459947</b>	<b>100.00</b>

**XI. Dematerialization of Share and Liquidity:**

Company's Shares are tradable compulsorily in the electronic form. The Company is a member of both the depositories, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The International Securities Identification Number (ISIN) allotted to the Company under the Depository System is INE640B01021. As at 31st March, 2021, 1,80,35,259 Equity Shares of the Company are held in dematerialized form constituting 92.68% of the Company's Subscribed Share Capital of.

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Audit of Reconciliation of Share Capital to reconcile the Total Admitted, Issued and Listed Capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the BSE Limited.

**XII. The Company has no outstanding GDRs/ ADRs/ Warrants or any other instruments convertible into equity.**

**XIII. List of all credit ratings obtained by the Company along with any revisions thereto during the financial year: Not Applicable**

**XIV. Address for Correspondence:**

**HB Estate Developers Limited**  
 HB House, 31, Echelon Institutional Area,  
 Sector-32, Gurugram – 122 001  
 Ph: 0124-4675500; Fax: 0124-4370985  
 E-mail: corporate@hbestate.com



**AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE**

To the Members of  
**HB Estate Developers Limited**  
 Gurugram

- We have examined the compliance of conditions of Corporate Governance by **HB ESTATE DEVELOPERS LIMITED** ("the Company"), for the financial year ended on March 31, 2021, as stipulated in Regulations 17 to 27, clause (b) to (i) of sub-regulation (2) of Regulation 46 and Paragraphs C, D and E of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") pursuant to the Listing Agreement entered into by the Company with the Stock Exchange.
- The Compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.
- We have examined the relevant records of the Company in accordance with the Generally Accepted Auditing Standards in India, to the extent relevant, and as per the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India.
- In our opinion and to the best of our information and according to our examination of the relevant records and the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations.
- We state that such Compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For G.C. Agarwal & Associates  
 Chartered Accountants  
 Firm Registration No.: 017851N

Sd/-  
 G C Aggarwal  
 (Partner)

Membership No.: 083820

Place: Gurugram  
 Date: 28<sup>th</sup> June, 2021

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS  
 OF HB ESTATE DEVELOPERS LIMITED**

(Pursuant to Regulation 34(3) read with Schedule V Para C clause (10) (i) of the  
 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
 The Members of  
**HB Estate Developers Limited**  
 Plot No. 31, Echelon Institutional Area  
 Sector – 32, Gurugram – 122001 (Haryana)

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **HB ESTATE DEVELOPERS LIMITED** having CIN: L99999HR1994PLC034146 and having Registered Office at Plot No. 31, Echelon Institutional Area, Sector 32, Gurugram -122001, Haryana, (hereinafter referred to as "the Company") produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verification (including Directors Identification Number (DIN) status at the portal - www.mca.gov.in as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, Government of India or any such Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1	Mr. Lalit Bhasin	00002114	20/09/1994
2	Mr. Anil Goyal	00001938	20/09/1994
3	Mrs. Asha Mehra	02658967	12/08/2009
4	Mr. Rajesh Jain	00031590	29/08/2007
5	Mr. Sunil Malik	01153501	12/02/2020

Ensuring the eligibility of for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For A.N. Kukreja & Co.  
 Company Secretaries

Sd/-  
 A.N. Kukreja  
 (Proprietor)  
 FCS 1070; CP 2318

ICSI Unique Code: S1995DE014900  
 UDIN: F001070C000524131

Place: New Delhi  
 Date: 28<sup>th</sup> June, 2021

**DIRECTOR'S DECLARATION ON CODE OF CONDUCT**

The Members of  
**HB Estate Developers Limited**  
 Gurugram

I, Anil Goyal, Director of the Company declare that all the members of the Board of Directors and Senior Management of the Company have affirmed compliance with the Code of Conduct.

Sd/-  
 Anil Goyal  
 Director  
 (DIN: 00001938)

Place: Gurugram  
 Date: 28<sup>th</sup> June, 2021



## INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF  
HB ESTATE DEVELOPERS LIMITED

### Report on the Audit of the Standalone Financial Statements

#### Opinion

We have audited the accompanying Standalone Financial Statements of **HB Estate Developers Limited** ("the Company"), which comprise the Standalone balance sheet as at 31<sup>st</sup> March, 2021, and the Standalone statement of profit and loss (including other comprehensive income), Standalone statement of cash flows and Standalone statement of changes in equity for the year then ended, and notes to the Standalone Financial Statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013, as amended (the "Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2021, and loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis of Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Standalone 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 Standalone Financial Statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Financial Statements.

#### Key Audit Matters

We have determined that there are no key audit matters to communicate in our report.

#### Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors report to be included in the Company's Annual report, but does not include the Standalone Financial Statements and our auditor's report thereon. Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, the 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

#### Auditors' Responsibility for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls 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 the 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 Standalone 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 Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements for the financial year ended 31<sup>st</sup> March, 2021 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.

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the **Annexure 'A'** a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
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 Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including other comprehensive income), the Standalone statement of changes in equity and the Standalone Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- (d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- (e) On the basis of the written representations received from the Directors as on 31<sup>st</sup> March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to **Annexure 'B'**.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations as at 31<sup>st</sup> March, 2021 on its financial position in its financial statements – Refer Note No 49
  - ii. The Company did not have any long-term contracts including derivative contracts as at 31<sup>st</sup> March, 2021
  - iii. There were no amounts, which were required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended on 31<sup>st</sup> March, 2021
- (h) With respect to the matter to be included in the Auditor's Report under Section 197(16):  
The Company has not paid any managerial remuneration for the year ended 31st March, 2021 to its Directors.

**FOR G. C. AGARWAL & ASSOCIATES**  
Chartered Accountants  
Firm Registration No.: 017851N

Sd/-  
**G C AGARWAL**  
(PROPRIETOR)  
Membership No. 083820  
UDIN: 21083820AAAA2316

PLACE : New Delhi  
DATE : 28<sup>th</sup> June, 2021

**ANNEXURE - A**

Annexure referred to in our report of even date to the members of **HB Estate Developers Limited** on the accounts for the year ended 31st March, 2021

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets;  
(b) As explained to us, the management during the year has physically verified the fixed assets in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such physical verification.  
(c) The title deeds of immovable property are held in the name of the Company and the same are lying with the bank in connection with the borrowings made by the Company.
2. As explained to us, inventories have been physically verified by the management at reasonable intervals during the year. As explained to us the discrepancies noticed on physical verification of inventory as compared to the book records were not material.
3. (a) The Company has not granted during the year any loans, secured or unsecured to Companies, Firms, Limited Liability Partnership or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013 ('the Act'). However, in respect of one Company, the outstanding recoverable as at the beginning of the year was Rs. 2,64,76,182/- (including interest receivable) and the maximum amount outstanding at any time during the year and yearend balance is Rs. 3,14,99,814/- (including interest receivable).
4. In our opinion and according to the information and explanations given to us, the company has complied with the provision of Section 185 and 186 of the Act, as applicable to it, with respect to the loans and investment made, to the extent applicable to the Company. As per the information and explanation given to us, the Company has not given any guarantee or provided any security in connection with a loan to any other body corporate or person.
5. The Company has not accepted any deposits from the public.
6. The nature of the Company's business/activities is such that maintenance of Cost Records under Section 148(1) of the Act is not applicable to the Company.
7. (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales-Tax, Service Tax, Goods & Service Tax, Customs Duty, Excise Duty, Value added tax, Cess and other statutory dues to the extent and as applicable to the company have been generally regularly deposited by the company during the year with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31<sup>st</sup> March, 2021 for a period of more than six months from the date of becoming payable.  
(b) According to the records of the Company, the disputed statutory dues that have not been deposited on account of the matters pending before appropriate authorities as on 31<sup>st</sup> March, 2021 are as under:-
  - (i) Property tax demand of Rs. 68,02,674/- against which the Company had filed Writ Petition before Hon'ble Delhi High Court and the Company had been granted stay by the Hon'ble Court from the payment of said amount and the hon'ble court has directed the MCD to re-compute the tax (refer note no.42.(i)).
  - (ii) Vacant Land tax demand of Rs. 2,28,616/- which is being contested by company in Delhi High Court. (refer note no.42.(i)).
  - (iii) Ground Rent as explained in note no.42(ii).
8. In our opinion and according to the information and explanation given to us, the Company has not defaulted in repayment of loans/borrowings from bank/ financial institution. There are no loans or borrowings taken by the Company from government or debenture holders during the year.
9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. The term loans were applied for the purpose for which those were raised.
10. In our opinion and according to the information and explanation given to us, no fraud by the company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
11. According to the information and explanations given to us and based on our examination of the record of the Company, the Company has not paid any managerial remuneration during the year.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the order is not applicable.
13. According to the information and explanations given to us and based on or examinations of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transaction have been disclosed in the financial statements as required by the applicable accounting standards.
14. According to the information and explanations given to us and based on our examination of the record of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the record of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the order is not applicable.
16. The Company is not required to be registered under Section 45-IA of the Reserve bank of India Act, 1934.

**FOR G. C. AGARWAL & ASSOCIATES**  
Chartered Accountants  
Firm Registration No.: 017851N

Sd/-  
**G C AGARWAL**  
(PROPRIETOR)  
Membership No. 083820

PLACE : New Delhi  
DATE : 28<sup>th</sup> June, 2021



Annexure referred to in our report of even date to the members of **HB Estate Developers Limited** on the accounts for the year ended 31<sup>st</sup> March, 2021

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

We have audited the internal financial controls over financial reporting of **HB Estate Developers Limited** (“the Company”) as of 31<sup>st</sup> March, 2021 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

**Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company and the components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (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 Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the 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.

**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 Standalone 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 Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company’s assets that could have a material effect on the Financial Statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2021, based on the internal control over financial reporting criteria established by the Company and the components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

**FOR G. C. AGARWAL & ASSOCIATES**  
Chartered Accountants  
Firm Registration No.: 017851N

Sd/-  
**G C AGARWAL**  
(PROPRIETOR)  
Membership No. 083820

PLACE : New Delhi  
DATE : 28<sup>th</sup> June, 2021





**BALANCE SHEET AS AT 31<sup>st</sup> MARCH, 2021**

PARTICULARS	Note No.	As at 31st March, 2021 (in ₹)	As at 31st March, 2020 (in ₹)
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
(a) Property, Plant and Equipment	5	4218687543	4353928123
(b) Other Intangible Assets	6	328320	945280
(c) Financial Assets			
(i) Investments	7	23372385	19634953
(ii) Other Financial Assets	8	20568099	14584623
(d) Deferred Tax Assets (Net)	9	541265951	434631515
(e) Other Non Current Assets	10	3203700	3339220
		<u>4807425998</u>	<u>4827063714</u>
<b>Current Assets</b>			
(a) Inventories	11	142281170	148338935
(b) Financial Assets			
(i) Trade Receivables	12	17403130	24205603
(ii) Cash and Cash Equivalents	13	79383999	57725541
(iii) Other Bank Balances other than (ii) above	14	138721421	10036763
(iv) Loans	15	32401458	32401458
(v) Other Financial Assets	16	1061577	750586
(c) Current Tax Assets (Net)	17	12733190	35818361
(d) Other Current Assets	18	61290610	57643126
		<u>485276555</u>	<u>366920373</u>
		<u>5292702553</u>	<u>5193984087</u>
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
(a) Equity Share Capital	19	197336908	197336908
(b) Other Equity	20	1536734432	1861151080
		<u>1734071340</u>	<u>2058487988</u>
<b>Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	21	3008965764	2566065565
(ii) Other Financial Liabilities	22	22071687	22168801
(b) Provisions			
	23	7259637	6973519
		<u>3038297088</u>	<u>2595207885</u>
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	24	148402496	149999169
(ii) Trade Payables			
-Total outstanding dues of Micro Enterprises and Small Enterprises	25	12352493	8895195
-Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises		99733804	140439583
(iii) Other Financial Liabilities	26	241317131	213835546
(b) Other Current Liabilities	27	15542730	24404160
(c) Provisions			
	28	2985471	2714561
		<u>520334125</u>	<u>540288214</u>
		<u>5292702553</u>	<u>5193984087</u>
<b>SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS</b>	1 to 55		

The accompanying notes form an integral part of the Financial Statements As Per our Report attached on even date

FOR G.C. AGARWAL & ASSOCIATES FOR AND ON BEHALF OF THE BOARD  
 CHARTERED ACCOUNTANTS

Firm Registration Number : 017851N

Sd/- G C AGARWAL (PROPRIETOR) Membership No. : 083820	Sd/- LALIT BHASIN (DIRECTOR) DIN:00002114 PLACE: GURUGRAM DATED: 28TH JUNE, 2021	Sd/- ANIL GOYAL (DIRECTOR) DIN:00001938 PLACE: GURUGRAM DATED: 28TH JUNE, 2021
	Sd/- PRAVEEN GUPTA (CHIEF FINANCIAL OFFICER) PLACE: NEW DELHI DATED: 28TH JUNE, 2021	Sd/- RADHIKA KHURANA (COMPANY SECRETARY) ACS M. NO. A32557 PLACE: GURUGRAM DATED: 28TH JUNE, 2021

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2021**

PARTICULARS	Note No.	For the Year Ended 31st March, 2021 (in ₹)	For the Year Ended 31st March, 2020 (in ₹)
Revenue from Operations	29	244014456	820532041
Other Income	30	8151292	11896587
<b>Total Revenue</b>		<u>252165748</u>	<u>832428628</u>
<b>Expenses:</b>			
Food and Beverages Consumed	31	35108383	77318006
Changes in inventories of Finished Goods/ Stock-in-Trade	32	-	-
Employee Benefit Expense	33	121350167	200048749
Finance Costs	34	224618660	249910919
Depreciation and Amortization	5 & 6	136154877	140474038
Other Expenses	35	145542615	279821058
<b>Total Expenses</b>		<u>662774702</u>	<u>947572770</u>
<b>Profit/(Loss) for the year before tax and exceptional items</b>		<u>(410608954)</u>	<u>(115144142)</u>
<b>Exceptional Items</b>			
		-	-
<b>Profit/(Loss) for the year before tax and after exceptional items</b>		<u>(410608954)</u>	<u>(115144142)</u>
<b>Tax Expense:</b>			
Current Tax		-	-
Income Tax Earlier Years		-	-
Deferred Tax		(106912716)	(27165911)
<b>Total Tax Expense</b>		<u>(106912716)</u>	<u>(27165911)</u>
<b>Profit/(Loss) for the year after tax</b>		<u>(303696238)</u>	<u>(87978231)</u>
<b>Other Comprehensive Income</b>			
A (i) Items that will not be reclassified to profit or loss			
Re-measurement gains (losses) on defined benefit plans		955632	(1272216)
Income tax effect on above		(278280)	370469
<b>Total Other Comprehensive Income</b>		<u>677352</u>	<u>(901747)</u>
<b>Total Comprehensive Income for the year</b>		<u>(303018886)</u>	<u>(88879978)</u>
<b>Earning per Equity Share:</b>			
	36		
Equity share of Par value ₹ 10/-each			
Basic		(15.61)	(4.52)
Diluted		(15.61)	(4.52)
<b>SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS</b>	1 to 55		

The accompanying notes form an integral part of the Financial Statements As Per our Report attached on even date

FOR G.C. AGARWAL & ASSOCIATES FOR AND ON BEHALF OF THE BOARD  
 CHARTERED ACCOUNTANTS

Firm Registration Number : 017851N

Sd/- G C AGARWAL (PROPRIETOR) Membership No. : 083820	Sd/- LALIT BHASIN (DIRECTOR) DIN:00002114 PLACE: GURUGRAM DATED: 28TH JUNE, 2021	Sd/- ANIL GOYAL (DIRECTOR) DIN:00001938 PLACE: GURUGRAM DATED: 28TH JUNE, 2021
	Sd/- PRAVEEN GUPTA (CHIEF FINANCIAL OFFICER) PLACE: NEW DELHI DATED: 28TH JUNE, 2021	Sd/- RADHIKA KHURANA (COMPANY SECRETARY) ACS M. NO. A32557 PLACE: GURUGRAM DATED: 28TH JUNE, 2021



CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021

PARTICULARS	Year ended 31st March, 2021 (in ₹)	Year ended 31st March, 2020 (in ₹)
<b>A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) before tax, extraordinary items	(410608954)	(115144142)
<b>Adjustment for :</b>		
Depreciation/Amortisation	136154877	140474038
Loss on Sale of Property, Plant and Equipments (Net)	72259	3284708
Interest Income	(3955711)	(3616879)
Interest Expense	205848921	216977245
Loan Processing fee deferred/amortized during the year	3926421	10667983
Interest Expense on fair valuation of Security Deposits	-	1429729
Rental Income on fair valuation of Security Deposit	-	(2454616)
Interest Expense on Debt Component of Compounded Financial Instruments	14843318	20835962
Loss (Income) on Fair Valuation of Investments	(3870856)	2296909
<b>Operating Profit before Working Capital Changes</b>	<b>(57589725)</b>	<b>274750936</b>
<b>Adjustments for :</b>		
Trade Receivables	6802473	10406499
Loans and Advances and other Assets	(138491091)	(8458091)
Inventories	6057765	(9809178)
Trade Payables & other Liabilities	19333328	20943507
<b>Cash generated from operations</b>	<b>(163887250)</b>	<b>287833672</b>
Direct Tax Paid	23085171	(1729542)
<b>Net Cash from Operating Activities (A)</b>	<b>(140802079)</b>	<b>286104131</b>
<b>B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Property, Plant and Equipments	(387595)	(23514287)
Sale of Property, Plant and Equipments	18000	148305
Sale of Investments	133424	119000000
Interest Received	3955711	3616879
<b>Net Cash received in Investing Activities (B)</b>	<b>3719540</b>	<b>99250898</b>
<b>C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Interest paid	(205848921)	(216977245)
Proceeds from issue of Preference Shares	167500000	-
Proceeds / (Repayment) from / of Long Term Borrowings (Net)	198686591	(202055837)
Proceeds / (Repayment) from / of Short Term Borrowings (Net)	(1596673)	1055036
<b>Net Cash used in Financing Activities (C)</b>	<b>158740997</b>	<b>(417978046)</b>
<b>Net increase in Cash and Cash Equivalents (A+B+C)</b>	<b>21658458</b>	<b>(32623017)</b>
CASH & CASH EQUIVALENTS <b>(OPENING BALANCE)</b>	<b>57725541</b>	<b>90348558</b>
CASH & CASH EQUIVALENTS <b>(CLOSING BALANCE)</b>	<b>79383999</b>	<b>57725541</b>
<b>Components of Cash and Cash Equivalents at the end of the year</b>		
Cash on hand	955969	1041819
Balances with Scheduled Banks : -In current and deposit accounts	78428030	56683722
	<b>79383999</b>	<b>57725541</b>

**Note:** 1. Cash Flow Statement has been prepared under Indirect Method as set out in IND AS-7 (Cash Flow Statements)  
2. Cash and Cash Equivalents consist of cash in hand and balances with banks.  
3. Borrowings from Banks is net of repayments.  
4. Figures in brackets represent outflow of cash.

Particulars	Borrowings - Non Current (Refer Note No. 21)	Borrowings - Current (Refer Note No. 24)
Balance as on 1st April, 2019	2683870834	148944133
Proceeds/ Repayments of Borrowing	(202055837)	1055036
Non cash change (Fair Value)	84250568	-
Balance as on 31st March, 2020	2566065565	149999169
Balance as on 1st April, 2020	2566065565	149999169
Proceeds from Issue of Preference Shares	167500000	-
Proceeds / Repayments of Borrowings	198686591	(1596673)
Non cash change (Fair Value)	76713608	-
Balance as on 31st March, 2021	3008965764	148402496

The accompanying notes form an integral part of the Financial Statements  
As Per our Report attached on even date

FOR G.C. AGARWAL & ASSOCIATES  
CHARTERED ACCOUNTANTS  
Firm Registration Number : 017851N

Sd/-  
G C AGARWAL  
(PROPRIETOR)  
Membership No. : 083820

Sd/-  
LALIT BHASIN  
(DIRECTOR)  
DIN:00002114  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021

Sd/-  
PRAVEEN GUPTA  
(CHIEF FINANCIAL OFFICER)  
PLACE: NEW DELHI  
DATED: 28TH JUNE, 2021

FOR AND ON BEHALF OF THE BOARD

Sd/-  
ANIL GOYAL  
(DIRECTOR)  
DIN:00001938  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021

Sd/-  
RADHIKA KHURANA  
(COMPANY SECRETARY)  
ACS M. NO. A32557  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021



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

A. Equity Share Capital

(Amount in ₹)

Particulars	Balance as at 31st March, 2019	Changes in Equity Share Capital during the year 2019-20	Balance as at 31st March, 2020	Changes in Equity Share Capital during the year 2020-21	Balance as at 31st March, 2021
Equity Share Capital	197336908	-	197336908	-	197336908

B. Other Equity

(Amount in ₹)

Particulars	Equity Component of Compound Financial Instruments	Reserves and Surplus							Items of Other Comprehensive Income	Total
		Capital Reserve	Business Reorganization Reserve	Capital Redemption Reserve	Securities Premium	General Reserve	Statutory Reserve	Retained Earnings	Items that will not be reclassified to Profit and Loss	
									(i) Remeasurement of Defined Benefit Plans	
Balance as at 31st March, 2019	179312776	23039795	1046662354	20000000	555742116	668199083	125903413	(618484386)	163269	2000538420
Addition/ (Deduction) during the year	(73582584)	-	-	-	-	-	-	-	-	(73582584)
Equity Component of Interest Free Loan Trfd to Retained Earning	-	-	-	-	-	-	-	23075222	-	23075222
Profit/ (Loss) for the year 2019-20	-	-	-	-	-	-	-	(87978231)	-	(87978231)
Remeasurement of the net defined benefit plans (Net of Taxes)	-	-	-	-	-	-	-	-	(901747)	(901747)
Balance as at 31st March, 2020	105730192	23039795	1046662354	20000000	555742116	668199083	125903413	(683387395)	(738478)	1861151080
Addition/ (Deduction) during the year	(72787187)	-	-	-	-	-	-	-	-	(72787187)
Interest Expense provided in earlier years on debt component of Interest Free Loan reversed on repayment	-	-	-	-	-	-	-	51389425	-	51389425
Profit/ (Loss) for the year 2020-21	-	-	-	-	-	-	-	(303696238)	-	(303696238)
Remeasurement of the net defined benefit plans (Net of Taxes)	-	-	-	-	-	-	-	-	677352	677352
Balance as at March 31, 2021	32943005	23039795	1046662354	20000000	555742116	668199083	125903413	(935694208)	(61126)	1536734432

Significant Accounting Policies and notes to the Financial Statements

The accompanying notes form an integral part of the Financial Statements  
As Per our Report attached on even date

FOR G.C. AGARWAL & ASSOCIATES  
CHARTERED ACCOUNTANTS  
Firm Registration Number : 017851N

Sd/-  
G C AGARWAL  
(PROPRIETOR)  
Membership No. : 083820

Sd/-  
LALIT BHASIN  
(DIRECTOR)  
DIN:00002114  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021

Sd/-  
PRAVEEN GUPTA  
(CHIEF FINANCIAL OFFICER)  
PLACE: NEW DELHI  
DATED: 28TH JUNE, 2021

FOR AND ON BEHALF OF THE BOARD

Sd/-  
ANIL GOYAL  
(DIRECTOR)  
DIN:00001938  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021

Sd/-  
RADHIKA KHURANA  
(COMPANY SECRETARY)  
ACS M. NO. A32557  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021



**SIGNIFICANT ACCOUNTING POLICIES AND NOTES OF STANDALONE FINANCIAL STATEMENT**

**1. CORPORATE AND GENERAL INFORMATION**

HB Estate Developers Limited ("HBEDL") or ("the Company") is domiciled and incorporated in India, with its registered office situated at Plot No. 31, Sector-32, Echelon Institutional Area, Gurugram, Haryana-122001. The Company is engaged in the business of owning and managing hotels and real estate properties. The Company has been incorporated under the provisions of Indian Companies Act and its Equity Shares are listed on BSE Limited in India.

**2. BASIS OF PREPERATION**

**A. Statement of Compliance**

The Financial Statements have been prepared complying in all material respects with the Indian Accounting Standards notified under Section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2015 (as amended). The Financial Statements comply with IND AS notified by Ministry of Corporate Affairs ("MCA"). The Company has consistently applied the Accounting Policies used in the preparation for all periods presented.

The Significant Accounting Policies used in preparing the Financial Statements are set out in Note no. 3 of the Notes to the Financial Statements.

