

BRIGADE HOTEL VENTURES LIMITED

ANNUAL REPORT 2019-2020

BRIGADE HOTEL VENTURES LIMITED

Corporate Identity Number (CIN) : U74999KA2016PLC095986
Regd. Off.: 29th & 30th Floor, World Trade Center,
Brigade Gateway Campus, 26/1, Dr. Rajkumar Road,
Malleswaram-Rajajinagar, Bangalore - 560 055
Phone : +91 - 080 - 4137 9200 Fax : +91 - 080 - 2221 0784



NOTICE

Notice is hereby given that the Fourth Annual General Meeting of Brigade Hotel Ventures Limited will be held at held on Wednesday, 9th September, 2020 at 11.00 a.m. at the Board Room, 30th Floor, World Trade Center, Brigade Gateway Campus, 26/1, Dr. Rajkumar Road, Malleswaram - Rajajinagar, Bangalore- 560055 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet and Audited Profit & Loss Account for the financial year ended 31st March, 2020 and the reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. M. R. Jaishankar (DIN: 00191267), who retires by rotation and being eligible, offers himself for re-appointment.

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), M. R. Jaishankar (DIN: 00191267), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

Place: Bangalore
Date: 9th June, 2020

Registered Office
29th & 30th Floor, World Trade Center
Brigade Gateway Campus, 26/1,
Dr. Rajkumar Road,
Bangalore-560055

By order of the Board
For Brigade Hotel Ventures Limited


Vineet Verma
Director
DIN: 06362115

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER.
2. Proxies in order to be effective must be received at the Registered Office of the Company not less than forty eight hours before this Annual General Meeting.

BRIGADE HOTEL VENTURES LTD

CIN: U74999KA2016PLC095986

**Regd. Off. : 29th & 30th Floor, World Trade Center, Brigade Gateway Campus,
26/1, Dr.Rajkumar Road, Malleswaram-Rajajinagar, Bangalore 560 055**

Fourth Annual General Meeting on Wednesday, 9th September, 2020 at 11.00 a.m.

ATTENDANCE SLIP

(To be handed over at the entrance of the Meeting Hall)

CLID/ Folio No. :

DPID. :

No. of Shares held:

I certify that I am a Registered Shareholder/Proxy for the Registered Shareholder of the Company. I hereby record my presence at the Fourth Annual General Meeting of the Company being held on Wednesday, 9th September, 2020 at 11.00 a.m at the Board Room, 30th Floor, World Trade Center, Brigade Gateway Campus, 26/1, Dr.Rajkumar Road, Malleswaram-Rajajinagar, Bangalore - 560 055

Name of the Member/Proxy
(in Block Letters)

Signature of Member / Proxy

Notes: A member/proxy wishing to attend the meeting must fill up this Attendance Slip and hand it over at the entrance. If you intend to appoint a proxy, please complete the proxy form below and deposit it at the Company's Registered Office atleast 48 hours before the meeting.

BRIGADE HOTEL VENTURES LTD.

CIN: U74999KA2016PLC095986

**Regd. Off. : 29th & 30th Floor, World Trade Center, Brigade Gateway Campus,
26/1, Dr.Rajkumar Road, Malleswaram-Rajajinagar, Bangalore 560 055**

Fourth Annual General Meeting on Wednesday, 9th September, 2020 at 11.00 a.m

PROXY FORM

CLID/ Folio No. :

DPID. :

No. of Shares held:

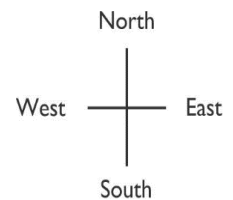
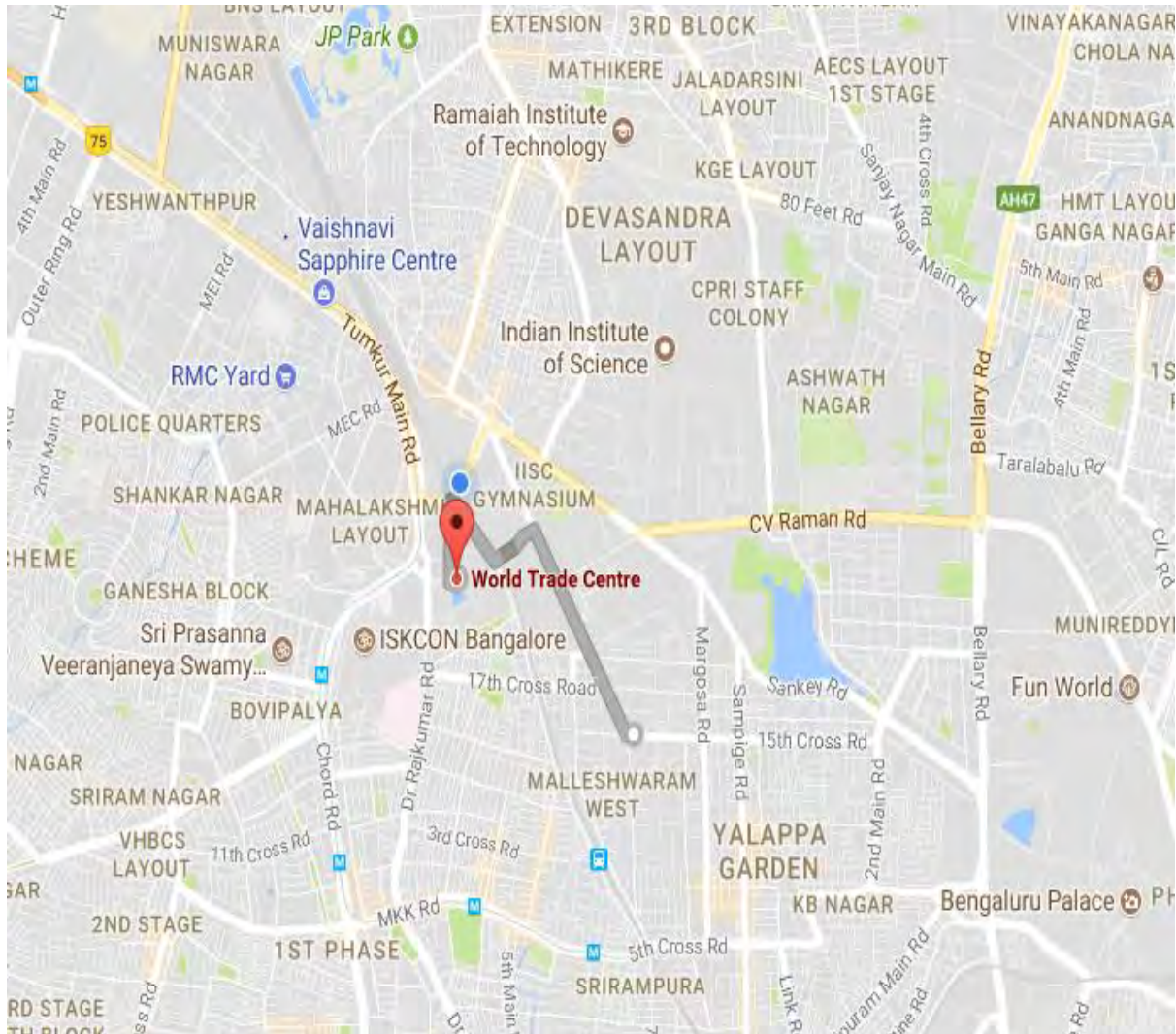
I/ We _____ of _____ in the district of _____ being Member(s) of Brigade Hotel Ventures Limited hereby appoint _____ of _____ in the district of _____ or failing him/her appoint _____ of _____ in the district of _____ as my/our proxy to attend and vote for me/us on my/our behalf at the Fourth Annual General Meeting of the Company to be held on Wednesday, 9th September, 2020 at 11.00 a.m at the Board Room, 30th Floor, World Trade Center, Brigade Gateway Campus, 26/1, Dr.Rajkumar Road, Malleswaram-Rajajinagar, Bangalore- 560 055 and at any adjournment thereof.

Name of the Member/Proxy
(in Block Letters)

Signature of Member / Proxy

Notes: This proxy form duly completed must be received at the Company's Registered Office at least 48 hours before the meeting.

Route Map to the Fourth Annual General Meeting



BRIGADE HOTEL VENTURES LIMITED

Corporate Identity Number (CIN) : U74999KA2016PLC095986
Regd. Off.: 29th & 30th Floor, World Trade Center,
Brigade Gateway Campus, 26/1, Dr. Rajkumar Road,
Malleswaram-Rajajinagar, Bangalore - 560 055
Phone : +91 - 080 - 4137 9200 Fax : +91 - 080 - 2221 0784



BOARD'S REPORT

Dear Members,

We have pleasure in presenting the Fourth Annual Report on business and operations of the Company together with the Audited Statement of Accounts for the financial year ended 31st March, 2020.

