

**34<sup>TH</sup>**  
**ANNUAL REPORT**  
**2019 - 2020**

**LORDS ISHWAR HOTELS LIMITED**

**COMPANY INFORMATION**

**Board of Directors**

Mr. Pushpendra Bansal	: Managing Director
Mrs. Sangita Bansal	: Non-Executive Director
Mr. Mehinder Sharma	: Non Executive Director
Mr. Amit Garg	: Non Executive Independent Director
Mr. Virendra Mistry	: Non Executive Independent Director
Mr. Tikam Panchal	: Non Executive Independent Director

**Chief Financial Officer**

Mr. Ajay Pawar

**Company Secretary & Compliance Officer**

Mr. Ranjit Kumar Singh (A24381) (Resigned w.e.f 29/08/2020)

**Statutory Auditors**

K K Haryani & Co, Chartered Accountants,  
(Firm Reg. No. 121950W)  
D/205-206, 2<sup>nd</sup> Floor, R K Casta,  
Opp: Patel Super Market, Station Road,  
Bharuch – 392 001, Gujarat, India

**Bankers**

Bank of Baroda  
HDFC Bank  
IDBI Bank  
State Bank of India

**Registered Office**

Hotel Revival, Near Sayaji Gardens,  
Kala Ghoda Chowk, University Road,  
Baroda, Gujarat, India – 390 002  
**Website:** www.lordsishwar.com  
**CIN:** L55100GJ1985PLC008264

**Registrar & Share Transfer Agent**

Bigshare Services Pvt. Ltd.  
1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis,  
Makwana Road, Marol, Andher (East),  
Mumbai – 400059, Maharashtra, India.  
Tel: 022 – 62638200

**NOTICE**

**NOTICE** is hereby given that the **34<sup>TH</sup> ANNUAL GENERAL MEETING** of **LORDS ISHWAR HOTELS LIMITED** will be held on Wednesday, the 2<sup>nd</sup> day of December, 2020 at 11:00 a.m. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

**ORDINARY BUSINESS:****1. Adoption of Financial Statements:**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2020 together with the Report of the Board of Directors and Auditors thereon.

**2. Appointment of Mr. Mehinder Sharma as a Director liable to retire by rotation:**

To appoint a Director in place of Mr. Mehinder Sharma (DIN: 00036252), who retires by rotation and, being eligible, seeks re-appointment.

**SPECIAL BUSINESS:****3. Appointment of Mr. Pushpendra Bansal (DIN: 00086343) as a Managing Director:**

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and as recommended by Nomination and Remuneration Committee of the Company, the approval of the Company be and is hereby accorded for the appointment of Mr. Pushpendra Bansal (DIN:00086343) , who was appointed as an Additional Director of the Company w.e.f. 7<sup>th</sup> September, 2019 and who holds office upto the date of this Annual General Meeting(AGM) and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act, as amended in the prescribed manner, as Regular Director in the capacity of Managing Director of the Company, liable to retire by rotation, for a period of 3 (three) years with effect from 7<sup>th</sup> September, 2019 upto 6<sup>th</sup> September, 2022 upon terms and conditions without any remuneration or perquisites and allowances as set out in the explanatory Statement annexed to this Notice with the liberty to the Board to alter and vary the said terms and conditions as it deem fit and as may be acceptable to Mr. Pushpendra Bansal.”

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to this resolution or otherwise considered by it in the best interest of the Company.”

**4. Appointment of Mr. Tikam Panchal (DIN: 08620257) as an Independent Director:**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules made thereunder read with Schedule IV to the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and as recommended by Nomination and Remuneration Committee of the Company, Mr. Tikam Panchal (DIN: 08620257), who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company w.e.f 30<sup>th</sup> November, 2019 and who holds office up to the date of this Annual General Meeting (AGM), in terms of Section 161 of the Act and in respect of whom a notice in writing under Section 160 of the Act, as amended has been received in the prescribed manner, be and is hereby appointed as an Non-Executive Independent Director of the Company, not liable to retire by rotation to hold office for 5 (five) consecutive years w.e.f. 30<sup>th</sup> November, 2019 upto 29<sup>th</sup> November, 2024.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is, hereby authorized to do all such acts, deeds and things as may be necessary and expedient to give effect to this resolution.”

**NOTES:**

- (a) In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 read with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020 and General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and MCA Circulars, the AGM of the Company will be held through VC / OAVM.
- (b) The Registrar of Companies, Gujarat, vide its order dated 08<sup>th</sup> September 2020 has given general extension to all the Companies within its jurisdiction for holding Annual General Meeting (AGM) for the financial year ended on 31<sup>st</sup> March, 2020. Accordingly, The Company has availed the extension of the same.
- (c) Since this AGM is being held through VC / OAVM, pursuant to MCA Circulars, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM. Hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
- (d) In compliance with the aforesaid MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12<sup>th</sup> May, 2020, Notice of the AGM along with the Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report will also be available on the Company's website [www.lordsishwar.com](http://www.lordsishwar.com), website of stock exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) on the website of National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- (e) Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- (f) The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 26<sup>th</sup> November, 2020 to Wednesday, 2<sup>nd</sup> December, 2020 (both days inclusive) for the purpose of the AGM of the Company.
- (g) Members are requested to:
- Intimate to the Company's Registrar & Share Transfer Agent (R&TA), “Bigshare Services Pvt. Ltd.”, 1<sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai- 400059, Maharashtra, India or their Depository Participants (“DPs”), for changes, if any, in their registered addresses at an early date;
  - To Quote their Registered Folio Numbers and/or DP Identity and Client Identity number in their correspondence;
  - To register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc from the Company, those who have not registered their e-mail addresses yet.
  - In case of joint holders attending the meeting, only such joint holder who is higher in order of names will be entitled to vote.
  - Members holding shares in single name and in physical form are advised to make nomination in respect of their shareholding in the Company by submitting duly filed Form No. SH-13.
- (h) Members who hold shares in the dematerialized form and want to provide/change/correct the bank account details should send the same immediately to their concerned Depository Participant and not to the Company. Members are also requested to give the MICR Code of their bank to their Depository Participants. The Company will not entertain any direct request from such members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details.
- (i) Members holding shares in physical form are advised to submit particulars of their Bank account, viz. name and address of the branch of the bank, MICR code of the branch, type of account and account number to our Registrar and Share Transfer Agent “Bigshare Services Pvt. Ltd”, 1<sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai – 400059, Maharashtra, India.
- (j) Members who are holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or Company's Registrar and Share Transfer Agent the details of such folios together with the share

certificates for consolidating their holding in one folio. The share certificates will be returned to the members after making requisite changes, thereon. Members are requested to use the share transfer form SH-4 for this purpose.

- (k) 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.

Hence in your interest, it is advised to get physical shares converted into Demat form at the earliest.

- (L) Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be, immediately of:-

- a. The change in the residential status on return to India for permanent settlement.
- b. The particulars of the NRE account with a Bank in India, if not furnished earlier.

Instructions for Members for attending the AGM through VC / OAVM:

- (I) Members will be able to attend the AGM through VC / OAVM provided by NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) by using their remote e-voting login credentials and selecting the EVEN for Company's AGM.
- (ii) 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 this Notice. Further, Members can also use OTP based login for logging into the e-Voting system of NSDL.
- (iii) Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of its Board Resolution / Authority letter etc. authorizing its representative to attend the AGM through VC / OAVM on its behalf. The said Resolution / Authority letter shall be send through its registered Email Id to the Scrutinizer at [csmanshipatel@gmail.com](mailto:csmanshipatel@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- (iv) Facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and will be available for Members on first come first served basis.
- (v) Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered Email Id mentioning their name, DP ID and Client ID / Folio No., PAN, Mobile No. to the Company at [info@lordsishwar.com](mailto:info@lordsishwar.com) from 27<sup>th</sup> November, 2020 to 30<sup>th</sup> November, 2020. Those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
- (m) It is recommended to join the AGM through laptop for better experience. You are requested to use internet with a good speed to avoid any disturbance during the meeting. Members connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio / video loss due to fluctuation in their data network. It is therefore recommended to use stable wi-fi or wired connection to mitigate any kind of aforesaid glitches.
- (n) In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations (including any statutory modification(s) and/or re-enactment(s) for the time being in force), the Company is pleased to provide members facility of casting votes using an electronic voting system ("remote e-voting"), through the e-voting services provided by NSDL on all the resolutions set forth in this Notice.
- (o) The remote e-voting period commences Sunday, 29<sup>th</sup> November, 2020 (9:00 am) and ends on Tuesday, 01<sup>st</sup> December, 2020 (5:00 pm). During this period, members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date of Wednesday, 25<sup>th</sup> November, 2020, may cast their vote by remote e-voting. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (l) The Board of Directors has appointed Mr. Manish R. Patel, Company Secretary in practice (Certificate of Practice No. 9360) as the Scrutinizer, for scrutinizing the voting & remote e-voting process in a fair & transparent manner.
- (ii) The process and manner for remote e-voting consists of following "Two Steps" as given below:

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

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

**Details on Step 1 are mentioned below:**

**Log-in to NSDL e-Voting System :**

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 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password 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 :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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***

**\* User Id and Password are provided in the Attendance Slip.**

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'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .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'.
- (ii) If your email ID is not registered, your 'initial password' is given on the Attendance Slip with this Annual Report.
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
- 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).
  - [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - 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.
  - 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.

**Details on Step 2 are given below:**

**Cast your vote electronically on NSDL e-Voting system**

- After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
- After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
- Select “EVEN” of **Lords Ishwar Hotels Limited** to cast your vote.
- Now you are ready for e-Voting as the Voting page opens.
- 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.
- Upon confirmation, the message “Vote cast successfully” will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General instructions to shareholders:**

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csmanshipatel@gmail.com](mailto:csmanshipatel@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- 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.



- (c) In case of any queries, 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.: 1800-222-990 or send a request by email at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- (d) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of Ballot Paper/Polling Paper for all those members who are present at the AGM except those who have cast their votes by availing the remote e-voting facility.
- (e) The Scrutinizer shall, immediately after the conclusion of voting at the AGM will count the votes cast at the meeting & after unlocking the votes in presence of at least two (2) witnesses not in the employment of the Company, make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the meeting or a person authorized by him in writing, who shall countersign the same. The Chairman or a person authorized by him shall declare the result of the voting forthwith within forty eight hours of the conclusion of the AGM.
- (f) The Results declared along with the consolidated Scrutinizer's report shall be placed on the Company's website [www.lordsishwar.com](http://www.lordsishwar.com) and will be forwarded to the NSDL & BSE Ltd for its placing on their websites. The Results shall also be displayed on the Notice Board at the Registered Office of the Company for at least three days.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****ITEM NO. 3:**

On the recommendation of the Nomination and Remuneration Committee of the Company, the Board of Directors of the Company in its meeting held on 6<sup>th</sup> September, 2019 has, subject to the approval of members, appointed Mr. Pushpendra R. Bansal (DIN: 00086343) as an Additional Director / Managing Director of the Company for a period of Three (3) years commencing from 7<sup>th</sup> September, 2019.

No Salary, perquisites and Allowances, Remuneration based on net profits or reimbursement of expenses shall be paid to Mr. Pushpendra R. Bansal. The General terms of the appointment are as under:

- (i) The Managing Director will perform his duties as such with regard to all work of the Company and he will manage to attend such business and carry out the orders and direction given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may be given.
- (ii) The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in section 166 of the Act with regard to duties of directors.
- (iii) The Managing Director shall adhere to the Company's Code of Business Conduct and ethics for Directors and Key Managerial Personnel.
- (iv) Mr. Pushpendra R. Bansal satisfies all the conditions set out under Section 196 and Schedule V of the Act. He is not disqualified from being appointed as Director in terms of Section 164 of The Act.

The above briefs may be treated as a written memorandum setting out the terms of appointment of Mr. Pushpendra R. Bansal as Managing Director of the Company.

Relevant documents relating to his appointment as Managing Director of the Company shall be available for inspection at the Registered Office of the Company during the business hours except on holidays, up to and including the date of the AGM.

In terms of Secretarial Standard-2 on General Meetings, his details are annexed herewith.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for your approval.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Mr. Pushpendra R. Bansal and Mrs. Sangita Bansal are considered to be interested or concerned in the above resolution.

**ITEM NO. 4:**

On recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company,



signifying intention to propose Mr. Tikam Panchal as a candidate for the office of an Independent Director of the Company to hold office for five consecutive years for a period from 30<sup>th</sup> November, 2019 to 29<sup>th</sup> November, 2024 and shall not retire by rotation.

Mr. Tikam Panchal is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director.

As per the Section 149 of the Act, an Independent Director can hold office for a term up to 5 (five) consecutive years on the Board of Company and he shall not be included in the total number of Directors for retirement by rotation.

The Company has also received a declaration from Mr. Tikam Panchal that he meets with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1) (b) and Regulation 25 of the Listing Regulations. Mr. Tikam Panchal possesses appropriate skills, experience and knowledge; inter alia, in Hospitality Business.

In the opinion of the Board, Mr. Tikam Panchal fulfils the conditions for his appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mr. Tikam Panchal is an independent of the management.

Copy of the draft letter for appointment of Mr. Tikam Panchal as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company during the business hours (10 am to 5 pm) on any working day and also available at the venue of AGM.

Accordingly, your Directors recommend the Ordinary Resolution mentioned in item no. 4 for approval of the shareholders.

He is not holding any equity shares of the Company and he is not related to any Director of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Mr. Tikam Panchal is considered to be interested or concerned in the above resolution.

Place: Mumbai  
Date : 5<sup>th</sup> November, 2020

By Order of the Board of Directors  
**LORDS ISHWAR HOTELS LIMITED**

**Registered Office:**  
Hotel Revival, Near Sayaji Gardens,  
Kala Ghoda Chowk, University Road,  
Baroda, Gujarat – 390 002  
CIN: L55100GJ1985PLC008264

**PUSHPENDRA BANSAL**  
Managing Director  
DIN. 00086343

## Lords Ishwar Hotels Limited

### Details of Directors seeking appointment/re-appointment at the forthcoming AGM of the Company

[Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

Name of Director	Mr. Mehinder Sharma	Mr. Pushpendra Bansal	Mr. Tikam Panchal
DIN	00036252	00086343	08620257
Designation	Director	Additional Director/MD	Additional Director
Date of Birth (Age)	04/02/1959 (61 years)	15/09/1960 (60 years)	16/07/1980 (40 years)
Date of appointment	24/09/2007	07/09/2019	30/11/2019
Terms and conditions of appointment/re-appointment	Director liable to retire by rotation	Appointment as a Managing Director	Appointment as Independent Director
Qualification:	MBA	Civil Engineer	Diploma in Hospitality
Expertise in specific functional area	Construction and Industrial Projects	Construction and Hospitality Business	Hospitality Industry
Shareholding in Company	Nil	97000 Equity Shares	Nil
Remuneration last drawn	Nil	Nil	Nil
Directorship in other Companies as on 31.03.2020	<ol style="list-style-type: none"> <li>1. ANS Industries Ltd</li> <li>2. Agile Developers Pvt. Ltd.</li> <li>3. Shambunath Properties Pvt. Ltd.</li> <li>4. M Tech Developers Pvt. Ltd.</li> <li>5. Ans Constructions Pvt. Ltd.</li> <li>6. Ans Infrastructure Pvt. Ltd.</li> <li>7. Ans Autozone Pvt. Ltd.</li> <li>8. Mountain Hotel and Resorts Chail Pvt. Ltd.</li> <li>9. Sharma Farms Pvt. Ltd.</li> <li>10. Banke Bihari Properties Pvt. Ltd.</li> <li>11. Om Namah Shivay Estates Pvt. Ltd.</li> <li>12. M - Tech Township and Projects Pvt. Ltd.</li> <li>13. Omkareshwar Developers Pvt. Ltd.</li> <li>14. Connoisseur Developers Pvt. Ltd.</li> <li>15. Amruth Biological And Clinical Service Pvt. Ltd.</li> </ol>	<ol style="list-style-type: none"> <li>1. H S India Ltd.</li> <li>2. Kesar Motels Pvt. Ltd.</li> <li>3. SSSP Consultant and Techno Services Pvt. Ltd.</li> <li>4. Lords Institute of Management Pvt. Ltd.</li> <li>5. Lords Sai Ma Hotels Pvt. Ltd.</li> <li>6. Vrajkamman Sai Hospitality Pvt. Ltd.</li> <li>7. Sahyaadri Health Tourism Pvt. Ltd.</li> <li>8. P. R. Bansal Salt Industries Pvt. Ltd.</li> </ol>	Nil
Membership of Committee in other Public Limited Company as on 31.03.2020	Nil	Nil	Nil
No. of Board Meetings attended during the financial year 2019-20	Five (5)	Three (3)	One (1)
Relationships between directors inter-se	None	Mr. Pushpendra Bansal is a relative of Mrs. Sangita Bansal	None

# **DIRECTORS' REPORT**

To,  
The Members,

Your Directors have pleasure in presenting the 34<sup>th</sup> Annual Report of your Company together with the Audited Financial Statements and Auditors' Report for the year ended 31<sup>st</sup> March, 2020.

## **FINANCIAL HIGHLIGHTS :**

(In ₹)

Particulars	2019-2020	2018-2019
Total Revenue	75,439,605	86,463,833
Net Profit Before Tax	2,216,798	2,511,256
Less: Current Tax	350,000	500,000
Deferred Tax	114,984	(266,134)
Net Profit/(Loss) after Tax	1,751,814	2,277,390

## **OPERATIONS:**

The total revenue of your company for the current year decreased to Rs. 75,439,605/- as against of Rs. 86,463,833/- in the previous year. A net Profit after tax of Rs. 1,751,814/- for the financial year 2019-20 has been accounted as against of net Profit after tax of Rs. 2,277,390/- in the financial year 2018-19. Due to COVID-19 pandemic, the business was impacted from February, 2020 as the company could see lot of cancellations.

## **DIVIDEND:**

In view of the carried forward losses, yours Directors regret their inability to recommend any Dividend for the year under review.

## **TRANSFER TO RESERVES:**

During the year under review, no amount is proposed to transfer to any reserves.

## **PUBLIC DEPOSITS:**

During the year, your Company has not invited or accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

## **SIGNIFICANT AND MATERIAL ORDERS, IF ANY:**

No significant and material orders were passed by the Regulators or courts or Tribunal impacting the going concern status and Company's operation in future.

## **MATERIAL CHANGES AND COMMITMENTS:**

The impact of Covid-19 on the Company's financial statements has been given in the Note 44 of the Notes to financial statements for the year ended March 31<sup>st</sup>, 2020 and for the period from the end of financial year to which the financial statements relate and the date of this report. The Company's response to the situation arising from this pandemic has been explained in the Management Discussion and Analysis, which forms part of the Annual Report.

## **SHARE CAPITAL:**

During the year under review, the Company has not issued any securities.

## **CHANGE IN THE NATURE OF BUSINESS:**

There is no change in the nature of business of the Company.