**B. Functional and Presentation Currency**

The Standalone Financial Statements are presented in Indian Rupees, which is the Company's functional and presentation currency and all amounts are rounded to the nearest rupees.

**C. Basis of Measurement**

The Financial Statements have been prepared on accrual basis and under the historical cost convention except following which have been measured at fair value:

- Certain Financial Assets and Liabilities carried at amortised cost,
- Defined benefit plans – plan assets measured at fair value,

**D. Use of Estimates and Judgements**

The preparation of the Financial Statements requires management to make estimates and assumptions. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years (refer Note no. 4 on critical accounting estimates, assumptions and judgements).

**3. SIGNIFICANT ACCOUNTING POLICIES**

**3.1 Property, Plant and Equipment**

- a) Property, Plant and Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items. Borrowing Cost (if any) during the period of construction is added to the cost of eligible tangible assets.
- b) Depreciation is charged to the Statement of Profit and Loss so as to expense the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight line method, as per the useful life prescribed in Schedule II to the Companies Act, 2013. Assets costing less than Rs. 5000/- are fully depreciated in the year of purchase.
- c) Freehold land is not depreciated.
- d) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year - end and adjusted prospectively, if appropriate.
- e) The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss on the date of disposal or retirement.

**3.2 Intangible Assets**

Identifiable Intangible Assets are recognised:

- a) When the Company controls the asset,
- b) It is probable that future economic benefits attributed to the asset will flow to the Company and

- c) The cost of the asset can be reliably measured.

Computer Software's are capitalised at the amounts paid to acquire the respective license for use and are amortised over the period of license, generally not exceeding five years on straight line basis. The assets' useful lives are reviewed at each financial year end.

**3.3 Impairment**

**A. Financial Assets**

The Company recognises loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through Statement of Profit and 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 12-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 recognised is recognised as an impairment gain or loss in the Statement of Profit and Loss.

**B. Non Financial Assets**

An asset is considered as impaired when at the date of Balance Sheet there are indications of impairment and the carrying amount of the asset, or where applicable the cash generating unit to which the asset belongs exceeds its recoverable amount (i.e. the higher of the net asset selling price and value in use).The carrying amount is reduced to the recoverable amount and the reduction is recognized as an impairment loss in the Statement of Profit and Loss. The impairment loss recognized in the prior accounting period is reversed if there has been a change in the estimate of recoverable amount. Post impairment, depreciation is provided on the revised carrying value of the impaired asset over its remaining useful life.

**3.4 Financial Instruments – Initial Recognition, Subsequent Measurement and Impairment**

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**

Financial Assets are measured at amortised cost or fair value through Other Comprehensive Income or fair value through Profit or Loss, depending on its business model for managing those financial assets and liabilities and the assets and liabilities contractual cash flow characteristics.

Subsequent measurements of Financial Assets are dependent on initial categorisation. For impairment purposes significant Financial Assets are tested on an individual basis, other financial assets are assessed collectively in groups that share similar credit risk characteristics.

**Trade receivables**

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

Impairment is made on the expected credit losses, which are the present value of the cash shortfalls over the expected life of financial assets. The estimated impairment losses are recognised in a separate provision for impairment and the impairment losses are recognised in the Statement of Profit and Loss within other expenses.

Subsequent changes in assessment of impairment are recognised in provision for impairment and the change in impairment losses are recognised in the Statement of Profit and Loss within other expenses.

For foreign currency trade receivable, impairment is assessed after reinstatement at closing rates.

Individual receivables which are known to be uncollectible are written off by reducing the carrying amount of trade receivable and the amount of the loss is recognised in the Statement of Profit and Loss within other expenses.

Subsequent recoveries of amounts previously written off are credited to other Income

**Investment in Equity Shares**

Investment in Equity Securities are initially measured at fair value and is recognised through Profit and Loss account.

**Financial Liabilities**

At initial recognition, all Financial Liabilities other than fair valued through profit and loss are recognised initially at fair value less transaction costs that are attributable to the issue of Financial Liability. Transaction costs of Financial Liability carried at fair value through profit or loss is expensed in profit or loss. However, borrowings,



which is likely to be assigned or negotiated are initially measured at fair value through profit and loss account. Other borrowings are measured at amortised cost using the effective interest rate method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the Effective Rate of Interest (EIR). The EIR amortisation is included in finance costs in the Statement of Profit and Loss.

**Trade and other Payables**

Trade and other Payables are presented as Current Liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

**3.5 Cash and Cash Equivalents**

Cash and Cash Equivalents includes Cash on hand and at bank and other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

For the purpose of the Statement of Cash Flows, Cash and Cash Equivalents consists of cash and short term deposits.

**3.6 Inventories**

Inventories (real estate) are valued at lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. Stock of Food & Beverages and stores and operating supplies are carried at cost or net realizable value whichever is lower.

**3.7 Revenue Recognition and Other Income**

Revenue is recognised at an amount that reflects the consideration to which the Company expects to be entitled in exchange for transferring the goods or services to a customer i.e. on transfer of control of the goods or service to the customer. Revenue from sales of goods or rendering of services is net of Indirect taxes, returns and discounts as per Ind AS 115.

- a) Revenue from Hotel operations viz room rent, food & beverages and other allied services is recognised upon rendering of services.
- b) Other Allied Services:- In relation to laundry income, communication income, health club income, airport transfers income and other allied services, the revenue has been recognized by reference to the time of service rendered.
- c) Interest Income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.
- d) The rentals from leased premises are considered as revenue income on accrual basis. In case of sale of leased premises, rental income is accounted for up to the date of flat buyer agreement.

**3.8 Employee Benefits**

- a) Short term employee benefits are recognized as an expense in the Statement of Profit and Loss of the year in which the related services are rendered.
- b) Leave Encashment being a short term benefit is accounted for using the Projected Unit Credit Method, on the basis of actuarial valuations carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to profit and loss in the period in which they arise.
- c) Contribution to Provident Fund, a defined contribution plan, is made in accordance with the statute, and is recognised as an expense in the year in which employees have rendered services.
- d) The cost of providing gratuity, a defined benefit plans, is determined using the Projected Unit Credit Method, on the basis of actuarial valuations carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to Other Comprehensive Income in the period in which they arise. Other costs are accounted in statement of profit and loss.

**3.9 Foreign Currencies**

**Transactions and Balances**

Transactions in foreign currencies are initially recorded by the Company at rates prevailing at the date of the transaction. Subsequently monetary items are translated at closing exchange rates of Balance Sheet date and the resulting exchange difference recognised in profit or loss. Differences arising on settlement of monetary items are also recognised in profit or loss.

**3.10 Borrowing Costs**

Borrowing Costs specifically relating to the acquisition or construction of qualifying assets that necessarily takes a substantial period of time to get ready for its intended use are capitalized (net of income on temporarily deployment of funds) as part of the cost of such assets. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

**3.11 Taxation**

Income Tax expense represents the sum of current and deferred tax (including MAT). Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised directly in Equity or other comprehensive income, in such cases the tax is also recognised directly in Equity or in other comprehensive income. Any subsequent change in direct tax on items initially recognised in equity or other Comprehensive Income is also recognised in Equity or other comprehensive income, such change could be for change in tax rate.

Current Tax provision is computed for Income calculated after considering allowances and exemptions under the provisions of the applicable Income Tax Laws. Current Tax Assets and Current Tax Liabilities are off set, and presented as net.

Deferred Tax is recognised on differences between the carrying amounts of Assets and Liabilities in the Balance sheet and the corresponding tax bases used in the computation of taxable profit and are accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences, and deferred tax assets are generally recognised 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 utilised. Deferred Tax Assets and Liabilities are measured at the applicable tax rates. Deferred Tax Assets and Deferred Tax Liabilities are off set, and presented as net.

The carrying amount of deferred tax assets is reviewed at each Balance Aheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised.

Minimum Alternative Tax (MAT) is applicable to the Company. Credit of MAT is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal Income Tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the profit and loss account and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

**3.12 Lease**

Effective from 1st April, 2019, the Company has applied Ind AS 116, which replaces the existing lease standard, Ind AS 17 Leases and other interpretations. The Company has applied Ind AS 116 using the modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under Ind AS 17.

**As a Lessee**

The Company recognises a right-of use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The right-of-use asset is subsequently depreciated using the straight line method from the commencement date to the earlier of the end of the useful life or the end of the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest.

For short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term.



**As a Lessor**

Lease Income from operating leases, where the Company is a lessor, is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflation.

**3.13 Earnings Per Share**

Basic Earnings Per Share are calculated by dividing the net profit or loss for the year attributable to Equity Shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of Equity Shares outstanding during the year. Partly-paid Equity Shares are treated as a fraction of an Equity Share to the extent that they were entitled to participate in dividends relative to a Fully-paid Equity Share during the reporting year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to Equity Shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential Equity Shares, if any.

**3.14 Provisions and Contingencies**

**Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

**Contingencies**

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognised. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

**3.15 Cash Flow Statement**

Cash flows are reported using indirect method, whereby net profits before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from regular revenue generating (operating activities), investing and financing activities of the Company are segregated.

**3.16 Recent Accounting Development**

**Standards issued but not yet effective:**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from 1st April, 2020.

**3.17 Current / Non-Current Classification**

The Company presents Assets and Liabilities in statement of financial position based on current/non-current classification.

The Company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by MCA.

An Asset is classified as current when it is:

- a) Expected to be realised or intended to be sold or consumed in normal operating cycle,
- b) Held primarily for the purpose of trading,
- c) Expected to be realised within twelve months after the reporting period, or
- d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- a) It is expected to be settled in normal operating cycle,
- b) It is held primarily for the purpose of trading,
- c) It is due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

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

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

**4. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS**

In the process of applying the Company's accounting policies, management has made the following estimates, assumptions and judgements, which have significant effect on the amounts recognised in the financial statement:

**(a) Income Taxes**

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the financial statements.

**(b) Contingencies**

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

**(c) Allowance for Uncollected Accounts Receivable and Advances**

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectible.

Impairment is made on the expected credit losses, which are the present value of the cash shortfall over the expected life of the financial assets.



5. PROPERTY, PLANT AND EQUIPMENT

(Amount in ₹)

Particulars	Land	Buildings	Plant and Equipments	Furniture and Fixture	Office Equipment	Vehicles	Computer	Total
<b>GROSS BLOCK</b>								
As at 31st March, 2019	2248040000	1787237076	447561225	394399028	774026	2782596	12788115	4893582066
Additions	-	-	15444766	1206304	-	2298317	4564900	23514287
Adjustment	-	-	5376257	-	-	1438285	-	6814542
As at 31st March, 2020	2248040000	1787237076	457629734	395605332	774026	3642628	17353015	4910281811
Additions	-	-	387595	-	-	-	-	387595
Adjustment	-	-	-	-	-	-	1,805,167	1805167
As at 31st March, 2021	2248040000	1787237076	458017329	395605332	774026	3642628	15547848	4908864239
<b>ACCUMULATED DEPRECIATION</b>								
As at 31st March, 2019	-	88831714	103399248	216302242	530436	1774942	9293015	420131598
Charge for the year	-	29765319	35715766	72205201	160731	480923	1275680	139603620
Adjustment	-	-	2353148	-	-	1028381	-	3381529
As at 31st March, 2020	-	118597033	136761866	288507443	691167	1227484	10568695	556353688
Charge for the year	-	29684001	36636002	67614710	18,896	443801	1140506	135537916
Adjustment	-	-	-	-	-	-	1714908	1714908
As at 31st March, 2021	-	148281034	173397868	356122153	710063	1671285	9994293	690176696
<b>NET CARRYING AMOUNT</b>								
As at 31st March, 2020	2248040000	1668640043	320867868	107097889	82859	2415144	6784320	4353928123
As at 31st March, 2021	2248040000	1638956042	284619461	39483179	63963	1971343	5553555	4218687543

6. INTANGIBLE ASSETS

(Amount in ₹)

Particulars	Software	Total
<b>GROSS BLOCK</b>		
As at 31st March, 2019	6742306	6742306
Additions	-	-
Adjustment	-	-
As at 31st March, 2020	6742306	6742306
Additions	-	-
Adjustment	-	-
As at 31st March, 2021	6742306	6742306
<b>ACCUMULATED DEPRECIATION</b>		
As at 31st March, 2019	4926608	4926608
Charge for the year	870418	870418
Adjustment	-	-
As at 31st March, 2020	5797026	5797026
Charge for the year	616960	616960
Adjustment	-	-
As at 31st March, 2021	6413986	6413986
<b>NET CARRYING AMOUNT</b>		
As at 31st March, 2020	945280	945280
As at 31st March, 2021	328320	328320


**7. NON CURRENT INVESTMENTS - DESIGNATED AT FAIR VALUE THROUGH PROFIT AND LOSS ACCOUNT**

Name of the Company	Face Value (in ₹)	As at 31st March, 2021		As at 31st March, 2020	
		Qty (Nos)	Amount (in ₹)	Qty	Amount (in ₹)
<b>A- Long Term - Trade - Unquoted</b>					
<b>In Equity Shares of Associates</b>					
Parsvnath HB Projects Pvt. Ltd.	10	24020	-	24020	-
<b>Total - (Trade Unquoted)</b>			-		-
<b>Aggregate Amount of Unquoted Instrument (A)</b>			-		-
<b>B1- Long Term - Other Than Trade - Quoted</b>					
Royal Orchid Hotels Ltd	10	496	31174	496	20336
Bellary Steel and Alloys Ltd.*	1	100000	-	100000	-
Hotline Glass Ltd.*	10	10000	-	10000	-
Jaiprakash Power Ventures Ltd.	10	1543674	5016941	1543674	1003387
Shree Ram Urban Infrastructure Ltd.*	10	1000	-	1000	-
<b>Total - (Other Than Trade Quoted)</b>			5048115		1023723
<b>Aggregate Amount of Quoted Instrument (B)</b>			5048115		1023723
<b>B2- Long Term - Other Than Trade - Unquoted</b>					
CHL (South) Hotels Ltd.	10	100000	10773844	100000	10787190
QR Properties Pvt Ltd.	10	5900	5517084	5900	5574069
HB Corporate Services Ltd.	10	15600	164380	15600	155795
RRB Securities Ltd.	10	86100	968962	86100	1060752
<b>B3- Investments in Mutual Fund</b>					
<b>Fully Paid up - Unquoted</b>					
Taurus Liquid Fund - Direct Plan - Super Institutional Growth (Taurus Dynamic Income Fund)	10	-	-	68	133424
<b>Total - (Other Than Trade Unquoted)</b>			17424270		17711230
<b>Aggregate Amount of Un-Quoted Instrument (C)</b>			17424270		17711230
<b>B4- Investment in Preference Shares - Other Than Trade</b>					
<b>Fully Paid-Up Redeemable Preference Shares (Un-Quoted)</b>					
HB Growth Fund Ltd. (3% Non-Cumulative)	10	50000	500000	50000	500000
HB Corporate Services Ltd. (3% Non-Cumulative)	10	40000	400000	40000	400000
<b>Total - Preference Shares (D)</b>			900000		900000
<b>Grand Total - (A+B+C+D)</b>			23372385		19634953
<b>Aggregate Amount of Quoted Instrument</b>			5048115		1023723
<b>Aggregate Amount of Un-Quoted Instrument</b>			18324270		18611230
<b>Aggregate Market Value of Quoted Instrument</b>			5048115		1023723

(\*) Listed but not quoted

**8. OTHER NON CURRENT FINANCIAL ASSETS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>Unsecured, Considered Good</b>		
Fixed Deposits with bank (with remaining maturity more than 12 months*)	9385805	3102486
Interest Accrued but not due on Fixed Deposits	239292	362135
Security Deposits	10943002	11120002
<b>Total</b>	<b>20568099</b>	<b>14584623</b>

(\*) Pledged / under lien with Banks including for issue of Bank Guarantees

**9. DEFERRED TAX ASSETS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>Temporary difference</b>		
<b>A. Deferred Tax Liability</b>		
(i) Difference between book and tax base related to Fixed Assets	228775607	227392199
(ii) Unamortised Cost	30287082	32745330
Total Deferred Tax Liabilities	259062689	260137529
<b>B. Deferred Tax Assets</b>		
(i) Disallowance under Income Tax Act	3570553	3535475
(ii) Carried Forward losses	796758087	691233569
Total Deferred Tax Assets	800328639	694769044
Net Deferred Tax Assets	541265951	434631515

**10. OTHER NON CURRENT ASSETS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Capital Advances	3203700	3339220
<b>Total</b>	<b>3203700</b>	<b>3339220</b>

**11. INVENTORIES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Completed Construction (Real Estate)	92593514	92593514
Food and Beverages	13025607	19654130
Stores and Operating Supplies	36662049	36091291
<b>Total</b>	<b>142281170</b>	<b>148338935</b>



**12. TRADE RECEIVABLES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Trade Receivables considered good - Secured	-	-
Trade Receivables considered good - Unsecured	17403130	24205603
Trade Receivables which have significant increase in Credit Risk	1557761	1630319
Trade Receivables - Credit impaired	(1557761)	(1630319)
<b>Total</b>	<b>17403130</b>	<b>24205603</b>

**13. CASH AND CASH EQUIVALENTS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>Cash and Cash Equivalents</b>		
<u>Balances with Banks</u>		
• On Current Accounts	78428030	19683722
• Cheques/ Demand Drafts in Hand	-	37000000
• Cash on Hand	955969	1041819
<b>Total</b>	<b>79383999</b>	<b>57725541</b>

**14. OTHER BANK BALANCES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
- In Earmarked Dividend Accounts	-	880321
Fixed Deposits with remaining maturity of less than twelve months and other than considered in Cash and Cash Equivalents *	138721421	9156442
<b>Total</b>	<b>138721421</b>	<b>10036763</b>

(\*) Pledged / under lien with banks including for issue of Bank Guarantees

**15. LOANS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Loans Receivables considered good - Secured	-	-
Loans Receivables considered good - Unsecured		
-Loans and Advances to Related Party - Associate*	31499814	31499814
-Inter Corporate Deposit including accrued interest	901644	901644
Loans Receivables which have significant increase in Credit Risk	-	-
Loans Receivables - Credit impaired	-	-
<b>Total</b>	<b>32401458</b>	<b>32401458</b>

(\*) To Parsvnath HB Projects Pvt. Ltd.

**16. OTHER FINANCIAL ASSETS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Interest accrued but not due on Bank deposits	1061577	750586
<b>Total</b>	<b>1061577</b>	<b>750586</b>

**17. CURRENT TAX ASSETS (NET)**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Current Tax Assets (Net of provision)	12733190	35818361
<b>Total</b>	<b>12733190</b>	<b>35818361</b>

**(a) Amounts recognised in Statement of Profit and Loss**

For the year ended	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Current tax	-	-
Deferred tax	(106912716)	(27165911)
Tax for earlier years	-	-
<b>Total</b>	<b>(106912716)</b>	<b>(27165911)</b>

**(b) Amounts recognised in Other Comprehensive Income**

For the year ended	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Tax effect on items that will no be reclassified to Profit and Loss	(278280)	370469
<b>Total</b>	<b>(278280)</b>	<b>370469</b>

**(c) Reconciliation of effective tax rate**

For the year ended	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Profit before tax	(410608954)	(115144142)
Applicable Statutory Enacted Income Tax Rate	29.12%	29.12%
Computed Tax Expenses	-	-
- Adjustments recognised in relation to tax of prior years	-	-
- Others	-	-
<b>Tax Expense</b>	<b>-</b>	<b>-</b>

**(d) Breakup of Deferred Tax Expense**

Particulars	Year Ended 31st March, 2021 (In ₹)	Year Ended 31st March, 2020 (In ₹)
Book base and tax base of Fixed Assets	1383408	5085696
Disallowance / Allowance (net) under Income Tax	(2771606)	(2155433)
Carries forward losses	(105524518)	(30096173)
<b>Total</b>	<b>(106912716)</b>	<b>(27165910)</b>

**(e) Breakup of component of tax accounted in OCI and Equity**

Particulars	Year Ended 31st March, 2021 (In ₹)	Year Ended 31st March, 2020 (In ₹)
<b>Component of OCI</b>		
Deferred Tax (Gain) / Loss on Defined Benefit Plans	278280	(370469)
<b>Total</b>	<b>278280</b>	<b>(370469)</b>

**18. OTHER CURRENT ASSETS**

Particulars	Year Ended 31st March, 2021 (In ₹)	Year Ended 31st March, 2020 (In ₹)
Amount Recoverable from Government Authorities*	13254903	6540213
Advances to contractors/suppliers/other Recoverables	48035707	51102913
<b>Total</b>	<b>61290610</b>	<b>57643126</b>

(\*) Represents VAT, GST and Cenvat Credit, Property Tax etc.


**19. EQUITY SHARE CAPITAL**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>AUTHORIZED</b>		
35000000 (35000000) Equity Shares of ₹ 10/- each.	350000000	350000000
13500000 (13500000) Redeemable Preference Shares of ₹ 100/- each	1350000000	1350000000
	1700000000	1700000000
<b>ISSUED</b>		
20289285 (20289285) Equity Shares of ₹ 10/- each.	202892850	202892850
	202892850	202892850
<b>SUBSCRIBED &amp; PAID UP</b>		
19459947 (19459947) Equity Shares of ₹ 10/- each fully paid up	194599470	194599470
Add: Forfeited shares- 829338 (829338) Equity Shares (Amount originally paid up)	2737438	2737438
<b>Total</b>	<b>197336908</b>	<b>197336908</b>
19.1 Aggregate number of bonus shares issued, shares issued for consideration other than cash and bought back shares during the period of five years immediately preceding the reporting date.	Nil	Nil

**19.2 Reconciliation of the number of Equity Shares and Share Capital:**

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	No of shares	Amount (In ₹)	No of shares	Amount (In ₹)
Number of shares at the beginning	19459947	194599470	19459947	194599470
Addition during the Year	-	-	-	-
Number of shares at the end	19459947	194599470	19459947	194599470

**-- Particulars of Shareholders holding more than 5% shares (Equity Shares) :**

Name of Shareholder	As at 31st March, 2021		As at 31st March, 2020	
	Number of shares held	% of holding	Number of shares held	% of holding
Lalit Bhasin	9962280	51.19	9962280	51.19
HB Portfolio Ltd.	2104317	10.81	2104317	10.81

**19.3 Brief Particulars of change in share capital during the Financial Year 2017-18 :**

- (a) The Company had allotted Equity Shares of ₹ 10 (Rupees Ten) each fully paid-up to the Shareholders of HB Stockholdings Ltd. in the ratio of 24 (Twenty Four) Equity Shares of ₹ 10/- (Rupees Ten) each fully paid up of the Company for every 100 (One Hundred) Equity Shares held by them in HB Stockholdings Ltd. The Company had also allotted Equity Shares of ₹ 10/- (Rupees Ten) each fully paid-up to the Shareholders of HB Portfolio Ltd. in the ratio of 59 (Twenty Four) Equity Shares of ₹ 10/- (Rupees Ten) each fully paid up of the Company for every 100 (One Hundred) Equity Shares held by them in HB Portfolio Ltd. As a result of which, the Equity Share Capital of the Company increased from ₹ 161382870 comprising of 16138287 Equity Shares of ₹ 10/- (Rupees Ten) each fully paid up to ₹ 324332450 comprising of 32433245 Equity Shares of ₹ 10/- (Rupees Ten) each fully paid up. Thus 16294958 Equity Shares of ₹ 10/- (Rupees Ten) each fully paid up were issued and allotted pursuant to composite scheme of arrangement.
- (b) After the allotment of Equity Shares by the Company to the Shareholders of HB Stockholdings Ltd. and HB Portfolio Ltd. the Equity Share Capital of the Company had been reduced by reducing the face value of the Equity Shares from 1 (One) Equity Share of ₹ 10/- (Rupees Ten) fully paid up to 1 (One) Equity Shares of ₹ 6/- (Rupees Six) each fully paid up.

- (c) The Equity Share Capital of the Company so reduced had been further consolidated in such a manner that the Shareholders holding 5 (Five) Equity Shares of ₹ 6/- (Rupees Six) each fully paid up were allotted 3 (Three) Equity Shares of ₹ 10/- (Rupees Ten) each fully paid up in the Equity Share Capital of the Company. As a result of which, the Equity Share Capital reduced from ₹ 324332450 comprising of 32433245 Equity Shares of ₹ 10/- (Rupees Ten) each to ₹ 194599470 comprising of 19459947 Equity Shares of ₹ 10/- (Rupees Ten) each.