FINANCIAL HIGHLIGHTS:

Particulars	(Rupees in Lakhs)	
	2019-20	2018-19
Total Income	22,856	20,635
Total Expenses	26,902	22,398
Profit/(Loss) before exceptional items and tax	(4,046)	(1,763)
Exceptional Items	600	-
Profit/Loss before tax	(4,646)	(1,763)
Current Tax	-	-
Deferred tax	(1,402)	(531)
Profit/(Loss) After tax	(3,244)	(1,232)
Other Comprehensive Income	5	15
Total Comprehensive Income/Loss	(3,249)	(1,217)

FINANCIAL & OPERATIONAL OVERVIEW:

During the year under review, your Company has achieved a turnover of Rs. 22,856 lakhs as against Rs. 20,635 lakhs in the previous year. The total expenditure for the year ended 31st March, 2020 has been 26,902 lakhs as against Rs. 22,398 lakhs in the previous year. The total comprehensive Loss for the year ended 31st March, 2020 stood at Rs.(3,249) Lakhs as compared to Rs. (1,217) Lakhs in the previous year ended 31st March, 2019.

Your Company along with its subsidiary has a total of 1,345 keys which are operational as on March 31, 2020. A total of 151 keys were added during the financial year. The average occupancy during the year was 61%. The average gross operating margin was steady at 31%. The operational performance during the year has been good.

SUBSIDIARIES AND ASSOCIATES:

The Company is a wholly owned subsidiary of Brigade Enterprises Limited. SRP Prosperita Hotel Ventures Ltd is a subsidiary of the company. There are no associate company as on 31st March, 2020.

FINANCIAL STATEMENTS OF SUBSIDIARIES:

A statement containing the salient features of the financial statements of subsidiary company as required in Form AOC-1 is attached as Annexure-1 to this Report

TRANSFER TO RESERVES & DIVIDEND:

The Company has not transferred any amount to reserves or declared any dividend for the year under review.

FIXED DEPOSITS:

The Company has not accepted any deposits in terms of Chapter V of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014, during the year and accordingly, no amount is outstanding as on the Balance Sheet date.

SHARE CAPITAL:

There has been no change in the Share Capital of the Company during the year.

The paid up share capital of the Company is Rs. 2,81,43,00,000/- (Rupees Two Hundred and Eight One Crores Forty Three Lakhs only) comprising of:

- Rs. 1,00,00,000 (Rupees One Crore Only) divided into 10,00,000 equity Shares of Face Value of Rs. 10/- each.
- Rs. 2,80,43,00,000 (Rupees Two Hundred and Eight Crores Forty Three Lakhs only) divided into 2,80,43,000 0.01% Optionally Convertible Redeemable Preference Shares (OCRPS) of Rs. 100/- each.

DEBENTURES:

During the year under review, the Company has not issued any Debentures. As on date, the Company does not have any outstanding Debentures.

BOARD OF DIRECTORS:

The Board of Directors of the Company comprises of 3 directors of which all are Non-Executive Directors. The composition of the Board of Directors is in due compliance of the Companies Act, 2013.

In accordance with the Articles of Association of the Company and the provisions of Section 152(6)(e) of the Companies Act, 2013, Mr. M. R. Jaishankar (DIN: 00191267), Director of the Company will retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment.

None of the Directors of the Company are disqualified under Section 164(2) of the Companies Act, 2013.

BOARD MEETINGS:

During the year under review, the Board of Directors of the Company met 5 (Five) times on the following dates:

Dates on which Board Meetings were Held	Total Strength of the Board	No of Directors Present
23 rd April, 2019	3 (Three)	3 (Three)
31 st July, 2019	3 (Three)	3 (Three)
25 th October, 2019	3 (Three)	3 (Three)
24 th January, 2020	3 (Three)	3 (Three)
16 th March, 2020	3 (Three)	2 (Two)

ATTENDANCE OF DIRECTORS AT BOARD MEETINGS:

The Board of Directors of the Company have attended the Board Meetings as per the following details:

Name of the Directors	Board meetings attended in the financial year 2019-2020	Attendance in the previous Annual General Meeting held on 12 th August, 2019
Mr. M.R. Jaishankar	5 (Five)	Yes
Ms. Nirupa Shankar	4 (Four)	Yes
Mr. Vineet Verma	5 (Five)	Yes

AUDIT COMMITTEE:

During the year 2019-20, the Audit Committee met 3 times. The dates on which the said meetings were held are as follows:

31st July, 2019

25th October, 2019

24th January, 2020

The composition of the Audit Committee and the details of meetings attended by its members are given below:

SI No.	Name of the Directors	Designation	No. of Committee Meetings during the year 2019-20	
			Held	Attended
1	Mr. Vineet Verma	Chairman	3(Three)	3(Three)
2	Ms. Nirupa Shankar	Member	3(Three)	3(Three)
3	Mr. Ananda Natarajan	Member	3(Three)	3(Three)

NOMINATION & REMUNERATION (NRC) COMMITTEE:

During the year, the Nomination & Remuneration (NRC) Committee met on 24th January 2020. The composition of the NRC Committee and the details of meetings attended by its members are given below:

SI No.	Name of the Directors	Designation	No. of Committee Meetings during the year 2019-20	
			Held	Attended
1	Mr. Vineet Verma	Chairman	1 (one)	1 (one)
2	Mr. M.R. Jaishankar	Member	1 (one)	1 (one)
3	Ms. Nirupa Shankar	Member	1 (one)	1 (one)

POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION:

The Directors of the Company are appointed by the members at annual general meetings in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder.

There is no remuneration paid to any directors and the directors are not entitled for any sitting fees for attending the meetings of the Board.

DIRECTORS' RESPONSIBILITY STATEMENT:

The Board of Directors hereby confirm that:

- in the preparation of the annual financial statements for the year ended 31st March, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for

safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- d) the annual financial statements have been prepared on a going concern basis;
- e) there are proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

KEY MANAGERIAL PERSONNEL:

During the year under review, Ms. Priti Mishra tendered her resignation from the position of Company Secretary with effect from 23rd August, 2019. The Company is in the process of appointing a Company Secretary as per the provisions of Companies Act, 2013.

Mr. Anand Natarajan, Chief Financial Officer and Mr. Arindam Mukherjee, Manager are the Key Managerial Personnel of the Company in accordance with the provisions of Section 203 of the Companies Act, 2013.

PARTICULARS OF EMPLOYEES:

The Company has Thirteen employees as on 31st March, 2020. There are no employees in the Company who are in receipt of remuneration in excess of the limits prescribed in section 134 of the companies Act, 2013 read with the Rule 5(2) & 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 during the year. None of the Directors have received any remuneration for attending the Board Meetings.

STATUTORY AUDITORS:

The members of the Company at the First Annual General Meeting held on 20th September, 2017 approved the appointment of M/s. S. R. Batliboi & Associates LLP, Chartered Accountants (Registration No. 101049W/E300004), Statutory Auditors of the Company for a period of 5 years till the conclusion of Sixth Annual General Meeting, in terms of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014.

There are no qualifications or adverse remarks in the Statutory Auditors' Report for the financial statements for the year ended 31st March, 2020 which require any explanation from the Board of Directors.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The related party transactions undertaken during the financial year 2019-20 as detailed in the notes to accounts of the financial Statements which have been carried out at arm's length basis and in the normal course of business.

EXTRACT OF ANNUAL RETURN:

In terms of Section 92 (3) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the extract of the Annual Return of the Company for the financial year 2019-20 in Form No. MGT-9 is appended as **Annexure-2** to this Report.

SECRETARIAL AUDIT REPORT:

Pursuant to the provisions of the Companies Act, 2013, the Board of Directors of the Company have appointed Mr. K. Rajshekar, Practicing Company Secretary (CP No. 2468) to conduct the Secretarial Audit for the financial year 2019-20 and his Report on Company's Secretarial Audit is appended as **Annexure-3** to this Report.

There are no qualifications or adverse remarks in the Secretarial Audit Report which require any explanation from the Board of Directors.

VIGIL MECHANISM:

The Company has established a vigil mechanism for Directors and Employees to report their genuine concerns, illegal, unethical behaviour, suspected fraud or violation of laws, rules and regulation or conduct to the Chief Vigilance Officer and the Audit Committee of the Board of Directors.

MATERIAL CHANGES AND COMMITMENTS:

There were no material changes and commitments for the period under review, which significantly affects the financial position of the Company.

SIGNIFICANT OR MATERIAL ORDERS:

During the financial year under review, no significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in the future.

INTERNAL FINANCIAL CONTROL SYSTEMS:

The Company has adequate internal financial control systems in place with reference to the financial statements.