## **BOARD MEETINGS:**

During the financial year under review, Six (6) Board Meetings were duly held. The detail information of meetings is being

furnished under “Corporate Governance Report” forming part of this Annual Report. The maximum interval between any two consecutive meetings did not exceed 120 days as prescribed under the Companies Act, 2013.

**COMMITTEE MEETINGS:**

The Board has duly constituted the Audit Committee and other Committees which are mandatory for your Company. The details are being furnished under “Corporate Governance Report” forming part of this Annual Report.

**DECLARATION BY INDEPENDENT DIRECTORS:**

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013 that he meets the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS:**

As required under Schedule IV of Companies Act, 2013 and Regulation 25(7) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company regularly familiarizes its Independent Directors with their roles, rights, responsibilities, any new happening in the hotel business, amendments to the applicable laws etc. The detail of familiarization program is posted on the Company's website [www.lordsishwar.com](http://www.lordsishwar.com).

**POSTAL BALLOT:**

During the financial year under review, no Resolution was passed through Postal Ballot.

**DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMPs):**

As on 31<sup>st</sup> March, 2020, your Company had Six (6) Directors, which include One (1) Executive Director, One (1) Non-Executive Director, One (1) Non-Executive Woman Director and Three (3) Independent Directors.

Mr. Mehinder Sharma, Director (DIN-00036252) of the Company is liable to retire by rotation at the forthcoming Annual General Meeting (AGM) and being eligible, offers himself for re-appointment.

Mrs. Sangita Bansal, who retires by rotation and being eligible, was re-appointed as Director in 33<sup>rd</sup> AGM of the Company held on 6<sup>th</sup> September, 2019. During the year 2019-20, Mrs. Sangita Bansal has resigned from the position of Managing Director of the Company and changed her designation from Managing Director to Director w.e.f 7<sup>th</sup> September, 2019.

Mr. Pushpendra Bansal (DIN-00086343) was appointed as an Additional Director/Managing Director w.e.f. 31<sup>st</sup> May, 2019 in the Board Meeting held on 6<sup>th</sup> September, 2019 subject to the approval of the members in the ensuing AGM.

Mr. Manish Shah has resigned from Independent Directorship of the Company w.e.f 4<sup>th</sup> November, 2019 as he has engaged in various assignments of business works.

The Nomination and Remuneration Committee and the Board at their meetings held on 27<sup>th</sup> July, 2019 and 30<sup>th</sup> November, 2019 that the following Non-executive Independent Directors, are highly renowned professionals drawn from diverse fields, who bring with them a wide range of skills and experience to the Board, which enhances the quality of the Board's functioning and its decision making process. The Company and the Board have immensely benefitted from their vast experience, knowledge and strategic insights on various matters relating to Company's business. Considering the enormous contributions of the Directors to the functioning and performance of the Company, the Board was of the unanimous view that it will be in the best interest of the Company to appoint them as Non-executive Independent Directors for a term of 5 (five) years.

Mr. Amit Nandkishore Garg (DIN-00837267) was re-appointed as an Independent Director of the Company for a further period of 5 years in 33<sup>rd</sup> AGM held on 06.09.2019 w.e.f. 8th September, 2019 upto the date of 7th September, 2024 and shall not retire by rotation.

Mr. Tikam Panchal (DIN-08620257) was appointed as an additional director (in the capacity of independent director) of the Company w.e.f. 30<sup>th</sup> November, 2019 and 2019 and holds office upto the date of this ensuing AGM. He is proposed to be appointed as an Independent Director of the Company for a period of 5 years w.e.f. the date of his appointment as an additional director i.e. 30<sup>th</sup> November, 2019 upto the date of 29<sup>th</sup> November, 2024 and shall not retire by rotation.

After the end of financial year, Mr. Ranjit Kumar Singh, Company Secretary & Compliance Officer of the Company was resigned w. e. f. 29<sup>th</sup> August, 2020.

As on 31<sup>st</sup> March, 2020, Mr. Pushpendra Bansal is Managing Director of the Company, Mr. Ajay Pawar is Chief Financial Officer and Mr. Ranjit Kumar Singh is Company Secretary of the Company and thus the Company has all KMPs as per the provisions of Section 203 of Companies Act, 2013.

Particulars as per Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 of the General Meeting are enclosed as an Annexure with the notice of AGM.

**REMUNERATION POLICY:**

As required under Regulation 19 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 & Section 134(3)(e), a policy on Director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub section (3) of Section 178 has been disclosed in the Corporate Governance Report.

**BOARD EVALUATION:**

Evaluation of all Board members is done annually. The evaluation is done by the Board, Nomination & Remuneration Committee and Independent Directors with specific focus on the performance and effective functioning of the Board and individual Directors.

Criteria for evaluation of Board as a whole includes frequency, length, transparency, flow of information, administration and disclosure of Board meeting held.

Individual Director can be evaluated on the basis of their ability to contribute good governance practices, to address top management issues, long term strategic planning, individually time spent, attendance & membership in other committees, core competencies and obligation & fiduciary responsibilities etc.

**BOARD DIVERSITY POLICY:**

A diverse Board enables efficient functioning through differences in perspective and skill, and also fosters differentiated thought process at the back of varied industrial and management expertise, gender and knowledge. The board recognizes the importance of diverse composition and has adopted a Board Diversity Policy which sets out the approach to diversity. The Board Diversity Policy is available on our website [www.lordsishwar.com](http://www.lordsishwar.com).

**DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to the provisions of Section 134 (3) (c) of the Companies Act, 2013, your Board of Directors hereby confirms that:

- (i) in the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2020, the applicable accounting standards have been followed and there are no material departures;
- (ii) appropriate accounting policies selected and applied are consistent and the judgments and estimates made 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 31<sup>st</sup> March, 2020 and of the profit of the Company for that period;
- (iii) proper and sufficient care has been taken 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;
- (iv) the accounts for the financial year ended 31<sup>st</sup> March, 2020 have been prepared on a 'going concern' basis;
- (v) the company has an internal financial Control System commensurate with the size, scale and complexity of its operations and that such internal financial controls are adequate and operating effectively; and
- (vi) we had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**PARTICULARS OF LOAN, GUARANTEE OR INVESTMENTS:**

During the Year 2019-20, no Loan, Guarantee or Investment covered under Section 186 of the Companies Act, 2013 had been made by the Company. However details of Investments are provided in Note No. 3 of the Financial Statement.

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTY:**

All transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. The Audit Committee granted omnibus approval for the transactions (which are repetitive in nature) and the same was reviewed by Audit Committee and Board of Directors.

In line with the requirements of the Companies Act, 2013 read with Regulation 23 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, your Company has adopted a Related Party Transactions Policy which is placed on its website [www.lordsishwar.com](http://www.lordsishwar.com).

During the year, your Company has entered into material related party transactions and the disclosure of related party transactions as required under Section 134(3) (h) of the Companies Act, 2013 in Form AOC-2 is annexed as **Annexure-1**.

Suitable disclosure as required under Ind-AS-24 has been made in Notes to the Financial Statement.

**SUBSIDIARY/JOINT VENTURE/ASSOCIATE COMPANY:**

No Company has become or ceased to be its Subsidiary, Joint Ventures or Associate Company during the year 2019-20 hence no disclosure of financial information of subsidiary/joint venture or Associate Company is applicable to your Company.

**SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

Your Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013.

In terms of Schedule V read with Regulation 34(3) of SEBI (LODR) Regulation, 2015, disclosures relating to Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013 are given as below:

Sr. No.	Particulars	No. of complaints
1	Number of complaints filed during the financial year 2019-20	NIL
2	Number of complaints disposed off during the financial year 2019-20	NIL
3	Number of complaints pending as on 31.03.2020	NIL

**REPORT ON CONSERVATION OF ENERGY, ABSORPTION OF TECHNOLOGY AND FOREIGN EXCHANGE EARNING AND OUTGO:**

In accordance with the requirement of section 134(3) (m) of the Companies act, 2013 read with Rule 8(3) of Companies (Accounts) Rules, 2014, your Directors furnish hereunder the additional information as required:

**A. Conservation of Energy:**

Your Company has made all possible efforts to closely monitor power consumption on daily basis so as to reduce wastage. The Company is also trying to find ways and means to reduce power consumption and thus reduce the overall energy cost.

Your Company is using PNG (Pipelines Natural Gas) in the Kitchen and other operational areas. Your Company is also using power savers in electric panels and in Guest Rooms with LED fittings. Your Company is also using DG set for utilizing alternate sources of energy. During the year, your company does not have any capital investment on energy conservation equipment.

**B. Technology Absorption:**

The Company continues to absorb and upgrade modern technology and advanced technique in various guest contact areas like

Wi-Fi internet connectivity in your hotel. However your Company has not obtained any specific technology from outside India which needs to be absorbed. Your Company has not undertaken any research & development activity.

**C. Foreign Exchange Earning and Outgo:**

The information relating to the foreign exchange earnings and outgo are given in the Notes to the financial statements for the year ended 31<sup>st</sup> March, 2020.

**RISK MANAGEMENT POLICY:**

Although not mandatory, the Company has developed and adopted a Risk Management Policy as a measure of good governance. The details of its Committee are set out in the Corporate Governance Report.

The Policy identifies all perceived risks which might impact the operations of the Company. Risks are assessed department wise such as financial risks, accounting risks etc. The Company is taking appropriate measures to achieve proper balance between risk & reward.

**CORPORATE SOCIAL RESPONSIBILITY:**

Provisions relating to Corporate Social Responsibility under Section 135 of the Companies Act, 2013 are not applicable to our Company.

**VIGIL MECHANISM / WHISTLE BLOWER POLICY:**

In terms of Regulation 22 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meeting of Board and its Powers) Rules, 2014, the Company has adopted a vigil mechanism for its directors & employees to report their genuine concerns/grievances. The mechanism also provides for adequate safeguards against victimization of person who use such mechanism and makes provisions for direct access to the Audit Committee chairman. The details of the mechanism are posted on the Company's website [www.lordsishwar.com](http://www.lordsishwar.com).

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

The Management Discussion and Analysis Report as required under Regulation 34 (2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is provided as **Annexure-2** herewith forming part of this Annual Report.

**MAINTENANCE OF COST RECORDS:**

Your Company is not required to maintain Cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013.

**DISCLOSURE ON COMPLIANCE WITH SECRETARIAL STANDARDS:**

Your directors confirm that the Secretarial Standards issued by the Institute of Company Secretaries of India, have been complied with.

**CORPORATE GOVERNANCE:**

In terms of Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, a Corporate Governance Report is annexed as **Annexure-3**, forming an integral part of this Report.

**PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURE:**

The table containing the names and other particulars of ratio of Directors' Remuneration to Median Employee's Remuneration in accordance with the provisions of Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as **Annexure-4**.

No employee comes under the specified remuneration limit mentioned under Section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.



**EXTRACT OF ANNUAL RETURN:**

As per amended Section 92(3) of the Companies Act, 2013, an extract of the Annual Return in Form MGT-9 of the Companies (Management and Administration) Rules, 2014 is placed on the website of the Company [www.lordsishwar.com](http://www.lordsishwar.com). The same is also annexed as **Annexure-5** forming part of this Report.

**LISTING ON STOCK EXCHANGE:**

The Company's shares are listed with the BSE Limited and the Company has paid the necessary Listing Fees and Custody Fees for the Financial Year 2019-20.

**STATUTORY AUDITORS:**

M/s. K. K. Haryani & Co, Chartered Accountants (Firm Reg. No-121950W), Bharuch, was appointed as Statutory Auditors in 31<sup>st</sup> AGM of the Company for a period of Five (5) years up to the conclusion of the 36<sup>th</sup> AGM of the Company.

The Auditors in their report have referred to the notes forming part of the accounts. The said notes are self explanatory and do not contain any qualification, reservation or adverse remark or disclaimer. Also, no offence of fraud was reported by the Auditors of the Company under Section 143 (12) of the Act.

**SECRETARIAL AUDITOR:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rules thereon, your Company has appointed Mr. Manish R. Patel, Practicing Company Secretary (COP No. 9360), to conduct the Secretarial Audit of the Company for the financial year 2019-20. Such Report in the prescribed Form MR-3 is annexed as **Annexure-6** hereto and forms a part of this report. The Report does not contain any qualification, reservation or adverse remarks.

**CERTIFICATE FROM PRACTISING COMPANY SECRETARIES:**

The Company has received a certificate from Mr. Manish R. Patel, Practising Company Secretaries confirming 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 Securities and Exchange Board of India/Ministry of Corporate Affairs/Reserve Bank of India or any such statutory authority. The same is annexed as **Annexure-7** forming part of this Report.

**ANNUAL SECRETARIAL COMPLIANCE REPORT:**

Pursuant to the SEBI Circular No- CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019, your Company has submitted the Secretarial Compliance Report of the Company for the financial year ended on 31<sup>st</sup> March, 2020 issued by Mr. Manish R. Patel, Practicing Company Secretary, Surat with BSE Limited within the prescribed time period.

**INTERNAL AUDITORS:**

M/s J. Bhavsar & Co., Chartered Accountants, Internal Auditors of the Company has conducted periodic audit of all operations of the Company. The Audit Committee of the Board of Directors has reviewed the findings of Internal Auditors regularly.

**INTERNAL FINANCIAL CONTROL SYSTEMS & THEIR ADEQUACY:**

The Company has an internal financial control system, commensurate with the size, scale and complexity of its operation to ensure proper recording of financial and operational information & compliance of various internal controls & other regulatory and statutory compliance. The scope and authority of the internal audit function is well defined in the organization. To maintain its objectivity & independence, internal audit function is laid before the Audit Committee of the Board. Based on the report of the internal audit & Audit committee observation, corrective actions are undertaken by the respective departments and thereby strengthen the controls.

During the year under review, no material or serious observation has been received from Internal Auditors of the Company for inefficiency or inadequacy of such controls.

**INDUSTRIAL RELATIONS:**

During the period, the relations with all employees of the Company were cordial and a congenial atmosphere prevailed. Your Directors place on record their appreciation for the devoted services rendered by the employees of the Company.

**ACKNOWLEDGEMENTS:**

Your Directors wish to place on record their sincere thanks to the valued guests, suppliers and the Financial Institution for their support, co-operation and guidance.

Your Directors take the opportunity to express their sincere thanks to all the investors, shareholders and stakeholders for their continued confidence in the company.

Your Directors also wish to place on record their deep sense of appreciation for the commitment displayed by all executives, officers and staff, contributing in Management & delivering a sound performance.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Place: Mumbai  
Date: 5<sup>th</sup> November, 2020

**Registered Office:**

Hotel Revival, Near Sayaji Gardens,  
Kala Ghoda Chowk, University Road,  
Baroda, Gujarat – 390 002  
CIN: L55100GJ1985PLC0082

**PUSHPENDRA BANSAL**  
Managing Director  
DIN: 00086343

**AMIT GARG**  
Director  
DIN: 00537267

**Lords Ishwar Hotels Limited****Annexure – 1****Form No. AOC-2**

[Pursuant to the Clause (h) of Sub-Section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]

Form for disclosure of particulars of contract/arrangements entered into by the Company with related parties referred to in Sub-Section (1) of Section 188 of the Companies Act, 2013 including certain arms length transactions thereto.

**1. Details of contracts or arrangements or transactions not at arm's length basis:**

There were no contracts or arrangements or transactions entered into during the year ended 31<sup>st</sup> March, 2020, which were not arm's length basis.

**2. Details of material contracts or arrangements or transactions at arm's length :**

Sr. No.	Name of Related Party and Nature of Relationship	Nature of Contract/ arrangements / transactions	Duration of contracts / arrangements / transactions	Salient terms of the Contracts or arrangements or transactions including the value, if any:	Date of approval by the Board of Directors	Amount paid as advances, if any.
1.	Sai Ram Krupa Hotels Private Limited being a Group Company.	Sale of Foreign Liquors as per Related Party Transaction policy of the Company.	From financial year 2017-18 and onwards.	In the ordinary course of business and at arm's length basis. Shareholders' approval was obtained for transactions value of Rs. Four Crore in a financial year.	10/04/2017	Nil
2.	H S India Limited being a Group Company.	Sale of Foreign Liquors as per Related Party Transaction policy of the Company.	From financial year 2017-18 and onwards.	In the ordinary course of business and at arm's length basis. Shareholders' approval was obtained for transactions value of Rs. One Crore and Ninety Lakh in a financial year.	10/04/2017	Nil

**Note:** Appropriate approval has been taken from Audit Committee and Board of Directors of the Company. The Company has also taken shareholders approval in the financial year 2017-18 for above material related party transactions. Details of all related part transactions have been disclosed in Notes to the Financial Statements for the year ended on 31<sup>st</sup> March, 2020.

For and on behalf of the Board of Directors

Place: Mumbai  
Date: 5<sup>th</sup> November, 2020

**Registered Office:**  
Hotel Revival, Near Sayaji Gardens,  
Kala Ghoda Chowk, University Road,  
Baroda, Gujarat – 390 002  
CIN: L55100GJ1985PLC008264

**PUSHPENDRA BANSAL**  
Managing Director  
DIN: 00086343

**AMIT GARG**  
Director  
DIN: 00537267

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT****Annexure - 2****BUSINESS ENVIRONMENT, INDUSTRY STRUCTURE AND DEVELOPMENTS:**

The Indian tourism market is one of the major sectors contributing to GDP of the country and is driven by steady economic growth. The Travel and Tourism industry's total contribution to the country's GDP in 2019 equated to 6.8% which was declined in respect of 9.2% in the previous year.

It is a sun rise industry, an employment generator about 8% of employment, a significant source of foreign exchange for the country. During year 2019, there were 11 million Foreign Tourist Arrivals (FTAs) to country, a growth of 3.2% over 2018. In the latest report on the Tourism and Hospitality industries, *the India Brand Equity Foundation* projects that number of FTAs in India will cross 30 million by 2028 although Domestic Hospitality sector will gain importance continuously.

India's ranking in the Travel and Tourism competitiveness Index of the world Economic Forum has moved from 65 in 2013 to 34 in 2019.

**OPPORTUNITIES, THREATS, RISKS AND CONCERNS:**

India's size and massive natural, geographic, cultural and artistic diversity offers enormous opportunities for the travel and tourism industry. The promotion and aggressive marketing measures undertaken by the government is expected to aid influx of tourists. The industry would also benefit from introduction of new forms of tourism and development of niche segments.

Your Company is in well position to take advantage of the following situations:

- Healthy economy having positive support of Tourism Sector.
- Well framed State & Central Government policies to attract tourists.
- Proximity to Airport, Railway & Bus station.
- Healthy Competition in the city.
- Extending the product portfolio by offering various types of facilities.
- Demand between the national and the inbound tourists can be easily managed due to difference in the period of holidays.

There are many regional, domestic and international factors which reduce tourist traffic and the business of the hotels. Lack of training man power is also a threat for the hotel industry. The impact of COVID-19 on the hospitality sector is likely to constrain supply in the near term, which is expected to trigger growth in occupancy levels and rates once consumer and business confidence returns post this crisis. India's tourism sector was, not long ago, projected to reach US\$95.3 billion by 2028. Given the current circumstances, it may however be early to assess the possible impact of COVID-19 on future capital investments in the sector and whether the projects that are under planning or in the initial stages of development will still be developed.