19.4. The Company has one class of Equity Shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

**20. OTHER EQUITY**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>Capital Reserve</b>	23039795	23039795
	23039795	23039795
<b>Business Reorganization Reserve</b>	1046662354	1046662354
	1046662354	1046662354
<b>Capital Redemption Reserve</b>	20000000	20000000
	20000000	20000000
<b>Securities Premium</b>	555742116	555742116
	555742116	555742116
<b>General Reserve</b>	668199083	668199083
	668199083	668199083
<b>Statutory Reserve</b>	125903413	125903413
	125903413	125903413
<b>Equity Component of Compound Financial Instruments</b>	105730192	179312776
Addition/(Deletion) during the year	(72787187)	(73582584)
	32943005	105730192
<b>Retained Earnings</b>	(683387395)	(618484386)
Interest Expense provided in earlier years on debt component of Interest Free Loan reversed on repayment	51389425	23075222
<b>Profit/(Loss) for the year</b>	(303696238)	(87978231)
	(935694208)	(683387395)
<b>Items of Other Comprehensive Income</b>	(738478)	163269
Items that will not be reclassified to Profit and Loss		
Remeasurement of Defined Benefit Plans	677352	(901747)
	(61126)	(738478)
<b>Total</b>	<b>1536734432</b>	<b>1861151080</b>

Retained Earnings represent the undistributed profits of the Company.

Other Comprehensive Income Reserve represents the balance in Equity for items to be accounted in Other Comprehensive Income. OCI is classified into (i) items that will not be reclassified to profit and loss (ii) Items that will be reclassified to profit and loss.

Capital Redemption Reserve represents the Statutory Reserve created when Capital is redeemed.

The Statutory Reserve represents reserve specifically created u/s 45 IC of Reserve Bank of India (Amendment) Act, 1997

The Company has taken interest free inter corporate loan and interest free loan from Director. The same has been presented as compound financial instrument i.e. present value of principle amount is presented as Financial Liability in Non Current Borrowing in note no. 21 and the difference between transaction value and its fair value is recognised as equity component of compound financial instruments in other Equity.

General Reserve represents the Statutory Reserve, in accordance with Indian Corporate Law wherein a portion of profit is apportioned to General Reserve. Under Companies Act, 1956 it was mandatory to transfer amount before a Company can declare dividend. However, under Companies Act, 2013 transfer of any amount to General Reserve is at the discretion of the Company.

Securities Premium represents the amount received in excess of par value of Securities (Equity Shares, Preference Shares and Debentures). Premium on redemption of Securities is accounted in Security Premium available. Where Security premium is not available, premium on redemption of securities is accounted in statement of profit and loss. Section 52 of the Companies Act, 2013, specify restriction and utilisation of security premium.



21. NON CURRENT BORROWINGS

Particulars	As at 31st March, 2021 (in ₹)		As at 31st March, 2020 (in ₹)	
	Non-Current	Current	Non-Current	Current
<b>(A) SECURED</b>				
<b>TERM LOANS FROM BANK</b>				
(i) Loan from IndusInd Bank				
a) Term Loan	1532580533	55000000	1503392593	6500000
b) Working Capital Term Loan	323950000	29450000	-	-
(ii) Car Loan from HDFC Bank	180341	679091	1019139	456479
<b>Total-A</b>	<b>1856710874</b>	<b>85129091</b>	<b>1504411732</b>	<b>6956479</b>
<b>(B) UNSECURED</b>				
(i) Overdraft from State Bank of India	70620811	32150000	100384024	19250000
(ii) Working Capital Term Loan (GECL) from State Bank of India	24577083	522917	-	-
(iii) Debt Component of Compounded Financial Instruments*				
(a) Inter corporate Loans & Advances	20494051	-	90686971	-
(b) Loan from Director	19062945	-	20582838	-
(iv) Preference Shares				
-9% Redeemable Non-Convertible Non-Cumulative Preference Shares- Series I	150000000	-	150000000	-
-9% Redeemable Non-Convertible Non-Cumulative Preference Shares-Series II	500000000	-	500000000	-
-9% Redeemable Non-Convertible Non-Cumulative Preference Shares-Series III-Tranche I	200000000	-	200000000	-
-9% Redeemable Non-Convertible Non-Cumulative Preference Shares-Series III - Tranche II	200000000	-	-	-
- Less: Unpaid Call Money	32500000	-	-	-
	167500000	-	-	-
<b>Total-B</b>	<b>1152254890</b>	<b>32672917</b>	<b>1061653833</b>	<b>19250000</b>
<b>Total (A+B)</b>	<b>3008965764</b>	<b>117802008</b>	<b>2566065565</b>	<b>26206479</b>

- Maturity Profile of Secured Term Loan from banks are as under:

	1-2 years	2-3 years	3-4 years	Beyond 4 year
- Term Loan from IndusInd Bank (I) (Rs.169.13 Cr.)	74400000	74400000	84100000	1403426212
- Working Capital Term Loan from IndusInd Bank (I)(b) (Rs.35.34 Cr.)	88350000	88350000	88350000	58900000
- Car Loan from HDFC Bank (II) (Rs.19 Lakhs)	180341	0	0	0

- Maturity Profile of Unsecured Loans are as under:

	1-2 years	2-3 years	3-4 years	Beyond 4 year
- Overdraft from State Bank of India (i)	34300000	36582968	0	0
- Working Capital Term Loan from State Bank of India (ii) (Rs. 2.51 Cr.)	6275000	6275000	6275000	5752083

The Term Loans from IndusInd Bank at Sr. No. A (i) and Overdraft from State Bank of India at Sr No. B (i) above are net of transaction cost of Rs.104007836 (P.Y. Rs. 107934258)

**Secured**

(i) **Term Loans From IndusInd Bank**

Secured by way of exclusive charge on Company's hotel land and hotel building situated in Sector-44, Gurugram - 122001, exclusive charge on all present and future moveable Fixed Assets and Current Assets of Taj City Centre, Gurugram, Personal Guarantee of Chairman, Mr. Lalit Bhasin and Non Disposal Undertaking (NDU) of entire shareholding of the Company held by Mr. Lalit Bhasin.

Term Loan - For Loan amount of ₹ 64.80 Cr, the Rate of Interest is 1.45% over and above Bank's one year MCLR and for Loan amount of ₹ 104.33 Cr the Rate of Interest for first five years is 5.66% over and above Bank's Overnight MIBOR and after five years the rate will be 1.45% over and above Bank's one year MCLR.

As per the sanction, the Term Loan was repayable in quarterly installments commencing from May, 2020 and ending in August, 2033. However, in terms of RBI notification number - RBI/2019-20/186 (DOR No.BP.BC.47/21.04.048/2019-20) dated 27th, March 2020 and RBI/2019-20/244 (DOR.No.BP.BC.71/21.04.048/2019-20) dated 23rd May 2020, the Company had applied to the Bank for a moratorium on repayment of loan, based on which the tenure of the loan moved ahead by 6 months. Accordingly, the quarterly loan repayments started from November, 2020 and the last installment will be due in February, 2034.

(ii) **Working Capital Term Loan From IndusInd Bank**

Secured by way of second charge over all the existing primary & collateral securities including mortgages created in favour of the IndusInd bank.

Working Capital Term Loan of ₹ 35.34 Cr. sanctioned under ECLGS of NCGTC. The Rate of Interest is linked to one of the external benchmark lending rate prescribed by RBI (for MSMEs)/ marginal cost of lending rate (or non MSMEs) + 1% i.e. 9.25% per annum.

As per the sanction, the working capital term loan is repayable in 48 equal instalments starting from December, 2021 and the last installment will be due in November, 2025.

**Unsecured**

(i) **Overdraft Facility from State Bank of India**

Secured by way of equitable mortgage of Residential Property bearing no. C-2/7, Safdarjung Development Area, New Delhi belonging to Mr. Lalit Bhasin - Chairman of the Company and also his Personal Guarantee. The Rate of Interest is 3.05% over and above Bank's one year MCLR. The total loan tenure is of 7 years 10 months. The loan is repayable in 27 quarterly unequal installments starting from 1st quarter of 2017-18 and last installment due in 3rd quarter of 2023-24. However, in terms of RBI notification number - RBI/2019-20/186 (DOR No.BP.BC.47/21.04.048/2019-20) dated 27th March, 2020 and RBI/2019-20/244 (DOR.No.BP.BC.71/21.04.048/2019-20) dated 23rd May, 2020, the Company had applied to the Bank for a moratorium on repayment of loan, based on which the tenure of the loan moved ahead by 3 months. Accordingly, the last installment will be due in March, 2024.

(ii) **Working Capital Term Loan (GECL) from State Bank of India**

Secured by way of equitable mortgage of Residential Property bearing no. C-2/7, Safdarjung Development Area, New Delhi belonging to Mr. Lalit Bhasin - Chairman of the Company and also his Personal Guarantee. The Rate of Interest is 1% above 6 months MCLR. As per the sanction, the working capital term loan is repayable in 48 equal instalments starting from March, 2022 and the last installment will be due in February, 2026.

(iii) **Debt Component of Compounded Financial Instruments**

The Loans are repayable after 6 years starting from date of agreement i.e. 01st April, 2016 and carries interest @ 12% p.a.

(\*) The figures shown above are net of Ind-AS adjustments. The gross amount as on 31st March, 2021 is ₹ 7.25 Cr. (P.Y. ₹ 21.70 Cr).

(iv) Preference Shares carries 9% coupon rate of dividend (Non-Cumulative). The holders of Preference Shares shall not be entitled to receive notice of or to attend and vote at General meetings of the Equity Shareholders of the Company. The holders of Preference Shares shall be entitled to attend meetings and vote (one vote per share) only on the Resolutions directly affecting their rights. Also the Preference Shareholders shall not be entitled to any bonus or right issue etc. of Equity Shares or other Securities of the Company. The Preference Shares shall carry a preferential right over the Equity Shares of the Company as regards to payment of Dividend and as regards to repayment of the Capital in the event of winding up of the Company.

Detail of Preference Shares	Date of Allotment	Date of Redemption	As at 31st March 2021	As at 31st March 2020
-9% Redeemable Non-Convertible Non-Cumulative Preference Shares- Series I	29.03.2013	29.03.2023	150000000	150000000
9% Redeemable Non-Convertible Non-Cumulative Preference Shares-Series II	03.03.2015	03.03.2025	150000000	150000000
	14.03.2015	14.03.2025	150000000	150000000
	23.03.2015	23.03.2025	200000000	200000000
9% Redeemable Non-Convertible Non-Cumulative Preference Shares-Series III - Tranche I*	21.11.2018	Refer as under	200000000	200000000
9% Redeemable Non-Convertible Non-Cumulative Preference Shares-Series III - Tranche II# (Calls in arrear ₹ 3.25 Crore)	19.09.2020	Refer as under	200000000	0

(\*) Preference Shares shall be redeemed in three annual installments i.e. :-  
 - At the rate of ₹ 30/- in the 12th year from the date of Allotment (21/11/2030)  
 - At the rate of ₹ 30/- in the 13th year from the date of Allotment (21/11/2031)  
 - Remaining balance at the rate of ₹ 40/- in the 14th year from the date of Allotment (21/11/2032).

(#) Preference Shares shall be redeemed in three annual installments i.e. :-  
 - At the rate of ₹ 30/- in the 12th year from the date of Allotment (19/09/2032)  
 - At the rate of ₹ 30/- in the 13th year from the date of Allotment (19/09/2033)  
 - Remaining balance at the rate of ₹ 40/- in the 14th year from the date of Allotment (19/09/2034).


**22. OTHER NON CURRENT FINANCIAL LIABILITIES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Security Deposits	22071687	22168801
<b>Total</b>	<b>22071687</b>	<b>22168801</b>

**23. NON CURRENT PROVISIONS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>Provisions For Employees Benefit</b>		
Leave Encashment	2597825	2762896
Gratuity	4661812	4210623
<b>Total</b>	<b>7259637</b>	<b>6973519</b>

**24. CURRENT BORROWINGS (SECURED)**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>From Banks</b>		
Overdraft Facility from IndusInd Bank Limited #	148402496	149999169
<b>Total</b>	<b>148402496</b>	<b>149999169</b>

(\*) Secured by way of exclusive charge as specified in Note no. 21 in respect of Term Loan facilities from IndusInd Bank Limited.

**25. TRADE PAYABLES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Total outstanding dues of micro enterprises and small enterprises*	12352493	8895195
Total outstanding dues of creditors other than micro enterprises and small enterprises	99733804	140439583
<b>Total</b>	<b>112086297</b>	<b>149334778</b>

(\*) Note relating to micro, small and medium enterprises

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Principal Amount remaining unpaid at the end of the year	12352493	8895195
Interest Amount remaining unpaid at the end of the year	-	-
Amount of Interest paid in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-
Amount of Interest due and payable for the period of delay in making payment (in addition to the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
Amount of Interest accrued and remained unpaid at the end of the year	-	-
Amount of further Interest remaining due and paid in the succeeding year	-	-
<b>Total</b>	<b>12352493</b>	<b>8895195</b>

**26. OTHER FINANCIAL LIABILITIES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Current Maturities of Long term borrowings (Refer Note No.21)	117802008	26206479
Interest Accrued but not due on borrowings	709065	17702773
Unclaimed Dividend *	-	880321
Expenses Payable	27605569	37761917
Security Deposits	70025353	69562813
Interest Accrued but not due on fair valuation of loan	25175136	61721243
<b>Total</b>	<b>241317131</b>	<b>213835546</b>

(\*) There is no amount outstanding due to be transferred to Investor Education and Protection Fund.

**27. OTHER CURRENT LIABILITIES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Advances from Customers	12158169	8308929
Statutory Dues Payable	3384561	16095231
<b>Total</b>	<b>15542730</b>	<b>24404160</b>

**28. SHORT TERM PROVISIONS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>Provisions For Employees Benefit</b>		
Leave Encashment	1379105	1624664
Gratuity	1606366	1089897
<b>Total</b>	<b>2985471</b>	<b>2714561</b>

**29. REVENUE FROM OPERATIONS**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
<b>Hotel</b>		
Rooms	119385476	455835658
Food & Beverages, Restaurant and Banquet Income	109052391	309474683
Others	10818885	50151549
<b>Real Estate</b>		
Other Operating Income*	4757704	5070151
<b>Total</b>	<b>244014456</b>	<b>820532041</b>

(\*) Includes Rental Income, Facility Charges and Other Claims

**30. OTHER INCOME**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Interest On Fixed Deposits with Banks	2052754	1905718
Interest On Income Tax Refund	1902957	1711161
Interest Income on ICD	-	5581815
Gain on Sale of Investments	2002	-
Gain on fair valuation of Investments	3870856	-
Other Income	322723	243277
Rental Income on fair valuation of Security Deposit	-	2454616
<b>Total</b>	<b>8151292</b>	<b>11896587</b>


**31. FOOD AND BEVERAGES CONSUMED**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Opening Stock	19654130	10930748
Add : Purchases	28479860	86041388
Less : Closing Stock	13025607	19654130
<b>Total</b>	<b>35108383</b>	<b>77318006</b>

**32. INCREASE / DECREASE IN STOCK-COMPLETED CONSTRUCTION**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Opening Stock	92593514	92593514
Less : Closing Stock	92593514	92593514
<b>Total</b>	<b>0</b>	<b>0</b>

**33. EMPLOYEE BENEFIT EXPENSES**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Salaries and Benefits	65622709	105764575
Payment to Contractors	8178353	23938432
Reimbursement of expenses on personnel deputed to the Company	34811348	44189340
Contribution to Provident Fund and other fund	5824263	6871682
Staff welfare	6913494	19284720
<b>Total</b>	<b>121350167</b>	<b>200048749</b>

**34. FINANCE COSTS**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Interest	205848921	216977245
Loan Processing Fee amortized during the year	3926421	10667983
Interest expense on fair valuation of Security Deposit	-	1429729
Interest expense on debt component of compound instruments	14843318	20835962
<b>Total</b>	<b>224618660</b>	<b>249910919</b>

**35. OTHER EXPENSES**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Linen, Room, Catering and Other Supplies/Services	12444475	30689412
Facility Management Services	11409851	14465628
Legal and Professional	5684443	10055109
Payment to Orchestra Staff, Artists and Others	89500	2750393
Communication	1999365	5440041
Commission to Travel Agents and Others	5996232	18462120
Advertisements	601086	4603577
Printing and Stationery	1092856	3104324
Conveyance and Travelling	3222518	13884678
Repair and Maintenance :		
- To Building	2517232	12442077
- To Machinery	9432875	14565179
- To others	11555206	16146830
Fuel, Power and Light	40368341	62497641
Listing Fees	300000	300000
Insurance	5180240	2925164
Subscription Fees	1143194	3374347

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Sitting Fees	357500	278500
Miscellaneous Expenses	14273390	11112470
Loss on fair valuation of Investments	-	2296909
Licence Fees	3526849	6449620
Operating Fees	8750685	29997307
Loss on sale of Fixed Assets	72259	3284708
Exchange rate Fluctuation (Net)	-	9831
Auditors' Remuneration		
- Audit Fees	300000	300000
- Tax Audit Fees	50000	50000
- Limited Review Report	45000	45000
- Certification and Others	37500	56500
Rates and Taxes	3389290	3389290
Discount to Collecting Agents	1702728	6844403
<b>Total</b>	<b>145542615</b>	<b>279821058</b>

**36. EARNING PER SHARE**

Particulars	Current Year (In ₹)	Previous Year (In ₹)
Net Profit/(Loss) as Per Statement of Profit and Loss After Tax	(303696238)	(87978231)
Weighted Average Nos. of Equity Share Outstanding	19459947	19459947
Earning Per Share (face value of ₹10 each)		
Basic and diluted Earning per share (₹)		
- Basic	(15.61)	(4.52)
- Diluted	(15.61)	(4.52)

**37. FINANCIAL RISK MANAGEMENT**
**FINANCIAL RISK FACTORS**

The Company's principal Financial Liabilities, comprise borrowings, trade and other payables. The main purpose of these Financial Liabilities is to manage finances for the Company's operations. The Company has short term trade receivable and bank deposits which are under lien with banks for availing credit facilities. The Company's activities expose it to a variety of financial risks:

**i) MARKET RISK**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and investments. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. This is based on the financial assets and financial liabilities held as of 31st March, 2020 and 31st March, 2021.

**ii) CREDIT RISK**

Credit Risk is the risk that a counter party will not meet its obligations under a Financial Instrument or customer contract, leading to a financial loss.

**iii) LIQUIDITY RISK**

Liquidity Risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

**MARKET RISK**

The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligations provisions and on the non-financial assets and liabilities. The sensitivity of the relevant Statement of Profit and Loss item is the effect of the assumed changes in the respective market risks. The Company's activities expose it to a variety of financial risks, including the effects of changes in foreign currency exchange rates and interest rates. However, such effect is not material.

**(a) FOREIGN EXCHANGE RISK AND SENSITIVITY**

The Company transacts business primarily in Indian Rupee. However, the Company has transactions in USD, Euro, GBP and others. The Company has negligible foreign currency trade payables and is therefore, foreign exchange risk, is not material. There are no other foreign currency monetary items, so the Company does not face any foreign exchange risk.



Summary of exchange difference accounted in Statement of Profit and Loss:

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Net Foreign Exchange Loss Shown as Other Expenses	(1519)	9831

(b) INTEREST RATE RISK AND SENSITIVITY

The Company's exposure to the risk of changes in market interest rates relates primarily to long term debt. All borrowings are at floating rate. Borrowing issued at variable rate expose the company to cash flow interest rate risk. Weighted average cost of borrowing is 10.00% for the year ended 31st March, 2021 (11.30% for the year ended 31st March, 2020). With all other variable held constants the following table demonstrate the impact of borrowing cost on floating rate portion of loans and borrowing:

INTEREST RATE SENSITIVITY

Interest rate sensitivity	Increase/Decrease in basis points	Effect on profit before tax (In ₹)
<b>For the year ended 31st March, 2021</b>		
INR borrowings	+50	10868593
	-50	(10868593)
<b>For the year ended 31st March, 2020</b>		
INR borrowings	+50	8694682
	-50	(8694682)

CREDIT RISK

The Company is not significantly exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks which are under lien with banks for availing credit facilities.

TRADE RECEIVABLES

The Company extends credit to corporate customers in normal course of business. The Company considers factors such as credit track record in the market and past dealings for extension of credit to customers. The Company monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. However, average credit period to customers is approximately fourteen (14) days. The Company does not allow any credit period in respect of Walk-in Customers and is therefore not exposed to any credit risk.

LIQUIDITY RISK

The Company's objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements. In case of temporary short fall in liquidity to repay the bank borrowing/operational short fall, promoters envisage to infuse capital and loans.

The table below provides undiscounted cash flows towards non-derivative financial liabilities into relevant maturity based on the remaining period at the balance sheet to the contractual maturity date.

Particulars	Ageing as on 31st March, 2021 (In ₹)				
	Carrying Amount	Upto 1 Year	1 -3 Year	More Than 3 Years	Total
Borrowings	3379178103	266204503	409113310	2703860290	3379178103
Trade Payable	112086297	112086297	-	-	112086297
Other Liabilities	145586810	123515123	22071687	-	145586810
<b>Total</b>	<b>3636851210</b>	<b>501805923</b>	<b>431184997</b>	<b>2703860290</b>	<b>3636851210</b>
Particulars	Ageing as on 31st March, 2020 (In ₹)				
	Carrying Amount	Upto 1 Year	1 -3 Year	More Than 3 Years	Total
Borrowings	2850205470	176205648	196869139	2477130683	2850205470
Trade Payable	149334778	149334778	-	-	149334778
Other Liabilities	209797869	187629067	22168802	-	209797869
<b>Total</b>	<b>3209338117</b>	<b>513169493</b>	<b>219037941</b>	<b>2477130683</b>	<b>3209338117</b>

UNUSED LINE OF CREDIT (EXCLUDING NON FUND BASED FACILITIES)

Particulars	As on 31st March, 2021 (In ₹)	As on 31st March, 2020 (In ₹)
Secured	1597505	831
Unsecured	-	-
<b>Total</b>	<b>1597505</b>	<b>831</b>

INTEREST RATE & CURRENCY OF BORROWINGS

The below table demonstrate the borrowing of Fixed and Floating Rate of Interest

Particulars	Total Borrowings (In ₹)	Floating Rate Borrowings (In ₹)	Fixed Rate Borrowings (In ₹)	Weighted Average Rate of Borrowing (%)
INR	3379178103	2322121107	1057056996	10.00
<b>Total as at 31st March, 2021</b>	<b>3379178103</b>	<b>2322121107</b>	<b>1057056996</b>	
INR	2850205470	1888935661	961269809	11.30
<b>Total as at 31st March, 2020</b>	<b>2850205470</b>	<b>1888935661</b>	<b>961269809</b>	

CAPITAL RISK MANAGEMENT

The Company aim to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to shareholders.

The Capital Structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Company's primary objective when managing capital is to ensure the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The Company monitors capital using a gearing ratio, which is net debt divided by total capital. Net debt is calculated as loans and borrowings less cash and cash equivalents.

GEARING RATIO

The Gearing ratio for FY 2020-21 and 2019-20 is an under:

Particulars	As of 31st March, 2021 (In ₹)	As of 31st March, 2020 (In ₹)
Loans and Borrowings	3275170267	2742271212
Less: Cash and Cash Equivalents	79383999	57725541
Net Debt	3195786268	2684545671
Equity	1734071340	2058487988
Total Capital	4929857608	4743033659
Gearing Ratio	64.83%	56.60%

However, the Company envisages to reduce its gearing ratio.

38. FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES

Set out below is a comparison by class of the carrying amounts and fair value of the Company's Financial Instruments that are recognised in the Financial Statements.