During the year under review, these controls were evaluated and no significant weakness was identified either in the design or operation of the controls.

RISK MANAGEMENT:

The Board of Directors have been entrusted with the responsibility for establishing policies to monitor and evaluate risk management systems of the Company.

The business risks identified are reviewed and a detailed action plan to mitigate identified risks is drawn up and its implementation monitored. The key risks and mitigation actions will also be placed before the Board of Directors of the Company on a periodic basis.

CORPORATE SOCIAL RESPONSIBILITY:

The provisions relating to Corporate Social Responsibility are not applicable to the Company as on 31st March, 2020.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

A. CONSERVATION OF ENERGY:

The Company is engaged in service sector and has limited energy consumption requirements. However, the company is focusing on optimisation of its energy consumption levels.

B. TECHNOLOGY ABSORPTION: NIL

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

During the year under review, the Company has total foreign earnings of Rs. 58,88,68,719 /- and foreign outgoings of Rs. 11,60,25,049 /-.

HUMAN RESOURCES:

There are Thirteen employees on the rolls of the Company at present.

Many initiatives have been taken to support business through organizational efficiency, process change support and various employee engagement programmes. A significant effort has also been undertaken to develop leadership as well as technical/ functional capabilities in order to meet future talent requirement.

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

As a part of the policy for Prevention of Sexual Harassment in the organisation, the Holding Company i.e. Brigade Enterprises Limited has framed a policy for the Group and constituted a "Complaints Redressal Committee" for prevention and redressal of complaints on sexual harassment of women at work place in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013 and relevant rules thereunder.

The following is a summary of sexual harassment complaints received and disposed off during the year:

- No. of complaints received: Nil
- No. of complaints disposed off: Nil

DISCLOSURES:

There were no significant or material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year till the date of this report.

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

There are no differential voting rights shares issued by the Company.

There were no sweat equity shares issued by the Company.

COVID-19:

World Health Organisation (WHO) declared outbreak of Coronavirus Disease (COVID-19) a global pandemic on March 11, 2020. Consequent to this, Government of India declared lockdown with effect from March 25, 2020 and the Company suspended the operations in its hotels in compliance with the lockdown instructions issued by the Central and State Governments. COVID-19 has impacted the normal business operations of the Company by way of impacting normal business operations, interruption in supply chain, unavailability of personnel, during the lock-down period.

Your Company has considered the possible effects that may result from the Covid-19 pandemic on the carrying value of assets including property, plant and equipment, capital work-in-progress, investments, inventories, loans and receivables. In developing the assumption relating to the possible future uncertainties in the economic conditions because of this pandemic, the Company, as at the date of the approval of these financial statements has used internal and external sources of information to assess the expected future performance of the Company. The Company has performed sensitivity analysis on the assumptions used and based on the current

estimates, the Company expects that the carrying amount of these assets, as reflected in the balance sheet as at March 31, 2020 are fully recoverable. Your Company has also estimated the future cash flows for the Company with the possible effects that may result from the Covid-19 pandemic and does not foresee any adverse impact in realising its assets and in meeting its liabilities as and when they fall due. The actual impact of the Covid-19 pandemic may be different from that estimated as at the date of approval of these financial statements.

The Central and State Governments have initiated steps to lift the lockdown and the Company will adhere to the same as it resumes its activities. The Company will continue to closely observe the evolving scenario and take into account any future developments arising out of the same.

The COVID-19 pandemic has created negative impact on customer sentiments, stakeholder sentiments and spending appetite due to nation-wide lockdown in the short term due to economic uncertainties. Lockdown period had impact on the Hospitality business in terms of revenues and profits.

We have a positive outlook on our business. The Hospitality business is getting aligned to the new normal caused by the Pandemic. Substantial reduction in overheads in the business was carried out during this period.

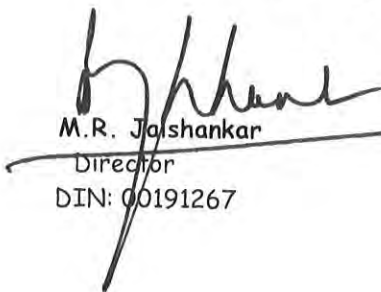
In this dynamic situation, it is difficult to ascertain the impact on the business for the financial year 2020-21.

ACKNOWLEDGEMENTS:

The Directors wish to place on record their appreciation to all the stakeholders for their continued support and patronage. We look forward to your support and co-operation as the Company is entering the next league of growth.

By Order of the Board
For Brigade Hotel Ventures Limited

Place: Bangalore
Date: 09.06.2020


M.R. Jaishankar
Director
DIN: 00191267


Vineet Verma
Director
DIN: 06362115

Annexure-1
Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies
(Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of subsidiaries/associate
companies/joint ventures**

Part "A": Subsidiaries

(Amount in Rs Lakhs)

Particulars	SRP Prosperita Hotel Ventures Ltd
Reporting period	2019-20
Reporting currency	INR
Share capital	3634
Other Equity	3331
Total Assets	17,123
Total Liabilities	17,123
Investments	1
Turnover	4,123
Profit/Loss before Taxation	-1,370
Provision for Taxation	-11
Profit/Loss after Taxation	-1,359
Other Comprehensive Income	2
Total Comprehensive Income	-1,357
Proposed Dividend	--
% of Shareholding	50%

Notes:

1. Name of subsidiary which is yet to commence the operations: **NA**
2. Names of subsidiaries which have been liquidated or sold during the year: **NA**

ANNEXURE-2
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2020

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:		
1	CIN	U74999KA2016PLC095986
2	Registration Date	24th August, 2016
3	Name of the Company	Brigade Hotel Ventures Limited
4	Category/Sub-category of the Company	Company Limited by Shares Indian Non - Government Company
5	Address of the Registered office & contact details	29th & 30th Floor, World Trade Center, Brigade Gateway Campus, 26/1, Dr.Rajkumar Road, Malleswaram-Rajajinagar, Bangalore - 560055 Tel: 91 80 41379200 Email: omprakash@brigadegroup.com
6	Whether listed company	No
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NA

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)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Restaurants and mobile food service activities	561	94.68%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES				
-----------------------------------------------------------------	--	--	--	--

Name and Address of the company	CIN/GLN	Holding /Subsidiary/Associate	% of Shares held	Applicable Section
Brigade Enterprises Limited 29th & 30th Flr, World Trade Center, 26/1, Brigade Gateway, Dr. Rajkumar Road, Malleswaram-Rajajinagar, Bangalore-560 055	L85110KA1995PLC019126	Holding Company	100%	2(46)

IV. SHAREHOLDING PATTERN									
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(Equity share capital breakup as percentage of total equity)

(i) Category-wise Share Holding									
Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	150	150	0.00%	-	150	150	0.00%	0.00%
b) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Bodies Corp.	-	9,99,700	9,99,700	100.00%	-	9,99,700	9,99,700	100.00%	0.00%
e) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (1)	-	9,99,850	9,99,850	100.00%	-	9,99,850	9,99,850	100.00%	0.00%
(2) Foreign									
a) NRI Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Other Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%
TOTAL (A)	-	9,99,850	9,99,850	100.00%	-	9,99,850	9,99,850	100.00%	0.00%
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%

d) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%

f) Insurance Companies	-	-	-	0.00%	-	-	-	0.00%	0.00%
g) FII's	-	-	-	0.00%	-	-	-	0.00%	0.00%
h) Foreign Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Others (specify)	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub-total (B)(1):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
2. Non-Institutions									
a) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Indian	-	-	-	0.00%	-	-	-	0.00%	0.00%
ii) Overseas	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Individuals	-	150	150	0.02%	-	150	150	0.02%	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	0.00%	-	-	-	0.00%	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Others (specify)	-	-	-	-	-	-	-	-	-
Directors	-	-	-	0.00%	-	-	-	0.00%	0.00%
Non Resident Indians	-	-	-	0.00%	-	-	-	0.00%	0.00%
Overseas Corporate Bodies	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Nationals	-	-	-	0.00%	-	-	-	0.00%	0.00%
Clearing Members	-	-	-	0.00%	-	-	-	0.00%	0.00%
Employees	-	-	-	-	-	-	-	-	-
HUF	-	-	-	0.00%	-	-	-	0.00%	0.00%
Trusts	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Bodies - D R	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub-total (B)(2):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
Total Public (B)	-	-	-	0.00%	-	-	-	0.00%	0.00%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	0.00%	-	-	-	0.00%	0.00%
Grand Total (A+B+C)	-	10,00,000	10,00,000	100.00%	-	10,00,000	10,00,000	100.00%	0.00%

(ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding 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	Brigade Enterprises Ltd.	999700	99.97%	-	999700	99.97%	-	0.00%
2	* Mr. M.R. Jaishankar	50	0.005%	-	50	0.005%	-	0.00%
3	Ms. Nirupa Shankar	50	0.005%	-	50	0.005%	-	0.00%
7	*Ms. Pavitra Shankar	50	0.005%	-	50	0.005%	-	0.00%