The Government of India has introduced several bond pro-corporate initiatives in the past year, including passing of the Insolvency and Bankruptcy Code (Second Amendment) Bill, rationalization of GST rates and reduction of corporate tax rates. Measures have also been taken to improve the Ease of Doing Business index. Reduction of GST on hotel rooms with tariffs of Rs. 1,001 to Rs. 7,500 per night to 12% and those above Rs. 7,501 to 18% was another step in the right direction. Likewise, easing of credit, especially for the stressed real estate and NBFC sectors helped boosting investment and consumption.

Much like the rest of the world, the Indian economy has been deeply affected by the impact of the COVID-19 pandemic with its far reaching consequences on economic and social life.

**SEGMENT WISE PERFORMANCE:**

During the period under review, the Company is engaged in only one segment of Hotel Business hence segment wise performance is not applicable.

**OUTLOOK:**

The process of lifting the lockdown in various states has since started in phases, effective 1st June 2020, guided by the decision of individual states, although during a major part of this lockdown period, hotel and flight operations were mandated to remain non-operational across India. We expect domestic travel to gradually pick up as the lockdown in various cities in India is lifted. Further, once border restrictions are lifted, we expect international travel to also progressively resume.

The IMF has projected India's economy to contract by 4.5% in 2020 followed by a 6.5% GDP growth for India in 2021-22, implying that a recovery of business sentiment and resultant economic growth recovery may be on the cards once a vaccine

and/or treatment is in sight.

The overall occupancy in the branded hotels segment in 2020 is estimated to decline by 16.7 – 20.5 percentage points over 2019, while ADRs are estimated to decline by 7% to 8% for the year. As a result, RevPAR will witness a significant decline of 31% to 36.2%.

The hospitality industry is evolving with the advent of new technology and concepts. While technology plays a significant role as a differentiator in the industry, sustainable practices are growing fast to become a major determinant of success for tourism businesses.

#### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has standard operating procedures (SOP's). It has in place adequate reporting systems in respect of financial performance, operational efficiencies and reporting with respect to compliance of various statutory and regulatory matters. The internal auditors of the Company had regularly conducted exhaustive internal audits pertaining to all operational areas and their reports were placed before the Audit Committee for its review and recommendations.

#### **FINANCIAL AND OPERATIONAL PERFORMANCE:**

The total Revenue during the year under review was Rs. 754.40 Lac as against Rs. 864.64 Lac during the previous Financial Year.

Your Company has registered Net Profit after Tax of Rs. 17.52 Lac as against Net Profit after Tax of Rs. 22.77 Lac during previous Financial Year.

#### **HUMAN RESOURCES & ITS DEVELOPMENTS:**

Smooth Industrial Relations and effective Human Resource Management are the key factors contributing towards success in the industry. As our company is part of the hospitality industry the importance of efficient and motivated human resources helps in achieving complete customer satisfaction, which in turn has direct impact on the brand image and turnover of the company.

The Company enjoys harmonious relationship with its employees. The company recognizes the importance of human values and ensures that proper encouragement both moral and financial is extended to employees to motivate them. The senior management team consists of experienced professionals with diverse skills. The manpower employed in your Company, as on 31st March, 2020, was 50 employees.

#### **DETAIL OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS:**

- (I) The company has started bulk sale of liquor in 2018-19 which led to higher outstanding on month end, as the opening outstanding of 2018-19 was lower in absence of bulk liquor sale the Debtors Turnover was high in 2018-19 due to base effect, however in 2019-20 average outstanding is high so Debtors Turnover is low.
- (ii) Due to COVID-2019 economical activity of the unit was very low in the last quarter of the financial year causing reduction both Current Assets (CA) and Current Liabilities (CL) in equal amount i.e. in 103:100 proportion and the ratio tilted towards CA due to base effect.
- (iii) On account of lockdown and travel restrictions imposed by the Government of India as well other countries to avoid spread of COVID-2019 pandemic, the revenue of the company contracted sharply in last quarter of the year, which otherwise is a peak season for the company. The outbreak was so sudden that company was not able bring its expense down in line with the revenue, this brings the Net profit of the company down by 12% adding this higher provision on account of Deferred Tax Liability lowered Return on Net Worth by 26.65%.

#### **DISCLOSURE OF ACCOUNTING TREATMENT:**

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

#### **CAUTIONARY STATEMENT:**

The Statements in the 'Management Discussion and Analysis Report' with regard to projections, estimates and expectations have been made in good faith. The achievement of results is subject to risks, uncertainties and even less than accurate assumptions. Market data and information are gathered from various published and unpublished reports; their accuracy, reliability and completeness cannot be assured.

**CORPORATE GOVERNANCE REPORT**

[Pursuant to Part-C of the Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

**1. COMPANY'S PHILOSOPHY:**

Your Company strongly believes in adopting and adhering to good Corporate Governance practices. Company's philosophy of Corporate Governance is to ensure that:

- (i) the Board and top management of the Company are fully appraised of the affairs of the Company that is aimed at assisting them in the efficient conduct of the Company so as to meet Company's obligation to the shareholders;
- (ii) the Board exercises its fiduciary responsibilities towards shareholders and creditors so as to ensure high accountability;
- (iii) all disclosure of information to present and potential investors are maximized;
- (iv) the decision making process in the organization is transparent and are backed by documentary evidence.

The Company has complied with mandatory requirements of the Corporate Governance provisions as specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**2. BOARD OF DIRECTORS:**

The Board of Directors consist of 6 (Six) Directors, out of which 1 (One) is an Executive Promoter Director, 2 (Two) are Non-Executive Promoter Directors including 1 (One) Woman Director and 3 (Three) are Non-Executive Independent Directors. The half of the Board is Non- Executive Independent Directors.

**Board Meetings held during the year:**

6 (six) Board Meetings were held during the financial year 2019-20. Requisite Quorum was present throughout all the above Board meeting of the Company. The Maximum Gap between two Consecutive Board meetings does not exceed 120 days. The dates, on which the said meetings were held, are as follows:

1	30 <sup>th</sup> May, 2019	2	27 <sup>th</sup> July, 2019
3	6 <sup>th</sup> September, 2019	4	13 <sup>th</sup> November, 2019
5	29 <sup>th</sup> November, 2019	6	12 <sup>th</sup> February, 2020

Details of composition and category of Directors, attendance at the Board meetings, Last Annual General Meeting (AGM) and Shareholding of each Director are as follows:

Name	Designation	Category	Attendance		No. of Equity Shares Held as on 31.03.2020
			Board Meeting	Last AGM*	
Mr. Pushpendra Bansal**	Managing Director	Executive Promoter	3	N.A.	97,000
Mrs. Sangita Bansal#	Director	Non Executive Promoter	6	Yes	1,250,650
Mr. Mehinder Sharma	Director	Non Executive Promoter	5	No	Nil
Mr. Amit Garg\$	Director	NED(I)	6	Yes	Nil
Mr. Virendra Mistry	Director	NED(I)	6	Yes	1,500
Mr. Manish Shah^	Director	NED(I)	2	No	Nil
Mr. Tikam Panchal@	Additional Director	NED(I)	1	N.A.	Nil

**NED(I)** – Non Executive Director (Independent)

\*\* Appointed as Additional Director/ Managing Director w.e.f 07/09/2019.

# Designation changed from Managing Director to Director w.e.f 07/09/2019.

\$ Re-appointed as an Independent Director for a further period of five years w.e.f 08/09/2019.

^ Resigned from Directorship w.e.f 04/11/2019.

@ Appointed as an Additional Director -NED (I) w.e.f 30/11/2019.

\* The last AGM of the Company was held on Friday, the 6<sup>th</sup> September, 2019.

## Lords Ishwar Hotels Limited

### Name of other listed entities where directors of the Company are Directors and the category of Directorship.

Name of the Director	Name of other Listed Companies in which the concerned Director is a Director	Category of Directorship
Mr. Pushpendra Bansal	H S India Limited	CEO-Managing Director
Mrs. Sangita Bansal	H S India Limited	Non Executive Director
Mr. Mehinder Sharma	ANS Industries Ltd	Managing Director
Mr. Amit Garg	--	--
Mr. Virendra Mistry	--	--
Mr. Tikam Panchal	--	--

### No. of other Companies/Committees showing a Director/Committee member/Chairman:

Name of the Director	No. of other Companies in which Director		No. of other Committee position held	
	Unlisted Public Company	Unlisted Private Company	Member	Chairman
Mr. Pushpendra Bansal	—	7	—	—
Mrs. Sangita Bansal	--	3	--	--
Mr. Mehinder Sharma	--	14	--	--
Mr. Amit Garg	—	5	—	—
Mr. Virendra Mistry	—	—	—	—
Mr. Tikam Panchal	--	--	--	--

In accordance with the Regulation 26(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the number of directorship excludes directorship of Private companies, Foreign Companies, Companies under Section 8 of the Companies Act, 2013. Membership /Chairmanship of only Audit Committees and Stakeholder's Relationship Committees of all Public limited Company (excluding Lords Ishwar Hotels Limited) have been considered.

None of the Directors on the Board is a member of more than 10 Committees and Chairman of more than 5 Committees across all the Companies in which they are Directors. All the Directors have made necessary disclosures in this regards to the Company. The Non-Executive Independent Directors did not have any material pecuniary relationship or transactions with the Company during the year 2018-19. Independent Directors are not serving Independents Directors in more than Seven Listed companies as prescribed in Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has a process to provide, inter-alia, the information to the Board as required under Schedule II of Regulation 17(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pertaining to Corporate Governance.

Mr. Pushpendra Bansal is husband of Mrs. Sangita Bansal. No other Director is related to any other Director of the Company.

### Skill/Expertise/Competence of the Board of Directors:

The Board comprises of qualified members who bring in the required skills, competence and expertise that allow them to make effective contribution to its Board and Committees.

In the context of the Company business and sector for it to function effectively, the company requires skills/expertise/competencies in the area of Finance, Regulatory, Strategy, Business Leadership, Technology, Sales and Marketing, Hospitality, Risk & Governance and Public Relations.



## Lords Ishwar Hotels Limited

The Board is satisfied that its current composition reflects an appropriate mix of knowledge, skills, experience, proficiency, diversity and independence required for it to function properly.

During the year 2019-20, Mr. Manish Shah, Independent Director, he has engaged in various assignments of business works. has resigned w.e.f 04/11/2019 .

The Board has appointed Mr. Tikam Panchal as an Additional Director (Independent Director) of the Company w.e.f 30/11/2019. The Board is satisfied that he satisfies the integrity, expertise and experience including the proficiency as required.

All the Independent Directors have confirmed that they meet the criteria of Independence as lay down under the Act and the Listing Regulations.

Name of Directors	Behavioural	Governance	Technical	Industry	Financial	Sales and Marketing	Technology
Mr. Pushpendra Bansal	√	√	√	√	√	√	√
Mrs. Sangita Bansal	√	√	√	√	√	√	√
Mr. Mehinder Sharma	√	√	√	√	√	√	√
Mr. Amit Garg	√	√	√	√	√	√	√
Mr. Virendra Mistry	√	√	—	√	—	—	√
Mr. Tikam Panchal	√	√	√	√	—	√	√

### Independent Directors' Meeting:

As per Clause 7 of Schedule IV of the Companies Act, 2013 read with Regulation 25(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors of the Company without the presence of Non-Independent Directors and other members of the management was held on 12<sup>th</sup> February, 2020.

All the Independent Directors of the Company were present in the meeting.

### Familiarization Program to Independent Directors:

As per Regulation 25(7) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, familiarization program has been carried out by the Company for the Independent Directors, details of which has been posted on Company's website [www.lordsishwar.com](http://www.lordsishwar.com).

### Note on Directors seeking appointment/re-appointment:

Mr. Mehinder Sharma, Director (DIN-00036252) of the Company is liable to retire by rotation at the forthcoming Annual General Meeting (AGM) and being eligible, offers himself for re-appointment.

Mrs. Sangita Bansal, who retires by rotation and being eligible, was re-appointed as Director in 33<sup>rd</sup> AGM of the Company held on 6<sup>th</sup> September, 2019. During the year 2019-20, Mrs. Sangita Bansal has resigned from the position of Managing Director of the Company and changed her designation from Managing Director to Director w.e.f 7<sup>th</sup> September, 2019.

Mr. Pushpendra Bansal (DIN-00086343) was appointed as an Additional Director/Managing Director w.e.f. 31<sup>st</sup> May, 2019 in the Board Meeting held on 6<sup>th</sup> September, 2019 subject to the approval of the members in the ensuing AGM.

Mr. Amit Nandkishore Garg (DIN-00837267) was re-appointed as an Independent Director of the Company for a further period of 5 years in 33<sup>rd</sup> AGM held on 06.09.2019 w.e.f. 8th September, 2019 upto the date of 7th September, 2024 and shall not retire by rotation.

Mr. Tikam Panchal (DIN-08620257) was appointed as an additional director (in the capacity of independent director) of the Company w.e.f. 30<sup>th</sup> November, 2019 and holds office upto the date of this ensuing AGM. He is proposed to be appointed as an Independent Director of the Company for a period of 5 years w.e.f. the date of his appointment as an additional director i.e. 30<sup>th</sup> November, 2019 upto the date of 29<sup>th</sup> November, 2024 and shall not retire by rotation.

## Lords Ishwar Hotels Limited

Particulars as per Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 of the General Meeting are enclosed as an Annexure with the notice of AGM.

### 3. AUDIT COMMITTEE:

The Audit Committee acts as a link between the Management, the Statutory and Internal Auditors and the Board of Directors and oversees the financial reporting process.

During the financial year 2019-20, the Audit Committee met 4 (Four) times on 30<sup>th</sup> May, 2019, 27<sup>th</sup> July, 2019, 13<sup>th</sup> November, 2019 and 12<sup>th</sup> February, 2020. Requisite Quorum was present throughout all the above meetings. The Committee at these meetings, along with other business, reviewed the financial reporting system, financial & risk management policies, functioning of vigil mechanism, Related Parties transactions, Management Discussion & Analysis Report & Audited/ un-audited financial results of the Company.

Composition of the Audit Committee & detail of meetings attended by members are as follows:

Name	Designation	Category	No. of Meeting
			Attended
Mr. Amit Garg	Chairman	Non-Executive Independent Director	4
Mr. Virendra Mistry	Member	Non-Executive Independent Director	4
Mr. Manish Shah@	Member	Non-Executive Independent Director	2
Mr. Tikam Panchal#	Member	Non-Executive Independent Director	1

@ Resigned as a member w.e.f 04/11/2019.

# Appointed as a member w.e.f 30/11/2019.

At present, all members of the Audit Committee are Non Executive Independent Directors.

Mr. Amit Garg, Chairman of the Audit Committee has attended the last AGM of the Company.

The Company Secretary acts as the Secretary to the Committee.

### 4. NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee was framed with the responsibility for determining the remuneration for all executive directors and Key Management Personnel, including any compensation payments, such as retirement benefits or stock options and also to determine principles, criteria and the basis of Remuneration Policy of the company and shall also recommend the appointment/removal of Directors, KMPs & Senior Management of the Company and monitor the level and structure of pay for senior management, i.e. one level below the Board.

During the year 2019-20, Nomination and Remuneration Committee met 4 (Four) times on 27<sup>th</sup> July, 2019, 6<sup>th</sup> September, 2019, 29<sup>th</sup> September, 2019 and 12<sup>th</sup> February, 2020. Requisite Quorum was present throughout all the above meetings.

The details of composition of the Committee and their attendance at the meetings are given below:

Name	Designation	Category	No. of Meeting
			Attended
Mr. Amit Garg	Chairman	Non-Executive Independent Director	4
Mr. Virendra Mistry	Member	Non-Executive Independent Director	4
Mr. Manish Shah@	Member	Non-Executive Independent Director	1
Mr. Tikam Panchal#	Member	Non-Executive Independent Director	1

@ Resigned as a member w.e.f 04/11/2019.

# Appointed as a member w.e.f 30/11/2019.

The Company Secretary acts as the Secretary to this Committee.

➤ **Performance Evaluation:**

Pursuant to the provisions of Companies Act, 2013 and Regulation 17 (10) of the Listing Regulations, Board has carried out an annual performance evaluation of its own performance, Committees and the Directors individually. The manner in which the evaluation has been carried out, detailed below:

The performance evaluation of the Board as a whole, Chairman and Non Independent Directors was carried out by the Independent Directors. The Independent directors evaluated the parameters viz., level of engagement, duties, responsibilities, performance, obligations and governance safeguarding the interest of the Company. The performance evaluation of Independent directors was carried out by the entire Board.

➤ **Remuneration Policy:**

Nomination and Remuneration Committee shall recommend the remuneration, including the commission based on the net profits of the Company for the Executive and Non - Executive Directors. This will be then approved by the Board and shareholders. Prior approval of shareholders will be obtained wherever applicable.

Presently Company is not paying any remuneration by way of salary, perquisites and allowances (fixed component) to Managing Director(s) or Whole time Director.

Perquisites and retirement benefits are paid according to the Company policy as applicable to all employees.

Non-Executive Independent Directors are appointed for their professional expertise in their individual capacity as independent professionals. Non- Executive Independent Directors may receive sitting fees for attending the meeting of the Board and Board Committees as may be decided by the Board and/or approved by the Shareholders from time to time.

➤ **Directors, KMPs and Senior Management Personnel:**

The remuneration of Directors, KMPs and senior management largely consists of basic salary, perquisites, allowances and performance incentives. Perquisites and retirement benefits are paid according to the Company policy; subject to prescribed statutory ceiling.

The components of the total remuneration vary for different grades and are governed by the industry pattern, qualification & experience/merits, performance of each employee. The Company while deciding the remuneration package takes into consideration current employment scenario and remuneration package of the industry.

➤ **Remuneration of Directors:**

Presently, the Company is not paying any sitting fees to Non-Executive Directors for attending meetings of the Board, Audit Committee and other Committees. The Company is also not paying any remuneration to its Managing Director. The Nomination and Remuneration Policy is uploaded on the Company's website [www.lordsishwar.com](http://www.lordsishwar.com).

**5. STAKEHOLDERS RELATIONSHIP COMMITTEE:**

The Stakeholders Relationship Committee is constituted for redressal of investors'/shareholders' complaints like transfer of shares, non-receipt of Annual Report, etc.

During the year, Stakeholders Relationship Committee met 4 (Four) times on 30<sup>th</sup> May, 2019, 27<sup>th</sup> July, 2019, 13<sup>th</sup> November, 2019 and 12<sup>th</sup> February, 2020. Requisite Quorum was present throughout all the above meetings.

The details of composition of the Committee and their attendance at the meetings are given below:

Name	Designation	Category	No. of Meeting
			Attended
Mr. Amit Garg	Chairman	Non-Executive Independent Director	4
Mr. Virendra Mistry	Member	Non-Executive Independent Director	4
Mr. Manish Shah@	Member	Non-Executive Independent Director	2
Mr. Tikam Panchal#	Member	Non-Executive Independent Director	1

@ Resigned as a member w.e.f 04/11/2019.