Particulars	As at 31st March, 2021 (In ₹)		As at 31st March, 2020 (In ₹)	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial Assets designated at Amortised Cost</b>				
Fixed Deposits with Banks	148107226	148107226	12258928	12258928
Cash and Bank Balances	79383999	79383999	57725541	57725541
Investment	23372385	23372385	19634953	19634953
Trade Receivables	17403130	17403130	24205603	24205603
Other Financial Assets	44645328	44645328	45514502	45514502
	<b>312912068</b>	<b>312912068</b>	<b>159339527</b>	<b>159339527</b>
<b>Financial Liabilities designated at amortised cost</b>				
Borrowings- Fixed Rate	1057056996	1057056996	961269809	961269809
Borrowings- Floating Rate	2218113271	2218113271	1781001403	1781001403
Trade Payable	112086297	112086297	149334778	149334778
Other Financial Liabilities	145586810	145586810	209797868	209797868
	<b>3532843374</b>	<b>3532843374</b>	<b>3101403858</b>	<b>3101403858</b>

FAIR VALUE HIERARCHY

The Company measures financial instruments at fair value in accordance with the Accounting Policies mentioned above. 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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: Quoted prices/NAV for identical instruments in an active market;
- Level 2: Directly or indirectly observable market inputs, other than Level 1 inputs; and
- Level 3: Inputs which are not based on observable market data.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

The following table provides the fair value measurement hierarchy of Company's asset and liabilities, grouped into Level-1 to Level-2 as described below:

**ASSETS MEASURED AT FAIR VALUE THROUGH PROFIT AND LOSS (ACCOUNTED)**

Particulars	As on 31st March, 2021 (In ₹)		
	Level 1	Level 2	Level 3
<b>Financial Assets</b>			
Non Current Investments			
--Mutual Funds	-	-	-
--Quoted Investment	5048115	-	-
--Un-Quoted Investment	-	17424270	-
<b>Total</b>	<b>5048115</b>	<b>17424270</b>	<b>-</b>

Particulars	As on 31st March, 2020 (In ₹)		
	Level 1	Level 2	Level 3
<b>Financial Assets</b>			
Non Current Investments			
--Mutual Funds	133424	-	-
--Quoted Investment	1023723	-	-
--Un-Quoted Investment	-	17577806	-
<b>Total</b>	<b>1157147</b>	<b>17577806</b>	<b>-</b>

**ASSETS/ LIABILITIES FOR WHICH FAIR VALUE IS DISCLOSED**

Particulars	As on 31st March, 2021 (In ₹)		
	Level 1	Level 2	Level 3
<b>Financial Liabilities</b>			
Borrowing - Fixed Rate	-	39556996	-
Other Financial Liabilities	-	145586810	-
<b>Total</b>	<b>-</b>	<b>185143806</b>	<b>-</b>

Particulars	As on 31st March, 2020 (In ₹)		
	Level 1	Level 2	Level 3
<b>Financial Liabilities</b>			
Borrowing - Fixed Rate	-	111269809	-
Other Financial Liabilities	-	209797868	-
<b>Total</b>	<b>-</b>	<b>321067677</b>	<b>-</b>

**39. SEGMENT INFORMATION**
**Information about Primary Segment**

The Company operates in a Single Primary Segment (Business Segment) i.e. Hotel Operations.

**Information about Geographical Segment – Secondary**

The Company's operations are located in India. The Management has not identified any geographical segment.

Hence, there are no separate reportable segment as required by the Ind AS -108 on operating segment

**40. RETIREMENT BENEFIT OBLIGATIONS**
**(a) EXPENSE RECOGNISED FOR DEFINED CONTRIBUTION PLAN**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Company's Contribution to Provident Fund	3668526	5934307
<b>Total</b>	<b>3668526</b>	<b>5934307</b>

Below tables sets forth the changes in the projected benefit obligation and plan assets and amounts recognized in the Balance Sheet as of 31st March, 2020 and 31st March, 2021, being the respective measurement dates:

**(b) MOVEMENT IN OBLIGATION**

Particulars	Gratuity (Funded) (In ₹)	Leave Encashment (Unfunded) (In ₹)
<b>Present value of obligation- 01st April, 2019</b>	<b>4334271</b>	<b>3459303</b>
Current Service Cost	871055	1341958
Interest Cost	282854	216994
Benefits Paid	(737077)	(658130)
Remeasurement - Actuarial Gain / (Loss)	1175040	27435
<b>Present value of obligation - 31st March, 2020</b>	<b>5926143</b>	<b>4387560</b>
<b>Present value of obligation - 01st April, 2020</b>	<b>5926143</b>	<b>4387560</b>
Current Service Cost	940133	838699
Interest Cost	353754	243532
Benefits Paid	(359345)	(460319)
Remeasurement - Actuarial Gain / (Loss)	75770	(1032542)
<b>Present Value of Obligation - 31st March, 2021</b>	<b>6936455</b>	<b>3976930</b>

**(c) Movement in Plan Assets- Gratuity**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
<b>Fair Value of Plan assets as beginning of year</b>	<b>625623</b>	<b>582729</b>
Expected return on plan assets	43794	40791
Employer Contributions	-	-
Benefits Paid	-	-
Actuarial Gain / (Loss)	(1140)	2103
<b>Fair Value of Plan Assets at end of Year</b>	<b>668277</b>	<b>625623</b>
Present Value of Obligation	6936455	5926143
Present Value of Plan Assets	668277	625623
<b>Net Funded Status of Plan Assets</b>	<b>6268178</b>	<b>5300520</b>

The Components of the Gratuity & Leave Encashment cost are as follows:

**(d) RECOGNISED IN PROFIT & LOSS**

Particulars	Gratuity (Funded) (In ₹)	Leave Encashment (Unfunded) (In ₹)
Current Service Cost	871055	1341958
Interest Cost	282854	216994
Expected return on plan assets	(40791)	-
Remeasurement - Actuarial Gain / (Loss)	1172937	27435
<b>For the Year Ended 31st March, 2020</b>	<b>2286055</b>	<b>1586387</b>
Current Service Cost	940133	838699
Interest Cost	353754	243532
Expected return on plan assets	(43794)	-
Remeasurement - Actuarial Gain / (Loss)	76910	(1032542)
<b>For the Year Ended 31st March, 2021</b>	<b>1327003</b>	<b>49689</b>

**(e) RECOGNISED IN OTHER COMPREHENSIVE INCOME**

Particulars	Gratuity (Funded) (In ₹)
Remeasurement - Actuarial Gain / (Loss)	
<b>For the Year Ended 31st March, 2020</b>	<b>(1272216)</b>
Remeasurement - Actuarial Gain / (Loss)	
<b>For the Year Ended 31st March, 2021</b>	<b>955632</b>



(f) THE PRINCIPAL ACTUARIAL ASSUMPTIONS USED FOR ESTIMATING THE COMPANY'S DEFINED BENEFIT OBLIGATIONS ARE SET OUT BELOW:

Weighted Average Actuarial Assumptions	As at 31st March, 2021	As at 31st March, 2020
Discount Rate	5.00%	6.00%
Expected Rate of Increase in Salary	4.00%	4.00%
Expected Rate of Return on Plan Assets	0	0
Mortality Rate	IALM 2012-14 Ultimate	IALM 2012-14 Ultimate
Expected Average remaining working lives of Employees (Years)	25.9	27.9

(g) SENSITIVITY ANALYSIS:  
For the Year Ended 31st March, 2020

Particulars	Change in Assumption	Effect on Gratuity Obligation (In ₹)	Change in Assumption	Effect on Leave Encashment obligation (In ₹)
Discount Rate	+ 1%	5534104	+ 1%	4170675
	- 1%	6388351	- 1%	4641727
Salary Growth Rate	+ 1%	6384811	+ 1%	4640381
	- 1%	5529600	- 1%	4167646
Attrition Rate	+ 1%	5904659	+ 1%	4389931
	- 1%	5947814	- 1%	4384943

For the Year Ended 31st March, 2021

Particulars	Change in Assumption	Effect on Gratuity Obligation (In ₹)	Change in Assumption	Effect on Leave Encashment obligation (In ₹)
Discount Rate	+ 1%	6511495	+ 1%	4170675
	- 1%	7436955	- 1%	4641727
Salary Growth Rate	+ 1%	7432624	+ 1%	4640381
	- 1%	6506974	- 1%	4167646
Attrition Rate	+ 1%	6916687	+ 1%	4389931
	- 1%	6956537	- 1%	4384943

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

(h) ESTIMATE OF EXPECTED BENEFIT PAYMENTS  
(In absolute terms i.e. undiscounted)

Particulars	Gratuity (Funded) (In ₹)
01st April, 2020 to 31st March, 2022	1606366
01st April, 2021 to 31st March, 2023	379077
01st April, 2022 to 31st March, 2024	386742
01st April, 2023 to 31st March, 2025	342005
01st April, 2024 to 31st March, 2026	189092
01st April 2026 Onwards	4033173

(i) STATEMENT OF EMPLOYEE BENEFIT PROVISION

Particulars	Year ended 31st March, 2021 (In ₹)	Year ended 31st March, 2020 (In ₹)
Gratuity	6936455	5926143
Leave Encashment	3976930	4387560
<b>Total</b>	<b>10913385</b>	<b>10313703</b>

The following table sets out the funded status of the plan and the amounts recognised in the company's balance sheet

(j) CURRENT AND NON-CURRENT PROVISION FOR GRATUITY AND LEAVE ENCASHMENT

For the Year Ended 31st March, 2020

Particulars	Gratuity (In ₹)	Leave Encashment (In ₹)
Current Provision	1089897	1624664
Non Current Provision	4210623	2762896
<b>Total Provision</b>	<b>5300520</b>	<b>4387560</b>

For the Year Ended 31st March, 2021

Particulars	Gratuity (In ₹)	Leave Encashment (In ₹)
Current Provision	1606366	1379105
Non Current Provision	4661812	2597825
<b>Total Provision</b>	<b>6268178</b>	<b>3976930</b>

(k) EMPLOYEE BENEFIT EXPENSES

Particulars	Year ended 31st March, 2021 (In ₹)	Year ended 31st March, 2020 (In ₹)
Salaries and Wages	108612410	173892346
Cost-defined Contribution Plan	5824263	6871682
Welfare Expenses	6913494	19284720
<b>Total</b>	<b>121350167</b>	<b>200048748</b>

Figures in No.

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Average No. of People Employed	174	245

Other Comprehensive Income presentation of defined benefit plan

- Gratuity is defined benefit plan, Re-measurement gains/(losses) on defined benefit plans is shown under Other Comprehensive Income as Items that will not be reclassified to profit or loss and also the income tax effect on the same.
- Leave encashment cost is in the nature of short term employee benefits.

Presentation in Statement of Profit and Loss and Balance Sheet

Expense for service cost, net interest on net defined benefit liability (asset) is charged to Statement of Profit & Loss.

IND AS 19 do not require segregation of provision in current and non-current, however net defined liability (Assets) is shown as current and non-current provision in balance sheet as per IND AS 1.

Actuarial liability for short term benefits (leave encashment cost) is shown as current and non-current provision in balance sheet.

The Company assesses these assumptions with its projected long-term plans of growth and prevalent industry standards. The mortality rates used are as published by one of the leading life insurance companies in India.

41. OTHER DISCLOSURES

Details of loans given, investment made and Guarantees given, covered u/s 186(4) of the Companies Act 2013.

Investment made and loan given is disclosed under the Investment Schedule and loan schedule of balance sheet (refer note 7 & 15 read with note no. 43). The Company has not given any guarantee.

42. CONTINGENT LIABILITIES

i) DUTIES AND TAXES

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Property Tax*	7821151	7821151
Vacant Land Tax (Under Appeal in Delhi High Court)	228616	228616
<b>Total</b>	<b>8049767</b>	<b>8049767</b>

(\*) The total demand raised by MCD was ₹ 83,85,604/- (Previous Year ₹ 83,85,604/-). Against this, the Company deposited the admitted liability of ₹ 5,64,453/- (Previous Year ₹ 5,64,453/-). For the balance amount of ₹ 78,21,151/- the Company had filed a Writ Petition before the Hon'ble Delhi High Court. The Company had also filed a stay petition before the Hon'ble High Court praying for stay for the payment of aforesaid amount of ₹ 78,21,151/- as per direction of Hon'ble Court the Company paid a sum of ₹ 10,18,477/- against





the aforesaid demand and stay has been granted for the balance amount. The Hon'ble High Court directed MCD to re-compute the tax. In the opinion of management the demand raised by MCD is not sustainable and no further liability will arise and therefore the aforesaid amount of ₹10,18,477/- paid by the Company is being shown as recoverable in the Balance Sheet under the head Short Term Loans and Advances.

**(ii) OTHER CONTIGENT LIABILITIES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Claim against the company not acknowledged as Debt	27755293	27755293
Letter of Credit/ Bank Guarantee issued by bank	2000000	2000000
Ground Rent*	-	-
<b>Total</b>	<b>29755293</b>	<b>29755293</b>

(\*) The Company had received a show cause notice dated 17th November, 2006 from Delhi Development Authority (DDA) demanding a sum of ₹ 258.68 Lakhs (Excluding undetermined interest) on account of ground rent in respect of its property at Plot No. A-2, 3 & 4 in District Centre, Wazirpur, Delhi upto the period 14th July, 2006. Aggrieved by show cause notice issued by DDA, the company filed a writ petition in the Hon'ble High Court of Delhi Challenging the aforesaid demand. The Hon'ble High Court, vide its order dated 04th December, 2006 set-aside the matter to DDA for reconsideration. DDA vide Notice dated 12th January, 2010 demanded a sum of ₹ 398.46 lakhs (excluding interest) towards ground rent upto the period 14th July, 2010. Aggrieved by the said demand, the company again filed a writ petition in the Hon'ble High Court of Delhi which vide its order dated 31st May, 2010 stayed the operations of the order of DDA subject to company depositing a sum of ₹ 100 Lakhs. As per the direction of Hon'ble High court, the Company has deposited the said amount of ₹ 100 lakhs on 10th June, 2010.

The matter is pending for final disposal by the Hon'ble Court. The liability will be determined only after the disposal of matter by the Hon'ble High Court of Delhi ; and therefore at this stage, in the opinion of management any further provision is neither considered necessary nor ascertainable. The effect of any arrear/ excess amount will be taken after the decision of the Hon'ble Court.

**43. RELATED PARTY TRANSACTIONS**

In accordance with the requirements of IND AS 24, on related party disclosures, name of the related party, related party relationship, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during reported periods are:

**RELATED PARTY NAME AND RELATIONSHIP**
**(a) Person having significant influence / control / major shareholders**

(i) Mr. Lalit Bhasin

**(b) Key Managerial Personnel**

(i) Mr. Praveen Gupta, CFO

(ii) Ms. Radhika Khurana, Company Secretary

(iii) Ms. Banmala Jha, Manager (Vice President Legal)

**(c) Enterprises over which significant influence /control exist of the Relatives of persons mentioned in (a) above**

(i) RRB Master Securities Delhi Ltd.

**(d) Enterprises under direct or indirect common control/significant influence of Key Managerial Person/ Relative of Key Managerial Person**

(i) HB Stockholdings Ltd.

(ii) HB Portfolio Ltd.

(iii) HB Securities Ltd. (Subsidiary of HB Portfolio Ltd.)

(iv) Taurus Asset Management Company Ltd.(Subsidiary of HB Portfolio Ltd.)

(v) CHL (South) Hotels Ltd.

**(e) Enterprises under Joint Ventures/Associate Company**

(i) Parsvnath HB Projects Pvt. Ltd. - Associate

**RELATED PARTY TRANSACTIONS:**

Sr. No.	Particulars	Nature of Transaction	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
<b>Enterprises under direct or indirect common control / significant influence of Key Managerial Person / relative of Key Managerial person</b>				
i	RRB Master Securities Delhi Ltd.	Rent Received	993324	993324
ii	HB Stockholdings Ltd.	Rent Received	861240	861240
iii	HB Portfolio Ltd.	Rent Received	861240	861240
iv	HB Securities Ltd.	DP Charges Paid	2099	1770
v	Taurus Asset Management Company Ltd.	Rent & Other Charges Received	551702	-
		Security Deposit Received	540000	-
vi	CHL (South) Hotels Ltd.	Consultancy Charges Paid	1800000	600000
<b>Enterprises under Joint ventures/Associate Company</b>				
vii	Parsvnath HB Projects Pvt. Ltd.	Interest Received	-	5581815
<b>Key Managerial Person / persons having significant influence / control / major shareholder</b>				
viii	Lalit Bhasin	Sitting Fees paid	50000	40000
		Loans Received	30000000	25000000
		Loans Repaid	33000000	67000000
ix	Praveen Gupta	Remuneration & other services	2831826	3762204
x	Radhika Khurana	Remuneration & other services	631163	701800
xi	Banmala Jha	Remuneration & other services	1043280	1084200

**RELATED PARTY BALANCES**

Sr. No.	Particulars	Nature of Balance	For the Year ended March 31, 2021 (In ₹)	For the Year ended March 31, 2020 (In ₹)
<b>Key Managerial Person / persons having significant influence / control / major shareholder</b>				
i	Lalit Bhasin	Loan	35000000	38000000
<b>Enterprises under direct or indirect common control/significant influence of key managerial person/ relative of Key Managerial person</b>				
ii	RRB Master Securities Delhi Ltd.	Security Deposit	215763	215763
iii	HB Stockholdings Ltd.	Security Deposit	34500000	34500000
iv	HB Portfolio Ltd.	Security Deposit	34500000	34500000
v	Parsvnath HB Projects Pvt Ltd	Loan including accrued Interest	31499814	31499814
vi	Taurus Asset Management Company Ltd.	Security Deposit	540000	-


**44. REVENUE FROM CONTRACTS WITH CUSTOMERS**

- i) Details of revenue from contracts with customers recognised by the Company, net of indirect taxes in its Statement of Profit and Loss.

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
<b>Revenue from operations</b>		
Revenue from contract with customers		
Rooms	119385476	455835658
Food & Beverages, Restaurant and Banquet Income	109052391	309474683
Others revenue from contract with customers	10818885	50151549
	<b>239256752</b>	<b>815461890</b>
<b>Other operating revenue</b>		
Other revenue	5070151	5153567
	<b>5070151</b>	<b>5153567</b>
<b>Total Revenue from Operations</b>	<b>820532041</b>	<b>892200847</b>

- ii) All the revenue of the company are in India.

- iii) Contract Balances

The Contract Liabilities primarily relate to the the advance consideration received from customers for which revenue is recognized when the performance obligation is over / services delivered.

Advance Collections is recognised when payment is received before the related performance obligation is satisfied.

This includes advances received from the customer towards rooms/restaurant/banquets. Revenue is recognised once the performance obligation is met i.e. on room stay / sale of food and beverage / provision of banquet services.

It also includes membership fee received for Chambers Membership, Epicure membership and Spa and Health Club Memberships.

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
<b>Contract liabilities</b>		
<b>Advance collection from customers</b>		
-Advances from customers	11956949	7923794
-Advance Health Club Membership	201221	385134
<b>Total</b>	<b>12158170</b>	<b>8308928</b>

**45. IMPAIRMENT REVIEW**

Assets are tested for impairment whenever there are any internal or external indicators of impairment.

Impairment test is performed at the level of each Cash Generating Unit ("CGU") or groups of CGUs within the Company at which the goodwill or other assets are monitored for internal management purposes, within an operating segment.

The impairment assessment is based on higher of value in use and value from sale calculations.

During the year, the testing did not result in any impairment in the carrying amount of goodwill and other assets.

The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid-term market conditions.

Key assumptions used in value-in-use calculations:

- Operating margins (Earnings before interest and taxes)
- Discount rate
- Growth rates
- Capital expenditures

**Operating Margins:** Operating margins have been estimated based on past experience after considering incremental revenue arising out of adoption of valued added and data services from the existing and new customers, though these benefits are partially offset by decline in tariffs in a hyper competitive scenario. Margins will be positively impacted from the efficiencies and initiatives driven by the Company; at the same time, factors like higher churn, increased cost of operations may impact the margins negatively.

**Discount Rate:** Discount rate reflects the current market assessment of the risks specific to a CGU or group of CGUs. The discount rate is estimated based on the weighted average cost of capital for respective CGU or group of CGUs.

**Growth Rates:** The growth rates used are in line with the long term average growth rates of the respective industry and country in which the Company operates and are consistent with the forecasts included in the industry reports.

**Capital Expenditures:** The cash flow forecasts of capital expenditure are based on past experience coupled with additional capital expenditure required

**46. OTHER DETAILS**

- (a) C.I.F. Value of Imports

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Stores and Operating Supplies	-	555840
Capital Goods	-	4683578

- (b) Expenditure in Foreign Currency

Particulars	Year ended 31st March, 2021 (In ₹)	Year ended 31st March, 2020 (In ₹)
Legal & Professional	-	1103182
Advertisement	183807	1649037
Others	4229491	9656335

- (c) Earning in Foreign Currency:

Particulars	Year ended 31st March, 2021 (In ₹)	Year ended 31st March, 2020 (In ₹)
Sale / Revenue	13416615	284071155

- (d) Dividend paid in Foreign Currency- Nil (Previous Year Nil).

**47. DISCLOSURE OF LOANS / ADVANCES IN THE NATURE OF LOANS IN TERMS OF PROVISION OF REGULATION 34 OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:**

Sr. No.	Particulars	Outstanding Balance as on 31.03.2021 (In ₹)	Max. Balance outstanding during the Year (In ₹)	Outstanding Balance as on 31.03.2020 (In ₹)	Max. Balance outstanding during the Previous Year (In ₹)
i.	Loans & Advances in the nature of Loans to Subsidiaries	Nil	Nil	Nil	Nil
ii.	Loans & Advances in the nature of loans to Associates:- Parsvnath - HB Pojects Private Ltd.	31499814	31499814	31499814	31499814
iii.	Loans & Advances in the nature of loans where there is no repayment schedule, no interest or interest below Section 372A of the Companies Act,1956	Nil	Nil	Nil	Nil
iv.	Loans & Advances in the nature of loans to firms/companies in which directors are interested.	Nil	Nil	Nil	Nil
v	Investments by Loanee in the Shares of parent company and subsidiary company when the company has made loan or advance in the nature of Loan.	No. of Shares	Amount	No. of Shares	Amount
		Nil	Nil	Nil	Nil



48. DETAIL OF CONSUMPTION OF IMPORTED AND INDEGENOUS ITEMS:

Particulars	Current Year		Previous Year	
	Amount (In ₹)	% of Consumption	Amount (In ₹)	% of Consumption
<b>(i) Raw Materials</b>				
Imported	0	0.00	0	0
Indigenous	35108383	100.00	77318006	100
<b>Total</b>	<b>35108383</b>	<b>100.00</b>	<b>77318006</b>	<b>100.00</b>
<b>(ii) Stores and Supplies</b>				
Imported		0.00	339614	1.11
Indigenous	12444475	100.00	30349798	98.89
<b>Total</b>	<b>12444475</b>	<b>100.00</b>	<b>30689412</b>	<b>100.00</b>

49. PENDING LITIGATIONS

The Contingent liability in respect of pending litigations is disclosed in note no. 42. In addition, the Company is subject to legal proceedings and claims, which have arisen in the ordinary course of business. The Company's management does not reasonably expect that the above legal claims and proceedings, when ultimately concluded and decided will have a material and adverse effect on the Company's results of operations or financial statements.

50. CORPORATE SOCIAL RESPONSIBILITY

The Company was not required to spend any amount on Corporate Social Responsibility activities during the current and previous year.

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

52. The Outbreak of COVID-19 pandemic globally and in India has caused significant disturbance and slowdown of economic activity. The tourism and hospitality industry has been severely impacted due to COVID-19 Pandemic and imposition of various restrictions by authorities. The revenue, profitability and liquidity position of the Company have been materially impacted due to sharp cancellations of rooms and banquet bookings in first half of the year.

The Company expects the demand for its services to pick up, albeit at a slower pace and recovery in business to be driven by domestic leisure tourism, staycations, domestic business travel and international travel. During the second half of the year, the Company witnessed some signs of recovery in demand.

53. LEASE

Expenses recognised in the statement of profit & loss in respect of lease for current year ₹ Nil (Previous year ₹ Nil /-).

54. NEGATIVE WORKING CAPITAL

As at the year end, the Company's Current Liabilities have exceeded its Current Assets by ₹ 35057571/- (P.Y. ₹ 173367841/-) primarily on account of overdraft facility from bank aggregating ₹ 148402496/- falling due within 12 months following the balance sheet date. Management is confident of its ability to generate cash inflows from operations and also raise long term funds to meet its obligations on due date.

55. Previous year figures have been regrouped/ rearranged, wherever considered necessary to conform to current year's classification.

*The accompanying notes form an integral part of the Financial Statements*

*As Per our Report attached on even date*

FOR G.C. AGARWAL & ASSOCIATES FOR AND ON BEHALF OF THE BOARD  
 CHARTERED ACCOUNTANTS

Firm Registration Number : 017851N

Sd/-	Sd/-	Sd/-
G C AGARWAL	LALIT BHASIN	ANIL GOYAL
(PROPRIETOR)	(DIRECTOR)	(DIRECTOR)
Membership No. : 083820	DIN:00002114	DIN:00001938
	PLACE: GURUGRAM	PLACE: GURUGRAM
	DATED: 28TH JUNE, 2021	DATED: 28TH JUNE, 2021

Sd/-	Sd/-
PRAVEEN GUPTA	RADHIKA KHURANA
(CHIEF FINANCIAL OFFICER)	(COMPANY SECRETARY)
	ACS M. NO. A32557
PLACE: NEW DELHI	PLACE: GURUGRAM
DATED: 28TH JUNE, 2021	DATED: 28TH JUNE, 2021



## INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

**TO THE MEMBERS OF  
HB ESTATE DEVELOPERS LIMITED**

### **Report on the Audit of the Consolidated Financial Statements**

#### **Opinion**

We have audited the accompanying Consolidated Financial Statements (the "Consolidated Financial Statements") of **HB ESTATE DEVELOPERS LIMITED** ("Holding Company") and its associate (Holding Company and its associate together referred to as "the Group"), which comprise the consolidated Balance Sheet as at 31<sup>st</sup> March, 2021, the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year ended, and a summary of significant accounting policies and other explanatory information prepared based on the relevant records (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Indian accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31<sup>st</sup> March, 2021, their consolidated loss (including Other Comprehensive Income), their consolidated cash flows and consolidated statement of Changes in Equity for the year ended on that date.

