



## INDEPENDENT AUDITOR'S REPORT

To the Members of

M/s SAKET HOLIDAYS RESORTS PRIVATE LIMITED

### Report on the Financial Statements

We have audited the accompanying financial statements of **Saket Holidays Resorts Private Limited** ("the Company") , which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

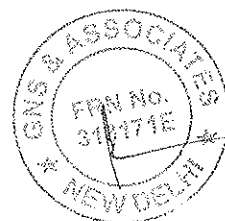
### Management's Responsibility for the Financial Statements

The management and Board of Directors of the company is responsible for the preparation of these financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors and management of the company are responsible for 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; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view .

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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



## GNS & Associates

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

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

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India,

- (a) in the case of Balance sheet , of the state of affairs of the Company as at 31st March, 2016,
- (b) in the case of Statement of Profit & Loss , of the Loss for the year ended on that date and
- (c) in the case of the Cash Flow Statement , of the cash flow for the year ended on that date.

### 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, based on the comments in the auditors' reports of the company incorporated in India, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we further report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit .
  - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept so far as it appears from our examination of those books.

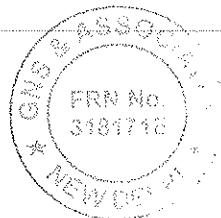


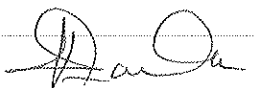
## GNS & Associates

- (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the financial statements.
- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors of the Company as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 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" and
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact the financial position .
  - ii. The company did not have any long term contracts including derivative contracts , hence the question of commenting on any material foreseeable losses does not arise.
  - iii. There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund . The question of delay in transferring such sums does not arise .

For GNS & Associates  
Chartered Accountants  
(Firm's Regn No. 318171E)

Place: New Delhi  
Date: 17/05/2016

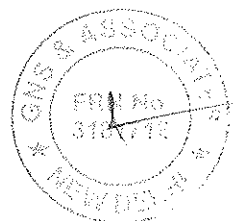


  
(CA Sanjay Kumar Parida)  
(Partner)  
(Membership No. 093202)

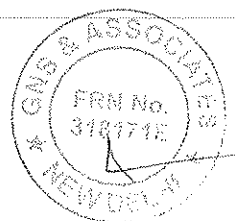
**ANNEXURE "A" REFERRED TO IN PARAGRAPH - 1 OF OUR REPORT ON  
OTHER LEGAL & REGULATORY REQUIREMENTS" EVEN DATE ON THE  
ACCOUNTS OF M/s SAKET HOLIDAYS RESORTS PRIVATE LIMITED FOR  
THE PERIOD ENDED 31<sup>ST</sup> MARCH 2016**

1. a) The Company does not have any fixed assets during the year . Accordingly the provision of clause 3 (i) (b), (c) of the above said order are not applicable to the company .
  
2. (a) The Company has not have acquired any Inventory during the financial year. Therefore the question physical verification of not arise . Accordingly the paragraph 3 (ii) of the above said order are not applicable to the company .
  
3. According to the information and explanations given to us, 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.
  
4. According to the information and explanations given to us , the company has complied with provisions of Sections 185 and 186 of the companies act in respect of loan ,investment , guarantee and security during the year .
  
5. In our opinion and according to the information and explanations given to us, The Company has not accepted deposits from the public within the provisions of Section 73 to 76 .
  
6. According to information and explanation given to us , the Central Government has not prescribed maintenance of cost record under sub section (1) of section 148 of the Companies Act, 2013..
  
7. a) According to the information and explanations given to us and based on the records of the company examined by us , the company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employee State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom duty, Excise Duty, Value Added Tax, Cess, and any other statutory dues applicable to it.

According to the information and explanations given to us, no undisputed amounts payable in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom duty, Excise Duty, Value Added Tax, Cess were in arrears, as at 31.03.2016 for a period of more than six months from the date they became payable.

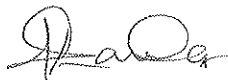


- (b) According to the information and explanations given to us and based on the records of the company examined by us, there are no dues of the Income Tax , Sales tax , service Tax ,Custom duty, Excise Duty, Value Added Tax, Cess which have not been deposited on account of any dispute .
8. According to the information and explanation given to us, the company does not have any loans or borrowings from any financial institution, banks , Accordingly paragraph 3 (viii) of the Order is not applicable .
9. According to the information and explanation given to us, the company did not raise moneys by way of initial public offer or further public offer (including debt instruments) and term loans . Accordingly paragraph 3 (ix) of the Order is not applicable .
10. According to the information and explanation given to us, no material fraud by or on the company by its officers or employees has been noticed or reported during the course of our audit.
11. No managerial remuneration has been paid / provided by the company . Accordingly paragraph 3 (xi) of the order is not applicable .
12. In our opinion and according to the information and explanations given to us, company is not a Nidhi Company. Accordingly, the provisions of clause 3 (xii) of the above said order are not applicable to the company.
13. According to the information and explanations given to us and based on our examination of the records of the company , transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc, as required by the applicable accounting standards;
14. According to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review, Accordingly, the provisions of clause 3 (xiv) of the above said order are not applicable to the company.