# Appointed as a member w.e.f 30/11/2019.

The Company Secretary acts as the Secretary to this Committee.

During the financial year 2019-20, the Company had received 1 (one) investor complaint and was resolved within time to the satisfaction of the shareholder. As on 31<sup>st</sup> March, 2020, no investor complaint was pending.

**6. RISK MANAGEMENT COMMITTEE:**

The Company has voluntarily constituted such Committee, which lays down a vigorous and active process for identification and mitigation of risks. Such Policy is being adopted by the Audit Committee as well as the Board of Directors of the Company. Risk Management Committee comprises viz., Mrs. Sangita Bansal (Chairman) and Mr. Amit Garg (Member), Mr. Virendra Mistry (Member). During the financial year 2019-20, one such Committee meeting was held on 12<sup>th</sup> February, 2020.

**7. GENERAL BODY MEETINGS:**

**(A) General Meeting:**

**(I) Annual General Meeting:**

AGM for the year ended	Date and Time of AGM	Venue	Special Resolution
2018-2019	6 <sup>th</sup> September, 2019 at 09:30 A.M.	Hotel Marvel Residency, Ajwa Road, Baroda-390019	Yes
2017-2018	18 <sup>th</sup> September, 2018 at 09:30 A.M.	Hotel Marvel Residency, Ajwa Road, Baroda-390019	Yes
2016-2017	12 <sup>th</sup> September, 2017 at 09:30 A.M.	Hotel Marvel Residency, Ajwa Road, Baroda-390019	No

**(ii) Extra-Ordinary General Meeting:**

No Extra-Ordinary General Meeting of the members was held during the year 2019-20.

**(B) Special Resolution passed in previous three AGMs:**

In 2018-19, one Special Resolution was passed at the AGM for re-appointment of Mr. Amit Garg as Independent Director of the Company for a second term of five years w.e.f 8<sup>th</sup> September, 2019.

In 2017-18, one Special Resolution was passed at the AGM for alteration in Memorandum of Association of the Company to align with the Companies Act, 2013.

In 2016-17, No Special Resolution was passed at the AGM.

**(C) Special Resolution through Postal Ballot:**

(i) Whether any Special Resolution passed last year through Postal Ballot: No

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

**8. MEANS OF COMMUNICATION:**

The Quarterly results of the Company i.e. unaudited financial results accompanied with Limited Review Report for the first three quarters and Audited financial results along with the Auditors Report thereon for the last (fourth) quarter is submitted online with BSE Ltd and get published them in the prescribed format in Financial Express (Gujarati and English) a leading News paper and the same are being submitted with BSE Ltd also.

The Company normally gets published financial results and other communications to the shareholders in the above newspapers.

SEBI's circulars dated 26<sup>th</sup> March 2020 read with 12<sup>th</sup> May 2020 has exempted publication of advertisements in newspapers for all events scheduled till 30<sup>th</sup> June 2020 due to COVID-19 pandemic, so we have not published some notice of Board Meeting and Financial Results of the Company.

The Company maintains a functional website where the prescribed information as per Companies Act and Listing Regulations, are being displayed on the website of the Company [www.lordsishwar.com](http://www.lordsishwar.com). The Company does not display official news releases or make presentation for the institutional investor or the analysis as it is not relevant for the Company at present.

## Lords Ishwar Hotels Limited

All periodicals compliance like shareholding pattern, Corporate Governance Report, Financial Results etc is also being filed electronically with online portal "BSE Listing Centre".

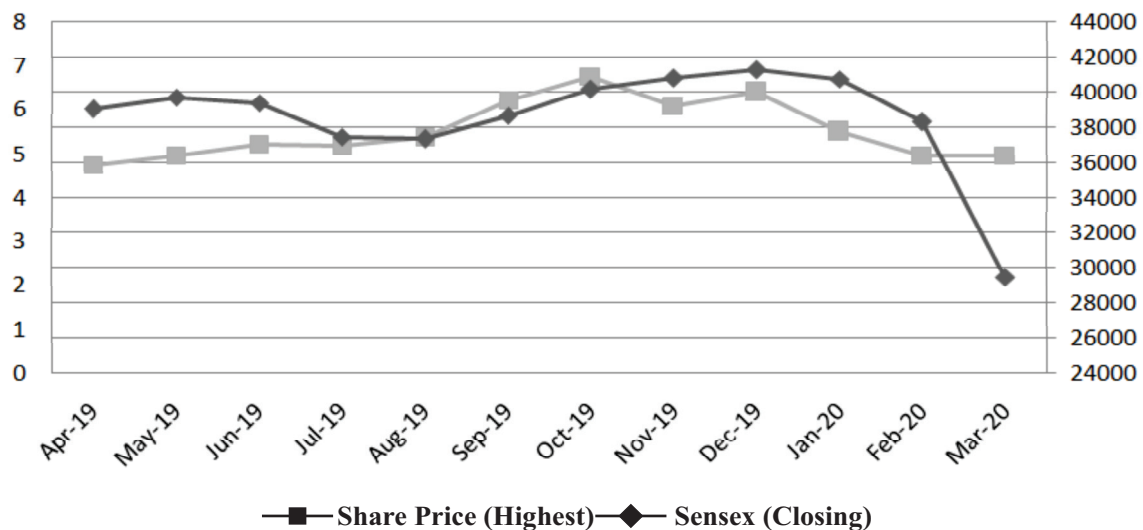
The Management Discussion & Analysis Report is also appended elsewhere with this Annual Report.

### 9. GENERAL SHAREHOLDER INFORMATION:-20

<b>i</b>	Annual General Meeting	34 <sup>th</sup> Annual General Meeting
	Day, Date and Time Venue	Wednesday, 02 <sup>nd</sup> December, 2020 at 11:00 a.m. IST The Company is conducting meeting through Video Conferencing and Other Audio Visual Means pursuant to the MCA Circular dated 5 <sup>th</sup> May, 2020 and as such there is no requirement to have a venue for the AGM.
<b>ii</b>	Financial Year	1 <sup>st</sup> April 2019 to 31 <sup>st</sup> March, 2020
<b>iii</b>	Dividend Payment Date	No Dividend has been recommended.
<b>iv</b>	Listing on Stock Exchanges	BSE Limited P.J. Towers, Dalal Street, Mumbai – 400 001
	Annual Listing Fee	Listing fee paid for the financial year 2019-20.
<b>v</b>	BSE Limited – Scrip Code ISIN :	530065 / LORDSHOTL INE689J01013
<b>vi</b>	Market Price Data	BSE Limited
	<b>Month &amp; Year</b>	<b>High ₹</b> <b>Low ₹</b>
	April, 2019	4.75      4.75
	May, 2019	4.98      4.75
	June, 2019	5.22      4.98
	July, 2019	5.20      4.72
	August, 2019	5.39      4.94
	September, 2019	6.22      5.13
	October, 2019	6.77      5.80
	November, 2019	6.09      5.80
	December, 2019	6.39      5.78
	January, 2020	5.50      4.97
	February, 2020	4.97      4.97
	March, 2020	4.97      4.97

### vii. Share Price Performance in comparison to BSE SENSEX:

(April, 2019 to March, 2020)



**viii. Registrar and Transfer Agents:**

Bigshare Services Pvt. Ltd.  
1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis,  
Andher (East), Makwana Road, Marol, Mumbai – 400059 India  
Tel: 022 62638200, Fax: 022 62638299, Email: [investor@bigshareonline.com](mailto:investor@bigshareonline.com)

**ix. Share Transfer System:**

The transfer of shares in physical form is affected by the Registrar and Transfer Agents mentioned as above within the prescribed time period from the date of its receipt subject to the documents being in order and complete in all respects. The Stakeholder Relationship Committee of the Board of Directors observes this transfer system quarterly and takes note of the statement/register of Share transfer received from the Registrar and Transfer Agents.

A half yearly compliance certificate under Regulation 7(3) of the Listing Regulations, jointly signed by Compliance Officer and RTA, certifying that all the above said activities are being carried out by RTA, is regularly submitted to BSE Limited.

**x. (a) Distribution of shareholding as on 31<sup>st</sup> March, 2020:**

No. of Equity Shares held	No. of Shareholders	% of Shareholders	No. of Shares held	% of Shareholding
Up to 500	1,295	64.49	363,133	4.86
501 – 1000	338	16.83	253,777	3.40
1001 - 2000	176	8.77	253,351	3.39
2001 - 3000	85	4.23	227,002	3.04
3001 - 4000	27	1.35	95,878	1.28
4001 - 5000	22	1.10	104,245	1.40
5001 - 10000	28	1.39	217,507	2.91
10001 & Above	37	1.84	5,955,107	79.72
<b>Total</b>	<b>2,008</b>	<b>100.00</b>	<b>7,470,000</b>	<b>100.00</b>
Physical Mode	1,528	76.102	2,363,300	31.64
Electronic Mode	480	23.90	5,106,700	68.36
<b>Total</b>	<b>2,008</b>	<b>100.00</b>	<b>7,470,000</b>	<b>100.00</b>

**x. (b) Categories wise Shareholding as on 31<sup>st</sup> March, 2020:**

Category of Shareholders	No. of Shares held	% of Shareholding
<b>Promoter &amp; Promoter Group (A)</b>		
Indian	4,081,000	54.63
Foreign	NIL	NIL
<b>Sub-Total (A)</b>	<b>4,081,000</b>	<b>54.63</b>
<b>Public Shareholding (B)</b>		
Resident Individuals	2,568,829	34.63
Bodies Corporate	298,890	4.00
Financial Institutions/ Banks/Mutual Funds	260,200	3.49
NRI's/OBC's/Foreign National	241,546	3.23
Clearing Member	35	0.00
Director (Non-promoter)	1,500	0.02
<b>Sub-Total (B)</b>	<b>3,389,000</b>	<b>45.37</b>
Shares held by custodians and against which Depository Receipt has been issued (C)	NIL	NIL
<b>GRAND TOTAL(A+B+C)</b>	<b>7,470,000</b>	<b>100.00</b>

## Lords Ishwar Hotels Limited

- xi. Dematerialization of Shares:** 5,106,700 Equity Shares comprising 68.36% of the issued & Paid up Equity Shares of the Company stand dematerialized & available for trading at BSE Limited as on 31<sup>st</sup> March, 2020.
- xii. Outstanding GDRs/ DRs/Warrants:** As of 31<sup>st</sup> March, 2020, there is no outstanding GDRs/ADRs/Warrants or any Convertible instruments.
- xiii. Hotel Location:** Hotel Revival, Near Sayaji Gardens, Kala Ghoda Chowk, University Road, Baroda – 390 002, Gujarat  
Tel: 0265 2793535/45, Fax: 0265 2792028,  
Email: info@lordsishwar.com, www. lordsishwar.com

**xiv. Address for Correspondence:**

M/s. Bigshare Services Pvt. Ltd. Unit: <b>(Lords Ishwar Hotels Limited)</b> 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andher (E), Mumbai – 400059 E-mail: sandeep@bigshareonline.com Tel. No. 022- 62638200, Fax No. 022-62638299	The Company Secretary, <b>Lords Ishwar Hotels Ltd.</b> Hotel Revival, Near Sayaji Gardens, Kala Ghoda Chowk, Baroda – 390002, Gujarat Email: info@lordsishwar.com Tel: 0265 2793535/45
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**xv. Commodity price risk of foreign exchange risk and hedging activities:**

The Company follow advance payment system while importing consumable/consumer goods. Therefore there is no commodity price risk or foreign risk as such involved.

**xvi. Credit ratings:**

During the financial year ended 31<sup>st</sup> March, 2020, the Credit ratings provisions are not applicable to our Company.

**10. OTHER DISCLOSURES:**

- (a) Disclosures on materially significant related party transactions:** All related party transactions that were entered during the financial year were at an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions of the Company which have potential conflict with the interest of the Company at large. Details of all related party transactions are disclosed in the notes to the Financial Statements.
- (b) Details of non-compliance by the Company, penalties, strictures imposed on the Company by SEBI, ROC, Stock Exchange or any statutory authority, on any matter related to capital markets, during the last 3 financial years:** The Company has complied with the requirements of the Stock Exchanges, SEBI and Statutory authorities on all matters related to Capital Markets, as applicable, during the last three years. No strictures or penalties were imposed on the Company by these authorities.
- (c)** Vigil Mechanism/Whistle Blower Policy is uploaded on the Company's website [www.lordsishwar.com](http://www.lordsishwar.com) and during the year under review, no personnel have been denied access to the Audit Committee.
- (d)** The Company has complied with all applicable requirements of the Listing Regulations. The Company has adopted a suitable reporting system on compliance of all major laws applicable to the Company, which is placed before the Board of Directors of the Company at its periodic meeting.
- (e)** The Company has not adopted non-mandatory requirements of the Listing regulations.
- (f)** The Company has no subsidiary, so policy on material subsidiary is not applicable.
- (g)** Policy on dealing with related party transactions is uploaded on the Company's website [www.lordsishwar.com](http://www.lordsishwar.com).
- (h)** During the financial year ended 31<sup>st</sup> March, 2020, the Company has not raised any money through preferential allotment or qualified institutions placement specified under Regulation 32(7A).
- (I)** A Certificate from a Company Secretary in practice regarding debar or disqualification of Directors of the Company has been annexed in this Annual Report elsewhere.



- (j) The Board has accepted all recommendation of all its Committees of the Boards in the financial year ended 31<sup>st</sup> March, 2020.
- (k) Total fees for all services paid by the Company to M/s K. K. Haryani & CO., Statutory Auditor:-Rs.90,000/-.
- (l) Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is furnished in the Directors' Report of this Annual Report.
11. All requirements of Corporate Governance report of sub para 2 to 10 mentioned in Schedule V of SEBI (LODR) Regulations, 2015 have been duly complied with.
- 12. DISCRETIONARY REQUIREMENTS:**
- (i) The requirement relating to maintenance of office and reimbursement of expenses of Non-Executive Chairperson is not applicable to the Company since the Company has no Chairperson.
- (ii) The Company's financial results are published in the newspapers and also posted on its own website [www.lordsishwar.com](http://www.lordsishwar.com). Hence, the financial results are not sent to the shareholders.
- (iii) There are no modified opinions in Audit report.
- (iv) The Company has appointed Managing Director in the Company only. There is no Chairperson in the Company.
- (v) The Company's Internal Auditor has the access of reporting directly to the Audit Committee.
- 13. AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE:**
- The Company has complied with the requirements specified in Regulation 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of regulation 46 of the Listing regulation for the purpose of Corporate Governance. A Compliance certificate has been obtained from M/s K. K. Haryani & Co., Chartered Accountants, Bharuch, is being annexed with this Annual Report.
- 14. CERTIFICATE FROM PRACTICING COMPANY SECRETARY FOR NON-QUALIFICATION OF DIRECTORS:**
- A Certificate from Practicing Company Certificate regarding non-qualification of Directors is annexed as **Annexure-7** with this Annual Report.
- 15. CODE OF CONDUCT:**
- The Board has laid down a code of conduct for Board Members and Senior Management Personnel of the Company. The Board Members and Senior Management Personnel have affirmed compliance with the said Code of Conduct. A certificate thereon duly signed by the Managing Director - Executive Director of the Company is being annexed in the Annual Report. Code of Conduct is also posted on the Company's website ([www.lordsishwar.com](http://www.lordsishwar.com)).
- 16. CEO/CFO CERTIFICATION:**
- The Board has laid down Annual certification on financial reporting and internal controls signed by the Managing Director & Chief Financial Officer of the Company in terms of Regulation 33(2) (a) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and being annexed to the Annual Report.
- 17. RECONCILIATION OF SHARE CAPITAL AUDIT:**
- It is being carried out every quarter by a practicing Company Secretary and the report is being placed before the Board for its perusal and filed regularly with the Stock Exchanges within the stipulated time period.
- 18. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT:** Not Applicable

**RATIO OF DIRECTOR'S REMUNERATION TO MEDIAN EMPLOYEE'S  
REMUNERATION AND OTHER DISCLOSURE**

**[Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

(I) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2019-20 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2019-20 are as under:

(Rs. In Lakh)

Sr. No.	Name of Directors/KMP and Designation	Remuneration of Director/KMP for the financial year 2019-20	% increase in Remuneration in the financial year 2019-20	Ratio of remuneration of each Director to median remuneration of employees
1	Mr. Pushpendra Bansal Managing Director*	NIL	NIL	NIL
2	Mrs. Sangita Bansal Managing Director#	NIL	NIL	NIL
3	Mr. Ajay S. Pawar Chief Financial Officer	8.83	5.50%	N.A.
4	Mr. Ranjit Kumar Singh Company Secretary	7.56	4.60%	N.A.

\* Appointed Managing Director w.e.f 07/09/2019.

# Acting as Managing Director upto 06/09/2019.

(i) The Median Remuneration of employees of the Company for the financial year 2019-20 was Rs.1.52 Lakh.

(ii) In the financial year 2019-20, there was an increase of 5.63% in the median remuneration of employees. For this, we have excluded employees who were not eligible for an increment.

(iii) There were 50 permanent employees on the rolls of Company as on 31<sup>st</sup> March, 2020.

**(iv) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

Average percentile increase already made in the salaries of the employees other than the managerial personnel in the last financial year 2019-20 was 6.83% and there is no managerial remuneration to its Managing Director, so its comparison cannot be made.