#### **Basis of Opinion**

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with the provisions of the Act. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

#### **Key Audit Matters**

We have determined that there are no key audit matters to communicate in our report.

#### **Information Other than the Consolidated Financial Statements and Auditor's Report Thereon**

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the Consolidated Financial Statements and our auditor's report thereon. Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### **Management's Responsibility for the Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group 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 Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group is responsible for overseeing the financial reporting process of the Group.

#### **Auditors' Responsibility**

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

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

- identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls 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 the 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 Consolidated 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 Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements for the financial year ended 31<sup>st</sup> March, 2021 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Other Matters**

The Consolidated Financial Statements include the Group's share of net loss of Rs. Nil /- for the year ended 31<sup>st</sup> March, 2021, as considered in the Consolidated Financial Statements. These financial statement/ financial information is unaudited and have been furnished to us by the management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of the associate, is based solely on such unaudited financial statements/ financial information.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.



**Report on Other Legal and Regulatory Requirements**

As required by Section 143(3) of the Act, we report, to the extent applicable, 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 of the aforesaid Consolidated Financial Statements.
- b. In our opinion, proper books of account as required by law maintained by the Company, including relevant records relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and records of the Company.
- c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), and the Consolidated Cash Flow Statement and Consolidated statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained by the group including relevant records maintained by the company for the purpose of preparation of the Consolidated Financial Statements.
- d. In our opinion, the aforesaid Consolidated Financial Statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015 (as amended).
- e. On the basis of written representation received from the directors as on 31<sup>st</sup> March, 2021, taken on record by the Board of Directors, none of the directors of the Company is disqualified as on 31<sup>st</sup> March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group – Refer Note No. 49 of the Consolidated Financial Statements.
  - ii. The Group did not have any long-term contracts including derivative contracts as at 31<sup>st</sup> March, 2021.
  - iii. There were no amounts, which were required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended on 31<sup>st</sup> March, 2021.
- h. With respect to the matter to be included in the Auditor's Report under Section 197(16): The Group has not paid any managerial remuneration for the year ended 31<sup>st</sup> March, 2021 to its directors.

PLACE: New Delhi  
DATED: 28<sup>th</sup> June, 2021

**FOR G. C. AGARWAL & ASSOCIATES**  
Chartered Accountants  
Firm Registration No.: 017851N

Sd/-  
G C AGARWAL  
(PROPRIETOR)  
Membership No. 083820  
UDIN: 21083820AAAACB5966

**ANNEXURE - A**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act**

We have audited the internal financial controls over financial reporting of **HB Estate Developers Limited** ("the Company") as of 31<sup>st</sup> March, 2021 in conjunction with our audit of the Consolidated Financial Statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (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 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.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing 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.

**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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

PLACE: New Delhi  
DATED: 28<sup>th</sup> June, 2021

**FOR G. C. AGARWAL & ASSOCIATES**  
Chartered Accountants  
Firm Registration No.: 017851N

Sd/-  
G C AGARWAL  
(PROPRIETOR)  
Membership No. 083820



CONSOLIDATED BALANCE SHEET AS AT 31<sup>ST</sup> MARCH 2021

PARTICULARS	Note No.	As at 31st March, 2021 (in ₹)	As at 31st March, 2020 (in ₹)
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
(a) Property, Plant and Equipment	5	4218687543	4353928123
(b) Other Intangible Assets	6	328320	945280
<b>Financial Assets</b>			
(i) Investments	7	23372385	19634953
(ii) Other Financial Assets	8	20568099	14584623
(d) Deferred Tax Assets (Net)	9	541265951	434631515
(e) Other Non Current Assets	10	3203700	3339220
		<u>4807425998</u>	<u>4827063714</u>
<b>Current Assets</b>			
(a) Inventories	11	142281170	148338935
<b>Financial Assets</b>			
(i) Trade Receivables	12	17403130	24205603
(ii) Cash and Cash Equivalents	13	79383999	57725541
(iii) Other Bank Balances other than (ii) above	14	138721421	10036763
(iv) Loans	15	32401458	32401458
(v) Other Financial Assets	16	1061577	750586
(c) Current Tax Assets (Net)	17	12733190	35818361
(d) Other Current Assets	18	61290610	57643126
		<u>485276555</u>	<u>366920373</u>
		<u>5292702553</u>	<u>5193984087</u>
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
(a) Equity Share Capital	19	197336908	197336908
(b) Other Equity	20	1536734432	1861151080
		<u>1734071340</u>	<u>2058487988</u>
<b>Non-Current Liabilities</b>			
<b>Financial Liabilities</b>			
(i) Borrowings	21	3008965764	2566065565
(ii) Other Financial Liabilities	22	22071687	22168801
(b) Provisions	23	7259637	6973519
		<u>3038297088</u>	<u>2595207885</u>
<b>Current Liabilities</b>			
<b>Financial Liabilities</b>			
(i) Borrowings	24	148402496	149999169
(ii) Trade Payables	25		
-Total outstanding dues of Micro Enterprises and Small Enterprises		12352493	8895195
-Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises		99733804	140439583
(iii) Other Financial Liabilities	26	241317131	213835546
(b) Other Current Liabilities	27	15542730	24404160
(c) Provisions	28	2985471	2714561
		<u>520334125</u>	<u>540288214</u>
		<u>5292702553</u>	<u>5193984087</u>
<b>SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS</b>			
	1 to 57		

The accompanying notes form an integral part of the Consolidated Financial Statements As Per our Report attached on even date

FOR G.C. AGARWAL & ASSOCIATES  
CHARTERED ACCOUNTANTS  
Firm Registration Number : 017851N

FOR AND ON BEHALF OF THE BOARD

Sd/-  
G C AGARWAL  
(PROPRIETOR)  
Membership No. : 083820  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021

Sd/-  
LALIT BHASIN  
(DIRECTOR)  
DIN:00002114  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021

Sd/-  
PRAVEEN GUPTA  
(CHIEF FINANCIAL OFFICER)  
PLACE: NEW DELHI  
DATED: 28TH JUNE, 2021

Sd/-  
ANIL GOYAL  
(DIRECTOR)  
DIN:00001938  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021

Sd/-  
RADHIKA KHURANA  
(COMPANY SECRETARY)  
ACS M. NO. A32557  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021

STATEMENT OF CONSOLIDATED PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021

PARTICULARS	Note No.	For the Year Ended 31st March, 2021 (in ₹)	For the Year Ended 31st March, 2020 (in ₹)
Revenue from Operations	29	244014456	820532041
Other Income	30	8151292	11896587
<b>Total Revenue</b>		<u>252165748</u>	<u>832428628</u>
<b>Expenses:</b>			
Food and Beverages Consumed	31	35108383	77318006
Changes in inventories of Finished Goods/ Stock-in-Trade	32	-	-
Employee Benefit Expense	33	121350167	200048749
Finance Costs	34	224618660	249910919
Depreciation and Amortization	5 & 6	136154877	140474038
Other Expenses	35	145542615	279821058
<b>Total Expenses</b>		<u>662774702</u>	<u>947572770</u>
<b>Profit/(Loss) for the year before tax and exceptional items</b>		<u>(410608954)</u>	<u>(115144142)</u>
<b>Exceptional Items</b>			
<b>Profit/(Loss) for the year before tax and after exceptional items</b>		(410608954)	(115144142)
<b>Tax Expense:</b>			
Current Tax		-	-
Income Tax Earlier Years		-	-
Deferred Tax		(106912716)	(27165911)
Total Tax Expense		<u>(106912716)</u>	<u>(27165911)</u>
Profit/(Loss) for the year after tax		<u>(303696238)</u>	<u>(87978231)</u>
<b>Other Comprehensive Income</b>			
A (i) Items that will not be reclassified to profit or loss			
Re-measurement gains (losses) on defined benefit plans		955632	(1272216)
Income tax effect on above		(278280)	370469
<b>Total Other Comprehensive Income</b>		<u>677352</u>	<u>(901747)</u>
<b>Total Comprehensive Income for the year</b>		<u>(303018886)</u>	<u>(88879978)</u>
Share of Profit/(Loss) in Associates		-	-
<b>Total Comprehensive Income attributable to Owners of the Company</b>		<u>(303018886)</u>	<u>(88879978)</u>
<b>Earning per Equity Share:</b>	36		
Equity Share of Par value ₹ 10/-each			
Basic		(15.61)	(4.52)
Diluted		(15.61)	(4.52)
<b>SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS</b>			
	1 to 57		

The accompanying notes form an integral part of the Consolidated Financial Statements As Per our Report attached on even date

FOR G.C. AGARWAL & ASSOCIATES  
CHARTERED ACCOUNTANTS  
Firm Registration Number : 017851N

FOR AND ON BEHALF OF THE BOARD

Sd/-  
G C AGARWAL  
(PROPRIETOR)  
Membership No. : 083820  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021

Sd/-  
LALIT BHASIN  
(DIRECTOR)  
DIN:00002114  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021

Sd/-  
PRAVEEN GUPTA  
(CHIEF FINANCIAL OFFICER)  
PLACE: NEW DELHI  
DATED: 28TH JUNE, 2021

Sd/-  
ANIL GOYAL  
(DIRECTOR)  
DIN:00001938  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021

Sd/-  
RADHIKA KHURANA  
(COMPANY SECRETARY)  
ACS M. NO. A32557  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021



CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021

PARTICULARS	Year ended 31st March, 2021 (in ₹)	Year ended 31st March, 2020 (in ₹)
<b>A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) before tax, extraordinary items	(410608954)	(115144142)
<b>Adjustment for :</b>		
Depreciation/Amortisation	136154877	140474038
Loss on Sale of Property, Plant and Equipments (Net)	72259	3284708
Interest Income	(3955711)	(3616879)
Interest Expense	205848921	216977245
Loan Processing fee deferred/amortized during the year	3926421	10667983
Interest Expense on fair valuation of Security Deposits	-	1429729
Rental Income on fair valuation of Security Deposit	-	(2454616)
Interest Expense on Debt Component of Compounded Financial Instruments	14843318	20835962
Loss (Income) on Fair Valuation of Investments	(3870856)	2296909
<b>Operating Profit before Working Capital Changes</b>	<b>(57589725)</b>	<b>274750936</b>
<b>Adjustments for :</b>		
Trade Receivables	6802473	10406499
Loans and Advances and other Assets	(138491091)	(8458091)
Inventories	6057765	(9809178)
Trade Payables & other Liabilities	19333328	20943507
<b>Cash generated from operations</b>	<b>(163887250)</b>	<b>287833672</b>
Direct Tax Paid	23085171	(1729542)
<b>Net Cash from Operating Activities (A)</b>	<b>(140802079)</b>	<b>286104131</b>
<b>B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Property, Plant and Equipments	(387595)	(23514287)
Sale of Property, Plant and Equipments	18000	148305
Sale of Investments	133424	119000000
Interest Received	3955711	3616879
<b>Net Cash received in Investing Activities (B)</b>	<b>3719540</b>	<b>99250898</b>
<b>C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Interest paid	(205848921)	(216977245)
Proceeds from issue of Preference Shares	167500000	-
Proceeds / (Repayment) from / of Long Term Borrowings (Net)	198686591	(202055837)
Proceeds / (Repayment) from / of Short Term Borrowings (Net)	(1596673)	1055036
<b>Net Cash used in Financing Activities (C)</b>	<b>158740997</b>	<b>(417978046)</b>
<b>Net increase in Cash and Cash Equivalents (A+B+C)</b>	<b>21658458</b>	<b>(32623017)</b>
CASH & CASH EQUIVALENTS <b>(OPENING BALANCE)</b>	<b>57725541</b>	<b>90348558</b>
CASH & CASH EQUIVALENTS <b>(CLOSING BALANCE)</b>	<b>57725541</b>	<b>90348558</b>
<b>Components of Cash and Cash Equivalents at the end of the year</b>		
Cash on hand	955969	1041819
Balances with Scheduled Banks : -In current and deposit accounts	78428030	56683722
	<b>79383999</b>	<b>57725541</b>

**Note:** 1. Cash Flow Statement has been prepared under Indirect Method as set out in IND AS-7 (Cash Flow Statements)  
2. Cash and Cash Equivalents consist of cash in hand and balances with banks.  
3. Borrowings from Banks is net of repayments.  
4. Figures in brackets represent outflow of cash.

Particulars	Borrowings - Non Current (Refer Note No. 21)	Borrowings - Current (Refer Note No. 24)
Balance as on 1st April, 2019	2683870834	148944133
Proceeds/ Repayments of Borrowing	(202055837)	1055036
Non cash change (Fair Value)	84250568	-
Balance as on 31st March, 2020	2566065565	149999169
Balance as on 1st April, 2020	2566065565	149999169
Proceeds from Issue of Preference Shares	167500000	-
Proceeds / Repayments of Borrowings	198686591	(1596673)
Non cash change (Fair Value)	76713608	-
Balance as on 31st March, 2021	3008965764	148402496

The accompanying notes form an integral part of the Financial Statements  
As Per our Report attached on even date

FOR G.C. AGARWAL & ASSOCIATES  
CHARTERED ACCOUNTANTS  
Firm Registration Number : 017851N

Sd/-  
G C AGARWAL  
(PROPRIETOR)  
Membership No. : 083820  
PLACE: NEW DELHI  
DATED: 28TH JUNE, 2021

Sd/-  
LALIT BHASIN  
(DIRECTOR)  
DIN:00002114  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021  
  
Sd/-  
PRAVEEN GUPTA  
(CHIEF FINANCIAL OFFICER)  
PLACE: NEW DELHI  
DATED: 28TH JUNE, 2021

FOR AND ON BEHALF OF THE BOARD

Sd/-  
ANIL GOYAL  
(DIRECTOR)  
DIN:00001938  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021  
  
Sd/-  
RADHIKA KHURANA  
(COMPANY SECRETARY)  
ACS M NO. A32557  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021


**Statement of Changes in Equity for the year ended 31st March, 2021**
**A. Equity Share Capital**

(Amount in ₹)

Particulars	Balance as at 31st March, 2019	Changes in Equity Share Capital during the year 2019-20	Balance as at 31st March, 2020	Changes in Equity Share Capital during the year 2020-21	Balance as at 31st March, 2021
Equity Share Capital	197336908	-	197336908	-	197336908

**B. Other Equity**

(Amount in ₹)

Particulars	Equity Component of Compound Financial Instruments	Reserves and Surplus							Items of Other Comprehensive Income	Total
		Capital Reserve	Business Reorganization Reserve**	Capital Redemption Reserve	Securities Premium	General Reserve	Statutory Reserve	Retained Earnings	Items that will not be reclassified to Profit and Loss	
									(i) Remeasurement of Defined Benefit Plans	
<b>Balance as at 31st March, 2019</b>	179312776	23039795	1046662354	20000000	555742116	668199083	125903413	(618484386)	163269	2000538420
Addition/ (Deduction) during the year	(73582584)	-	-	-	-	-	-	-	-	(73582584)
Equity Component of Interest Free Loan Trfd to Retained Earning	-	-	-	-	-	-	-	23075222	-	23075222
Profit/ (Loss) for the year 2019-20	-	-	-	-	-	-	-	(87978231)	-	(87978231)
Remeasurement of the net defined benefit plans (Net of Taxes)	-	-	-	-	-	-	-	-	(901747)	(901747)
<b>Balance as at 31st March, 2020</b>	105730192	23039795	1046662354	20000000	555742116	668199083	125903413	(683387395)	(738478)	1861151080
Addition/ (Deduction) during the year	(72787187)	-	-	-	-	-	-	-	-	(72787187)
Interest Expense provided in earlier years on debt component of Interest Free Loan reversed on repayment	-	-	-	-	-	-	-	51389425	-	51389425
Profit/ (Loss) for the year 2020-21	-	-	-	-	-	-	-	(303696238)	-	(303696238)
Remeasurement of the net defined benefit plans (Net of Taxes)	-	-	-	-	-	-	-	-	677352	677352
<b>Balance as at March 31, 2021</b>	32943005	23039795	1046662354	20000000	555742116	668199083	125903413	(935694208)	(61126)	1536734432

**Significant Accounting Policies and notes to the Consolidated Financial Statements**

The accompanying notes form an integral part of the Consolidated Financial Statements  
As Per our Report attached on even date

FOR G.C. AGARWAL & ASSOCIATES  
CHARTERED ACCOUNTANTS  
Firm Registration Number : 017851N

Sd/-  
G C AGARWAL  
(PROPRIETOR)  
Membership No. : 083820  
PLACE: NEW DELHI  
DATED: 28TH JUNE, 2021

Sd/-  
LALIT BHASIN  
(DIRECTOR)  
DIN:00002114  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021

Sd/-  
PRAVEEN GUPTA  
(CHIEF FINANCIAL OFFICER)  
PLACE: NEW DELHI  
DATED: 28TH JUNE, 2021

FOR AND ON BEHALF OF THE BOARD

Sd/-  
ANIL GOYAL  
(DIRECTOR)  
DIN:00001938  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021

Sd/-  
RADHIKA KHURANA  
(COMPANY SECRETARY)  
ACS M NO. A32557  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021





**SIGNIFICANT ACCOUNTING POLICIES AND NOTES OF CONSOLIDATED FINANCIAL STATEMENT**

**1. CORPORATE AND GENERAL INFORMATION**

HB Estate Developers Limited (“HBEDL”) or (“the Company”) is domiciled and incorporated in India, with its registered office situated at Plot No. 31, Sector-32, Echelon Institutional Area, Gurugram, Haryana-122001. The Company is engaged in the business of owning and managing hotels and real estate properties. The Company has been incorporated under the provisions of Indian Companies Act and its Equity Shares are listed on BSE Limited in India.

The Company has one Associate namely Parsvnath HB Projects Pvt. Ltd. wherein Company’s share is 49% and is doing business of real estate.

**2. BASIS OF PREPERATION**

**A. Statement of Compliance**

The Consolidated Financial comprise of Standalone Financial Statements along with its one Associate and has been prepared in all material respects with the Indian Accounting Standards notified under Section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rule 2015 (as amended). The Consolidated Financial Statements comply with IND AS notified by Ministry of Corporate Affairs (“MCA”). The Company and its Associate has consistently applied the Accounting Policies used in the preparation for all periods presented.

The Significant Accounting Policies used in preparing the Consolidated Financial Statements are set out in Note no. 3 of the Notes to the Consolidated Financial Statements.

The preparation of the Consolidated Financial Statements requires management to make estimates and assumptions. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years (refer Note no. 4 on critical accounting estimates, assumptions and judgements).

**B. Basis of Consolidation**

The Consolidated Financial Statements related to HB Estate Developers Ltd and its Associate Company Parsvnath HB Projects Pvt. Ltd. The Consolidated Financial Statements have been prepared on the following principles:

Interest in associate is consolidated using equity method as per IND AS 28 – ‘Investment in Associates and Joint Ventures’. Under the equity method, post-acquisition attributable profit/losses are adjusted in the carrying value of investment upto the investment in the associate.

The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and events in similar circumstances and are presented to the extent possible, in the same manner as the Company’s separate financial statements.

**C. Functional and Presentation Currency**

The Consolidated Financial Statements are presented in Indian Rupees, which is the Company’s functional and presentation currency and all amounts are rounded to the nearest rupees.

**D. Basis of Measurement**

The Consolidated Financial Statements have been prepared on accrual basis and under the historical cost convention except following which have been measured at fair value:

- Certain Financial Assets and Liabilities carried at amortised cost,
- Defined benefit plans – plan assets measured at fair value,

**E. Use of Estimates and Judgements**

The preparation of the Consolidated Financial Statements requires management to make estimates and assumptions. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years (refer Note no. 4 on critical accounting estimates, assumptions and judgements).

**3 SIGNIFICANT ACCOUNTING POLICIES**

**3.1 Property, Plant and Equipment**

- a) Property, Plant and Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is

directly attributable to the acquisition of the items. Borrowing Cost (if any) during the period of construction is added to the cost of eligible tangible assets.

- b) Depreciation is charged to the Statement of Profit and Loss so as to expense the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight line method, as per the useful life prescribed in Schedule II to the Companies Act, 2013. Assets costing less than Rs. 5000/- are fully depreciated in the year of purchase.
- c) Freehold land is not depreciated.
- d) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year - end and adjusted prospectively, if appropriate.
- e) The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss on the date of disposal or retirement.

**3.2 Intangible Assets**

Identifiable Intangible Assets are recognised:

- a) When the Company controls the asset,
- b) It is probable that future economic benefits attributed to the asset will flow to the Company and
- c) The cost of the asset can be reliably measured.

Computer Software’s are capitalised at the amounts paid to acquire the respective license for use and are amortised over the period of license, generally not exceeding five years on straight line basis. The assets’ useful lives are reviewed at each financial year end.

**3.3 Impairment**

**A. Financial Assets**

The Company recognises loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through Statement of Profit and 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 12-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 recognised is recognised as an impairment gain or loss in the Statement of Profit and Loss.

**B. Non Financial Assets**

An asset is considered as impaired when at the date of Balance Sheet there are indications of impairment and the carrying amount of the asset, or where applicable the cash generating unit to which the asset belongs exceeds its recoverable amount (i.e. the higher of the net asset selling price and value in use).The carrying amount is reduced to the recoverable amount and the reduction is recognized as an impairment loss in the Statement of Profit and Loss. The impairment loss recognized in the prior accounting period is reversed if there has been a change in the estimate of recoverable amount. Post impairment, depreciation is provided on the revised carrying value of the impaired asset over its remaining useful life.

**3.4 Financial Instruments – Initial Recognition, Subsequent Measurement and Impairment**

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**

Financial Assets are measured at amortised cost or fair value through Other Comprehensive Income or fair value through Profit or Loss, depending on its business model for managing those financial assets and liabilities and the assets and liabilities contractual cash flow characteristics.

Subsequent measurements of Financial Assets are dependent on initial categorisation. For impairment purposes significant financial assets are tested on an individual basis, other financial assets are assessed collectively in groups that share similar credit risk characteristics.

**Trade receivables**

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.



Impairment is made on the expected credit losses, which are the present value of the cash shortfalls over the expected life of financial assets. The estimated impairment losses are recognised in a separate provision for impairment and the impairment losses are recognised in the Statement of Profit and Loss within other expenses.

Subsequent changes in assessment of impairment are recognised in provision for impairment and the change in impairment losses are recognised in the Statement of Profit and Loss within other expenses.

For foreign currency trade receivable, impairment is assessed after reinstatement at closing rates.

Individual receivables which are known to be uncollectible are written off by reducing the carrying amount of trade receivable and the amount of the loss is recognised in the Statement of Profit and Loss within other expenses.

Subsequent recoveries of amounts previously written off are credited to other Income

**Investment in Equity Shares**

Investment in Equity Securities are initially measured at fair value and is recognised through Profit and Loss account.

**Financial Liabilities**

At initial recognition, all Financial Liabilities other than fair valued through profit and loss are recognised initially at fair value less transaction costs that are attributable to the issue of financial liability. Transaction costs of financial liability carried at fair value through profit or loss is expensed in profit or loss. However, borrowings, which is likely to be assigned or negotiated are initially measured at fair value through profit and loss account. Other borrowings are measured at amortised cost using the effective interest rate method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the Effective Rate of Interest (EIR). The EIR amortisation is included in finance costs in the Statement of Profit and Loss.

**Trade and other Payables**

Trade and other Payables are presented as Current Liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

**3.5 Cash and Cash Equivalents**

Cash and Cash Equivalents includes Cash on hand and at bank and other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

For the purpose of the Statement of Cash Flows, Cash and Cash Equivalents consists of cash and short term deposits.

**3.6 Inventories**

Inventories (real estate) are valued at lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. Stock of Food & Beverages and stores and operating supplies are carried at cost or net realizable value whichever is lower.