* Beneficial interest is with Brigade Enterprises Limited

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year	01.04.2019		9,99,850	100.00%	9,99,850	100.00%
	Changes during the year		No Change				
	At the end of the year	31.03.2020		9,99,850	100.00%	9,99,850	100.00%

(iv) Shareholding Pattern of top ten Shareholders : NIL

(Other than Directors, Promoters and Holders of GDRs and ADRs)

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	* Mr. M.R. JAISHANKAR						
	At the beginning of the year	01.04.2019		50	0.005%	50	0.005%
	Changes during the year		No Change	-	-	-	-
	At the end of the year	31.03.2020		50	0.005%	50	0.005%

2	* Ms. NIRUPA SHANKAR						
	At the beginning of the year	01.04.2019		50	0.005%	50	0.005%
	Changes during the year		No Change	-	-	-	-
	At the end of the year	31.03.2020		50	0.005%	50	0.005%

3	* Mr. VINEET VERMA						
	At the beginning of the year	01.04.2019		50	0.005%	50	0.005%
	Changes during the year		No Change	-	-	-	-
	At the end of the year	31.03.2020		50	0.005%	50	0.005%

*The beneficial interest of the shares held by the Key Managerial Personnel is with Brigade Enterprises Limited , Holding Company

V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	38,412	5,800	-	44,212
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	38,412	5,800	-	44,212
Change in Indebtedness during the financial year				
* Addition	15,176	3,804	-	18,980
* Reduction	14,850	223	-	15,073
Net Change	326	3,581	-	3,907
Indebtedness at the end of the financial year				
i) Principal Amount	38,738	9,381	-	48,119
ii) Interest due but not paid	-	1,132	-	1,132
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	38,738	10,513	-	49,251

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

B. Remuneration to other Directors: NIL

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

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
	Name	Priti Mishra	Ananda Natarajan	Arindam Mukherjee	(Rs/Lac)
	Designation	Company Secretary (Effective till 23.08.2019)	CFO	Manager	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2.00	-	-	2.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-

4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5	Others, please specify				
	Total	2.00	-	-	2.00

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty			NIL		
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

*[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the
Companies (Appointment and Remuneration Personnel) Rules, 2014]*

To,
The Members,
Brigade Hotel Ventures Limited
Bengaluru

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Brigade Hotel Ventures 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 **Brigade Hotel Ventures Limited** 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 31st March, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Brigade Hotel Ventures Limited** ("the Company") for the Financial Year ended on 31st 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; ♦

BHVL/2019-20

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- (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 thereunder 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, 1992; ♦
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; ♦
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; ♦
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; ♦
 - (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; ♦
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and♦
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998♦
- (vi) Other Laws as are applicable to Hospitality Industry:-
1. Food Safety and Standards Act, 2006; Food Safety and Standard Rules, 2011; The Prevention of Food Adulteration Act, 1954; Legal Metrology Act, 2009
 2. State Laws such as Shops and Establishment Act, Municipal Laws, Rules and Procedures
 3. Environment (Protection) Act, 1986, Water (Prevention and Control of Pollution) Act, 1974
 4. Energy Conservation Act, 2001 and other related State laws governing Fire Services, Lifts, Escalators and Passenger Conveyors, Land/Water Conservation.



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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India;
- (ii) The listing Agreement entered into by the Company with the Stock Exchange(s), if applicable; ♦

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

My opinion is based on audit evidence, explanations and information given to me during the audit and the Management Representation Letter in support that there were no specific non-compliances in respect 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, 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 while the dissenting members' views are captured and recorded 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 audit period the company has:

- initiated steps to recruit a Company Secretary to fill the vacancy caused from 23.08.2019

Place : Bengaluru

Date : 9th June, 2020

UDIN: F004078B000328204

Signature:  

Name of Company Secretary in practice: Rajshekar

FCS No.: 4078

C P No.: 2468

♦ *These Laws/Rules/Regulations/Guidelines/Standards are not applicable as the Company is an Unlisted Public Limited Company.*

* *Note Applicable as there were no instances referred to in this point, during the financial year.*

^ *The Company does not have any executive directors. There are no independent directors on the Board as there is no mandatory requirement to appoint them.*

INDEPENDENT AUDITOR'S REPORT

To the Members of Brigade Hotel Ventures Limited

Report on the Audit of the Ind AS Financial Statements**Opinion**

We have audited the accompanying Ind AS financial statements of Brigade Hotel Ventures Limited ("the Company"), which comprise the Balance sheet as at March 31, 2020, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the Ind AS financial statements, including a summary of 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 Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, its loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing (SAs), as 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 Ind AS Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Emphasis of Matter

We draw attention to Note 2.4 to the Ind AS financial Statements for the year ended March 31, 2020, which describes the management's evaluation of Covid-19 impact on the future business operations and future cash flows of the Company and its consequential effects on the carrying value of its assets as at March 31, 2020. In view of the uncertain economic conditions, the management's evaluation of the impact on the subsequent periods is highly dependent upon conditions as they evolve.

Our opinion is not modified in respect of this matter.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' report, but does not include the Ind AS financial statements and our auditor's report thereon.

Our opinion on the Ind AS 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 Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



S.R. BATLIBOI & ASSOCIATES LLP

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

In preparing the Ind AS 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.

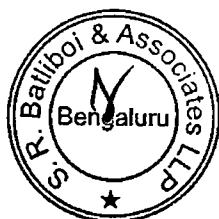
Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS 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 Ind AS 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 Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Ind AS financial statements 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 Ind AS 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.



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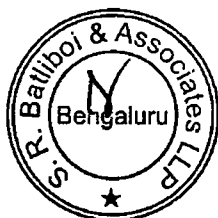
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) The matter described in Emphasis of Matter paragraph above, in our opinion, may have an adverse effect on the functioning of the Company;
 - (f) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (g) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
 - (h) The Company has not paid any managerial remuneration during the year and hence, provisions of section 197 read with Schedule V of the Act are not applicable to the Company for the year ended March 31, 2020; and




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Chartered Accountants

- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004


per Sudhir Kumar Jain
Partner
Membership Number: 213157



UDIN: 20213157AAAAAE9287

Place: Bengaluru
Date: June 09, 2020

S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE IND AS FINANCIAL STATEMENTS OF BRIGADE HOTEL VENTURES LIMITED

Report on the matters specified in paragraphs 3 and 4 of the Companies (Auditor's Report) Order, 2016 ("the Order")

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and capital work-in-progress.
- (b) All property, plant and equipment and capital work-in-progress have not been physically verified by the management during the year, but there is a regular programme of verification 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 explanations given by the management, the title deeds of immovable properties included in property, plant and equipment and capital work-in-progress, are held in the name of the Company.
- (ii) The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
- (iii) (a) The Company has granted loans to one party covered in the register maintained under section 189 of the Companies Act, 2013 ("the Act"). In our opinion and according to the information and explanations given to us, the terms and conditions of the loans are not prejudicial to the Company's interest, having regard to management's representation that the loans are given to such party considering the Company's economic interest and long-term trade relationship with such party.
- (b) In respect of the loans granted to the party covered in the register maintained under Section 189 of the Act, the loans are repayable as per the contractual terms. As per the contractual terms, the loans were demanded and repaid during the year. Accordingly, there has been no default on the part of the parties to whom the money has been lent.
- (c) There are no amounts of loans granted to companies, firms or other parties listed in the register maintained under section 189 of the Act which are overdue for more than ninety days.
- (iv) In our opinion and according to the information and explanations given to us, provisions of Section 185 and 186 of the Act in respect of loans to directors including entities in which they are interested and in respect of loans and advances given, investments made and, guarantees, and securities given have been complied with by the Company.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Act, for the services of the Company.
- (vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, duty of customs, goods and services tax, cess and other material statutory dues have generally been regularly deposited with the appropriate authorities.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, duty of customs, goods and services tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (c) According to the information and explanations given to us, there are no dues outstanding of income tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, goods and services tax, which have not been deposited on account of any dispute.