**(v) Affirmation that the remuneration is as per the Remuneration Policy of the Company:**

It is hereby affirmed that the remuneration is as per the Remuneration Policy of the Company. The Nomination and remuneration Policy is available on the Company's website at [www.lordsishwar.com](http://www.lordsishwar.com)

**Form No. MGT-9**

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**EXTRACT OF ANNUAL RETURN**

As on the financial year ended on 31<sup>st</sup> March, 2020

**I. REGISTRATION AND OTHER DETAILS:**

i.	CIN	L55100GJ1985PLC008264
ii.	Registration Date	14 <sup>th</sup> November, 1985
iii.	Name of the Company	Lords Ishwar Hotels Limited
iv.	Category	Public Company limited by shares
v.	sub-category of the Company	Indian Non-Government Company
vi.	Address of the Registered office and contact details	Hotel Revival, Near Sayaji Gardens, Kala Ghoda Chowk, University Road, Baroda – 390002 Gujarat Tel: 0265- 2793535/45 Email: info@lordsishwar.com Website: www.lordsishwar.com
vii.	Whether listed Company	Yes
viii.	Name, Address and contact details of the Registrar & Transfer Agent, if any	Bigshare Services Pvt. Ltd 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andher (E), Mumbai – 400059 E-mail: investor@bigshareonline.com Tel. No. 022- 62638212, Fax No. 022-62638299

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Room	55101	41.24
2	Restaurant	56101	8.69
3	Banquets and others	56210	10.72
4	Wholesale –Wine & Liquor	46308	19.74
5	Retail Sale-Wine & Liquor	47221	19.61

**III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES:** Not applicable.

**Lords Ishwar Hotels Limited**

**IV. SHARE HOLDING PATTERN** (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding:

Category of Shareholders	No. of Share held at the beginning of the year				No. of Share held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter/ Promoter Group</b>									
<b>1. Indian</b>									
Individuals/ Hindu Undivided Family	1347650	0	1347650	18.04	1347650	0	1347650	18.04	0
Central Government/ State Government(s)	0	0	0	0	0	0	0	0	0
Bodies Corporate	2733350	0	2733350	36.59	2733350	0	2733350	36.59	0
Financial Institutions/ Banks	0	0	0	0	0	0	0	0	0
<b>Sub Total(A)(1)</b>	<b>4081000</b>	<b>0</b>	<b>4081000</b>	<b>54.63</b>	<b>4081000</b>	<b>0</b>	<b>4081000</b>	<b>54.63</b>	<b>0</b>
<b>2. Foreign</b>									
Individuals (Non-Residents Individuals)	0	0	0	0	0	0	0	0	0
Bodies Corporate	0	0	0	0	0	0	0	0	0
Institutions	0	0	0	0	0	0	0	0	0
Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
<b>Sub Total(A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total Shareholding of Promoter and Promoter Group (A)= A)(1)+(A)(2)</b>	<b>4081000</b>	<b>0</b>	<b>4081000</b>	<b>53.36</b>	<b>4081000</b>	<b>0</b>	<b>4081000</b>	<b>54.63</b>	<b>0</b>
<b>B. Public shareholding</b>									
<b>1. Institutions</b>									
Mutual Funds/ UTI	0	260000	260000	3.48	0	260000	260000	3.48	0
Financial Institutions/ Banks	0	200	200	0.02	0	200	200	0	0
Central Government/ State Government(s)	0	0	0	0	0	0	0	0	0
Venture Capital Funds	0	0	0	0	0	0	0	0	0
Insurance Companies	0	0	0	0	0	0	0	0	0
Foreign Institutional Investors	0	0	0	0	0	0	0	0	0
Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
<b>Sub-Total (B)(1)</b>	<b>0</b>	<b>260200</b>	<b>260200</b>	<b>3.48</b>	<b>0</b>	<b>260200</b>	<b>260200</b>	<b>3.48</b>	<b>0</b>
<b>2. Non-institutions</b>									
Bodies Corporate	48200	256700	304900	4.08	42190	256700	298890	4.00	(0.08)
Individuals									
i. Individual shareholders holding nominal share capital up to Rs 1 lakh	360705	889400	1250105	16.74	418722	867500	1286222	17.22	0.48

## Lords Ishwar Hotels Limited

Category of Shareholders	No. of Share held at the beginning of the year				No. of Share held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	531849	785900	1317749	17.64	524907	775700	1300607	17.42	(0.22)
Qualified Foreign Investor	0	0	0	0	0	0	0	0.00	0
Clearing member	4000	0	4000	(0.06)	35	0	35	0	(0.06)
Any Other (Director or Director Relative)	1500	0	1500	0.02	1500	0	1500	0.02	0
Non Resident Indian(NRI)	35346	215200	250546	3.35	38346	203200	241546	3.23	(0.12)
<b>Sub-Total (B)(2)</b>	<b>981600</b>	<b>2147200</b>	<b>3128800</b>	<b>41.89</b>	<b>1025700</b>	<b>2103100</b>	<b>3128800</b>	<b>41.89</b>	<b>0.00</b>
Total Public (B)= (B)(1)+(B)(2)	981600	2407400	3389000	45.37	1025700	2363300	3389000	45.37	0.00
<b>TOTAL (A)+(B)</b>	<b>5062600</b>	<b>2407400</b>	<b>7470000</b>	<b>100.00</b>	<b>5106700</b>	<b>2363300</b>	<b>7470000</b>	<b>100.00</b>	<b>0</b>
<b>(C) Shares held by Custodian GDRs / ADRs</b>	0	0	0	0	0	0	0	0.00	0
<b>GRAND TOTAL(A+B+C)</b>	<b>5062600</b>	<b>2407400</b>	<b>7470000</b>	<b>100.00</b>	<b>5106700</b>	<b>2363300</b>	<b>7470000</b>	<b>100.00</b>	<b>0</b>

### (ii) Shareholding of Promoters

Sr. No	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	SSSP Consultant and Techno Services Pvt. Ltd	1482600	19.85	0	1482600	19.85	0	0
2	ANS Constructions Pvt. Ltd	1250750	16.74	0	1250750	16.74	0	0
3	Sangita P. Bansal	1250650	16.74	0	1250650	16.74	0	0
4	Pushpendra R. Bansal	97000	1.30	0	97000	1.30	0	0
<b>Total</b>		<b>4081000</b>	<b>54.63</b>	<b>0</b>	<b>4081000</b>	<b>54.63</b>	<b>0</b>	<b>0</b>

### (iii) Change in Promoters' Shareholding:

Sr. No.	Name of the Promoter	Shareholder at the beginning of the year (01-04-2019)		Date	Increase/ Decrease in Share holding	Reason	Cumulative Shareholding during the year (01-04-2019 to 31-03-2020)	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	SSSP Consultant and Techno Services Pvt. Ltd.	1482600	19.85	--	--	No Change	1482600	19.85
2	ANS Constructions Pvt. Ltd.	1250750	16.74	--	--	No Change	1250750	16.74
3	Sangita P. Bansal	1250650	16.74	--	--	No Change	1250650	16.74
4	Pushpendra R. Bansal	97000	1.30	--	--	No Change	97000	1.30

## Lords Ishwar Hotels Limited

### (iv) Shareholding Pattern of Top ten Shareholders ( other than Directors, Promoters and Holders of GDRs & ADRs):

Sl. No.	Name of Shareholder (For Each of the Top 10 Shareholder)	Shareholder at the beginning of the year (01-04-2019)		Date	Increase / Decrease in Share holding	Reason	Cumulative Shareholding during the year (01-04-2019 to 31-03-2020)	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1	Stock Holding Corporation of India Ltd	260000	3.48	--	--	No Change	260000	3.48
2	Peter Anthony Pereira	185800	2.49	--	--	No Change	185800	2.49
3	Goldmark Enterprise Ltd	134000	1.79	--	--	No Change	134000	1.79
4	Shashi Jatia	118700	1.59	--	--	No Change	118700	1.59
5	Romesh Koul	104100	1.39	--	--	No Change	104100	1.39
6	Crystal Investments Ltd	100000	1.34	--	--	No Change	100000	1.34
7	Pradeep Bhitoria	97400	1.30	--	--	No Change	97400	1.30
8	Richa Koul	92400	1.24	--	--	No Change	92400	1.24
9	Suman Gupta	91400	1.22	--	--	No Change	91400	1.22
10	Pushpa Gupta	60900	0.81	--	--	No Change	60900	0.81

### (v) Shareholding of Directors & Key Managerial Personnel :

Sr. No.	Shareholding of KMPs and Directors	Shareholding at the beginning of the year (01-04-2019)		Date	Increase / Decrease in Share holding	Reason	Cumulative Shareholding during the year (01-04-2019 to 31-03-2020)	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1	Mr. Pushpendra Bansal (Managing Director*)	97000	1.30	--	--	No Change	97000	1.30
2	Mrs. Sangita P. Bansal (Director)	1250650	16.74	--	--	No Change	1250650	16.74
3	Mr. Mehinder Sharma (Director)	0	0.00	--	--	No Change	0	0.00
4	Mr. Virendra Mistry (Director)	1500	0.02	--	--	No Change	1500	0.02
5	Mr. Amit Garg (Director)	0	0.00	--	--	No Change	0	0.00
6	Mr. Manish Shah (Director)^	0	0.00	--	--	No Change	0	0.00
7	Mr. Tikam Panchal (Additional Director\$)	0	0.00	--	--	No Change	0	0.00
8	Mr. Ranjit Kumar Singh (Company Secretary)	0	0.00	--	--	No Change	0	0.00
9	Mr. Ajay S. Pawar (CFO)	0	0.00	--	--	No Change	0	0.00

\* Appointed as Managing Director w.e.f 07/09/2019.

# Designation changed from Managing Director to Director w.e.f 07/09/2019.

^ Ceased from Directorship w.e.f 04/11/2019.

\$ Appointed as Additional Director (Independent Director) w.e.f 30/11/2019.

## Lords Ishwar Hotels Limited

### V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment: (In Rs.)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (As on 01.04.2019)				
i) Principal amount	0	42,665,000	0	42,665,000
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	<b>0</b>	<b>42,665,000</b>	<b>0</b>	<b>42,665,000</b>
Change in Indebtedness during the financial year				
• Addition	0	0	0	0
• Reduction	0	(4,100,000)	0	(4,100,000)
<b>Net change</b>	<b>0</b>	<b>(4,100,000)</b>	<b>0</b>	<b>(4,100,000)</b>
Indebtedness at the end of the financial year (As on 31.03.2020)				
i) Principal amount	0	38,565,000	0	38,565,000
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	<b>0</b>	<b>38,565,000</b>	<b>0</b>	<b>38,565,000</b>

### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount (Rs.)
		Mr. Pushpendra Bansal (Managing Director)	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income -tax Act, 1961	-	-
	(b) Value of perquisites u/s 17(2) of Income -tax Act, 1961	-	-
	(c) Profits in lieu of salary u/s 17(3) Income-tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission		
	- as % of profit	-	-
	- others, specify	-	-
5	Others, please specify	-	-
	<b>Total (A)</b>	<b>-</b>	<b>-</b>



## Lords Ishwar Hotels Limited

### B. Remuneration to other directors:

S. No.	Particulars of Remuneration	Name of Directors			Total Amount (Rs.)
<b>1</b>	<b>Independent Directors</b>	Mr. Amit Garg	Mr. Virendra Mistry	Mr. Tikam Panchal	
	Fee for attending Board Committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	-	-	-	-
<b>2</b>	<b>Other Non-Executive Directors</b>	Mrs. Sangita Bansal	Mr. Mehinder Sharma		
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	<b>Total Managerial Remuneration (A+B)</b>	-	-	-	-

### C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:

(In Rs.)

Sl. No.	Particulars of Remuneration	Key managerial Personnel other than MD/WTD / Manager			
		CEO	Mr. Ranjit Kumar Singh (Company Secretary)	Mr. Ajay S. Pawar (CFO)	Total
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income -tax Act, 1961 (b) Value of perquisites u/s 17(2) of Income -tax Act, 1961 (c) Profits in lieu of salary u/s 17(3) Income-tax Act, 1961	0	756,500	883,000	1,639,500
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission - as % of profit - others, specify	0	0	0	0
5	Others, please specify	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>756,500</b>	<b>883,000</b>	<b>1,639,500</b>

### VII. PENALTIES/PUNISHMENT/COMPOUNDING OFFENCES:

There were no Penalties/Punishment/ Compounding offences during the year ended on 31<sup>st</sup> March, 2020.

For and on behalf of the Board of Directors

Place: Mumbai  
Date: 5<sup>th</sup> November, 2020

#### Registered Office:

Hotel Revival, Near Sayaji Gardens,  
Kala Ghoda Chowk, University Road,  
Baroda, Gujarat – 390 002  
CIN: L55100GJ1985PLC008264

**PUSHPENDRA BANSAL**  
Managing Director  
DIN: 00086343

**AMIT GARG**  
Director  
DIN: 00537267

**FORM NO. MR-3  
SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2020**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
**Lords Ishwar Hotels Limited**  
CIN: L55100GJ1985PLC008264  
Hotel Revival, Near Sayaji Gardens,  
Kala Ghoda Chowk, University Road,  
Baroda – 390002, Gujarat.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Lords Ishwar Hotels Limited** (hereinafter called the “Company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company'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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **31<sup>st</sup> March, 2020**, complied with the statutory provisions of the applicable acts 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31<sup>st</sup> March, 2020** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder.
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and bye-laws framed thereunder;
- (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 (Issue of Capital and Disclosure requirements) Regulations, 2009 (Not applicable as the Company has not issued any securities);
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable as the Company has not formulated any Employee Stock Option Scheme and Employee Stock Purchase Scheme);
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable as the Company has not issued any debts securities which were listed);

- (f) 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 (Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent);
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable as the Company has not opted for delisting); and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable as the Company has not done any Buyback of Securities).
- (vi) Other laws as applicable specifically to the Company:
- (a) Food Safety and Standards Act, 2006 and the Rules framed thereunder.

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards (with respect to Board and General Meetings) issued by The Institute of Company Secretaries of India (ICSI),
- (ii) The Listing Agreement entered into by the Company with Stock Exchange read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

**I further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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 except one Board Meeting dated 29/11/2019 was held by giving shorter notice 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.

Majority decision is carried through and proper system is in place which facilitates/ensure to capture and record the dissenting member's views, if any, as part of the minutes.

**I 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.

**I further report that** during the year, the Company has not taken specific actions/decisions having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, etc. referred to above.

Place: Surat  
Date: 05/11/2020

**MANISH R. PATEL**  
Company Secretary in Practice  
ACS No: 19885  
COP No. : 9360  
ICSI UDIN: A019885B001148089

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.

**Annexure A**

To,  
The Members,  
**Lords Ishwar Hotels Limited**  
CIN: L55100GJ1985PLC008264  
Hotel Revival, Near Sayaji Gardens,  
Kala Ghoda Chowk, University Road,  
Baroda – 390002, Gujarat.

My report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test check basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I 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. My 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. I further, report that the Compliance by the Company of applicable Financial Laws like Direct and Indirect Tax Laws has not been reviewed in this audit since the same has been subject to review by the statutory financial audit and other designated professionals.

Place: Surat  
Date: 05/11/2020

**MANISH R. PATEL**  
Company Secretary in Practice  
ACS No: 19885  
COP No. : 9360  
ICSI UDIN: A019885B001148089

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

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

To,  
The Members of  
**Lords Ishwar Hotels Limited**  
Hotel Revival, Near Sayaji Gardens,  
Kala Ghoda Chowk, University Road,  
Baroda – 390002, Gujarat.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Lords Ishwar Hotels Limited having CIN L55100GJ1985PLC008264 and having Registered office at Hotel Revival, Near Sayaji Gardens, Kala Ghoda Chowk, University Road, Baroda– 390 002, Gujarat (hereinafter referred to as 'the Company'), produced before me 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 Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31<sup>st</sup> March, 2020 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 or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in the Company(As per MCA Portal)
1	Mr. Pushpendra Radheshyam Bansal	00086343	07/09/2019
2	Mrs. Sangita Pushpendra Bansal	01571275	08/09/2014
3	Mr. Mehinder Sharma	00036252	30/04/2007
4	Mr. Amit Nandkishore Garg	00537267	01/03/2006
5	Mr. Virendra Parasram Mistry	07411998	13/02/2016
6	Mr. Tikam Kailashchandra Panchal	08620257	30/11/2019

Ensuring the eligibility 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 on these 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.

Place: Surat  
Date: 05/11/2020

**MANISH R. PATEL**  
Company Secretary in Practice  
ACS No: 19885  
COP No. : 9360  
ICSI UDIN: A019885B001126342

**DECLARATION REGARDING COMPLIANCE WITH THE CODE OF CONDUCT**

[Pursuant to Part-D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Members of  
LORDS ISHWAR HOTELS LIMITED

In terms of Part-D of the Schedule V read with Regulation 34(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, I hereby declare that all Board members and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the Financial Year ended 31<sup>st</sup> March, 2020. The Code is posted on the Company's website [www.lordsishwar.com](http://www.lordsishwar.com).

**For LORDS ISHWAR HOTELS LIMITED**

Place: Mumabi  
Date: 5<sup>th</sup> November, 2020

**PUSHPENDRA BANSAL**  
Managing Director  
DIN: 00086343

**COMPLIANCE CERTIFICATE**

[Pursuant to Regulation 17(8) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

To,  
The Board of Directors  
Lords Ishwar Hotels Limited  
Hotel Revival, Near Sayaji Gardens,  
Kala Ghoda Chowk, University Road,  
Baroda, Gujarat – 390 002

We hereby certify that:

- (a) We have reviewed the financial statements and cash flow statement for the year ended 31<sup>st</sup> March, 2020 and that to the best of our knowledge and belief:
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) these statements together present a true and fair view of the Company's affairs and in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which is fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit Committee:
  - (i) significant changes, if any, in internal control over financial reporting during the year;
  - (ii) significant changes, if any, in accounting policies during the year and the same have been disclosed in the notes to the financial statements; and
  - (iii) instances of significant fraud, if any, of which we have become aware and involvement therein, if any, of the management or an employee having a significant role in the Company's internal control systems over financial reporting.

**For LORDS ISHWAR HOTELS LIMITED**

Place: Mumbai  
Date: 5<sup>th</sup> November, 2020

**PUSHPENDRA BANSAL**  
Managing Director  
DIN: 00086343

**AJAY PAWAR**  
Chief Financial Officer  
PAN: ALGPP4722M

**AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE**

*[Pursuant to Part E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

To,

**The Members of**

**LORDS ISHWAR HOTELS LIMITED**

1. We have examined the compliance of conditions of Corporate Governance by **LORDS ISHWAR HOTELS LIMITED** for the year ended **31<sup>st</sup> March, 2020**, as stipulated in Part C of Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations").
2. The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the aforesaid Listing Regulations.
4. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For K. K. Haryani & Co.**  
**Chartered Accountants**  
**FRN: 121950W**

**Place: Mumbai**  
**Date: 5<sup>th</sup> November, 2020**

**(CA. Kishor Haryani)**  
**(Proprietor)**  
**Membership No. 110780**  
**ICAI UDIN: 20110780AAAAQT2328**



**INDEPENDENT AUDITORS' REPORT**

To  
**The Members of**  
**LORDS ISHWAR HOTELS LIMITED**  
**Report on the Audit of the Standalone Financial Statements**

**Opinion**

We have audited the accompanying standalone financial statements of **Lords Ishwar Hotels Limited** ("the Company"), which comprise the Balance Sheet as at **31<sup>st</sup> March, 2020**, the Statement of Profit and Loss (including other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flow for the year ended on that date, and notes to the financial statements including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2020, the profit 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 specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

**Emphasis of matter**

We draw attention to notes of the accompanying Audited Financial Results, which describes the possible effect of uncertainties relating to COVID-19 pandemic on the Company's financial performance as assessed by the management.

Our opinion is not modified in respect of the above matter.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

S.No.	Key Audit matter	Auditor's Response
1.	<b>Revenue Recognition</b> To ensure accuracy of recognition, measurement, presentation and disclosures of revenues and related accounts	<b>Principal Audit Procedures</b> <ul style="list-style-type: none"> <li>We have assessed the Company's internal controls surrounding its revenue transactions;</li> <li>We tested the key controls identified,</li> <li>We performed substantive detail testing by selecting a sample of revenue transactions that we considered appropriate to test the evidence of effectiveness of the internal controls and adherence to accounting policies in recognising the revenue, and the rebates and discounts there against.</li> </ul>
2.	<b>Tax liabilities including MAT Credit</b> Evaluation of uncertain tax positions: The Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes.	<b>Principal Audit Procedures</b> <ul style="list-style-type: none"> <li>Obtained details of completed tax assessments, demands and appeals there against as at March 31, 2020.</li> <li>Review the management's underlying assumptions in estimating the tax provision and the possible outcome of the disputes, based on legal and other precedents in evaluating management's position on these uncertain tax positions.</li> </ul>

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, 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 during the course of our 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, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

**Auditor's Responsibilities for the Audit of the 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 financial controls 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 an adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.