**3.7 Revenue Recognition and Other Income**

Revenue is recognised at an amount that reflects the consideration to which the Company expects to be entitled in exchange for transferring the goods or services to a customer i.e. on transfer of control of the goods or service to the customer. Revenue from sales of goods or rendering of services is net of Indirect taxes, returns and discounts as per Ind AS 115.

- a) Revenue from Hotel operations viz room rent, food & beverages and other allied services is recognised upon rendering of services.
- b) Other Allied Services:- In relation to laundry income, communication income, health club income, airport transfers income and other allied services, the revenue has been recognized by reference to the time of service rendered.
- c) Interest Income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.
- d) The rentals from leased premises are considered as revenue income on accrual basis. In case of sale of leased premises, rental income is accounted for up to the date of flat buyer agreement.

**3.8 Employee Benefits**

- a) Short term employee benefits are recognized as an expense in the Statement of Profit and Loss of the year in which the related services are rendered.

- b) Leave Encashment being a short term benefit is accounted for using the Projected Unit Credit Method, on the basis of actuarial valuations carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to profit and loss in the period in which they arise.
- c) Contribution to Provident Fund, a defined contribution plan, is made in accordance with the statute, and is recognised as an expense in the year in which employees have rendered services.
- d) The cost of providing gratuity, a defined benefit plans, is determined using the Projected Unit Credit Method, on the basis of actuarial valuations carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to Other Comprehensive Income in the period in which they arise. Other costs are accounted in statement of profit and loss.

**3.9 Foreign Currencies**

**Transactions and Balances**

Transactions in foreign currencies are initially recorded by the Company at rates prevailing at the date of the transaction. Subsequently monetary items are translated at closing exchange rates of Balance Sheet date and the resulting exchange difference recognised in profit or loss. Differences arising on settlement of monetary items are also recognised in profit or loss.

**3.10 Borrowing Costs**

Borrowing Costs specifically relating to the acquisition or construction of qualifying assets that necessarily takes a substantial period of time to get ready for its intended use are capitalized (net of income on temporarily deployment of funds) as part of the cost of such assets. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

**3.11 Taxation**

Income Tax expense represents the sum of current and deferred tax (including MAT). Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised directly in equity or other comprehensive income, in such cases the tax is also recognised directly in Equity or in other comprehensive income. Any subsequent change in direct tax on items initially recognised in equity or other Comprehensive Income is also recognised in Equity or other comprehensive income, such change could be for change in tax rate.

Current Tax provision is computed for Income calculated after considering allowances and exemptions under the provisions of the applicable Income Tax Laws. Current Tax Assets and Current Tax Liabilities are off set, and presented as net.

Deferred Tax is recognised on differences between the carrying amounts of Assets and Liabilities in the Balance sheet and the corresponding tax bases used in the computation of taxable profit and are accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences, and deferred tax assets are generally recognised 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 utilised. Deferred Tax Assets and Liabilities are measured at the applicable tax rates. Deferred Tax Assets and Deferred Tax Liabilities are off set, and presented as net.

The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised.

Minimum Alternative Tax (MAT) is applicable to the Company. Credit of MAT is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal Income Tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the profit and loss account and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.



**3.12 Lease**

Effective from 1st April, 2019, the Company has applied Ind AS 116, which replaces the existing lease standard, Ind AS 17 Leases and other interpretations. The Company has applied Ind AS 116 using the modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under Ind AS 17.

**As a Lessee**

The Company recognises a right-of use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The right-of-use asset is subsequently depreciated using the straight line method from the commencement date to the earlier of the end of the useful life or the end of the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest.

For short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term.

**As a Lessor**

Lease Income from operating leases, where the Company is a lessor, is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflation.

**3.13 Earnings Per Share**

Basic Earnings Per Share are calculated by dividing the net profit or loss for the year attributable to Equity Shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of Equity Shares outstanding during the year. Partly-paid Equity Shares are treated as a fraction of an Equity Share to the extent that they were entitled to participate in dividends relative to a Fully-paid Equity Share during the reporting year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential Equity Shares, if any.

**3.14 Provisions and Contingencies**

**Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

**Contingencies**

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognised. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

**3.15 Cash Flow Statement**

Cash flows are reported using indirect method, whereby net profits before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from regular revenue generating (operating activities), investing and financing activities of the Company are segregated.

**3.16 Recent Accounting Development**

**Standards issued but not yet effective:**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from 1st April, 2020.

**3.17 Current / Non-Current Classification**

The Company presents Assets and Liabilities in statement of financial position based on current/non-current classification.

The Company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by MCA.

An Asset is classified as current when it is:

- a) Expected to be realised or intended to be sold or consumed in normal operating cycle,
- b) Held primarily for the purpose of trading,
- c) Expected to be realised within twelve months after the reporting period, or
- d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- a) It is expected to be settled in normal operating cycle,
- b) It is held primarily for the purpose of trading,
- c) It is due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

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

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

**4. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS**

In the process of applying the Company and its Associate's Accounting Policies, management has made the following estimates, assumptions and judgements, which have significant effect on the amounts recognised in the Consolidated Financial Statement:

**(a) Income Taxes**

Management judgment is required for the calculation of provision for Income Taxes and Deferred Tax Assets and Liabilities. The Company and its Associate reviews at each Balance Sheet date the carrying amount of Deferred Tax Assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the Consolidated Financial Statements.

**(b) Contingencies**

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company and its Associate as it is not possible to predict the outcome of pending matters with accuracy.

**(c) Allowance for Uncollected Accounts Receivable and Advances**

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectible.

Impairment is made on the expected credit losses, which are the present value of the cash shortfall over the expected life of the Financial Assets.



5. PROPERTY, PLANT AND EQUIPMENT

(Amount in ₹)

Particulars	Land	Buildings	Plant and Equipments	Furniture and Fixture	Office Equipment	Vehicles	Computer	Total
<b>GROSS BLOCK</b>								
As at 31st March, 2019	2248040000	1787237076	447561225	394399028	774026	2782596	12788115	4893582066
Additions	-	-	15444766	1206304	-	2298317	4564900	23514287
Adjustment	-	-	5376257	-	-	1438285	-	6814542
As at 31st March, 2020	2248040000	1787237076	457629734	395605332	774026	3642628	17353015	4910281811
Additions	-	-	387595	-	-	-	-	387595
Adjustment	-	-	-	-	-	-	1805167	1805167
As at 31st March, 2021	2248040000	1787237076	458017329	395605332	774026	3642628	15547848	4908864239
<b>ACCUMULATED DEPRECIATION</b>								
As at 31st March, 2019	-	88831714	103399248	216302242	530436	1774942	9293015	420131598
Charge for the year	-	29765319	35715766	72205201	160731	480923	1275680	139603620
Adjustment	-	-	2353148	-	-	1028381	-	3381529
As at 31st March, 2020	-	118597033	136761866	288507443	691167	1227484	10568695	556353688
Charge for the year	-	29684001	36636002	67614710	18896	443801	1140506	135537916
Adjustment	-	-	-	-	-	-	1714908	1714908
As at 31st March, 2021	-	148281034	173397868	356122153	710063	1671285	9994293	690176696
<b>NET CARRYING AMOUNT</b>								
As at 31st March, 2020	2248040000	1668640043	320867868	107097889	82859	2415144	6784320	4353928123
As at 31st March, 2021	2248040000	1638956042	284619461	39483179	63963	1971343	5553555	4218687543

6. INTANGIBLE ASSETS

(Amount in ₹)

Particulars	Software	Total
<b>GROSS BLOCK</b>		
As at 31st March, 2019	6742306	6742306
Additions	-	-
Adjustment	-	-
As at 31st March, 2020	6742306	6742306
Additions	-	-
Adjustment	-	-
As at 31st March, 2021	6742306	6742306
<b>ACCUMULATED DEPRECIATION</b>		
As at 31st March, 2019	4926608	4926608
Charge for the year	870418	870418
Adjustment	-	-
As at 31st March, 2020	5797026	5797026
Charge for the year	616960	616960
Adjustment	-	-
As at 31st March, 2021	6413986	6413986
<b>NET CARRYING AMOUNT</b>		
As at 31st March, 2020	945280	945280
As at 31st March, 2021	328320	328320


**7. NON CURRENT INVESTMENTS - DESIGNATED AT FAIR VALUE THROUGH PROFIT AND LOSS ACCOUNT**

Name of the Company	Face Value (in ₹)	As at 31st March, 2021		As at 31st March, 2020	
		Qty (Nos)	Amount (in ₹)	Qty	Amount (in ₹)
<b>A- Long Term - Trade - Unquoted</b>					
<b>In Equity Shares of Associates</b>					
Parsvnath HB Projects Pvt. Ltd.	10	24020	-	24020	-
<b>Total - (Trade Unquoted)</b>			-		-
<b>Aggregate Amount of Unquoted Instrument (A)</b>			-		-
<b>B1- Long Term - Other Than Trade - Quoted</b>					
Royal Orchid Hotels Ltd	10	496	31174	496	20336
Bellary Steel and Alloys Ltd.*	1	100000	-	100000	-
Hotline Glass Ltd.*	10	10000	-	10000	-
Jaiprakash Power Ventures Ltd.	10	1543674	5016941	1543674	1003387
Shree Ram Urban Infrastructure Ltd.*	10	1000	-	1000	-
<b>Total - (Other Than Trade Quoted)</b>			5048115		1023723
<b>Aggregate Amount of Quoted Instrument (B)</b>			5048115		1023723
<b>B2- Long Term - Other Than Trade - Unquoted</b>					
CHL (South) Hotels Ltd.	10	100000	10773844	100000	10787190
QR Properties Pvt Ltd.	10	5900	5517084	5900	5574069
HB Corporate Services Ltd.	10	15600	164380	15600	155795
RRB Securities Ltd.	10	86100	968962	86100	1060752
<b>B3- Investments in Mutual Fund</b>					
<b>Fully Paid up - Unquoted</b>					
Taurus Liquid Fund - Direct Plan - Super Institutional Growth (Taurus Dynamic Income Fund)	10	-	-	68	133424
<b>Total - (Other Than Trade UnQuoted)</b>			17424270		17711230
<b>Aggregate Amount of Un-Quoted Instrument (C)</b>			17424270		17711230
<b>B4- Investment in Preference Shares - Other Than Trade</b>					
<b>Fully Paid-Up Redeemable Preference Shares (Un-Quoted)</b>					
HB Growth Fund Ltd. (3% Non-Cumulative)	10	50000	500000	50000	500000
HB Corporate Services Ltd. (3% Non-Cumulative)	10	40000	400000	40000	400000
<b>Total - Preference Shares (D)</b>			900000		900000
<b>Grand Total - (A+B+C+D)</b>			23372385		19634953
<b>Aggregate Amount of Quoted Instrument</b>			5048115		1023723
<b>Aggregate Amount of Un-Quoted Instrument</b>			18324270		18611230
<b>Aggregate Market Value of Quoted Instrument</b>			5048115		1023723

\* Listed but not quoted

**8. OTHER NON CURRENT FINANCIAL ASSETS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>Unsecured, Considered Good</b>		
Fixed Deposits with bank (with remaining maturity more than 12 months*)	9385805	3102486
Interest Accrued but not due on Fixed Deposits	239292	362135
Security Deposits	10943002	11120002
<b>Total</b>	<b>20568099</b>	<b>14584623</b>

(\*) Pledged / under lien with Banks including for issue of Bank Guarantees

**9. DEFERRED TAX ASSETS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>Temporary difference</b>		
<b>A. Deferred Tax Liability</b>		
(i) Difference between book and tax base related to Fixed Assets	228775607	227392199
(ii) Unamortised Cost	30287082	32745330
Total Deferred Tax Liabilities	259062689	260137529
<b>B. Deferred Tax Assets</b>		
(i) Disallowance under Income Tax Act	3570553	3535475
(ii) Carried Forward losses	796758087	691233569
Total Deferred Tax Assets	800328639	694769044
Net Deferred Tax Assets	541265951	434631515

**10. OTHER NON CURRENT ASSETS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Capital Advances	3203700	3339220
<b>Total</b>	<b>3203700</b>	<b>3339220</b>

**11. INVENTORIES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Completed Construction (Real Estate)	92593514	92593514
Food and Beverages	13025607	19654130
Stores and Operating Supplies	36662049	36091291
<b>Total</b>	<b>142281170</b>	<b>148338935</b>


**12. TRADE RECEIVABLES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Trade Receivables considered good - Secured	-	-
Trade Receivables considered good - Unsecured	17403130	24205603
Trade Receivables which have significant increase in Credit Risk	1557761	1630319
Trade Receivables - Credit impaired	(1557761)	-1630319
<b>Total</b>	<b>17403130</b>	<b>24205603</b>

**13. CASH AND CASH EQUIVALENTS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>Cash and Cash Equivalents</b>		
<u>Balances with Banks</u>		
• On Current Accounts	78428030	19683722
• Cheques/ Demand Drafts in Hand	-	37000000
• Cash on Hand	955969	1041819
<b>Total</b>	<b>79383999</b>	<b>57725541</b>

**14. OTHER BANK BALANCES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
- In Earmarked Dividend Accounts	-	880321
Fixed Deposits with remaining maturity of less than twelve months and other than considered in Cash and Cash Equivalents *	138721421	9156442
<b>Total</b>	<b>138721421</b>	<b>10036763</b>

(\*) Pledged / under lien with banks including for issue of Bank Guarantees

**15. LOANS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Loans Receivables considered good - Secured	-	-
Loans Receivables considered good - Unsecured		
-Loans and Advances to Related Party - Associate*	31499814	31499814
-Inter Corporate Deposit including accrued interest	901644	901644
Loans Receivables which have significant increase in Credit Risk	-	-
Loans Receivables - Credit impaired	-	-
<b>Total</b>	<b>32401458</b>	<b>32401458</b>

(\*) To Parsvnath HB Projects Pvt. Ltd.

**16. OTHER FINANCIAL ASSETS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Interest accrued but not due on Bank deposits	1061577	750586
<b>Total</b>	<b>1061577</b>	<b>750586</b>

**17. CURRENT TAX ASSETS (NET)**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Current Tax Assets (Net of provision)	12733190	35818361
<b>Total</b>	<b>12733190</b>	<b>35818361</b>

**(a) Amounts recognised in Statement of Profit and Loss**

For the year ended	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Current tax	-	-
Deferred tax	(106912716)	-27165911
Tax for earlier years	-	-
<b>Total</b>	<b>(106912716)</b>	<b>-27165911</b>

**(b) Amounts recognised in Other Comprehensive Income**

For the year ended	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Tax effect on items that will no be reclassified to Profit and Loss	(278280)	370469
<b>Total</b>	<b>(278280)</b>	<b>370469</b>

**(c) Reconciliation of effective tax rate**

For the year ended	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Profit before tax	(410608954)	(115144142)
Applicable Statutory Enacted Income Tax Rate	29.12%	29.12%
Computed Tax Expenses	-	-
- Adjustments recognised in relation to tax of prior years	-	-
- Others	-	-
<b>Tax Expense</b>	<b>-</b>	<b>-</b>

**(d) Breakup of Deferred Tax Expense**

Particulars	Year Ended 31st March, 2021 (In ₹)	Year Ended 31st March, 2020 (In ₹)
Book base and tax base of Fixed Assets	1383408	5085696
Disallowance / Allowance (net) under Income Tax	(2771606)	(2155433)
Carries forward losses	(105524518)	(30096173)
<b>Total</b>	<b>(106912716)</b>	<b>(27165910)</b>

**(e) Breakup of component of tax accounted in OCI and Equity**

Particulars	Year Ended 31st March, 2021 (In ₹)	Year Ended 31st March, 2020 (In ₹)
<b>Component of OCI</b>		
Deferred Tax (Gain)/ Loss on Defined Benefit Plans	278280	(370469)
<b>Total</b>	<b>278280</b>	<b>(370469)</b>

**18. OTHER CURRENT ASSETS**

Particulars	Year Ended 31st March, 2021 (In ₹)	Year Ended 31st March, 2020 (In ₹)
Amount Recoverable from Government Authorities*	13254903	6540213
Advances to contractors/suppliers/other Recoverables	48035707	51102913
<b>Total</b>	<b>61290610</b>	<b>57643126</b>

(\*) Represents VAT, GST and Cenvat Credit, Property Tax etc.


**19. EQUITY SHARE CAPITAL**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>AUTHORIZED</b>		
35000000 (35000000) Equity Shares of ₹ 10/- each.	350000000	350000000
13500000 (13500000) Redeemable Preference Shares of ₹ 100/- each	1350000000	1350000000
	1700000000	1700000000
<b>ISSUED</b>		
20289285 (20289285) Equity Shares of ₹ 10/- each.	202892850	202892850
	202892850	202892850
<b>SUBSCRIBED &amp; PAID UP</b>		
19459947 (19459947) Equity Shares of ₹ 10/- each fully paid up	194599470	194599470
Add: Forfeited shares- 829338 (829338) Equity Shares (Amount originally paid up)	2737438	2737438
<b>Total</b>	<b>197336908</b>	<b>197336908</b>
19.1 Aggregate number of bonus shares issued, shares issued for consideration other than cash and bought back shares during the period of five years immediately preceding the reporting date.	Nil	Nil

**19.2 Reconciliation of the number of Equity Shares and Share Capital:**

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	No of shares	Amount (In ₹)	No of shares	Amount (In ₹)
Number of shares at the beginning	19459947	194599470	19459947	194599470
Addition during the Year	-	-	-	-
Number of shares at the end	19459947	194599470	19459947	194599470

**-- Particulars of Shareholders holding more than 5% shares (Equity Shares) :**

Name of Shareholder	As at 31st March, 2021		As at 31st March, 2020	
	Number of shares held	% of holding	Number of shares held	% of holding
Lalit Bhasin	9962280	51.19	9962280	51.19
HB Portfolio Ltd.	2104317	10.81	2104317	10.81

**19.3 Brief Particulars of change in share capital during the Financial Year 2017-18 :**

- (a) The Company had allotted Equity Shares of ₹ 10 (Rupees Ten) each fully paid-up to the Shareholders of HB Stockholdings Ltd. in the ratio of 24 (Twenty Four) Equity Shares of ₹ 10/- (Rupees Ten) each fully paid up of the Company for every 100 (One Hundred) Equity Shares held by them in HB Stockholdings Ltd. The Company had also allotted Equity Shares of ₹ 10/- (Rupees Ten) each fully paid-up to the Shareholders of HB Portfolio Ltd. in the ratio of 59 (Twenty Four) Equity Shares of ₹ 10/- (Rupees Ten) each fully paid up of the Company for every 100 (One Hundred) Equity Shares held by them in HB Portfolio Ltd. As a result of which, the Equity Share Capital of the Company increased from ₹ 161382870 comprising of 16138287 Equity Shares of ₹ 10/- (Rupees Ten) each fully paid up to Rs. 324332450 comprising of 32433245 Equity Shares of ₹ 10/- (Rupees Ten) each fully paid up. Thus 16294958 Equity Shares of ₹ 10/- (Rupees Ten) each fully paid up were issued and allotted pursuant to composite scheme of arrangement.
- (b) After the allotment of Equity Shares by the Company to the Shareholders of HB Stockholdings Ltd. and HB Portfolio Ltd. the Equity Share Capital of the Company had been reduced by reducing the face value of the Equity Shares from 1 (One) Equity Share of ₹ 10/- (Rupees Ten) fully paid up to 1 (One) Equity Shares of ₹ 6/- (Rupees Six) each fully paid up.

- (c) The Equity Share Capital of the Company so reduced had been further consolidated in such a manner that the Shareholders holding 5 (Five) Equity Shares of ₹ 6/- (Rupees Six) each fully paid up were allotted 3 (Three) Equity Shares of ₹ 10/- (Rupees Ten) each fully paid up in the Equity Share Capital of the Company. As a result of which, the Equity Share Capital reduced from ₹ 324332450 comprising of 32433245 Equity Shares of ₹ 10/- (Rupees Ten) each to ₹ 194599470 comprising of 19459947 Equity Shares of ₹ 10/- (Rupees Ten) each.

19.4. The Company has one class of Equity Shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

**20. OTHER EQUITY**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>Capital Reserve</b>	23039795	23039795
	23039795	23039795
<b>Business Reorganization Reserve</b>	1046662354	1046662354
	1046662354	1046662354
<b>Capital Redemption Reserve</b>	20000000	20000000
	20000000	20000000
<b>Securities Premium</b>	555742116	555742116
	555742116	555742116
<b>General Reserve</b>	668199083	668199083
	668199083	668199083
<b>Statutory Reserve</b>	125903413	125903413
	125903413	125903413
<b>Equity Component of Compound Financial Instruments</b>	105730192	179312776
Addition/(Deletion) during the year	(72787187)	(73582584)
	32943005	105730192
<b>Retained Earnings</b>	(683387395)	(618484386)
Interest Expense provided in earlier years on debt component of Interest Free Loan reversed on repayment	51389425	23075222
<b>Profit/ (Loss) for the year</b>	(303696238)	(87978231)
	(935694208)	(683387395)
<b>Items of Other Comprehensive Income</b>	(738478)	163269
Items that will not be reclassified to Profit and Loss		
Remeasurement of Defined Benefit Plans	677352	(901747)
	(61126)	(738478)
<b>Total</b>	<b>1536734432</b>	<b>1861151080</b>

Retained Earnings represent the undistributed profits of the Company.

Other Comprehensive Income Reserve represents the balance in Equity for items to be accounted in Other Comprehensive Income. OCI is classified into (i) items that will not be reclassified to profit and loss (ii) Items that will be reclassified to profit and loss.

Capital Redemption Reserve represents the Statutory Reserve created when Capital is redeemed.

The Statutory Reserve represents reserve specifically created u/s 45 IC of Reserve Bank of India (Amendment) Act, 1997

The Company has taken interest free inter corporate loan and interest free loan from Director. The same has been presented as compound financial instrument i.e. present value of principle amount is presented as Financial Liability in Non Current Borrowing in note no. 21 and the difference between transaction value and its fair value is recognised as equity component of compound financial instruments in other Equity.

General Reserve represents the Statutory Reserve, in accordance with Indian Corporate Law wherein a portion of profit is apportioned to General Reserve. Under Companies Act, 1956 it was mandatory to transfer amount before a Company can declare dividend. However, under Companies Act, 2013 transfer of any amount to General Reserve is at the discretion of the Company.

Securities Premium represents the amount received in excess of par value of Securities (Equity Shares, Preference Shares and Debentures). Premium on redemption of Securities is accounted in Security Premium available. Where Security premium is not available, premium on redemption of securities is accounted in statement of profit and loss. Section 52 of the Companies Act, 2013, specify restriction and utilisation of security premium.



# HB ESTATE DEVELOPERS LIMITED

## 21. NON CURRENT BORROWINGS

Particulars	As at 31st March, 2021 (in ₹)		As at 31st March, 2020 (in ₹)	
	Non-Current	Current	Non-Current	Current
<b>(A) SECURED</b>				
<b>TERM LOANS FROM BANK</b>				
(i) Loan from IndusInd Bank				
a) Term Loan	1532580533	55000000	1503392593	6500000
b) Working Capital Term Loan	323950000	29450000	-	-
(ii) Car Loan from HDFC Bank	180341	679091	1019139	456479
<b>Total-A</b>	<b>1856710874</b>	<b>85129091</b>	<b>1504411732</b>	<b>6956479</b>
<b>(B) UNSECURED</b>				
(i) Overdraft from State Bank of India	70620811	32150000	100384024	19250000
(ii) Working Capital Term Loan (GECL) from State Bank of India	24577083	522917	-	-
(iii) Debt Component of Compounded Financial Instruments*				
(a) Inter corporate Loans & Advances	20494051	-	90686971	-
(b) Loan from Director	19062945	-	20582838	-
(iv) Preference Shares				
-9% Redeemable Non-Convertible Non-Cumulative Preference Shares- Series I	150000000	-	150000000	-
-9% Redeemable Non-Convertible Non-Cumulative Preference Shares-Series II	500000000	-	500000000	-
-9% Redeemable Non-Convertible Non-Cumulative Preference Shares-Series III-Tranche I	200000000	-	200000000	-
-9% Redeemable Non-Convertible Non-Cumulative Preference Shares-Series III - Tranche II	200000000	-	-	-
- Less: Unpaid Call Money	32500000	-	-	-
	167500000	-	-	-
<b>Total-B</b>	<b>1152254890</b>	<b>32672917</b>	<b>1061653833</b>	<b>19250000</b>
<b>Total (A+B)</b>	<b>3008965764</b>	<b>117802008</b>	<b>2566065565</b>	<b>26206479</b>

### - Maturity Profile of Secured Term Loan from banks are as under:

	1-2 years	2-3 years	3-4 years	Beyond 4 year
- Term Loan from IndusInd Bank (i) (a) (₹169.13 Cr.)	74400000	74400000	84100000	1403426212
- Working Capital Term Loan from IndusInd Bank (i)(b) (₹35.34 Cr.)	88350000	88350000	88350000	589000000
- Car Loan from HDFC Bank (ii) (₹19 Lakhs)	180341	0	0	0

### - Maturity Profile of Unsecured Loans are as under:

	1-2 years	2-3 years	3-4 years	Beyond 4 year
- Overdraft from State Bank of India (i)	34300000	36582968	0	0
- Working Capital Term Loan from State Bank of India (ii) (Rs. 2.51 Cr.)	6275000	6275000	6275000	5752083

The term loans from IndusInd Bank at Sr. No. A (i) and overdraft from State Bank of India at Sr. No. B (i) above are net of transaction cost of ₹10,40,07,836 (P.Y. ₹ 10,79,34,258)

### Secured

#### (i) Term Loans From IndusInd Bank

Secured by way of exclusive charge on company's hotel land and hotel building situated in sector 44 Gurugram, exclusive charge on all present and future moveable fixed assets and current assets of Taj City Center, Gurgaon, personal guarantee of director Mr. Lalit Bhasin, Non Disposal Undertaking (NDU) of entire shareholding of the company held by Mr. Lalit Bhasin.