S.R. BATLIBOI & ASSOCIATES LLP


Chartered Accountants

- (viii) In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of dues to banks. The Company did not have any loans or borrowing from financial institutions, government or dues to debenture holders.
- (ix) In our opinion and according to the information and explanations given by the management, the Company has utilized the monies raised by way of term loans (representing loans with a repayment period beyond 36 months) for the purposes for which they were raised. The Company has not raised any monies by way of initial public offer/ further public offer (including debt instruments).
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Ind AS financial statements and according to the information and explanations given by the management, we report that no material fraud by the Company or on the Company by its officers and employees has been noticed or reported during the year.
- (xi) According to the information and explanations given by the management, the Company has not paid any managerial remuneration during the year and hence reporting under clause 3(xi) of the Order are not applicable.
- (xii) In our opinion, the Company is not a nidhi company. Accordingly, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- (xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 188 of the Act where applicable and the details have been disclosed in the notes to the Ind AS financial statements, as required by the applicable accounting standards. The provisions of section 177 are not applicable to the Company and accordingly reporting under clause 3(xiii) insofar as it relates to section 177 of the Act is not applicable to the Company.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully/partly convertible debentures during the year. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in Section 192 of the Act.
- (xvi) According to the information and explanations given to us, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004


per Sudhir Kumar Jain
Partner

Membership Number: 213157

UDIN: 20213157AAAAAE9287



Place: Bengaluru

Date: June 09, 2020

S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE IND AS FINANCIAL STATEMENTS OF BRIGADE HOTEL VENTURES LIMITED

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 Brigade Hotel Ventures Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the Ind AS 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 preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these Ind AS financial statements 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 as specified under section 143(10) of the Act, to the extent 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 with reference to these Ind AS financial statements 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 with reference to these Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these Ind AS financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Ind AS 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 internal financial controls system over financial reporting with reference to these Ind AS financial statements.

Meaning of Internal Financial Controls Over Financial Reporting with reference to these Ind AS financial statements

A Company's internal financial control over financial reporting with reference to these Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting with reference to these Ind AS financial statements 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 Ind AS 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 Ind AS financial statements.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

Inherent Limitations of Internal Financial Controls Over Financial Reporting with reference to these Ind AS Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these Ind AS financial statements, 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 with reference to these Ind AS financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these Ind AS financial statements 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 with reference to these Ind AS financial statements and such internal financial controls over financial reporting with reference to these Ind AS financial statements were operating effectively as at March 31, 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 S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004



per Sudhir Kumar Jain
Partner

Membership Number: 213157



UDIN: 20213157AAAAAE9287

Place: Bengaluru

Date: June 09, 2020

Brigade Hotel Ventures Limited
Balance Sheet as at March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

	Notes	March 31, 2020	March 31, 2019
ASSETS			
Non-current assets			
Property, plant and equipment	3.1	65,581	52,985
Capital work in progress	4	2,935	9,998
Intangible assets	3.2	449	338
Financial assets			
Investments	5	11,877	11,619
Loans	6	101	244
Other non-current financial assets	7	285	302
Deferred tax assets (net)	8	2,286	882
Other non-current assets	9	331	426
Assets for current tax (net)		605	-
Sub total		84,450	76,794
Current assets			
Inventories	10	317	332
Financial assets			
Loans	6	81	37
Trade receivables	11	1,346	1,434
Cash and cash equivalents	12.1	910	840
Bank balances other than cash and cash equivalents	12.2	1,328	1,584
Other current financial assets	7	94	336
Other current assets	9	3,681	1,618
Sub total		7,757	6,181
Total assets		92,207	82,975
EQUITY AND LIABILITIES			
Equity			
Equity share capital	13.1	100	100
Instruments entirely equity in nature	13.2	28,043	28,043
Other equity	14	(5,495)	(2,246)
Total equity		22,648	25,897
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	15	43,599	39,877
Other non-current financial liabilities	16	6,642	255
Long term provisions	17	125	102
Other non-current liabilities	18	-	2,600
Sub total		50,366	42,834
Current liabilities			
Financial liabilities			
Borrowings	15	2,223	-
Trade payables	19	3,064	2,436
Other current financial liabilities	16	12,156	10,267
Other current liabilities	18	1,648	1,430
Short term provisions	17	102	111
Sub total		19,193	14,244
Total equity and liabilities		92,207	82,975

Summary of significant accounting policies 2.2

The accompanying notes are an integral part of the Ind AS financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

per Sudhir Kumar Jain
Partner
Membership no.: 213157



Place: Bengaluru
Date: June 09, 2020

For and on behalf of the board of directors of
Brigade Hotel Ventures Limited

Vincent Verma
Director
DIN: 06362115

Ananda Natarajan
Chief Financial Officer

Place: Bengaluru
Date: June 09, 2020

M. R. Jaishankar
Director
DIN: 00191267



Brigade Hotel Ventures Limited
Statement of Profit and Loss for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

	Notes	March 31, 2020	March 31, 2019
Income			
Revenue from operations	20	22,752	20,453
Other income	21	104	182
Total income (i)		22,856	20,635
Expenses			
Cost of materials consumed	22	2,432	2,336
Employee benefits expense	23	5,480	4,488
Depreciation and amortization expenses	24	5,354	3,684
Finance costs	25	5,270	3,324
Other expenses	26	8,366	8,566
Total expenses (ii)		26,902	22,398
Loss before exceptional item and tax (iii) = (i) - (ii)		(4,046)	(1,763)
Exceptional item (iv)	3.1	600	-
Loss before tax (v) = (iii) - (iv)		(4,646)	(1,763)
Tax expense			
Current tax	8	-	-
Deferred tax		(1,402)	(531)
Total tax expense (vi)		(1,402)	(531)
Loss for the year (vii) = (v) - (vi)		(3,244)	(1,232)
Other comprehensive income			
Items not to be reclassified to profit or loss in subsequent periods:			
Re-measurement gains/ (losses) on defined benefit plans		(7)	20
Income tax relating to above		2	(5)
Other comprehensive income ('OCI') (viii)		(5)	15
Total comprehensive income / (loss) for the year (ix) = (vii) + (viii) (comprising Loss and OCI for the year)		(3,249)	(1,217)
Earnings per share			
[nominal value of share Rs.10 (March 31, 2019: Rs.10)]	27		
Basic & Diluted (Rs)		(1.15)	(1.52)

Summary of significant accounting policies - 2.2

The accompanying notes are an integral part of the Ind AS financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

per Sudhir Kumar Jain
Partner
Membership no.: 213157



Place: Bengaluru
Date: June 09, 2020

For and on behalf of the board of directors of
Brigade Hotel Ventures Limited

Vineet Verma
Director
DIN: 06362115

M. R. Jaishankar
Director
DIN: 00191267

Ananda Natarajan
Chief Financial Officer

Place: Bengaluru
Date: June 09, 2020



Brigade Hotel Ventures Limited
Statement of cash flow for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

	March 31, 2020	March 31, 2019
Cash flows from operating activities		
Profit before tax	(4,648)	(1,763)
Adjustment to reconcile profit before tax to net cash flows:		
Depreciation and amortization expense	5,354	3,684
Impairment of property, plant and equipment	600	-
Export incentive	(275)	(155)
Provision for bad and doubtful debts	110	8
Interest expense	5,270	3,110
Interest income	(100)	(108)
Operating profit before working capital changes	6,311	4,776
Movements in working capital :		
Increase in trade payables	630	490
Increase in other liabilities	551	595
Increase in provisions	7	71
Decrease in inventories	15	8
(Increase)/decrease in trade receivable	(21)	403
Decrease in loans	100	198
(Increase) in other assets	(2,020)	(1,197)
Cash generated from operations	5,573	5,344
Direct taxes paid, net of refunds	(311)	-
Net cash flow from/ (used in) operating activities (A)	5,262	5,344
Cash flows from investing activities		
Purchase of property, plant and equipment and intangible assets (including capital work in progress)	(7,007)	(11,457)
Proceeds from sale of property, plant and equipment	154	-
Redemption of bank deposits	255	-
Investment in bank deposits	-	(302)
Purchase of non current investments	(50)	(1,459)
Interest received	88	97
Net cash flow (used in) investing activities (B)	(6,560)	(13,121)
Cash flows from financing activities		
Proceeds from borrowings	18,987	13,565
Repayment of borrowings	(15,080)	(3,372)
Interest paid	(4,762)	(3,422)
Net cash flow from financing activities (C)	(855)	6,771
Net increase in cash and cash equivalents (A + B + C)	(2,153)	(1,006)
Cash and cash equivalents at the beginning of the year	840	1,846
Cash and cash equivalents at the end of the year	(1,313)	840
Components of cash and cash equivalents		
Cash on hand	884	21
With banks:		
- in current accounts	26	819
	910	840
Less: Bank overdraft	(2,223)	-
Total cash and cash equivalents	(1,313)	840

Summary of significant accounting policies

2.2

The accompanying notes are an integral part of the Ind AS financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

per Sudhir Kumar Jain
Partner
Membership no.: 213157



Place: Bengaluru
Date: June 09, 2020

For and on behalf of the board of directors of
Brigade Hotel Ventures Limited

Vincent Verma
Director
DIN: 06362115

Ananda Natarajan
Chief Financial Officer

Place: Bengaluru
Date: June 09, 2020

M. R. Jaishankar
Director
DIN: 00191267



Brigade Hotel Ventures Limited
Statement of changes in Equity for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