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

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

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

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

#### **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 paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
  - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
  - c) the Balance Sheet, the Statement of Profit and Loss including other comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account;
  - d) in our opinion, the aforesaid Standalone financial Statements comply with the Ind AS specified under Section 133 of the Act, read with the Rules made there under and in force for the time being;
  - e) on the basis of written representations received from the Directors as on 31<sup>st</sup> March, 2020, and taken on record by the Board of Directors, none of the Directors is disqualified as on 31<sup>st</sup> March, 2020, from being appointed as a director in terms of Section 164(2) of the Act;
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls over financial reporting.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanation given to us, Company is not paying any remuneration to its Directors including Managing Director.

- h) 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 on its financial position in its Standalone financial statements.
  - ii. The Company didn't have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which required to be transferred to the investor Education and Protection Fund by the Company.

**For K. K. Haryani & Co.**  
Chartered Accountants  
FRN: 121950W

Place: Mumbai  
Date: 30<sup>th</sup> June, 2020

**(CA. Kishor Haryani)**  
(proprietor)  
Membership No. 110780  
ICAI UDIN: 20110780AAAAIP4410

**Annexure “A” to the Independent Auditors' Report**

**Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 (“the order”) issued by the Central Government of India in terms of Section 143(11) of the Companies Act, 2013 (“the Act”) as referred to in Paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section.**

- i. (a) The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
- (b) The fixed assets have been physically verified by the management during the year, the frequency of which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. As explained to us, inventories have been physically verified during the year by the management at reasonable intervals and no material discrepancy was noticed on such verification.
- iii. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013.
- iv. In our opinion and according to the information and explanations given to us, the Company has not given loan to Directors or provided guarantee or security in connection with any loan to Directors including entities in which they are interested under the provisions of Section 185. Provisions of Section 186 in respect of loans and advances given, investments made and guarantee and securities given have been complied with by company.
- v. The Company has not accepted any deposits from the public. Accordingly paragraph 3(v) of the Order is not applicable to the Company.
- vi. The Central Government has not prescribed maintenance of Cost records under Section 148(1) of the Companies Act, 2013 for the Company's activities. Hence the provisions of Clause 3(vi) of the Order are not applicable to the Company.
- vii. (a) According to the records of the company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Luxury Tax, Duty of Custom, Excise Duty, Value added tax, Good and Service Tax, Cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us, there were no outstanding statutory dues as at 31<sup>st</sup> of March, 2020 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, the amounts payable in respect of Income Tax, Service Tax, Sales Tax, Luxury Tax, Goods and Service tax, Customs Duty and Excise Duty which have not been deposited on account of disputes and the forum where dispute is pending are given below:-

Name of the statute	Nature of Dispute	Amount (Rs.)	Period	Forum where dispute is pending	Progress and Remarks
Central Excise & Customs Act	Service Tax & Penalty	407,758	2004-05 & 2005-06	Commissioner (Appeals) Central Excise & Customs, Baroda	Out of total demand of Rs. 815,516 raised, Rs. 407,758 is paid. Rest Rs. 407,758 is under dispute & pending at appeal level.
Luxury Tax	Luxury Tax, Interest & Penalty	662,000	1999-2000	District Collector office, Entertainment Tax & Luxury Tax, Baroda.	Amount is under dispute.

## **Lords Ishwar Hotels Limited**

- viii. In our opinion and according to the information and explanation given to us, the Company has not taken any loans or borrowing from the financial institution, bank, Government and there is no debenture holder in the Company, so the provisions of Clause 3(viii) of the Order are not applicable to the Company.
- ix. In our opinion and according to information and explanation given to us, the Company has not raised any money by way of initial public offer/further public offer (including debt instruments).
- x. In our opinion and according to information and explanations given to us, we report that no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi. In my opinion and according to the information and explanations given to us, the Company is not paying any managerial remuneration to its Managing Director and other Directors. Hence, the provisions of Clause 3(xi) of the Order are not applicable to the Company.
- xii. The Company is not a Nidhi Company. Hence, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii. In our opinion and according to the information and explanation given to us during the audit, transactions with the related parties are in accordance with Section 177 and Section 188 of the Act and the details have been disclosed in the notes to the financial statements, as required by the applicable Accounting Standards.
- xiv. According to the information and explanations given to us and on an overall examination of the books of account, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting under Clause 3 (xiv) is not applicable to the Company.
- xv. In our opinion and according to the information and explanation given to us, the Company has not entered into any non-cash transactions with directors or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. According to the information and explanation given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

**For K. K. Haryani & Co.**  
Chartered Accountants  
FRN: 121950W

**(CA. Kishor Haryani)**  
(proprietor)  
Membership No. 110780  
ICAI UDIN: 20110780AAAIP4410

Place: Mumbai  
Date: 30<sup>th</sup> June, 2020

**Annexure “B” to the Independent Auditors' Report**

**Report on the Internal Financial Controls under clause (i) of Sub-Section 3 of Section 143 of the Companies Act, 2013 (“the Act”) as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section.**

We have audited the internal financial controls over financial reporting of Lords Ishwar Hotels Limited (“the Company”) as of 31<sup>st</sup> March, 2020 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 considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparations of reliable financial information, as required under the Companies Act, 2013.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Guidance Note 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 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 Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedure 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 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 judgments, 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 & procedures that:

- (a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transaction & disposition of the assets of company;
- (b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditure of the company are being made only in accordance with authorizations of management and directors of company; and



- © provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of company's assets that could have a material effect on the financial statements.

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

Because of inherent limitation 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, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For K. K. Haryani & Co.**

Chartered Accountants

FRN: 121950W

**(CA. Kishor Haryani)**

(proprietor)

Membership No. 110780

**ICAI UDIN: 20110780AAAAIP4410**

Place: Mumbai

Date: 30<sup>th</sup> June, 2020

**AUDITED BALANCE SHEET AS AT 31ST MARCH, 2020**

Particulars	Note No.	As at 31.03.2020 (₹)	As at 31.03.2019 (₹)
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
(a) Property, Plant and Equipment	2	6,25,31,055	6,45,96,607
(b) Financial Assets			
(i) Investments	3	1,46,30,000	1,46,30,000
(ii) Other Financial Assets	4	14,83,437	15,77,937
(c) Other Non-Current assets	5	45,630	-
<b>Current Assets</b>			
(a) Inventories	6	68,95,973	71,58,771
(b) Financial Assets			
(i) Trade Receivables	7	95,07,445	1,08,23,609
(ii) Cash and Cash Equivalents	8	36,94,651	58,34,220
(c) Other Current Assets	9	32,04,780	41,89,736
<b>Total Assets</b>		<b>10,19,92,971</b>	<b>10,88,10,880</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity Share Capital	10	7,47,00,000	7,47,00,000
(b) Other equity	11	(1,91,71,153)	(2,08,40,244)
<b>LIABILITIES</b>			
<b>Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	12	3,85,65,000	4,26,65,000
(b) Provisions	13	1,58,375	1,13,983
(c) Deferred Tax Liabilities (net)	14	29,18,807	28,03,823
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Trade Payables		-	-
(A) Total outstanding dues of micro enterprises and small enterprises			
(B) total outstanding dues of creditors other than micro and small enterprises	15	12,61,052	33,43,132
(ii) Other financial liabilities	16	9,81,817	11,41,452
(b) Other current liabilities	17	22,23,528	43,51,613
(c) Provisions	18	3,55,545	5,32,121
<b>Total Equity and Liabilities</b>		<b>10,19,92,971</b>	<b>10,88,10,880</b>
The Significant Accounting Policies and accompanying Notes form an integral part of the financial statements.	1 to 45		

As per our Report of even date

**FOR K. K. HARYANI & CO.**

Chartered Accountants

For and on behalf of the Board of Directors

**KISHOR K. HARYANI**  
PROPRIETOR

Membership No. 110780

Firm Reg. No. 121950W

**PUSHPENDRA BANSAL**

Managing Director

DIN: 00086343

**AMIT GARG**

Director

DIN: 00537267

Place: Mumbai

Date: 30th June, 2020

**AJAY PAWAR**

Chief Financial Officer

PAN: ALGPP4722M

**RANJIT KUMAR SINGH**

Company Secretary

Membership No. A24381

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2020**

Particulars	Note No.	Year ended 31.03.2020 (₹)	Year ended 31.03.2019 (₹)
<b>I. Revenue from operations</b>	<b>19</b>	7,53,30,862	8,64,41,495
<b>II. Other Income</b>	<b>20</b>	1,08,743	22,338
<b>III. Total Revenue(I+II)</b>		<b>7,54,39,605</b>	<b>8,64,63,833</b>
<b>IV. Expenses:</b>			
Food and Beverages Consumed	<b>21</b>	41,76,378	54,59,964
Purchase of Stock in Trade	<b>22</b>	2,20,80,431	2,84,47,110
Change in inventories of Stock in Trade	<b>23</b>	14,84,644	45,27,530
Employee Benefits Expense	<b>24</b>	1,81,40,144	1,66,92,895
Finance Costs		-	-
Depreciation and Amortization Expense	<b>2</b>	22,75,767	30,43,969
Power and Fuel	<b>25</b>	54,02,344	55,50,726
Other Operating and General Expenses	<b>26</b>	1,96,63,099	2,02,30,383
<b>Total Expenses</b>		<b>7,32,22,807</b>	<b>8,39,52,577</b>
<b>V. Profit before exceptional and extraordinary Items and Tax</b>		22,16,798	25,11,256
<b>VI. Exceptional Items</b>		-	-
<b>VII. Profit before extraordinary Items and Tax</b>		22,16,798	25,11,256
<b>VIII. Extraordinary Items</b>		-	-
<b>IX. Profit before Tax</b>		22,16,798	25,11,256
<b>X. Tax Expense:</b>			
(a) Current tax		3,50,000	5,00,000
(b) Deferred tax		1,14,984	(2,66,134)
<b>XI. Profit/(Loss) for the Period after Tax</b>		<b>17,51,814</b>	<b>22,77,390</b>
<b>XII. Other Comprehensive Income</b>		<b>(82,723)</b>	<b>1,89,332</b>
<b>XIII. Total Comprehensive Income for the period</b>		<b>16,69,091</b>	<b>24,66,722</b>
<b>XIV. Earnings per Equity share</b>			
(1) Basic	<b>41</b>	0.23	0.30
(2) Diluted		0.23	0.30

The accompanying Notes form an integral part of the financial statements.

As per our Report of even date  
**FOR K. K. HARYANI & CO.**  
 Chartered Accountants

**For and on behalf of the Board of Directors**

**KISHOR K. HARYANI**  
 PROPRIETOR  
 Membership No. 110780  
 Firm Reg. No. 121950W

**PUSHPENDRA BANSAL**  
 Managing Director  
 DIN: 00086343

**AMIT GARG**  
 Director  
 DIN: 00537267

Place: Mumbai  
 Date: 30th June, 2020

**AJAY PAWAR**  
 Chief Financial Officer  
 PAN: ALGPP4722M

**RANJIT KUMAR SINGH**  
 Company Secretary  
 Membership No. A24381

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

	Year ended 31.03.2020		Year ended 31.03.2019	
	(₹)	(₹)	(₹)	(₹)
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit as per Statement of Profit & Loss before Tax		22,16,798		25,11,256
<b>Adjustments for:</b>				
Depreciation	22,75,767		30,43,969	
Other Comprehensive Income	(82,723)		1,89,332	
Interest Paid	-		-	
Provision for Income Tax	(3,50,000)	18,43,044	(5,00,000)	27,33,301
		40,59,842		52,44,557
Operating Profit Before Working Capital Changes				
Working Capital Changes:				
(Increase)/Decrease in Inventories	2,62,798		57,83,556	
(Increase)/Decrease in Trade Receivables	13,16,164		(1,02,19,511)	
(Increase)/Decrease in Other Current Assets	9,84,956		20,41,811	
(Increase)/Decrease in Other Financial Assets	94,500		(2,00,000)	
(Increase)/Decrease in Other Non-Currectn Assets	(45,630)		-	
Increase/(Decrease) in Other Financial Liabilities	(1,59,635)		2,14,979	
Increase/(Decrease) in Other Current Liabilities	(21,28,085)		34,53,544	
Increase/(Decrease) in Provisions	(1,32,184)		3,15,040	
Increase/(Decrease) in Trade Payables	(20,82,080)		14,32,479	
		(18,89,196)		28,21,898
Cash Generated from Operations		21,70,646		80,66,455
Taxes Paid(Net)		-		-
<b>Net Cash Flow from Operating Activities</b>		21,70,646		80,66,455
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>				
Purchase of Fixed Assets / Capital Work-in-Progress		(2,10,215)		(1,07,515)
<b>Net Cash flow From Investing Activities</b>		(2,10,215)		(1,07,515)
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>				
Proceeds/(Repayment) from/of long term borrowings		(41,00,000)		(47,00,000)
Interest Paid		-		-
<b>Net Cash Flow From Financing Activities</b>		(41,00,000)		(47,00,000)
<b>Net Cash Flow During The Year (A+B+C)</b>		(21,39,569)		32,58,940
<b>OPENING CASH AND CASH EQUIVALENTS</b>	58,34,220		25,75,280	
<b>CLOSING CASH AND CASH EQUIVALENTS</b>	36,94,651		58,34,220	
<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>		(21,39,569)		32,58,940

The accompanying Notes form an integral part of the financial statements.

As per our Report of even date  
**FOR K. K. HARYANI & CO.**  
Chartered Accountants

**For and on behalf of the Board of Directors**

**KISHOR K. HARYANI**  
PROPRIETOR  
Membership No. 110780  
Firm Reg. No. 121950W

**PUSHPENDRA BANSAL**  
Managing Director  
DIN: 00086343

**AMIT GARG**  
Director  
DIN: 00537267

Place: Mumbai  
Date: 30th June, 2020

**AJAY PAWAR**  
Chief Financial Officer  
PAN: ALGPP4722M

**RANJIT KUMAR SINGH**  
Company Secretary  
Membership No. A24381

## STATEMENT OF CHANGES IN EQUITY for the year ended 31st March, 2020

### A. Equity Share Capital

Equity Shares of Rs. 10/- each, issued, subscribed and fully paid up

Particulars	Equity shares	
	No. of shares	Amount (Rs.)
<b>As at 31.03.2018</b>	<b>7470000</b>	<b>74700000</b>
Change in Equity shares during the year	-	-
<b>As at 31.03.2019</b>	<b>7470000</b>	<b>74700000</b>
Change in Equity shares during the year	-	-
<b>As at 31.03.2020</b>	<b>7470000</b>	<b>74700000</b>

### B. Other Equity

(In Rs.)

Particulars	Reserve and Surplus				Other Comprehensive Income		Total
	Capital Reserve	Securities Premium	Other Reserves	Retained Earnings	Equity instruments through other comprehensive income	Other items of other comprehensive income	
<b>As at 31.03.2018</b>	<b>36,61,500</b>	-	-	<b>(2,69,68,466)</b>	-	-	<b>(2,33,06,966)</b>
Change in equity for the year ended March 31, 2019	-	-	-		-		
Profit for the period	-	-	-	22,77,390	-	-	22,77,390
Re-measurement of defined benefit Liability, net of tax	-	-	-		-	1,89,332	1,89,332
<b>As at 31.03.2019</b>	<b>36,61,500</b>	-	-	<b>(2,46,91,076)</b>	-	<b>1,89,332</b>	<b>(2,08,40,244)</b>
Change in equity for the year ended March 31, 2020	-	-	-		-		
Profit for the period	-	-	-	17,51,814	-	-	17,51,814
Re-measurement of defined benefit Liability, net of tax	-	-	-		-	(82,723)	(82,723)
<b>As at 31.03.2020</b>	<b>36,61,500</b>	-	-	<b>(2,29,39,262)</b>	-	<b>1,06,609</b>	<b>(1,91,71,153)</b>

As per our Report of even date  
**FOR K. K. HARYANI & CO.**  
Chartered Accountants

**For and on behalf of the Board of Directors**

**KISHOR K. HARYANI**  
PROPRIETOR  
Membership No. 110780  
Firm Reg. No. 121950W

**PUSHPENDRA BANSAL**  
Managing Director  
DIN: 00086343

**AMIT GARG**  
Director  
DIN: 00537267

Place: Mumbai  
Date: 30th June, 2020

**AJAY PAWAR**  
Chief Financial Officer  
PAN: ALGPP4722M

**RANJIT KUMAR SINGH**  
Company Secretary  
Membership No. A24381

**1. SIGNIFICANT ACCOUNTING POLICIES:****i. General Information:**

Lords Ishwar Hotels Limited is a Public Limited Company listed with BSE Limited and is primarily engaged in the Hotel Business with the name of “Revival Lords Inn” a Three Star Hotel situated in the city of Vadodara, Gujarat.

**ii. Basis of preparation of Financial Statements:**

These Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, and the provisions of the Companies Act, 2013 read with Rules of the Companies (Accounts) Rules, 2014 (as amended).

The Financial Statements are presented in Indian Rupees (INR) which is also the Company's functional currency.

**iii. Use of Estimates:**

The preparation of financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions that affect the reported amounts of assets and liabilities and the disclosures of Contingent Liabilities as at the date of financial statements and the amounts of revenue and expenses during the reported period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from estimates.

**iv. Property Plant & Equipment:**

Under the previous Indian GAAP, Property Plant & Equipment were carried in the balance sheet on the basis of historical cost. The Company has regarded the same as deemed cost and presented same values in Ind-AS compliant financials.

Property, Plant and Equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.

Depreciation on fixed assets is calculated on the straight –line method as per the useful lives of the assets as prescribed in Schedule II to the Companies Act, 2013.

**v. Inventories :**

Stock of Food, Beverages and other supplies, wine and liquor are valued at cost (which is computed on first in first out basis) or net realizable value, whichever is lower.

During the year under review, the Company has changed its valuation of inventory policy from inclusive method to exclusive method.

**vi. 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.

**vii. Cash and Cash Equivalents:**

Cash and Cash equivalents comprise cash at banks and on hand and short term balances that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

**viii. Trade Payables and other Payables:**

This amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. 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.

**ix. Revenue Recognition:**

Revenue is recognized on rendering of services and/or sale of goods, net of returns and trade discounts. Sales of goods are recognized on transfer of significant risks and rewards of the ownership to the buyer, which generally coincides with the delivery of goods to the customers. Revenue excludes Taxes and duties collected on behalf of the Government.

**x. Other Income:**

Other Income is comprised primarily of non operative income.

**xi. Borrowing Cost:**

Borrowing cost attributable to the acquisition or construction of qualifying assets are capitalized as a part of such assets till the asset is ready for its intended use or sale. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing cost is charged to Statement of Profit & Loss in the year in which they are incurred.