Term Loan - For Loan amount of ₹ 64.80 Crore, the Rate of Interest is 1.45% over and above Bank's one year MCLR and for loan amount of ₹ 104.33 Crore the Rate of Interest for first five years is 5.66% over and above Bank's Overnight MIBOR and after five years the rate will be 1.45% over and above Bank's one year MCLR.

As per the sanction, the term loan was repayable in quarterly installments commencing from May 2020 and ending in August, 2033. However, in terms of RBI notification number - RBI/2019-20/186 (DOR No.BP.BC.47/21.04.048/2019-20) dated 27th March, 2020 and RBI/2019-20/244 (DOR.No.BP.BC.71/21.04.048/2019-20) dated 23rd May, 2020, the Company had applied to the Bank for a moratorium on repayment of loan, based on which the tenure of the loan moved ahead by 6 months. Accordingly, the quarterly loan repayments started from November, 2020 and the last installment will be due in February, 2034.

#### (i) Working Capital Term Loan From IndusInd Bank

Secured by way of second charge over all the existing primary & collateral securities including mortgages created in favour of the IndusInd bank.

Working Capital Term Loan of ₹ 35.34 Cr. sanctioned under ECLGS of NCGTC. The Rate of Interest is linked to one of the external benchmark lending rate prescribed by RBI (for MSMEs)/ marginal cost of lending rate (or non MSMEs) + 1% i.e. 9.25% per annum.

As per the sanction, the working capital term loan is repayable in 48 equal instalments starting from December 2021 and the last installment will be due in November 2025.

### Unsecured

#### (i) Overdraft Facility from State Bank of India

Secured by way of equitable mortgage of Residential Property bearing no. C-2/7, Safdarjung Development Area, New Delhi belonging to Sh. Lalit Bhasin - director of the company and also his personal guarantee. The Rate of Interest is 3.05% over and above Bank's one year MCLR. The total loan tenure is of 7 years 10 months. The loan is repayable in 27 quarterly unequal installments starting from 1st quarter of 2017-18 and last installment due in 3rd quarter of 2023-24. However, in terms of RBI notification number - RBI/2019-20/186 (DOR No.BP.BC.47/21.04.048/2019-20) dated 27th, March 2020 and RBI/2019-20/244 (DOR.No.BP.BC.71/21.04.048/2019-20) dated 23rd May 2020, the Company had applied to the Bank for a moratorium on repayment of loan, based on which the tenure of the loan moved ahead by 3 months. Accordingly, the last installment will be due in March 2024.

#### (ii) Working Capital Term Loan (GECL) from State Bank of India

Secured by way of equitable mortgage of Residential Property bearing no. C-2/7, Safdarjung Development Area, New Delhi belonging to Sh. Lalit Bhasin - director of the company and also his personal guarantee. The Rate of Interest is 1% above 6 months MCLR. As per the sanction, the working capital term loan is repayable in 48 equal instalments starting from March '2022 and the last installment will be due in February 2026.

#### (iii) Debt Component of Compounded Financial Instruments

The Loans are repayable after 6 years starting from date of agreement i.e. 01.04.2016 and carries interest @ 12% p.a.

(\*) The figures shown above are net of Ind-AS adjustments. The gross amount as on 31.03.2021 is ₹ 7.25 Cr. (P.Y. ₹ 21.70 Crores).

(iv) Preference Shares carries 9% coupon rate of dividend (Non-Cumulative). The holders of Preference Shares shall not be entitled to receive notice of or to attend and vote at General meetings of the Equity Shareholders of the Company. The holders of Preference Shares shall be entitled to attend meetings and vote (one vote per share) only on the Resolutions directly affecting their rights. Also the Preference Shareholders shall not be entitled to any bonus or right issue etc. of Equity Shares or other Securities of the Company. The Preference Shares shall carry a preferential right over the Equity Shares of the Company as regards to payment of Dividend and as regards to repayment of the Capital in the event of winding up of the Company

Detail of Preference Shares	Date of Allotment	Date of Redemption	As at 31st March 2021	As at 31st March 2020
-9% Redeemable Non-Convertible Non-Cumulative Preference Shares- Series I	29.03.2013	29.03.2023	150000000	150000000
9% Redeemable Non-Convertible Non-Cumulative Preference Shares-Series II	03.03.2015	03.03.2025	150000000	150000000
	14.03.2015	14.03.2025	150000000	150000000
	23.03.2015	23.03.2025	200000000	200000000
9% Redeemable Non-Convertible Non-Cumulative Preference Shares-Series III - Tranche I*	21.11.2018	Refer as under	200000000	200000000
9% Redeemable Non-Convertible Non-Cumulative Preference Shares-Series III - Tranche II# (Calls in arrear ₹ 3.25 Crore)	19.09.2020	Refer as under	200000000	0

\* Preference Shares shall be redeemed in three annual installments i.e. :-  
 - At the rate of ₹ 30/- in the 12th year from the date of Allotment (21/11/2030)  
 - At the rate of ₹ 30/- in the 13th year from the date of Allotment (21/11/2031)  
 - Remaining balance at the rate of ₹ 40/- in the 14th year from the date of Allotment (21/11/2032).

# Preference Shares shall be redeemed in three annual installments i.e. :-  
 - At the rate of ₹ 30/- in the 12th year from the date of Allotment (19/09/2032)  
 - At the rate of ₹ 30/- in the 13th year from the date of Allotment (19/09/2033)  
 - Remaining balance at the rate of ₹ 40/- in the 14th year from the date of Allotment (19/09/2034).




**22. OTHER NON CURRENT FINANCIAL LIABILITIES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Security Deposits	22071687	22168801
<b>Total</b>	<b>22071687</b>	<b>22168801</b>

**23. NON CURRENT PROVISIONS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>Provisions For Employees Benefit</b>		
Leave Encashment	2597825	2762896
Gratuity	4661812	4210623
<b>Total</b>	<b>7259637</b>	<b>6973519</b>

**24. CURRENT BORROWINGS (SECURED)**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>From Banks</b>		
Overdraft Facility from IndusInd Bank Limited #	148402496	149999169
<b>Total</b>	<b>148402496</b>	<b>149999169</b>

(#) Secured by way of exclusive charge as specified in Note no. 21 in respect of Term Loan facilities from IndusInd Bank Limited.

**25. TRADE PAYABLES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Total outstanding dues of micro enterprises and small enterprises*	12352493	8895195
Total outstanding dues of creditors other than micro enterprises and small enterprises	99733804	140439583
<b>Total</b>	<b>112086297</b>	<b>149334778</b>

(\*) Note relating to micro, small and medium enterprises

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Principal Amount remaining unpaid at the end of the year	12352493	8895195
Interest Amount remaining unpaid at the end of the year	-	-
Amount of Interest paid in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-
Amount of Interest due and payable for the period of delay in making payment (in addition to the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
Amount of Interest accrued and remained unpaid at the end of the year	-	-
Amount of further Interest remaining due and paid in the succeeding year	-	-
<b>Total</b>	<b>12352493</b>	<b>8895195</b>

**26. OTHER FINANCIAL LIABILITIES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Current Maturities of Long term borrowings (Refer Note No.21)	117802008	26206479
Interest Accrued but not due on borrowings	709065	17702773
Unclaimed Dividend *	-	880321
Expenses Payable	27605569	37761917
Security Deposits	70025353	69562813
Interest Accrued but not due on fair valuation of loan	25175136	61721243
<b>Total</b>	<b>241317131</b>	<b>213835546</b>

(\*) There is no amount outstanding due to be transferred to Investor Education and Protection Fund.

**27. OTHER CURRENT LIABILITIES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Advances from Customers	12158169	8308929
Statutory Dues Payable	3384561	16095231
<b>Total</b>	<b>15542730</b>	<b>24404160</b>

**28. SHORT TERM PROVISIONS**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
<b>Provisions For Employees Benefit</b>		
Leave Encashment	1379105	1624664
Gratuity	1606366	1089897
<b>Total</b>	<b>2985471</b>	<b>2714561</b>

**29. REVENUE FROM OPERATIONS**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
<b>Hotel</b>		
Rooms	119385476	455835658
Food & Beverages, Restaurant and Banquet Income	109052391	309474683
Others	10818885	50151549
<b>Real Estate</b>		
Other Operating Income*	4757704	5070151
<b>Total</b>	<b>244014456</b>	<b>820532041</b>

(\*) Includes Rental Income, Facility Charges and Other Claims

**30. OTHER INCOME**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Interest On Fixed Deposits with Banks	2052754	1905718
Interest On Income Tax Refund	1902957	1711161
Interest Income on ICD	-	5581815
Gain on Sale of Investments	2002	-
Gain on fair valuation of Investments	3870856	-
Other Income	322723	243277
Rental Income on fair valuation of Security Deposit	-	2454616
<b>Total</b>	<b>8151292</b>	<b>11896587</b>


**31. FOOD AND BEVERAGES CONSUMED**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Opening Stock	19654130	10930748
Add : Purchases	28479860	86041388
Less : Closing Stock	13025607	19654130
<b>Total</b>	<b>35108383</b>	<b>77318006</b>

**32. INCREASE / DECREASE IN STOCK-COMPLETED CONSTRUCTION**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Opening Stock	92593514	92593514
Less : Closing Stock	92593514	92593514
<b>Total</b>	<b>0</b>	<b>0</b>

**33. EMPLOYEE BENEFIT EXPENSES**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Salaries and Benefits	65622709	105764575
Payment to Contractors	8178353	23938432
Reimbursement of expenses on personnel deputed to the Company	34811348	44189340
Contribution to Provident Fund and other fund	5824263	6871682
Staff welfare	6913494	19284720
<b>Total</b>	<b>121350167</b>	<b>200048749</b>

**34. FINANCE COSTS**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Interest	205848921	216977245
Loan Processing Fee amortized during the year	3926421	10667983
Interest expense on fair valuation of Security Deposit	-	1429729
Interest expense on debt component of compound instruments	14843318	20835962
<b>Total</b>	<b>224618660</b>	<b>249910919</b>

**35. OTHER EXPENSES**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Linen, Room, Catering and Other Supplies/Services	12444475	30689412
Facility Management Services	11409851	14465628
Legal and Professional	5684443	10055109
Payment to Orchestra Staff, Artists and Others	89500	2750393
Communication	1999365	5440041
Commission to Travel Agents and Others	5996232	18462120
Advertisements	601086	4603577
Printing and Stationery	1092856	3104324
Conveyance and Travelling	3222518	13884678
Repair and Maintenance :		
- To Building	2517232	12442077
- To Machinery	9432875	14565179
- To others	11555206	16146830
Fuel, Power and Light	40368341	62497641
Listing Fees	300000	300000
Insurance	5180240	2925164
Subscription Fees	1143194	3374347

Particulars	For the Year ended 31st March, 2021 (In ₹)		For the Year ended 31st March, 2020 (In ₹)	
Sitting Fees		357500		278500
Miscellaneous Expenses		14273390		11112470
Loss on fair valuation of Investments		-		2296909
Licence Fees		3526849		6449620
Operating Fees		8750685		29997307
Loss on sale of Fixed Assets		72259		3284708
Exchange rate Fluctuation (Net)		-		9831
Auditors' Remuneration				
- Audit Fees	300000		300000	
- Tax Audit Fees	50000		50000	
- Limited Review Report	45000		45000	
- Certification and Others	37500	432500	56500	451500
Rates and Taxes		3389290		3389290
Discount to Collecting Agents		1702728		6844403
<b>Total</b>		<b>145542615</b>		<b>279821058</b>

**36. EARNING PER SHARE**

Particulars	Current Year (In ₹)	Previous Year (In ₹)
Net Profit/(Loss) as Per Statement of Profit and Loss After Tax	(303696238)	(87978231)
Weighted Average Nos. of Equity Share Outstanding	19459947	19459947
Earning Per Share (face value of ₹10 each)		
Basic and diluted Earning per share (₹)		
- Basic	(15.61)	(4.52)
- Diluted	(15.61)	(4.52)

**37. FINANCIAL RISK MANAGEMENT**
**FINANCIAL RISK FACTORS**

The Company and its Associate's principal Financial Liabilities, comprise borrowings, trade and other payables. The main purpose of these Financial Liabilities is to manage finances for the Company and its Associate's operations. The Company and its Associate has short term trade receivable and bank deposits which are under lien with banks for availing credit facilities. The Company and its Associate's activities expose it to a variety of financial risks:

**i) MARKET RISK**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and investments. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. This is based on the financial assets and financial liabilities held as of 31st March, 2020 and 31st March, 2021.

**ii) CREDIT RISK**

Credit Risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

**iii) LIQUIDITY RISK**

Liquidity Risk is the risk that the Company and its Associate may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Company and its Associate's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company and its Associate's financial performance.

**MARKET RISK**

The Sensitivity Analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligations provisions and on the non-financial assets and liabilities. The sensitivity of the relevant Statement of Profit and Loss item is the effect of the assumed changes in the respective market risks. The Company and its Associate's activities expose it to a variety of financial risks, including the effects of changes in Foreign Currency exchange rates and interest rates. However, such effect is not material.

**(a) FOREIGN EXCHANGE RISK AND SENSITIVITY**

The Company transacts business primarily in Indian Rupee. However, the Company and its Associate has transactions in USD, Euro, GBP and others. The Company and its Associate has negligible Foreign Currency trade payables and is therefore, foreign exchange risk, is not material. There are no other foreign currency monetary items, so the Company and its Associate does not face any foreign exchange risk.



Summary of exchange difference accounted in Statement of Profit and Loss:

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Net Foreign Exchange Loss Shown as Other Expenses	(1519)	9831

(b) INTEREST RATE RISK AND SENSITIVITY

The Company's exposure to the risk of changes in market interest rates relates primarily to long term debt. All borrowings are at floating rate. Borrowing issued at variable rate expose the Company to cash flow interest rate risk. Weighted average cost of borrowing is 10.00% for the year ended 31st March, 2021 (1130% for the year ended 31st March, 2020). With all other variable held constants the following table demonstrate the impact of borrowing cost on floating rate portion of loans and borrowing:

INTEREST RATE SENSITIVITY

Interest rate sensitivity	Increase/Decrease in basis points	Effect on profit before tax (In ₹)
<b>For the year ended 31st March, 2021</b>		
INR borrowings	+50	744
	-50	(744)
<b>For the year ended 31st March, 2020</b>		
INR borrowings	+50	269
	-50	(269)

CREDIT RISK

The Company is not significantly exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks which are under lien with banks for availing credit facilities.

TRADE RECEIVABLES

The Company extends credit to corporate customers in normal course of business. The Company and its Associate considers factors such as credit track record in the market and past dealings for extension of credit to customers. The Company and its Associate monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. However, average credit period to customers is approximately fourteen days. The Company and its Associate does not allow any credit period in respect of Walk-in Customers and is therefore not exposed to at any credit risk.

LIQUIDITY RISK

The Company's objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements. In case of temporary short fall in liquidity to repay the bank borrowing/operational short fall, promoters envisage to infuse capital and loans.

The table below provides undiscounted cash flows towards non-derivative financial liabilities into relevant maturity based on the remaining period at the balance sheet to the contractual maturity date.

Particulars	Ageing as on 31st March, 2021 (In ₹)				
	Carrying Amount	Upto 1 Year	1-3 Year	More Than 3 Years	Total
Borrowings	3379178103	266204503	409113310	2703860290	3379178103
Trade Payable	112086297	112086297	-	-	112086297
Other Liabilities	145586810	123515123	22071687	-	145586810
<b>Total</b>	<b>3636851210</b>	<b>501805923</b>	<b>431184997</b>	<b>2703860290</b>	<b>3636851210</b>
Particulars	Ageing as on 31st March, 2020 (In ₹)				
	Carrying Amount	Upto 1 Year	1-3 Year	More Than 3 Years	Total
Borrowings	2850205470	176205648	196869139	2477130683	2850205470
Trade Payable	149334778	149334778	-	-	149334778
Other Liabilities	209797869	187629067	22168802	-	209797869
<b>Total</b>	<b>3209338117</b>	<b>513169493</b>	<b>219037941</b>	<b>2477130683</b>	<b>3209338117</b>

UNUSED LINE OF CREDIT (EXCLUDING NON FUND BASED FACILITIES)

Particulars	As on 31st March, 2021 (In ₹)	As on 31st March, 2020 (In ₹)
Secured	1597505	831
Unsecured	-	-
<b>Total</b>	<b>1597505</b>	<b>831</b>

INTEREST RATE & CURRENCY OF BORROWINGS

The below table demonstrate the borrowing of Fixed and Floating Rate of Interest

Particulars	Total Borrowings (In ₹)	Floating Rate Borrowings (In ₹)	Fixed Rate Borrowings (In ₹)	Weighted Average Rate of Borrowing (%)
INR	3379178103	2322121107	1057056996	10.00
<b>Total as at 31st March, 2021</b>	<b>3379178103</b>	<b>2322121107</b>	<b>1057056996</b>	
INR	2850205470	1888935661	961269809	11.30
<b>Total as at 31st March, 2020</b>	<b>2850205470</b>	<b>1888935661</b>	<b>961269809</b>	

CAPITAL RISK MANAGEMENT

The Company and its Associate aim to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to shareholders.

The Capital Structure of the Company and its Associate is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Company and its Associate's primary objective when managing capital is to ensure the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company and its associate may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Company and its Associate's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company and its Associate will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The Company and its Associate monitors capital using a gearing ratio, which is net debt divided by total capital. Net debt is calculated as loans and borrowings less Cash and Cash Equivalents

GEARING RATIO

The Gearing Ratio for FY 2020-21 and 2019-20 is an under:

Particulars	As of 31st March, 2021 (In ₹)	As of 31st March, 2020 (In ₹)
Loans and Borrowings	3275170267	2742271212
Less: Cash and Cash Equivalents	79383999	57725541
Net Debt	3195786268	2684545671
Equity	1734071340	2058487988
Total Capital	4929857608	4743033659
Gearing Ratio	64.83%	56.60%

However, the Company envisages to reduce its gearing ratio.

38. FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES

Set out below is a comparison by class of the carrying amounts and fair value of the Company's Financial Instruments that are recognised in the Financial Statements.

Particulars	As at 31st March, 2021 (In ₹)		As at 31st March, 2020 (In ₹)	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial Assets designated at Amortised Cost</b>				
Fixed Deposits with Banks	148107226	148107226	12258928	12258928
Cash and Bank Balances	79383999	79383999	57725541	57725541
Investment	23372385	23372385	19634953	19634953
Trade Receivables	17403130	17403130	24205603	24205603
Other Financial Assets	44645328	44645328	45514502	45514502
	<b>312912068</b>	<b>312912068</b>	<b>159339527</b>	<b>159339527</b>
<b>Financial Liabilities designated at amortised cost</b>				
Borrowings- Fixed Rate	1057056996	1057056996	961269809	961269809
Borrowings- Floating Rate	2218113271	2218113271	1781001403	1781001403
Trade Payable	112086297	112086297	149334778	149334778
Other Financial Liabilities	145586810	145586810	209797868	209797868
	<b>3532843374</b>	<b>3532843374</b>	<b>3101403858</b>	<b>3101403858</b>

FAIR VALUE HIERARCHY

The Company and its Associate measures financial instruments at fair value in accordance with the Accounting Policies mentioned above. 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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either: Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: Quoted prices/NAV for identical instruments in an active market;
- Level 2: Directly or indirectly observable market inputs, other than Level 1 inputs; and
- Level 3: Inputs which are not based on observable market data.

When measuring the fair value of an asset or a liability, the Company and its associate uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company and its associate recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

The following table provides the fair value measurement hierarchy of Company and its associate's asset and liabilities, grouped into Level 1 to Level 2as described below:

**ASSETS MEASURED AT FAIR VALUE THROUGH PROFIT AND LOSS (ACCOUNTED)**

Particulars	As on 31st March, 2021 (In ₹)		
	Level 1	Level 2	Level 3
<b>Financial Assets</b>			
Non Current Investments			
--Mutual Funds	-	-	-
--Quoted Investment	5048115	-	-
--Un-Quoted Investment	-	17424270	-
<b>Total</b>	<b>5048115</b>	<b>17424270</b>	<b>-</b>

Particulars	As on 31st March, 2020 (In ₹)		
	Level 1	Level 2	Level 3
<b>Financial Assets</b>			
Non Current Investments			
--Mutual Funds	133424	-	-
--Quoted Investment	1023723	-	-
--Un-Quoted Investment	-	17577806	-
<b>Total</b>	<b>1157147</b>	<b>17577806</b>	<b>-</b>

**ASSETS/ LIABILITIES FOR WHICH FAIR VALUE IS DISCLOSED**

Particulars	As on 31st March, 2021 (In ₹)		
	Level 1	Level 2	Level 3
<b>Financial Liabilities</b>			
Borrowing - Fixed Rate	-	39556996	-
Other Financial Liabilities	-	145586810	-
<b>Total</b>	<b>-</b>	<b>185143806</b>	<b>-</b>

Particulars	As on 31st March, 2020 (In ₹)		
	Level 1	Level 2	Level 3
<b>Financial Liabilities</b>			
Borrowing - Fixed Rate	-	111269809	-
Other Financial Liabilities	-	209797868	-
<b>Total</b>	<b>-</b>	<b>321067677</b>	<b>-</b>

**39. SEGMENT INFORMATION**

**Information about Primary Segment**

The Company operates in a Single Primary Segment (Business Segment) i.e. Hotel Operations.

**Information about Geographical Segment – Secondary**

The Company's operations are located in India. The Management has not identified any geographical segment.