A. Equity share capital
(refer note 13.1)

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

As at April 01, 2018
Changes during the year
As at March 31, 2019
Changes during the year
As at March 31, 2020

No. of shares (in Lakhs)	Amount (Rs. in Lakhs)
10	100
-	-
10	100
-	-
10	100

B. Instruments entirely equity in nature
(refer note 13.2)

Optionally Convertible Redeemable Preference Shares of Rs.100/- each ('OCRPS')

As at April 01, 2018
Changes during the year (refer note 35)
As at March 31, 2019
Changes during the year
As at March 31, 2020

No. of shares (in Lakhs)	Amount (Rs. in Lakhs)
-	-
280	28,043
280	28,043
-	-
280	28,043

C. Other equity
(refer note 14)

	Share capital Suspense Account	Retained earnings	Total
As at April 01, 2018	28,043	(1,029)	27,014
Loss for the year	-	(1,232)	(1,232)
Other comprehensive income*	-	15	15
Total comprehensive income for the year	-	(1,217)	(1,217)
Settlement of purchase consideration by way of: - allotment of OCRPS (refer note 35)	(28,043)	-	(28,043)
As at March 31, 2019	-	(2,246)	(2,246)
Loss for the year	-	(3,244)	(3,244)
Other comprehensive income*	-	(5)	(5)
Total comprehensive income for the year	-	(3,249)	(3,249)
As at March 31, 2020	-	(5,495)	(5,495)

Transfer (from)/to retained earnings

* As required under Ind AS compliant Schedule III, the Company has recognised re-measurement gains/(losses) of defined benefit plans (net of tax) of Rs.(5) lakhs (March 31, 2019: Rs.15 lakhs) as part of retained earnings.

Summary of significant accounting policies 2.2

The accompanying notes are an integral part of the Ind AS financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

per Sudhir Kumar Jain
Partner
Membership no.: 213157



Place: Bengaluru
Date: June 09, 2020

For and on behalf of the board of directors of
Brigade Hotel Ventures Limited

Vineet Verma
Director
DIN: 06362115

Ananda Natarajan
Chief Financial Officer

Place: Bengaluru
Date: June 09, 2020

M. R. Jaishankar
Director
DIN: 00191267



Brigade Hotel Ventures Limited
Notes to Ind AS Financial Statements for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

1. Corporate information

Brigade Hotel Ventures Limited (the 'Company') was incorporated on August 24, 2016. The registered office of the Company is located at 29th Floor & 30th floors, World Trade Center, Brigade Gateway Campus, 26/1, Dr Rajkumar Road, Malleswaram-Rajajinagar, Bangalore 560 055. The Company is carrying on the hospitality business including running and managing hotels.

During the year, the Company has incurred losses of Rs.3,249 lakhs (March 31, 2019: Rs.1,217 lakhs) and as at March 31, 2020, it has accumulated losses of Rs.5,495 lakhs (March 31, 2019: Rs.2,246 lakhs) against equity capital of Rs.28,143 lakhs (March 31, 2019: Rs.28,143 lakhs). The Company is in the initial phase of its operations. Further, Brigade Enterprises Limited, the holding company is committed to provide financial and operational support to the Company for its profitable operations in the foreseeable future.

The Ind AS financial statements were authorized for issue in accordance with a resolution of the directors on June 09, 2020.

2. Basis of preparation

The financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) specified under section 133 of the Companies Act, 2013 ('the Act'), read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

The financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

2.1 Changes in accounting policies and disclosures

The accounting policies adopted and methods of computation followed are consistent with those of the previous financial year, except for items disclosed below.

Ind AS 116 supersedes Ind AS 17 Leases. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognise most leases on the balance sheet.

Lessor accounting under Ind AS 116 is substantially unchanged from Ind AS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in Ind AS 17. Therefore, Ind AS 116 does not have an impact for leases where the Company is the lessor.

The Company applied Ind AS 116 with effect from April 1, 2019 to all lease contracts existing on April 1, 2019, where the Company is a lessee, using the modified retrospective method. The Company elected to use the recognition exemptions for lease contracts that, at the commencement date, have a lease term of 12 months or less and do not contain a purchase option (short-term leases), and lease contracts for which the underlying asset is of low value (low-value assets). The impact of adoption of Ind AS 116 is detailed in note 29.

2.2 Summary of significant accounting policies

(a) Use of estimates

The preparation of financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities. The effect of change in an accounting estimate is recognized prospectively.

(b) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has evaluated and considered its operating cycle as one year and accordingly has reclassified its assets and liabilities into current and non-current.

Assets and liabilities, other than those discussed above, are classified as current to the extent they are expected to be realized/ are contractually repayable within one year from the Balance sheet date and as non-current, in other cases.

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

(c) Property, plant and equipment



Brigade Hotel Ventures Limited
Notes to Ind AS Financial Statements for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately. This applies mainly to components for machinery. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred.

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from its previously assessed standard of performance. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Borrowing costs directly attributable to acquisition of property, plant and equipment which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets.

An item of property, plant and equipment and any significant part initially recognized is de-recognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the Property, plant and equipment is de-recognized.

Expenditure directly relating to construction activity is capitalized. Indirect expenditure incurred during construction period is capitalized to the extent to which the expenditure is indirectly related to construction or is incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period which is neither related to the construction activity nor is incidental thereto is charged to the statement of profit and loss.

Costs of assets not ready for use at the balance sheet date are disclosed under capital work- in- progress.

(d) Depreciation on property, plant and equipment

Depreciation is calculated on written down value basis using the following useful lives estimated by the management, which are equal to those prescribed under Schedule II to the Companies Act, 2013:

Category of Asset	Useful lives (in years)
Buildings	60
Plant and machinery	15
Electrical installation and equipment	10
Furniture and fixtures	
• Used in hotels, restaurants, etc.	8
• Others	10
Computer hardware	
• End user devices	3
• Server and network equipment	6
Office equipment	5
Motor vehicles	8

For certain hotel-specific assets, depreciation is calculated on a straight-line basis using the rates arrived at, based on the useful lives estimated by the management based on technical assessment as below:

Category of Asset	Useful lives (in years)	Schedule II lives (in years)
Buildings	25-30	60
Plant and machinery	15	15
Electrical installation and equipment	10	10
Furniture and fixtures		
• Used in hotels, restaurants, etc.	8	8
• Others	10	10
Computer hardware		
• End user devices	3	3
• Server and network equipment	6	6
Office equipment	5	5
Motor vehicles	8	8

The management believes that the above estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

(e) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Intangible assets comprising of computer software are amortized on a written down value basis over a period of six years, which is estimated by the management to be the useful life of the asset. In case of certain hotel-specific assets, the intangible assets are amortized on a straight-line basis over a period of six years.



The residual values, useful lives and methods of amortization of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when asset is derecognized.

(f) Impairment

A. Financial assets

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognizes lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

B. Non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses are recognized in the statement of profit and loss. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

(g) Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Where the Company is lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

The Company at the inception of the lease contract recognizes a Right-of-Use (RoU) asset at cost and corresponding lease liability, except for leases with term of less than twelve months (short term) and low-value assets. The cost of the right-of-use assets comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease plus any initial direct costs, less any lease incentives received. Subsequently, the right-of-use assets are measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use assets.

For lease liabilities at inception, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate is readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate.

The Company recognizes the amount of the re-measurement of lease liability as an adjustment to the right-of-use assets. Where the carrying amount of the right-of-use assets is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in the statement of profit and loss.

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Where the Company is lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Rental income under operating leases having variable rental income is recognized as per the terms of the contract.

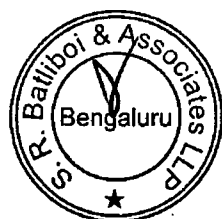
(h) Borrowing costs

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized/inventorised as part of the cost of the respective asset. All other borrowing costs are charged to statement of profit and loss.

(i) Inventories

Inventories comprising of food, beverages and other items are valued at lower of cost and net realizable value. Cost of inventories is determined on a weighted average basis. Inventories which do not meet the definition of property, plant and equipment are accounted as inventories.



Brigade Hotel Ventures Limited
Notes to Ind AS Financial Statements for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(j) Revenue recognition

Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts and other credits, if any, as specified in the contract with the customer. The Company presents revenue from contracts with customers net of indirect taxes in its statement of profit and loss.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price, the Company considers the effects of variable consideration, the existence of significant financing components, noncash consideration, and consideration payable to the customer, if any.

The following specific recognition criteria must also be met before revenue is recognized:

Revenue from hospitality services

Revenue from hospitality operations comprise revenue from room charges, food & beverage sales, facility usage charges and allied services, including telecommunication, laundry, etc. Revenue is recognized as and when the services are rendered and is disclosed net of allowances.