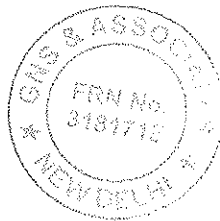
15. According to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the above said order are not applicable to the company.
16. According to the information and explanations given to us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For GNS & Associates  
Chartered Accountants  
Firm Registration No :318171E



(CA Sanjay Kumar Parida )  
M.No .093202

Place : New Delhi  
Date : 17/05/2016



**Annexure - B to the Auditors' Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of M/s Saket Holidays Resorts Private Limited . ("the Company") as of 31 March 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

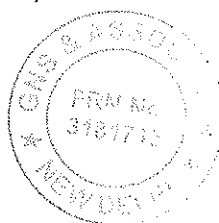
**Management's Responsibility for Internal Financial Controls**

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

**Auditors' Responsibility**

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

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



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

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

#### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, 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 GNS & Associates .

Chartered Accountants

Firm Registration No.318171E



(CA Sanjay Kumar Parida )

Partner

M. No.093202

Place: New Delhi

Date: 17/05/2016





Saket Holidays Resorts Private Limited  
(Formerly known as Saket Courtyard Hospitality Private Limited)  
CIN: U55101HR2007PTC037129

Regd. Office: Office Premises No 221, 2nd Floor, Shopping Mall, Arjun Marg , DLF City , Phase 1, Gurgaon- 122002  
Balance Sheet as at 31 March 2016


Particulars	Note	(Amount in Rs.)	
		As at 31 March 2016	As at 31 March 2015
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
(a) Share capital	3	100,000	100,000
(b) Reserves and surplus	4	(26,160,116)	(21,502,669)
<b>Current liabilities</b>			
(a) Short-term borrowings	5	35,841,439	31,452,273
(b) Other current liabilities	6	4,305,180	3,967,575
<b>Total</b>		<b>14,086,503</b>	<b>14,017,179</b>
<b>ASSETS</b>			
<b>Non-Current assets</b>			
(a) Non-current investments	7	14,000,000	14,000,000
<b>Current assets</b>			
(b) Cash and bank balances	8	86,503	17,179
<b>Total</b>		<b>14,086,503</b>	<b>14,017,179</b>

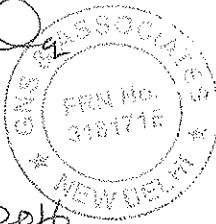
Notes 1 to 13 form an integral part of the financial statements.

This is the balance sheet referred to in our report of even date.

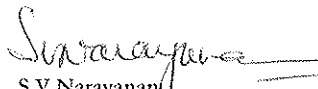
For GNS & Associates  
Chartered Accountants  
Firm Regn No: 318171E

For and on behalf of the Board of Directors

  
CA Sanjay Parida  
(Partner)  
M.No.: 093202  
Place : New Delhi  
Date : 17/05/2016



  
Vivek Jhunjhunwala  
Director  
DIN 02921778

  
S.V Narayanan  
Director  
DIN 03584005

67

Saket Holidays Resorts Private Limited  
(Formerly known as Saket Courtyard Hospitality Private Limited)  
CIN: U55101HR2007PTC037129

Regd. Office: Office Premises No 221, 2nd Floor, Shopping Mall, Arjun Marg, DLF City, Phase 1, Gurgaon- 122002  
Statement of Profit and Loss for the year ended 31 March 2016

(Amount in Rs.)


Particulars	Note	Year ended 31 March 2016	Year ended 31 March 2015
<b>Income:</b>			
Other income	9	-	15,096
<b>Total revenue (I)</b>		-	15,096.00
<b>Expenses:</b>			
Finance cost	10	4,629,572	3,946,223
Other expenses	11	27,875	33,998
<b>Total expenses (II)</b>		4,657,447	3,980,221
<b>Loss before tax (I)-(II)</b>		(4,657,447)	(3,965,125)
<b>Continuing operations</b>			
Loss from continuing operations before tax		(4,657,447)	(3,965,125)
Loss from continuing operations after tax		(4,657,447)	(3,965,125)
<b>Loss from discontinuing operations after tax (B)</b>		-	-
<b>Loss for the year (A)+(B)</b>		(4,657,447)	(3,965,125)
<b>Loss per share (Rs.)</b>	12		
Including discontinuing operations			
- Basic earning per share		(465.74)	(396.51)
- Diluted earning per share		465.74	(396.51)
Excluding discontinuing operations			
- Basic earning per share		(465.74)	(396.51)
- Diluted earning per share		(465.74)	(396.51)

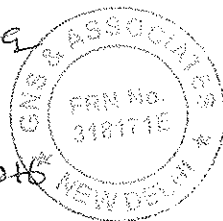
Notes 1 to 13 form an integral part of the financial statements.

This is the statement of profit and loss referred to in our report of even date.

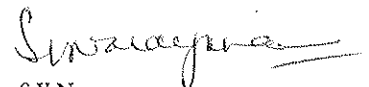
For GNS & Associates  
Chartered Accountants  
Firm Regn No: 318171E

For and on behalf of the Board of Directors

  
CA Sanjay Parida  
(Partner)  
M.No.: 093202  
Place : New Delhi  
Date : 17/05/2016



  
Vivek J. Khunwala  
Director  
DIN 02921778

  
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