Hence, there are no separate reportable segment as required by the Ind AS -108 on operating segment

**40. RETIREMENT BENEFIT OBLIGATIONS**

**(a) EXPENSE RECOGNISED FOR DEFINED CONTRIBUTION PLAN**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
Company's Contribution to Provident Fund	3668526	5934307
<b>Total</b>	<b>3668526</b>	<b>5934307</b>

Below tables sets forth the changes in the projected benefit obligation and plan assets and amounts recognized in the Balance Sheet as of 31st March, 2020 and 31st March, 2021, being the respective measurement dates:

**(b) MOVEMENT IN OBLIGATION**

Particulars	Gratuity (Funded) (In ₹)	Leave Encashment (Unfunded) (In ₹)
<b>Present value of obligation- 01st April, 2019</b>	<b>4334271</b>	<b>3459303</b>
Current Service Cost	871055	1341958
Interest Cost	282854	216994
Benefits Paid	(737077)	(658130)
Remeasurement - Actuarial Gain / (Loss)	1175040	27435
<b>Present value of obligation - 31st March, 2020</b>	<b>5926143</b>	<b>4387560</b>
<b>Present value of obligation - 01st April, 2020</b>	<b>5926143</b>	<b>4387560</b>
Current Service Cost	940133	838699
Interest Cost	353754	243532
Benefits Paid	(359345)	(460319)
Remeasurement - Actuarial Gain / (Loss)	75770	-1032542
<b>Present Value of Obligation - 31st March, 2021</b>	<b>6936455</b>	<b>3976930</b>

**(c) Movement in Plan Assets- Gratuity**

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
<b>Fair Value of Plan assets as beginning of year</b>	<b>625623</b>	<b>582729</b>
Expected return on plan assets	43794	40791
Employer Contributions	-	-
Benefits Paid	-	-
Actuarial Gain / (Loss)	(1140)	2103
<b>Fair Value of Plan Assets at end of Year</b>	<b>668277</b>	<b>625623</b>
Present Value of Obligation	6936455	5926143
Present Value of Plan Assets	668277	625623
<b>Net Funded Status of Plan Assets</b>	<b>6268178</b>	<b>5300520</b>

The Components of the Gratuity & Leave Encashment cost are as follows:

**(d) RECOGNISED IN PROFIT & LOSS**

Particulars	Gratuity (Funded) (In ₹)	Leave Encashment (Unfunded) (In ₹)
Current Service Cost	871055	1341958
Interest Cost	282854	216994
Expected return on plan assets	(40791)	-
Remeasurement - Actuarial Gain / (Loss)	1172937	27435
<b>For the Year Ended 31st March, 2020</b>	<b>2286055</b>	<b>1586387</b>
Current Service Cost	940133	838699
Interest Cost	353754	243532
Expected return on plan assets	(43794)	-
Remeasurement - Actuarial Gain / (Loss)	76910	(1032542)
<b>For the Year Ended 31st March, 2021</b>	<b>1327003</b>	<b>49689</b>

**(e) RECOGNISED IN OTHER COMPREHENSIVE INCOME**

Particulars	Gratuity (Funded) (In ₹)
Remeasurement - Actuarial Gain / (Loss)	
<b>For the Year Ended 31st March, 2020</b>	<b>(1272216)</b>
Remeasurement - Actuarial Gain / (Loss)	
<b>For the Year Ended 31st March, 2021</b>	<b>955632</b>



(f) THE PRINCIPAL ACTUARIAL ASSUMPTIONS USED FOR ESTIMATING THE COMPANY'S DEFINED BENEFIT OBLIGATIONS ARE SET OUT BELOW:

Weighted Average Actuarial Assumptions	As at 31st March, 2021	As at 31st March, 2020
Discount Rate	5.00%	6.00%
Expected Rate of Increase in Salary	4.00%	4.00%
Expected Rate of Return on Plan Assets	0	0
Mortality Rate	IALM 2012-14 Ultimate	IALM 2012-14 Ultimate
Expected Average remaining working lives of Employees (Years)	25.9	27.9

(g) SENSITIVITY ANALYSIS:  
For the Year Ended 31st March, 2020

Particulars	Change in Assumption	Effect on Gratuity Obligation (In ₹)	Change in Assumption	Effect on Leave Encashment obligation (In ₹)
Discount Rate	+ 1%	5534104	+ 1%	4170675
	- 1%	6388351	- 1%	4641727
Salary Growth Rate	+ 1%	6384811	+ 1%	4640381
	- 1%	5529600	- 1%	4167646
Attrition Rate	+ 1%	5904659	+ 1%	4389931
	- 1%	5947814	- 1%	4384943

For the Year Ended 31st March, 2021

Particulars	Change in Assumption	Effect on Gratuity Obligation (In ₹)	Change in Assumption	Effect on Leave Encashment obligation (In ₹)
Discount Rate	+ 1%	6511495	+ 1%	3765507
	- 1%	7436955	- 1%	4226009
Salary Growth Rate	+ 1%	7432624	+ 1%	4224011
	- 1%	6506974	- 1%	3763077
Attrition Rate	+ 1%	6916687	+ 1%	3978037
	- 1%	6956537	- 1%	3975823

The above Sensitivity Analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (projected unit credit method) has been applied as when calculating the defined benefit obligation recognised within the Balance Sheet.

(h) ESTIMATE OF EXPECTED BENEFIT PAYMENTS  
(In absolute terms i.e. undiscounted)

Particulars	Gratuity (Funded) (In ₹)
01st April, 2020 to 31st March, 2022	1606366
01st April, 2021 to 31st March, 2023	379077
01st April, 2022 to 31st March, 2024	386742
01st April, 2023 to 31st March, 2025	342005
01st April, 2024 to 31st March, 2026	189092
01st April 2026 Onwards	4033173

(i) STATEMENT OF EMPLOYEE BENEFIT PROVISION

Particulars	Year ended 31st March, 2021 (In ₹)	Year ended 31st March, 2020 (In ₹)
Gratuity	6936455	5926143
Leave Encashment	3976930	4387560
<b>Total</b>	<b>10913385</b>	<b>10313703</b>

The following table sets out the funded status of the plan and the amounts recognised in the company's balance sheet

(j) CURRENT AND NON-CURRENT PROVISION FOR GRATUITY AND LEAVE ENCASHMENT

For the Year Ended 31st March, 2020

Particulars	Gratuity (In ₹)	Leave Encashment (In ₹)
Current Provision	1089897	1624664
Non Current Provision	4210623	2762896
<b>Total Provision</b>	<b>5300520</b>	<b>4387560</b>

For the Year Ended 31st March, 2021

Particulars	Gratuity (In ₹)	Leave Encashment (In ₹)
Current Provision	1606366	1379105
Non Current Provision	4661812	2597825
<b>Total Provision</b>	<b>6268178</b>	<b>3976930</b>

(k) EMPLOYEE BENEFIT EXPENSES

Particulars	Year ended 31st March, 2021 (In ₹)	Year ended 31st March, 2020 (In ₹)
Salaries and Wages	108612410	173892346
Cost-defined Contribution Plan	5824263	6871682
Welfare Expenses	6913494	19284720
<b>Total</b>	<b>121350167</b>	<b>200048748</b>

Figures in No.

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Average No. of People Employed	174	245

Other Comprehensive Income presentation of defined benefit plan

- Gratuity is defined benefit plan, Re-measurement gains/(losses) on defined benefit plans is shown under Other Comprehensive Income as Items that will not be reclassified to profit or loss and also the income tax effect on the same.
- Leave encashment cost is in the nature of short term employee benefits.

Presentation in Statement of Profit and Loss and Balance Sheet

Expense for service cost, net interest on net defined benefit liability (asset) is charged to Statement of Profit & Loss.

IND AS 19 do not require segregation of provision in current and non-current, however net defined liability (Assets) is shown as current and non-current provision in balance sheet as per IND AS 1.

Actuarial liability for short term benefits (leave encashment cost) is shown as current and non-current provision in balance sheet.

The Company assesses these assumptions with its projected long-term plans of growth and prevalent industry standards. The mortality rates used are as published by one of the leading life insurance companies in India.

41. OTHER DISCLOSURES

Details of loans given, investment made and Guarantees given, covered u/s 186(4) of the Companies Act 2013.

Investment made and loan given is disclosed under the Investment Schedule and loan schedule of balance sheet (refer note 7 & 15 read with note no. 43). The Company has not given any guarantee.

42. CONTINGENT LIABILITIES

i) DUTIES AND TAXES

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Property Tax*	7821151	7821151
Vacant Land Tax (Under Appeal in Delhi High Court)	228616	228616
<b>Total</b>	<b>8049767</b>	<b>8049767</b>

(\*) The total demand raised by MCD was ₹ 83,85,604/- (Previous Year ₹ 83,85,604/-). Against this, the Company deposited the admitted liability of ₹ 5,64,453/- (Previous Year ₹ 5,64,453/-). For the balance amount of ₹ 78,21,151/- the Company had filed a Writ Petition before the Hon'ble Delhi High Court. The Company had also filed a stay petition before the Hon'ble High Court praying for stay for the payment of aforesaid amount of ₹ 78,21,151/- . As per direction of Hon'ble Court the Company paid a sum of ₹ 10,18,477/- against



the aforesaid demand and stay has been granted for the balance amount. The Hon'ble High Court directed MCD to re-compute the tax. In the opinion of management the demand raised by MCD is not sustainable and no further liability will arise and therefore the aforesaid amount of ₹10,18,477/- paid by the Company is being shown as recoverable in the Balance Sheet under the head Short Term Loans and Advances.

**(ii) OTHER CONTIGENT LIABILITIES**

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Claim against the company not acknowledged as Debt	27755293	27755293
Letter of Credit/ Bank Guarantee issued by bank	2000000	2000000
Ground Rent*	-	-
<b>Total</b>	<b>29755293</b>	<b>29755293</b>

(\*) The Company had received a show cause notice dated 17th November, 2006 from Delhi Development Authority (DDA) demanding a sum of ₹ 258.68 Lakhs (Excluding un determined interest) on account of ground rent in respect of its property at Plot No. A-2, 3 & 4 in District Centre, Wazirpur, Delhi upto the period 14th July, 2006. Aggrieved by show cause notice issued by DDA, the company filed a writ petition in the Hon'ble High Court of Delhi Challenging the aforesaid demand. The Hon'ble High Court, vide its order dated 04th December, 2006 set-aside the matter to DDA for reconsideration. DDA vide Notice dated 12th January, 2010 demanded a sum of ₹ 398.46 lakhs (excluding interest) towards ground rent upto the period 14th July, 2010. Aggrieved by the said demand, the company again filed a writ petition in the Hon'ble High Court of Delhi which vide its order dated 31st May, 2010 stayed the operations of the order of DDA subject to company depositing a sum of ₹ 100 Lakhs. As per the direction of Hon'ble High court, the Company has deposited the said amount of ₹ 100 lakhs on 10th June, 2010.

The matter is pending for final disposal by the Hon'ble Court. The liability will be determined only after the disposal of matter by the Hon'ble High Court of Delhi ; and therefore at this stage, in the opinion of management any further provision is neither considered necessary nor ascertainable. The effect of any arrear/ excess amount will be taken after the decision of the Hon'ble Court.

**43. RELATED PARTY TRANSACTIONS**

In accordance with the requirements of IND AS 24, on Related Party Disclosures, name of the Related Party, Related Party Relationship, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during reported periods are:

**RELATED PARTY NAME AND RELATIONSHIP**
**(a) Person having significant influence / control / major shareholders**

(i) Mr. Lalit Bhasin

**(b) Key Managerial Personnel**

(i) Mr. Praveen Gupta, CFO

(ii) Ms. Radhika Khurana, Company Secretary

(iii) Ms. Banmala Jha, Manager (Vice President Legal)

**(c) Enterprises over which significant influence /control exist of the Relatives of persons mentioned in (a) above**

(i) RRB Master Securities Delhi Ltd.

**(d) Enterprises under direct or indirect common control/significant influence of Key Managerial Person/ Relative of Key Managerial Person**

(i) HB Stockholdings Ltd.

(ii) HB Portfolio Ltd.

(iii) HB Securities Ltd. (Subsidiary of HB Portfolio Ltd.)

(iv) Taurus Asset Management Company Ltd.(Subsidiary of HB Portfolio Ltd.)

(v) CHL (South) Hotels Ltd.

**(e) Enterprises under Joint Ventures/Associate Company**

(i) Parsvnath HB Projects Pvt. Ltd. - Associate

**RELATED PARTY TRANSACTIONS:**

Sr. No.	Particulars	Nature of Transaction	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
<b>Enterprises under direct or indirect common control / significant influence of Key Managerial Person / relative of Key Managerial person</b>				
i	RRB Master Securities Delhi Ltd.	Rent Received	993324	993324
ii	HB Stockholdings Ltd.	Rent Received	861240	861240
iii	HB Portfolio Ltd.	Rent Received	861240	861240
iv	HB Securities Ltd.	DP Charges Paid	2099	1770
v	Taurus Asset Management Company Ltd.	Rent & Other Charges Received	551702	-
		Security Deposit Received	540000	-
vi	CHL (South) Hotels Ltd.	Consultancy Charges Paid	1800000	600000
<b>Enterprises under Joint ventures/Associate Company</b>				
vii	Parsvnath HB Projects Pvt. Ltd.	Interest Received	-	5581815
<b>Key Managerial Person / persons having significant influence / control / major shareholder</b>				
viii	Lalit Bhasin	Sitting Fees paid	50000	40000
		Loans Received	30000000	25000000
		Loans Repaid	33000000	67000000
ix	Praveen Gupta	Remuneration & other services	2831826	3762204
x	Radhika Khurana	Remuneration & other services	631163	701800
xi	Banmala Jha	Remuneration & other services	1043280	1084200

**RELATED PARTY BALANCES**

Sr. No.	Particulars	Nature of Balance	For the Year ended March 31, 2021 (In ₹)	For the Year ended March 31, 2020 (In ₹)
<b>Key Managerial Person / persons having significant influence / control / major shareholder</b>				
i	Lalit Bhasin	Loan	35000000	38000000
<b>Enterprises under direct or indirect common control/significant influence of key managerial person/ relative of Key Managerial person</b>				
ii	RRB Master Securities Delhi Ltd.	Security Deposit	215763	215763
iii	HB Stockholdings Ltd.	Security Deposit	34500000	34500000
iv	HB Portfolio Ltd.	Security Deposit	34500000	34500000
v	Parsvnath HB Projects Pvt Ltd	Loan including accrued Interest	31499814	31499814
vi	Taurus Asset Management Company Ltd.	Security Deposit	540000	-


**44. REVENUE FROM CONTRACTS WITH CUSTOMERS**

- i) Details of revenue from contracts with customers recognised by the Company, net of indirect taxes in its Statement of Profit and Loss.

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
<b>Revenue from operations</b>		
Revenue from contract with customers		
Rooms	119385476	455835658
Food & Beverages, Restaurant and Banquet Income	109052391	309474683
Others revenue from contract with customers	10818885	50151549
	<b>239256752</b>	<b>815461890</b>
<b>Other operating revenue</b>		
Other revenue	4757704	5070151
	<b>4757704</b>	<b>5070151</b>
<b>Total Revenue from Operations</b>	<b>244014456</b>	<b>820532041</b>

- ii) All the revenue of the company are in India.

- iii) Contract Balances

The Contract Liabilities primarily relate to the the advance consideration received from customers for which revenue is recognized when the performance obligation is over / services delivered.

Advance Collections is recognised when payment is received before the related performance obligation is satisfied.

This includes advances received from the customer towards rooms/restaurant/banquets. Revenue is recognised once the performance obligation is met i.e. on room stay / sale of food and beverage / provision of banquet services. It also includes membership fee received for Chambers Membership, Epicure membership and Spa and Health Club Memberships.

Particulars	For the Year ended 31st March, 2021 (In ₹)	For the Year ended 31st March, 2020 (In ₹)
<b>Contract liabilities</b>		
<b>Advance collection from customers</b>		
-Advances from customers	11956949	7923794
-Advance Health Club Membership	201221	385134
<b>Total</b>	<b>12158170</b>	<b>8308928</b>

**45. IMPAIRMENT REVIEW**

Assets are tested for impairment whenever there are any internal or external indicators of impairment.

Impairment test is performed at the level of each Cash Generating Unit ("CGU") or groups of CGUs within the Company at which the goodwill or other assets are monitored for internal management purposes, within an operating segment.

The impairment assessment is based on higher of value in use and value from sale calculations.

During the year, the testing did not result in any impairment in the carrying amount of goodwill and other assets.

The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid-term market conditions.

Key assumptions used in value-in-use calculations:

- Operating margins (Earnings before interest and taxes)
- Discount rate
- Growth rates
- Capital expenditures

**Operating Margins:** Operating margins have been estimated based on past experience after considering incremental revenue arising out of adoption of valued added and data services from the existing and new customers, though these benefits are partially offset by decline in tariffs in a hyper competitive scenario. Margins will be positively impacted from the efficiencies and initiatives driven by the Company; at the same time, factors like higher churn, increased cost of operations may impact the margins negatively.

**Discount Rate:** Discount rate reflects the current market assessment of the risks specific to a CGU or group of CGUs. The discount rate is estimated based on the weighted average cost of capital for respective CGU or group of CGUs.

**Growth Rates:** The growth rates used are in line with the long term average growth rates of the respective industry and country in which the Company operates and are consistent with the forecasts included in the industry reports.

**Capital Expenditures:** The cash flow forecasts of capital expenditure are based on past experience coupled with additional capital expenditure required

**46. OTHER DETAILS**

- (a) C.I.F. Value of Imports

Particulars	As at 31st March, 2021 (In ₹)	As at 31st March, 2020 (In ₹)
Stores and Operating Supplies	-	555840
Capital Goods	-	4683578

- (b) Expenditure in Foreign Currency

Particulars	Year ended 31st March, 2021 (In ₹)	Year ended 31st March, 2020 (In ₹)
Legal & Professional	-	1103182
Advertisement	183807	1649037
Others	4229491	9656335

- (c) Earning in Foreign Currency:

Particulars	Year ended 31st March, 2021 (In ₹)	Year ended 31st March, 2020 (In ₹)
Sale / Revenue	13416615	284071155

- (d) Dividend paid in Foreign Currency- Nil (Previous Year Nil).

**47. DISCLOSURE OF LOANS / ADVANCES IN THE NATURE OF LOANS IN TERMS OF PROVISION OF REGULATION 34 OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:**

Sr. No.	Particulars	Outstanding Balance as on 31.03.2021 (In ₹)	Max. Balance outstanding during the Year (In ₹)	Outstanding Balance as on 31.03.2020 (In ₹)	Max. Balance outstanding during the Previous Year (In ₹)
i.	Loans & Advances in the nature of Loans to Subsidiaries	Nil	Nil	Nil	Nil
ii.	Loans & Advances in the nature of loans to Associates:- Parsvnath - HB Pojects Private Ltd.	31499814	31499814	31499814	31499814
iii.	Loans & Advances in the nature of loans where there is no repayment schedule, no interest or interest below Section 372A of the Companies Act,1956	Nil	Nil	Nil	Nil
iv.	Loans & Advances in the nature of loans to firms/companies in which directors are interested.	Nil	Nil	Nil	Nil
v	Investments by Loanee in the Shares of parent company and subsidiary company when the company has made loan or advance in the nature of Loan.	No. of Shares	Amount	No. of Shares	Amount
		Nil	Nil	Nil	Nil



48. DETAIL OF CONSUMPTION OF IMPORTED AND INDEGENOUS ITEMS:

Particulars	Current Year		Previous Year	
	Amount (In ₹)	% of Consumption	Amount (In ₹)	% of Consumption
<b>(i) Raw Materials</b>				
Imported	0	0	0	0
Indigenous	35108383	100.00	77318006	100.00
<b>Total</b>	<b>35108383</b>	<b>100.00</b>	<b>77318006</b>	<b>100.00</b>
<b>(ii) Stores and Supplies</b>				
Imported	0	0.00	339614	1.11
Indigenous	12444475	100.00	30349798	98.89
<b>Total</b>	<b>12444475</b>	<b>100.00</b>	<b>30689412</b>	<b>100.00</b>

49. PENDING LITIGATIONS

The Contingent liability in respect of pending litigations is disclosed in note no. 42. In addition, the Company is subject to legal proceedings and claims, which have arisen in the ordinary course of business. The Company's management does not reasonably expect that the above legal claims and proceedings, when ultimately concluded and decided will have a material and adverse effect on the Company's results of operations or financial statements.

50. CORPORATE SOCIAL RESPONSIBILITY

The Company was not required to spend any amount on Corporate Social Responsibility activities during the current and previous year.

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

52. ADDITIONAL INFORMATION AS PER SCHEDULE III OF THE COMPANIES ACT, 2013.

Name of the entity	Current Year			
	Net Assets i.e Total assets minus total Liabilities		Share in Profit/ Loss	
	As % of consolidated net assets	Amount (₹)	As % of consolidated Profit / Loss	Amount (₹)
1	2	3	4	5
<b>Parent</b>				
HB Estate Developers Limited	100.00	1734071340	100.00	(303018886)
	(100.00)	2058487988	(100.00)	(88879978)
<b>Associates (Investments as per Equity method)</b>				
Parsvnath HB Projects Pvt. Ltd.	(0.00)	-	(0.00)	-
	(0.00)	-	(0.00)	-
<b>Total</b>	<b>100.00</b>	<b>1734071340</b>	<b>100.00</b>	<b>(303018886)</b>
	(100.00)	2058487988	(100.00)	(88879978)

Note: Figures showing in bracket represents to previous year

53. INTEREST IN ASSOCIATE

The Company has only one Associate whose principal activity is to carry on the business of real estate and carrying value of investment is nil.

Summarized financial information of associate is as follow:

Particulars	As at 31st March, 2021	As at 31st March, 2020
<b>Assets</b>		
Non Current Assets	108550	108550
Current Assets	1476091181	1476103364
<b>Liabilities</b>		
Non Current Liabilities	1050923310	1050868310
Current Liabilities	523460797	523468089
Equity	-98184376	-98124485

Summary of statement of Profit and loss of associate is as follow:

Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
Revenue	-	-
Net Loss	(59891)	(1494797)
Other Comprehensive Income	-	-
<b>Total Comprehensive Income</b>	<b>(59891)</b>	<b>(1494797)</b>

54. The Outbreak of COVID-19 pandemic globally and in India has caused significant disturbance and slowdown of economic activity. The tourism and hospitality industry has been severely impacted due to COVID-19 Pandemic and imposition of various restrictions by authorities. The revenue, profitability and liquidity position of the Company have been materially impacted due to sharp cancellations of rooms and banquet bookings in first half of the year

The Company expects the demand for its services to pick up, albeit at a slower pace and recovery in business to be driven by domestic leisure tourism, staycations, domestic business travel and international travel. During the second half of the year, the Company witnessed some signs of recovery in demand.

55. LEASE

Expenses recognised in the statement of profit & loss in respect of lease for current year ₹ Nil (Previous year ₹ Nil /-).

56. NEGATIVE WORKING CAPITAL

As at the year end, the Company's Current Liabilities have exceeded its Current Assets by ₹ 35057571/- (P.Y. ₹ 173367841/-) primarily on account of overdraft facility from bank aggregating ₹ 148402496/- falling due within 12 months following the balance sheet date. Management is confident of its ability to generate cash inflows from operations and also raise long term funds to meet its obligations on due date.

57. Previous year figures have been regrouped/ rearranged, wherever considered necessary to conform to current year's classification.

The accompanying notes form an integral part of the Financial Statements As Per our Report attached on even date

FOR G.C. AGARWAL & ASSOCIATES FOR AND ON BEHALF OF THE BOARD  
 CHARTERED ACCOUNTANTS  
 Firm Registration Number : 017851N

Sd/- G C AGARWAL (PROPRIETOR) Membership No. : 083820  
 Sd/- LALIT BHASIN (DIRECTOR) DIN:00002114  
 PLACE: GURUGRAM  
 DATED: 28TH JUNE, 2021  
 Sd/- ANIL GOYAL (DIRECTOR) DIN:00001938  
 PLACE: GURUGRAM  
 DATED: 28TH JUNE, 2021

Sd/- PRAVEEN GUPTA (CHIEF FINANCIAL OFFICER) PLACE: NEW DELHI DATED: 28TH JUNE, 2021  
 Sd/- RADHIKA KHURANA (COMPANY SECRETARY) ACS M. NO. A32557 PLACE: GURUGRAM DATED: 28TH JUNE, 2021





**Form AOC-1**

Statement containing salient features of the financial statements of subsidiaries/ associate companies/ joint ventures.

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

**Part “A”: Subsidiaries: Not Applicable**

**Part “B”: Associates and Joint Ventures**

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

S. No.	Name of Associate Company	Parsvnath HB Projects Pvt. Ltd
1.	Latest audited Balance Sheet Date	25.06.2021
2.	Shares of Associate/Joint Ventures held by the company on the year end	
	No.	24020
	Amount of Investment in Associates/Joint Venture	₹ 2,40,200/-
	Extend of Holding%	49
3.	Description of how there is significant influence	Shareholding of more than 20%
4.	Reason why the associate/joint venture is not consolidated	N.A.
5.	Net worth attributable to shareholding as per latest audited Balance Sheet	Nil
6.	Profit/Loss for the year	
	Considered in Consolidation	Nil
	Not Considered in Consolidation	N.A.

FOR AND ON BEHALF OF THE BOARD

Sd/-  
LALIT BHASIN  
(DIRECTOR)  
DIN:00002114  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021

Sd/-  
ANIL GOYAL  
(DIRECTOR)  
DIN:00001938  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021

Sd/-  
PRAVEEN GUPTA  
(CHIEF FINANCIAL OFFICER)  
PLACE: NEW DELHI  
DATED: 28TH JUNE, 2021

Sd/-  
RADHIKA KHURANA  
(COMPANY SECRETARY)  
ACS M NO. A32557  
PLACE: GURUGRAM  
DATED: 28TH JUNE, 2021





## **HB ESTATE DEVELOPERS LIMITED**

Plot No. 31, Echelon Institutional Area,  
Sector-32, Gurugram - 122 001, Haryana  
Ph : 0124-4675500, Fax : 0124-4370985  
Email : [corporate@hbestate.com](mailto:corporate@hbestate.com)  
CIN: L99999HR1994PLC034146