**xii. Investments:**

Non-current Investments are valued at cost of acquisition including related expenses, if any. Provision for diminution in the value of such investments is made only if such decline is other than temporary. There is no Current Investments (i.e. investment realizable and are intended to be held for not more than one year from the date of such investments).

Transition to Ind AS: On transition to Ind AS, the Company has elected to continue with the carrying value of all its Investment recognized as at 1<sup>st</sup> April, 2016 measured as per previous GAAP.

**xiii. Employee Benefits:**

**a. Defined Contribution Plan:**

Company's contribution towards Provident Fund, Employees State Insurance Corporation and Labour Welfare Fund are recognized in the Statement of Profit and Loss.

**b. Defined Benefit Plan:**

**Gratuity:**

Gratuity to employees is covered under Group Gratuity Life Assurance Scheme. At the reporting date, Company's liability towards gratuity is determined by independent actuarial valuation using the projected unit credit method which considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation. Obligation is measured at the present value of estimated future cash flows using a discount rate that is determined by reference to market yields at the Balance Sheet date on Government Bonds where the currency and terms of the Government bonds are consistent with the currency and estimated terms of the defined benefit obligation.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.

The Company recognises the following changes in the net defined benefit obligation as an expense in its statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income



Re-measurement, comprising actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurement is not reclassified to profit or loss in subsequent periods.

**Privilege Leave benefits:**

At the reporting date, Company's liability towards Privilege Leave benefits is determined by an independent actuary using the Projected Unit Credit method which considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation. Actuarial gain and losses are recognized in the Statement of Profit and Loss as income or expense.

**xiv. Earnings per share:**

- (a) **Basic earnings per share:** Basic earnings per share is calculated by dividing the net profit or loss for the year after tax attributable to equity share holders by weighted average number of equity shares outstanding during the period.
- (b) **Diluted earnings per share:** Diluted earnings per share is calculated by dividing the net profit or loss for the year after tax attributable to equity shareholders by the weighted average number of equity shares outstanding including equity shares which would have been issued on the conversion of all dilutive potential equity shares unless they are considered anti dilutive in nature.

**xv. Taxes on Income:**

Income tax expense comprises current and deferred income tax. Income tax expenses is recognized in net profit/(Loss) in the statement of Profit and loss except to the extent that it relates to items recognized directly in equity, in which it is recognized in other comprehensive income. Current income tax for current and prior periods is recognized at the amount to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax liabilities are recognized for all taxable temporary differences, except when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

**xvi. Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**Financial Assets**

**Initial recognition and measurement**

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset.

**Subsequent measurement**

For the purposes of subsequent measurement, financial assets are classified in three categories:

- (i) Financial Asset at amortized cost
- (ii) Financial Asset at Fair value through other comprehensive income
- (iii) Financial Asset at Fair value through profit and loss

**Financial Asset at amortized cost**

A 'Financial Asset' is measured at the amortized cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the statement of profit or loss.

**Financial Asset at Fair value through OCI**

A 'Financial Asset' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Financial Asset included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

**Financial Asset at fair value through profit or loss**

FVTPL is a residual category for Financial Assets. Any financial asset, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the company may elect to designate a Financial asset, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

**Equity Instruments**

All the equity investments in scope of Ind AS 109 are measured at fair value. For equity instruments, the company may make an irrevocable election to present subsequent changes in the fair value in other comprehensive income. The Company makes such election on an instrument by-instrument basis. The classification is made on initial recognition and is irrevocable if the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

**Derecognition of Financial asset**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized when:

- The rights to receive cash flows from the asset have expired, or
- The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either:

- (a) the Company has transferred substantially all the risks and rewards of the asset, or
- (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

**Impairment of financial assets**

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance.
- b) Financial assets that are debt instruments and are measured as at FVTOCI.
- c) Lease receivables under Ind AS 17.
- d) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18 (referred to as 'contractual revenue receivables')
- e) Loan commitments which are not measured as at FVTPL
- f) Financial guarantee contracts which are not measured as at FVTPL

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument.

**Financial Liabilities**

**Initial recognition and measurement**

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. For financial liabilities maturing within one year from the balance sheet date, the carrying amount approximates fair value due to the short maturity of these instruments.

**Subsequent Measurement**

**Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognized in the profit or loss.

**Financial Liabilities at amortized cost**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

xvii. **Key accounting estimates and judgements:**

The preparation of the company's standalone financial statements requires management to make judgements, estimates

and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key estimates and associated assumptions concerning the future and other key sources of estimate uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

**a. Income taxes**

Deferred tax assets are recognised for unused tax losses/MAT carry forward to the extent is possible that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies including amount expected to be paid/recovered for uncertain tax positions.

**b. Property, Plant and Equipments(PPE) and useful life of PPE**

Property, Plant and Equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and expected residual value at the end of its life. The useful lives and residual value of Company's assets are determine by the management at the time the asset is acquired and reviewed periodically, including in each financial year end. The life based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technical or commercial obsolescence arising from changes or improvements in production or from a change in market demand of the products or service output of the asset.

**c. Defined benefit plans**

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

**d. Fair value measurement of Financial Instruments**

When the fair value of financial assets and financial liabilities recorded in the balance sheet can't be measured based on quoted prices in active markets, their fair value is measured using valuation techniques, including the discounted cash flow model, which involve various judgements and assumptions.

**e. Provisions & Contingencies**

A Provision is recognized when there is a present obligation as a result of a past event that probably requires an outflow of resources. These are reviewed at Balance sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are not recognized but are disclosed in the Notes to the financial statements. Contingent assets are neither recognized nor disclosed in the financial statements.

## Notes to the Financial Statements for the year ended 31st March, 2020

## Note 2. Property, Plant and Equipment

(Amount in Rs.)

Particulars	Freehold Land	Building	Office Premises	Plant & Machineries	Vehicle	Computer	Furniture & Fixtures	Total
<b>Gross Block (at Cost)</b>								
As at 31.03.2018	25,02,000	8,85,12,221	4,00,000	5,52,70,763	19,43,132	18,12,870	47,74,301	15,52,15,287
Addition :	-	-	-	11,373	-	96,142	-	1,07,515
Disposals	-	-	-	-	-	-	-	-
<b>As at 31.03.2019</b>	<b>25,02,000</b>	<b>8,85,12,221</b>	<b>4,00,000</b>	<b>5,52,82,136</b>	<b>19,43,132</b>	<b>19,09,012</b>	<b>47,74,301</b>	<b>15,53,22,802</b>
Addition :	-	-	-	2,10,215	-	-	-	2,10,215
Disposals	-	-	-	-	-	-	-	-
<b>As at 31.03.2020</b>	<b>25,02,000</b>	<b>8,85,12,221</b>	<b>4,00,000</b>	<b>5,54,92,351</b>	<b>19,43,132</b>	<b>19,09,012</b>	<b>47,74,301</b>	<b>15,55,33,017</b>
<b>Depreciation</b>								
As at 31.03.2018	-	3,33,45,253	3,59,173	4,63,33,477	18,42,149	13,29,787	44,72,387	8,76,82,226
Charge for the year	-	10,59,861	521	16,87,009	-	2,33,718	62,860	30,43,969
Disposals	-	-	-	-	-	-	-	-
<b>As at 31.03.2019</b>	<b>-</b>	<b>3,44,05,114</b>	<b>3,59,694</b>	<b>4,80,20,486</b>	<b>18,42,149</b>	<b>15,63,505</b>	<b>45,35,247</b>	<b>9,07,26,195</b>
Charge for the year	-	10,59,861	521	10,56,645	-	1,58,740	-	22,75,767
Disposals	-	-	-	-	-	-	-	-
<b>As at 31.03.2020</b>	<b>-</b>	<b>3,54,64,975</b>	<b>3,60,215</b>	<b>4,90,77,131</b>	<b>18,42,149</b>	<b>17,22,245</b>	<b>45,35,247</b>	<b>9,30,01,962</b>
<b>Net Block</b>								
As at 31.03.2019	25,02,000	5,41,07,107	40,306	72,61,650	1,00,983	3,45,507	2,39,054	6,45,96,607
As at 31.03.2020	25,02,000	5,30,47,246	39,785	64,15,220	1,00,983	1,86,767	2,39,054	6,25,31,055

## Lords Ishwar Hotels Limited

### Notes to the Financial Statements for the year ended 31st March, 2020

#### Note 3. Investments

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Non-Current</b>		
Un-quoted (Fully paid up)		
Investment in Equity Instruments carried at Cost		
Kesar Motels Pvt. Ltd - 22,200 (Previous year 22,200 Equity shares) Equity shares of Rs. 100/- each	88,80,000	88,80,000
Sai Ram Krupa Hotels Pvt. Ltd - 12,500 (Previous year 12,500 Equity shares) Equity shares of Rs.10/- each	12,50,000	12,50,000
Naroli Resorts Private Limited - 4500 Equity shares (previous year-4500 Equity shares) of Rs.10/- each	45,00,000	45,00,000
<b>Total</b>	<b>1,46,30,000</b>	<b>1,46,30,000</b>

#### Note 4. Other Financial Assets

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Non-Current</b>		
Security Deposits	14,83,437	15,77,937
<b>Total</b>	<b>14,83,437</b>	<b>15,77,937</b>

#### Note 5. Other Non-Current Assets

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Non-Current</b>		
Balances with Statutory Authorities	45,630	-
<b>Total</b>	<b>45,630</b>	<b>-</b>

#### Note 6. Inventories

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Current</b>		
<b>Traded Goods</b>		
Wine & Liquor	26,15,412	41,00,056
<b>Stores &amp; Spares</b>		
Provision , Stores Food and Beverages	2,90,626	1,39,556
Other Consumables and Operating Supplies	39,89,935	29,19,159
<b>Total</b>	<b>68,95,973</b>	<b>71,58,771</b>

The mode of valuation of inventories has been stated in Notes No. 1 (v) of the significant accounting policies.

#### Note 7. Trade Receivables

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Current</b>		
<b>Unsecured, Considered Goods :</b>		
Trade Receivables	95,07,445	1,08,23,609
<b>Total</b>	<b>95,07,445</b>	<b>1,08,23,609</b>

## Lords Ishwar Hotels Limited

### Notes to the Financial Statements for the year ended 31st March, 2020

#### Note 8. Cash and Cash Equivalents

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Current</b>		
Balances with Banks in Current Accounts	35,10,885	55,22,178
Other Bank balances*	12,341	12,091
Cash on hand	1,71,425	2,99,951
<b>Total</b>	<b>36,94,651</b>	<b>58,34,220</b>

\* Comprises of Gratuity A/C with Bank of Baroda.

#### Note 9. Other Current Assets

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Current</b>		
<b>Unsecured, Considered Good :</b>		
(Advance Recoverable in cash or in kind or for value to be received)		
Advances to Suppliers	9,52,572	16,92,973
Balances with Government Authorities	22,52,208	24,96,763
<b>Total</b>	<b>32,04,780</b>	<b>41,89,736</b>

#### Note 10. Equity Share Capital

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>AUTHORIZED CAPITAL</b>		
15,000,000 Equity shares (Previous year 15,000,000 Equity Shares) of Rs. 10/- each.	150,000,000	150,000,000
<b>Total</b>	<b>150,000,000</b>	<b>150,000,000</b>
<b>ISSUED, SUBSCRIBED &amp; PAID UP SHARE CAPITAL</b>		
7,470,000 Equity shares(Previous Year 7,470,000 Equity shares) of Rs.10/- each, fully paid up.	74,700,000	74,700,000
<b>Total</b>	<b>74,700,000</b>	<b>74,700,000</b>

#### (I) Reconciliation of the number of Shares outstanding and the amount of Share Capital as at 31st March, 2020 and 31st March, 2019.

Equity shares (Fully Paid-up Capital)	As at 31.03.20		As at 31.03.19	
	No.	(Rs.)	No.	(Rs.)
Shares outstanding at the beginning of the year	7470000	74700000	7470000	74700000
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	7470000	74700000	7470000	74700000

#### (ii) Terms & Rights attached to Equity Shares:

The Company has only one class of Equity Shares having a par value of Rs. 10/- each. Each Equity shareholder is entitled to one vote per share held.

#### (iii) Details of Shareholders holding more than 5% shares in the Company:

Name of Shareholders	As at 31.03. 2020		As at 31.03. 2019	
	shares	Percentage	shares	Percentage
(i) ANS Constructions Pvt. Ltd.	1250750	16.74%	1250750	16.74%
(ii) Sangeeta Bansal	1250650	16.74%	1250650	16.74%
(iii) SSSP Consultant and Techno Services Pvt. Ltd.	1482600	19.85%	1482600	19.85%



Notes to the Financial Statements for the year ended 31st March, 2020

Note 11. Other Equity

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Capital Reserve</b>		
Opening and Closing Balance	36,61,500	36,61,500
<b>Retained Earnings</b>		
Opening Balance	(2,46,91,076)	(2,69,68,466)
Add : Surplus during the Year	17,51,814	22,77,390
Closing Balance	(2,29,39,262)	(2,46,91,076)
<b>FVTOCI Reserve</b>		
Opening Balance	1,89,332	-
Add: Transfer from Statement of Profit and Loss	(82,723)	1,89,332
Closing Balance	1,06,609	1,89,332
<b>Total</b>	<b>(1,91,71,153)</b>	<b>(2,08,40,244)</b>

Note 12. Borrowings

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Non-Current</b>		
<b>Unsecured, considered Good</b>		
Loans & Advances From Director	3,85,65,000	4,26,65,000
<b>Total</b>	<b>3,85,65,000</b>	<b>4,26,65,000</b>

Note 13. Provisions

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Non-Current</b>		
Provision towards Privilege Leave benefits Liability	1,58,375	1,13,983
<b>Total</b>	<b>1,58,375</b>	<b>1,13,983</b>

Note 14. Deferred Tax Liabilities (Net)

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Non-Current</b>		
<b>Deferred Tax Liabilities</b>		
On fiscal allowances of Fixed Assets	79,32,931	81,78,806
<b>Deferred Tax Assets</b>		
Previous Year Business Losses / Unabsorbed Depreciation	50,14,124	53,74,983
<b>Total</b>	<b>29,18,807</b>	<b>28,03,823</b>

## Lords Ishwar Hotels Limited

### Notes to the Financial Statements for the year ended 31st March, 2020

#### Note 15. Trade Payables

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Current</b>		
Total outstanding due of Micro Enterprises and Small Enterprises	-	-
Total outstanding dues of Creditors other than micro enterprises and small enterprises	12,61,052	33,43,132
<b>Total</b>	<b>12,61,052</b>	<b>33,43,132</b>

Note: Please refer Notes of the financial Statements.

#### Note 16. Other Financial Liabilities

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Current</b>		
Employee and Ex-Employee related Liabilities	9,81,817	11,41,452
<b>Total</b>	<b>9,81,817</b>	<b>11,41,452</b>

#### Note 17. Other Current Liabilities

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Current</b>		
Statutory Dues	22,23,528	43,51,613
<b>Total</b>	<b>22,23,528</b>	<b>43,51,613</b>

#### Note 18. Provisions

(Amount in Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
<b>Current</b>		
Provision for Loss of Liquor Stock	-	28,800
Provision for Income Tax	3,50,000	5,00,000
Provision towards Privilege Leave	5,545	3,321
<b>Total</b>	<b>3,55,545</b>	<b>5,32,121</b>

#### Note 19. Revenue from Operations

(Amount in Rs.)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
<b>Sale of Services</b>		
Room Sale	3,10,64,586	3,25,71,979
Food & Beverage Sale	65,48,206	71,33,417
Banquet Sale	75,09,554	77,38,107
Other Services	5,66,850	5,48,938
Total - Sale of Services	4,56,89,196	4,79,92,441
<b>Sale of Product</b>		
Wine & Liquor Sale	2,96,41,666	3,84,49,054
<b>Total</b>	<b>7,53,30,862</b>	<b>8,64,41,495</b>

**Notes to the Financial Statements for the year ended 31st March, 2020**

**Note 20. Other Income**

(Amount in Rs.)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Other Non-operating Income	1,08,743	22,338
<b>Total</b>	<b>1,08,743</b>	<b>22,338</b>

**Note 21. Food and Beverages Consumed**

(Amount in Rs.)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Stock at commencement	1,39,556	1,47,852
Add : Purchases	43,27,448	54,51,668
	44,67,004	55,99,520
Less : Stock at Close	2,90,626	1,39,556
<b>Total</b>	<b>41,76,378</b>	<b>54,59,964</b>

**Note 22. Purchase of Stock in Trade**

(Amount in Rs.)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Purchase of Wine and Liquor	1,37,76,204	1,92,81,724
Add: Excise Duty/Import Fee	83,04,227	91,65,386
<b>Total</b>	<b>2,20,80,431</b>	<b>2,84,47,110</b>

**Note 23. Change in inventories of Stock in Trade**

(Amount in Rs.)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Opening Stock	41,00,056	86,27,586
Less: Closing Stock	26,15,412	41,00,056
<b>Total</b>	<b>14,84,644</b>	<b>45,27,530</b>

**Note 24. Employee Benefits Expense**

(Amount in Rs.)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Salaries & Wages	1,56,99,150	1,44,40,597
Contribution to P.F, E.S.I.C & Other Statutory Funds	6,84,271	6,07,428
Staff Welfare Expenses	17,56,723	16,44,870
<b>Total</b>	<b>1,81,40,144</b>	<b>1,66,92,895</b>

**Notes to the Financial Statements for the year ended 31st March, 2020**

**Note 25. Power and Fuel**

(Amount in Rs.)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Electricity	44,95,370	42,33,201
Fuel Oil	92,975	91,656
Gas Fuel	8,13,999	12,25,869
<b>Total</b>	<b>54,02,344</b>	<b>55,50,726</b>

**Note 26. Other Operating and General Expenses**

(Amount in Rs.)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Insurance	1,45,246	1,84,008
Rates & Taxes	40,53,513	39,23,453
Repairs to - Building	10,47,025	7,00,591
- Machinery	12,36,332	14,25,134
- Others	3,74,299	7,90,944
Management & Franchise Fee	12,00,000	12,00,000
Communication	4,53,743	5,66,750
Freight, Cartage & Transportation	7,21,537	1,22,214
Travelling & Conveyance	3,41,616	8,53,025
Upkeep & Service Cost	44,90,819	42,72,352
Miscellaneous expenses	5,74,391	6,10,632
Legal & Professional	17,00,349	15,59,348
Business promotion	27,72,663	33,37,781
Printing & Stationery Expenses	4,61,566	5,65,351
Payment to Auditors(Refer Footnote)	90,000	90,000
Loss on expiry of Liquor Stock	-	28,800
<b>Total</b>	<b>1,96,63,099</b>	<b>2,02,30,383</b>

**Footnote :**

Payment to Auditors:

Statutory Audit Fees

55,000

55,000

Tax Audit Fees

35,000

35,000

**Total**

90,000

90,000

## 27. FINANCIAL INSTRUMENTS

### Financial instruments by category

The carrying value and fair value of financial instruments by categories as on 31<sup>st</sup> March, 2020 are as follows:

Amount (Rs.)