Income from lease rentals

Refer accounting policy under "Leases" above.

Export incentive entitlement

Export incentive entitlements include duty credit scrips are recognised when there is a reasonable assurance that the Company has complied with the conditions attached to them and it is reasonably certain that the ultimate realisation will be made. These are recognized in the period in which the right to receive the same is established, which generally coincides with the period during which the exports eligible for incentives are made.

Interest income

Interest income, including income arising from other financial instruments measured at amortized cost, is recognized using the effective interest rate method.

Dividend income

Dividend income is recognized when the Company's right to receive dividend is established, which is generally when shareholders approve the dividend.

(k) Foreign currency translation

Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency.

Foreign currency transactions and balances

i) Initial recognition - Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

ii) Conversion - Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

iii) Exchange differences - The Company accounts for exchange differences arising on translation/ settlement of foreign currency monetary items as income or as expense in the period in which they arise.

(l) Retirement and other employee benefits

Retirement benefits in the form of state governed Employee Provident Fund, Employee State Insurance and Employee Pension Fund Schemes are defined contribution schemes (collectively the 'Schemes'). The Company has no obligation, other than the contribution payable to the Schemes. The Company recognizes contribution payable to the Schemes as expenditure, when an employee renders the related service. The contribution paid in excess of amount due is recognized as an asset and the contribution due in excess of amount paid is recognized as a liability.

Gratuity, which is a defined benefit plan, is accrued based on an independent actuarial valuation, which is done based on project unit credit method as at the balance sheet date. The Company recognizes the net obligation of a defined benefit plan in its balance sheet as an asset or liability. Gains and losses through re-measurements of the net defined benefit liability/ (asset) are recognized in other comprehensive income. In accordance with Ind AS, re-measurement gains and losses on defined benefit plans recognized in OCI are not to be subsequently reclassified to statement of profit and loss. As required under Ind AS compliant Schedule III, the Company recognizes re-measurement gains and losses on defined benefit plans (net of tax) to retained earnings.

Accumulated leave, which is expected to be utilized within the next twelve months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method, made at the end of each financial year. Actuarial gains/losses are immediately taken to the statement of profit and loss. The Company presents the accumulated leave liability as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for twelve months after the reporting date.



Brigade Hotel Ventures Limited
Notes to Ind AS Financial Statements for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

(m) Income taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year.

Current and deferred tax are recognized in the statement of profit and loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

i. Current income tax

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for that period. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date.

ii. Deferred income tax

Deferred income tax is recognized on temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, 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.

The carrying amount of deferred income tax assets is reviewed at each balance sheet 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 income tax asset to be utilized.

Deferred tax relating to items recognized outside profit or loss is recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

(n) Provisions and contingent liabilities

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses it in the financial statements, unless the possibility of an outflow of resources embodying economic benefits is remote.

(o) Financial Instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

i. Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

ii. Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognized in statement of profit and loss.

iii. Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

iv. Debt instruments at amortized cost

A 'debt instrument' 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 profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.



Brigade Hotel Ventures Limited
Notes to Ind AS Financial Statements for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

v. Investment in subsidiaries

Investment in subsidiaries are carried at cost. Impairment recognized, if any, is reduced from the carrying value.

vi. De-recognition of financial asset

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109.

vii. Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, or as payables, as appropriate. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts. The subsequent measurement of financial liabilities depends on their classification, which is described below.

viii 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.

ix Financial liabilities at amortized cost

Financial liabilities are subsequently carried at amortized cost using the effective interest ('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.

Interest-bearing loans and borrowings are subsequently measured at amortized cost using EIR method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

x De-recognition of financial liability

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

xi Reclassification of financial assets and liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial instruments.

xii Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses following hierarchy and assumptions that are based on market conditions and risks existing at each reporting date.

Fair value hierarchy:

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- ▶ Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- ▶ Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- ▶ Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

(p) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(q) Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

(r) Cash dividend to equity holders of the Company

The Company recognizes a liability to make cash distributions to equity holders of the Company when the distribution is authorized and the distribution is no longer at the discretion of the Company. Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.



Brigade Hotel Ventures Limited
Notes to Ind AS Financial Statements for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

2.3 Significant accounting judgments, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgments, 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.

In the process of applying the Company's accounting policies, management makes judgment, estimates and assumptions which have the most significant effect on the amounts recognized in the financial statements:

The key judgment, estimates and assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, which 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. The Company based its judgments and assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur. Also refer note 2.4 below

Defined benefit plans – Gratuity

The cost of the defined benefit gratuity plan and other post-employment medical benefits 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.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds. The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases are based on expected future inflation rates and expected salary increase thereon.

Useful life and residual value of property, plant and equipment and intangible assets

The useful life and residual value of property, plant and equipment and intangible assets are determined based on evaluation made by the management of the expected usage of the asset, the physical wear and tear and technical or commercial obsolescence of the asset. Due to the judgments involved in such estimates the useful life and residual value are sensitive to the actual usage in future period.

Evaluation of control, joint control or significant influence by the Company over its investee entity for disclosure

Judgment is involved in determining whether the Company has control over an investee entity by assessing the Company's exposure/rights to variable returns from its involvement with the investee and its ability to affect those returns through its power over the investee entity. The Company considers all facts and circumstances when assessing whether it controls an investee entity and reassesses whether it controls an investee entity if facts and circumstances indicate that there are changes to one or more elements of control. In assessing whether the Company has joint control over an investee the Company assesses whether decisions about the relevant activities require the unanimous consent of the parties sharing control. Further, in assessing whether Company has significant influence over an investee, the Company assesses whether it has the power to participate in the financial and operating policy decisions of the investee, but is not in control or joint control of those policies.

Measurement of financial instruments at amortized cost

Financial instrument are subsequently measured at amortized cost using the effective interest ('EIR') method. The computation of amortized cost is sensitive to the inputs to EIR including effective rate of interest, contractual cash flows and the expected life of the financial instrument. Changes in assumptions about these inputs could affect the reported value of financial instruments.

2.4 Covid-19 Pandemic

- a. World Health Organisation (WHO) declared outbreak of Coronavirus Disease (COVID-19) a global pandemic on March 11, 2020. Consequent to this, Government of India declared lockdown with effect from March 25, 2020 and the Company suspended the operations in its hotels in compliance with the lockdown instructions issued by the Central and State Governments. COVID-19 has impacted the normal business operations of the Company by way of impacting normal business operations, interruption in supply chain, unavailability of personnel, during the lock-down period.

The Company's management has considered the possible effects that may result from the Covid-19 pandemic on the carrying value of assets including property, plant and equipment, capital work-in-progress, investments, inventories, loans and receivables. In developing the assumption relating to the possible future uncertainties in the economic conditions because of this pandemic, the Company, as at the date of the approval of these financial statements has used internal and external sources of information to assess the expected future performance of the Company. The Company has performed sensitivity analysis on the assumptions used and based on the current estimates, the Company expects that the carrying amount of these assets, as reflected in the balance sheet as at March 31, 2020 are fully recoverable. The Company's management has also estimated the future cash flows for the Company with the possible effects that may result from the Covid-19 pandemic and does not foresee any adverse impact in realising its assets and in meeting its liabilities as and when they fall due. The actual impact of the Covid-19 pandemic may be different from that estimated as at the date of approval of these financial statements.

The Central and State Governments have initiated steps to lift the lockdown and the Company will adhere to the same as it resumes its activities. The Company will continue to closely observe the evolving scenario and take into account any future developments arising out of the same.

- b. During the year ended March 31, 2020, an impairment loss of Rs. 600 lakhs has been recognised in the statement of profit and loss as an exceptional item, which represents the write-down value of certain property, plant and equipment to its recoverable amount as a result of the impact of Covid-19 pandemic. Also refer note 3.1 for details.