Particulars	Amortised cost	Fair Value through OCI	Total Carrying Value	Total Fair Value
<b>Assets</b>				
Investments In Unquoted Equity Shares	14,630,000	-	14,630,000	14,630,000
Cash & Cash Equivalents	3,694,651	-	3,694,651	3,694,651
Trade receivable	9,507,445	-	9,507,445	9,507,445
Other financial assets	1,483,437	-	1,483,437	1,483,437
<b>Total</b>	<b>29,315,533</b>	<b>-</b>	<b>29,315,533</b>	<b>29,315,533</b>
<b>Liabilities</b>				
Borrowings	38,565,000	-	38,565,000	38,565,000
Trade Payables	1,261,052	-	1,261,052	1,261,052
Other financial liabilities	981,817	-	981,817	981,817
<b>Total</b>	<b>40,807,869</b>	<b>-</b>	<b>40,807,869</b>	<b>40,807,869</b>

The carrying value and fair value of financial instruments by categories as on 31<sup>st</sup> March, 2019 are as follows:

Amount (Rs.)

Particulars	Amortised cost	Fair Value through OCI	Total Carrying Value	Total Fair Value
<b>Assets</b>				
Investments In Equity Shares	14,630,000	-	14,630,000	14,630,000
Cash & Cash Equivalents	5,834,220	-	5,834,220	5,834,220
Trade receivable	10,823,609	-	10,823,609	10,823,609
Other financial assets	1,577,937	-	1,577,937	1,577,937
<b>Total</b>	<b>32,865,766</b>	<b>-</b>	<b>32,865,766</b>	<b>32,865,766</b>
<b>Liabilities</b>				
Borrowings	42,665,000	-	42,665,000	42,665,000
Trade Payables	3,343,132	-	3,343,132	3,343,132
Other financial liabilities	1,141,452	-	1,141,452	1,141,452
<b>Total</b>	<b>47,149,584</b>	<b>-</b>	<b>47,149,584</b>	<b>47,149,584</b>

## Lords Ishwar Hotels Limited

### Fair Value hierarchy

This section explains the estimates and judgments made in determining the fair values of Financial Instruments that are measured at fair value and amortized cost and for which fair values are disclosed in financial statements. To provide an indication about reliability of the inputs used in determining the fair values, the company has classified its financial instruments into the three levels prescribed under accounting standards. An explanation of each level follows underneath the table:

Level 1: includes financial Instrument measured using quoted prices (unadjusted) in active markets for identical assets and liabilities that the entity can access at the measurement date.

Level 2: Includes financial Instruments which are not traded in active market but for which all significant inputs required to fair value the instrument are observable. The fair value is calculated using the valuation technique which maximizes the use of observable market data.

Level 3: Includes those instruments for which one or more significant input are not based on observable market data.

The following table presents fair value hierarchy of assets and liabilities measured at fair value as of 31<sup>st</sup> March, 2020

Amount (Rs.)

Particulars	Fair Value	Fair Value measurement using		
		Level 1	Level 2	Level 3
Assets				
Investments In Equity Shares	14,630,000	-	-	14,630,000
Trade receivable	9,507,445	-	-	9,507,445
Other financial assets	1,483,437	-	-	1,483,437
Total	25,620,882	-	-	25,620,882
Liabilities				
Borrowings	38,565,000	-	-	38,565,000
Trade Payables	1,261,052	-	-	1,261,052
Other financial liabilities	981,817	-	-	981,817
Total	40,807,869	-	-	40,807,869

The following table presents fair value hierarchy of assets and liabilities measured at fair value as of 31<sup>st</sup> March, 2019:

Amount (Rs.)

Particulars	Fair Value	Fair Value measurement using		
		Level 1	Level 2	Level 3
Assets				
Investments In Equity Shares	14,630,000	-	-	14,630,000
Trade receivable	10,823,609	-	-	10,823,609
Other financial assets	1,577,937	-	-	1,577,937
Total	27,031,546	-	-	27,031,546
Liabilities				
Borrowings	42,665,000	-	-	42,665,000
Trade Payables	3,343,132	-	-	3,343,132
Other financial liabilities	1,141,452	-	-	1,141,452
Total	47,149,584	-	-	47,149,584

The carrying amount of cash and cash equivalents, trade receivables, loans, other financial assets, trade payables and other financial liabilities are considered to be the same as their fair value due to their short term nature and are in close approximation of fair value.

The Company's investment in the equity shares of other Companies is recognized at cost.

## **28. Financial Risk Management**

### **Financial Risk factors**

The Company's activities expose it to a variety of financial risks: market risk, liquidity risk and credit risk.

#### **Market risk**

There is no market risk because Company has not any exposure in foreign currency and no such borrowing with any financial institution.

#### **Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting its obligations associated with its financial liabilities.

The Company's principle source of liquidity is cash and cash equivalent and cash flows from operation. The Company has no outstanding bank borrowings as on 31<sup>st</sup> March 2020. The Company believes that working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived.

The details regarding the contractual maturities of financial liabilities as of 31<sup>st</sup> March, 2020:

Amount (Rs.)

Particulars	Less than 1 year	1-2 years	2-5 years	More than 5 years	Total
Borrowing	-	-	-	38,565,000	38,565,000
Trade Payable	1,261,052	-	-	-	1,261,052
Other Financial Liabilities	981,817	-	-	-	981,817

The details regarding the contractual maturities of financial liabilities as of 31<sup>st</sup> March, 2019:

Amount (Rs.)

Particulars	Less than 1 year	1-2 years	2-5 years	More than 5 years	Total
Borrowing	-	-	-	42,665,000	42,665,000
Trade Payable	3,343,132	-	-	-	3,343,132
Other Financial Liabilities	1,141,452	-	-	-	1,141,452

#### **Credit Risk**

Credit risk is the risk that counter party will not meet its obligation under a financial instrument leading to a financial loss. The company is exposed to credit risk from investments, trade receivables, cash and cash equivalents, loans and other financial assets. The Company's credit risk is minimized as the Company's financial assets are carefully allocated to counter parties reflecting the credit worthiness.

## Lords Ishwar Hotels Limited

Amount in Rs.

Particulars	31 <sup>st</sup> March, 2020	31 <sup>st</sup> March, 2019
Investments	14,630,000	14,630,000
Trade Receivables	9,507,445	10,823,609
Cash & cash equivalents	3,694,651	5,834,220
Other Financial assets	1,483,437	1,577,937

Credit risk on Cash & Cash equivalents is limited. Investments primarily include unquoted shares.

### 29. CAPITAL RISK MANAGEMENT

For the purpose of managing Capital, Capital includes issued equity share capital and reserve attributable to the equity holders.

The objectives of the company's capital management are to:

- Safeguard their ability to continue as going concern so that they can continue to provide benefits to their shareholders.
- Maximize the wealth of the shareholder.
- Maintain optimum capital structure to reduce the cost of the capital.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the loans and borrowings that define capital structure requirements. There have been no breaches in the financial covenants of any loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31<sup>st</sup> March, 2020 and 31<sup>st</sup> March, 2019.

### 30. Micro, Small and Medium Enterprises:

The disclosures relating to Micro, Small and Medium Enterprises Development Act, 2006 are as under:-

- (i) The amount due to micro and small enterprises as defined in “The Micro, Small and Medium Enterprises Development Act, 2006” has been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the Auditors.
- (ii) The disclosures relating to Micro and Small Enterprises are as under:-

Particulars	31 <sup>st</sup> March, 2020	31 <sup>st</sup> March, 2019
The principal amount remaining unpaid to supplier as at the end of the accounting year	NIL	NIL
The interest due thereon remaining unpaid to supplier as at the end of the accounting year	NIL	NIL
the amount of interest paid in terms of Section 16 along with the amount of payment made to the supplier beyond the appointed day during the year.	NIL	NIL
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding interest specified under this Act.	NIL	NIL
The amount of interest accrued during the year and remaining unpaid at the end of the accounting year	NIL	NIL
The amount of further interest due and payable even in the succeeding year, until such dates when interest dues as above are actually paid	NIL	NIL



**30. Contingent Liabilities:**

(To the extent not provided for)

(₹)

Sr. No	Particulars	As at 31.03.2020
(a)	Service Tax matter under appeal (FY 2004-05 & 2005-06)	
	Service Tax demand under dispute: 407,758	
	Service Tax Penalty: 407,758	
	Amount Paid: <u>407,758</u>	
	Balance amount under Dispute	407,758
(b)	Luxury Tax matter under dispute (FY : 1999-2000)	
	Luxury Tax demand under dispute: 243,000	
	Luxury Tax Interest: 55,000	
	Luxury Tax Penalty: <u>364,000</u>	
	Total Amount under Dispute	662,000

32. As the Company is engaged in only one segment of Hotel Business, the disclosure requirement of Accounting Standard (Ind AS-108) on “Operating Segment” are not applicable. Further the Company operates only in India; hence additional information under geographical segment is also not applicable.

The Managing Director of the Company has been identified as The Chief Operating Decision Maker (CODM). The Chief Operating Decision Maker also monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

No Customer individually accounted for more than 10% of the revenue in the year ended 31<sup>st</sup> March, 2020 and 31<sup>st</sup> March, 2019.

33. The total consumption of items of raw materials, stores and spares are indigenous only.

**34. Gratuity – Disclosure pursuant to Ind AS-19:**

In accordance with the applicable laws, the Company provides for gratuity, a defined benefit retirement plan (“The Gratuity Plan”) covering eligible employees. The Gratuity Plan provides for a lump sum payment to vested employees on retirement (subject to completion of five years of continuous employment), death, incapacitation or termination of employment that are based on last drawn salary and tenure of employment. Liabilities with regard to the Gratuity Plan are determined by actuarial valuation on the reporting date and the Company makes annual contribution to the gratuity fund administered by Life Insurance Companies under their respective Group Gratuity Schemes.

**Demographic assumptions:**

- (a) Retirement age: 58 years
- (b) Mortality rate : Published rates under Indian Assured Lives Mortality Ultimate table

**Lords Ishwar Hotels Limited**

	(₹)	(₹)
Particulars	As at 31.3.2020	As at 31.3.2019
<b>i. Actuarial Assumptions</b>		
Discount Rate	6.90%	7.75%
Salary Rate	7.00%	7.00%
<b>ii. Changes in benefit obligation</b>		
Obligation at the beginning	977,901	988,823
Interest cost	74,950	76,139
Current Service Cost	165,744	140,132
Benefit paid	(49,250)	(27,415)
Past Service Cost	-	-
Actuarial(gain)/loss on obligation	66,993	(199,778)
Liability at the end of year	1,236,338	977,901
<b>iii. Fair value of plan Assets</b>		
Fair value of plan asset at beginning of year	1,088,442	895,732
Expected return on plan assets	89,940	68,971
Contributions	362,847	161,600
Benefits paid	(49,250)	(27,415)
Actuarial gain/ (loss) on Plan asset	(15,730)	(10,446)
Fair value of plan asset at the end of year	1,476,249	1,088,442
Excess of Obligation over Plan Assets	(239,911)	(110,541)
<b>iv. Actual Return on Plan Assets</b>		
Expected return on plan assets	89,940	68,971
Actuarial gain/(loss) on plan asset	(15,730)	(10,446)
Actual Return on Plan Assets	74,210	58,525
<b>v. Amount recognized in the Balance sheet</b>		
Liability at the end of year	1,236,338	977,901
Fair value of Plan Asset at the end of year	1,476,249	1,088,442
Net Liability (Asset)	(239,911)	(110,541)
Amount recognized in Balance Sheet	(239,911)	(110,541)
<b>vi. Amount recognized in Statement of P&amp;L</b>		
Current Service cost	165,744	140,132
Past service Cost	-	-
Net Interest cost	(14,990)	7,168
Prior year charge	-	(35,460)
Total Expenses recognized in Statement of P& L	150,754	111,840
<b>vii. Amount recognized in Other Comprehensive Income (OCI)</b>		
Re-measurements due to:		
Effect of change in financial assumptions	139,880	(6,593)
Effect of change in demographic assumptions	(464)	-
Effect of experience adjustments	(72,423)	(193,185)
Return on plan assets (excluding interest)	15,730	10,446
Amount recognized in Other Comprehensive (Income)/Loss	82,723	(189,332)

## Lords Ishwar Hotels Limited

35. In the opinion of the Board, the Current Assets, Loan and Advances would if realized in the ordinary course of business, be of approximately the value at which they are stated in the Balance Sheet.

**36. Capital Commitments:**

The estimated amount of contracts remaining to be executed on Capital Account (Net of Advances).	2019-2020	2018-2019
	₹ NIL	₹ NIL

**37. Value of Imports calculated on CIF basis:**

2019-2020	2018-2019
₹ NIL	₹ NIL

**38. Director's Remuneration:**

2019-2020	2018-2019
₹ NIL	₹ NIL

**39. Foreign Exchange earnings:**

Particular	2019-2020	2018-2019
Payment received from Foreign customers	₹ 108,146	₹ 489,888

**40. Foreign Exchange outgo:**

2019-2020	2018-2019
₹ NIL	₹ NIL

**41. Earnings per Share:**

Particulars	2019-2020	2018-2019
Profit/(Loss) after tax as per Statement of Profit & Loss (In ₹ )	17,51,814	2,277,390
Average no. of equity Shares of Rs.10/- each (Basic)	7,470,000	7,470,000
Average no. of equity Shares of Rs.10/- each (Diluted)	7,470,000	7,470,000
Earnings per Share: Basic (In ₹ )	0.23	0.30
Earnings per Share: Diluted (In ₹ )	0.23	0.30

**42. Related Party Disclosures:**

Disclosures as per Indian Accounting Standard on "Related Party Disclosures" (Ind AS-24) are:

**(A) Nature of Relationship:**

(i) Enterprises in which Key Management Personnel (KMP) and / or their relatives have significant influence, with whom the Company had transactions;

- Lords Inn Hotels and Developers Pvt. Ltd.
- H S India Limited
- Kesar Motels Pvt. Ltd.
- Sai Ram Krupa Hotels Pvt. Ltd.
- Naroли Resorts Pvt. Ltd.

(ii) Key Management Personnel (KMP) & their relatives:

Mr. Pushpendra Bansal : Managing Director  
 Mr. Ajay Pawar : Chief Financial Officer  
 Mr. Ranjit Kumar Singh : Company Secretary

## Lords Ishwar Hotels Limited

### (B) Transactions with Related Parties during the year 2019-20:

(Amount in ₹ )

Sr. No.	Nature of Transaction (Excluding Reimbursement)	Enterprises in which KMP have significant influence	KMP/Relative of KMP	Total
1	Receiving of Services	12,96,000 (12,96,00)	Nil (Nil)	12,96,000 (12,96,000)
2	Sale of Wine & Liquor	1,34,02,305 (1,87,73,701)	Nil (Nil)	1,34,02,305 (1,87,73,701)
3	Repayment of Borrowing	Nil (Nil)	41,00,000 (47,00,000)	41,00,000 (47,00,000)
4	Remuneration/Compensation	Nil (Nil)	16,32,000 (15,60,252)	16,32,000 (15,60,252)

### © Balance Outstanding as at 31.03.2020

5	Trade & Other Payables	2,16,000 (1,08,000)	92,946 (1,33,500)	3,08,946 (2,41,500)
6	Borrowing	Nil (Nil)	3,85,65,000 (4,26,65,000)	3,85,65,000 (4,26,65,000)
7	Investment	1,46,30,000 (1,46,30,000)	Nil (Nil)	1,46,30,000 (1,46,30,000)
8	Trade & other Receivable	30,87,591 (Nil)	Nil (Nil)	30,87,591 (Nil)

(Figures in brackets are for previous year)

43. There is no amount due and outstanding to “Investors Education and Protection Fund”.

#### 44. Impact of COVID-19 on Business Operations:

In the month of March, 2020, the World Health Organization declared the COVID-19 outbreak to be a pandemic, leading to series of measures by countries across the world to contain the spread of the virus. After that the Indian Government has imposed a lockdown across the country in March 2020. The process of lifting of lockdown in various states has since started in phases, effective 1st June, 2020, guided by the decision of individual states. During a major part of this period, hotel operations were mandated to remain non-operational, which affected business at our hotels operations.

The Management's priority in dealing with the exceptional challenges posed by COVID-19 has been to ensure the safety of its guests and employees, support suppliers, keep the supply chain operational for essential supplies.

The consequence of the COVID-19 outbreak on the Company's business for the financial year ended 31st March, 2020 is limited, as business was impacted only in the latter half of March 2020. Several cost rationalisation measures have been initiated subsequent to the year end and are being monitored.

The Management has considered the impact from a prolonged lock-down situation; travel with terms and conditions/restrictions being continued to be imposed by India even after lifting of the lockdown. Guests are postponing their discretionary spending due to limited number of traveling options available like domestic flights or trains. Guests have postponed their social functions for the time being. Corporate guests are also coming with reduced capacity.

The Management has also assessed the potential impact of COVID-19 on the carrying value of property, plant & equipment, right of use assets, intangible assets, investment property, investments, trade receivables, inventories, and other current assets appearing in the financial statements of the Company as on 31st March, 2020. The impact of COVID-19 may be different from that estimated on the date of approval of these financial statements and the Management will continue to closely monitor any material changes to future economic conditions.

With respect to business in financial year ending 31st March, 2021, the impact on revenue could come from a prolonged lock-down situation, travel restrictions being continued to be imposed by India and other countries even after lifting of the lockdown and guests postponing their discretionary spending.

Domestic airlines have commenced operations from 25th May, 2020 with one-third capacity approved by the Government which is expected to gradually increase over the months going forward, and the timing of commencement of international airlines is yet to be announced by the Government. Hotel operations have been allowed to resume operations with effect from 8<sup>th</sup> June, 2020.

Based on enquiries received, assessments performed and analysis of market trends, the Management expects demand to gradually pick for Domestic leisure and business travel, social events within prescribed norms, and limited travel once all travel communication are allowed to be operated.

45. Previous year figure(s) has/have been reclassified and or rearranged wherever necessary.

As per our Report of even date  
**FOR K. K. HARYANI & CO.**  
Chartered Accountants

**KISHOR K. HARYANI**  
PROPRIETOR  
Membership No. 110780  
Firm Reg. No. 121950W

Place: Mumbai  
Date: 30th June, 2020

**For and on behalf of the Board of Directors**

**PUSHPENDRA BANSAL**  
Managing Director  
DIN: 00086343

**AJAY PAWAR**  
Chief Financial Officer  
PAN: ALGPP4722M

**AMIT GARG**  
Director  
DIN: 00537267

**RANJIT KUMAR SINGH**  
Company Secretary  
Membership No. A24381

**Registered Post / Speed Post / Courier**

*If undelivered, please return to :*

**LORDS ISHWAR HOTELS LIMITED**

Hotel Revival, Near Sayaji Garden,  
Kala Ghoda Chowk, University Road,  
Baroda, Gujarat - 390 002.