Brigade Hotel Ventures Limited

Notes to Ind AS financial statements for the year ended March 31, 2020

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

3.1 Property, plant and equipment

	Freehold land	Leasehold land*	Buildings	Plant & machinery	Electrical installation	Office equipment	Computer hardware	Motor vehicles	Furniture & fixtures	Total
Cost										
At April 01, 2018	2,326	-	34,192	5,390	2,148	3,569	577	106	11,626	59,934
Additions	-	693	10,406	1,208	1,242	1,092	277	41	1,925	16,884
Disposals	-	-	-	-	-	-	-	-	-	-
At March 31, 2019	2,326	693	44,598	6,598	3,390	4,661	854	147	13,551	76,818
Ind AS 116 transition impact (refer note 29)	-	3,673	-	-	-	-	-	-	-	3,673
Additions	-	1,363	8,739	1,453	388	1,408	324	15	1,158	14,848
Disposals	-	-	(47)	-	(8)	(17)	(10)	-	(79)	(161)
At March 31, 2020	2,326	5,729	53,290	8,051	3,770	6,052	1,168	162	14,630	95,178
Depreciation										
At April 01, 2018	-	-	6,678	2,055	531	2,247	235	37	8,409	20,192
Charge for the year	-	2	1,344	427	386	509	159	15	799	3,641
Disposals	-	-	-	-	-	-	-	-	-	-
At March 31, 2019	-	2	8,022	2,482	917	2,756	394	52	9,208	23,833
Charge for the year	-	149	1,768	594	564	825	237	20	1,044	5,201
Disposals	-	-	(2)	-	(4)	(8)	(4)	-	(19)	(37)
At March 31, 2020	-	151	9,788	3,076	1,477	3,573	627	72	10,233	28,997
Impairment										
At April 01, 2018	-	-	-	-	-	-	-	-	-	-
Charge for the year	-	-	-	-	-	-	-	-	-	-
Reversal	-	-	-	-	-	-	-	-	-	-
At March 31, 2019	-	-	-	-	-	-	-	-	-	-
Charge for the year	-	-	385	71	35	39	-	-	70	600
Reversal	-	-	-	-	-	-	-	-	-	-
At March 31, 2020	-	-	385	71	35	39	-	-	70	600
Net book value										
At March 31, 2019	2,326	691	36,576	4,116	2,473	1,905	460	95	4,343	52,985
At March 31, 2020	2,326	5,578	43,117	4,904	2,258	2,440	541	90	4,327	65,581

Impairment Loss

During the year ended March 31, 2020, an impairment loss of Rs. 600 lakhs has been recognised in the statement of profit and loss as an exceptional item, which represents the write-down value of certain property, plant and equipment to its recoverable amount as a result of the impact of Covid-19 pandemic. The recoverable amount of such property, plant and equipment of Rs 15,098 lakhs as at March 31, 2020 was based on value in use and was determined at the level of the cash generating unit ('CGU') being individual hotel property. Also refer note 2.4

Capitalised borrowing costs

Refer note 25 for the amount of borrowing costs capitalised during the year. The rate used to determine the amount of borrowing costs eligible for capitalisation was in the range of 8%-12%, which is the effective interest rate of the borrowing.

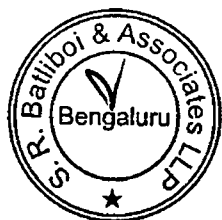
Assets under construction

Refer note 4 for capital work in progress.

Assets pledged

Refer note 15 for details of assets pledged as security for borrowings.

* Lease hold land represents Right-of-use assets. Also refer note 29 for details.



3.2 Intangible Assets

	Computer Software	Total
Cost		
At April 01, 2018	135	135
Additions	355	355
Disposals	-	-
At March 31, 2019	490	490
Additions	264	264
Disposals	-	-
At March 31, 2020	754	754
Amortization		
At April 01, 2018	109	109
Charge for the year	43	43
Disposals	-	-
At March 31, 2019	152	152
Charge for the year	153	153
Disposals	-	-
At March 31, 2020	305	305
Net book value		
At March 31, 2019	338	338
At March 31, 2020	449	449

4 Capital work in progress

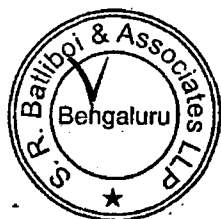
	Property Plant and Equipment	Total
At April 01, 2018	12,227	12,227
Additions during the year	14,154	14,154
Less: Capitalised during the year	(16,383)	(16,383)
At March 31, 2019	9,998	9,998
Additions during the year	7,870	7,870
Less: Capitalised during the year	(14,933)	(14,933)
At March 31, 2020	2,935	2,935

Capitalised borrowing costs

Refer note 25 for the amount of borrowing costs capitalised during the year. The rate used to determine the amount of borrowing costs eligible for capitalisation was in the range of 8%-12%, which is the effective interest rate of the borrowing.

Assets pledged

Refer note 15 for details of assets pledged as security for borrowings.



Brigade Hotel Ventures Limited
Notes to Ind AS financial statements for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

5 Non-Current Investments

	March 31, 2020	March 31, 2019
A. Investments carried at cost		
<i>Investment in equity instruments of subsidiaries</i>		
2.02 lakhs (March 31, 2019: 2.02 lakhs) Equity shares of Rs.10/- each fully paid up in SRP Prosperita Hotel Ventures Limited (PHVL)	8,375	8,375
<i>Investment in preference shares of subsidiaries</i>		
32.44 lakhs (March 31, 2019: 32.44 lakhs) 0.01% A Series Compulsory Convertible Preference shares of Rs.100/- each fully paid up in PHVL	3,244	3,244
<i>Investment in other equity of subsidiaries</i>		
PHVL (Other equity upon subscription of 0.01% Non-convertible Debentures* of PHVL)	111	-
Total Investments carried at cost (A)	11,730	11,619
B. Investments at amortised cost		
<i>Investment in debentures of subsidiaries</i>		
2,57,670 (March 31, 2019: Nil) 0.01% Non- Convertible Debentures* of Rs. 100/- each fully paid up in PHVL	147	-
Total Investments at amortised cost (B)	147	-
Total Investments (A+B)	11,877	11,619
*Includes investment of Rs. 208 lakhs subscribed by way of settlement of receivable from PHVL		
a) Aggregate amount of quoted investments actively traded and market value thereof	-	-
b) Aggregate amount of other investments	11,877	11,619

6 Loans

(Unsecured, considered good)

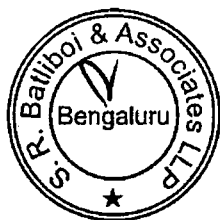
	Non-current		Current	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Loans to employees	-	-	3	2
Loans to related parties (refer note 30)	-	100	-	-
Security deposit	101	144	78	35
	101	244	81	37

7 Other financial assets

(Unsecured, considered good)

	Non-current		Current	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Margin money deposits with banks*	285	302	-	-
Interest accrued and not due on investment in deposits	-	-	28	17
Receivable from related party (refer note 30)	-	-	-	208
Unbilled revenue	-	-	66	111
	285	302	94	336

*Margin money deposits have been made towards letter of credit and bank guarantee facilities availed by the Company from banks (refer note 28).



8 Income tax

a) Deferred Tax

	March 31, 2020	March 31, 2019
<i>Deferred tax liabilities</i>		
Fixed assets - Impact of difference between tax depreciation and depreciation/amortization charged for the financial reporting (including impact of lease liability relating to right-of-use assets)	1,188	650
Gross deferred tax liabilities	1,188	650
<i>Deferred tax assets</i>		
Unused tax losses	2,608	887
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes in subsequent years	866	645
Gross deferred tax assets	3,474	1,532
Net deferred tax assets	2,286	882

Note: The Taxation Laws (Amendment) Ordinance, 2019 ('the Ordinance') provides an option to domestic companies to pay income-tax at a lower rate of 25.17% instead of the normal rate of 29.12% (as applicable to the Company), if it opts for not availing of certain specified exemptions or incentives. The Company has made an assessment of the impact of the Ordinance and has decided to not opt for the lower tax rate of 25.17%. Consequently, the Company has continued to measure the current and deferred taxes at the normal rate of 29.12%.

b) Tax expense

The major components of income tax expense for the years ended March 31, 2020 and March 31, 2019 are:

Statement of Profit and Loss

	March 31, 2020	March 31, 2019
Profit or Loss section		
Current tax		
Current income tax charge	-	-
Deferred tax credit		
Relating to origination and reversal of temporary differences	(1,402)	(531)
Income Tax expense reported in the Statement of profit or loss	(1,402)	(531)

OCI Section

Deferred tax related to items recognised in OCI during the year		
Income tax relating to Re-measurement (gains)/ losses on defined benefit plans	2	(5)
Tax expense reported in the Other comprehensive income	2	(5)

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate

	March 31, 2020	March 31, 2019
Accounting loss before income tax	(4,646)	(1,763)
Statutory income tax rate	29.12%	26.00%
Tax on accounting loss at statutory income tax rate	(1,353)	(458)
Tax effect of other items, net	(49)	(73)
Tax expense reported in the Statement of profit or loss	(1,402)	(531)

Reconciliation of deferred tax asset (net)

	March 31, 2020	March 31, 2019
Opening balance	882	356
Deferred tax credit during the year recognised in profit or loss	1,402	531
Deferred tax credit during the period recognised in OCI	2	(5)
Closing balance of deferred tax assets	2,286	882



Brigade Hotel Ventures Limited

Notes to Ind AS financial statements for the year ended March 31, 2020

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

9 Other assets
(Unsecured, considered good)

	Non-current		Current	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Advance to suppliers	-	-	251	208
Balances with statutory / government authorities	-	-	3,192	1,205
Capital advances	331	426	-	-
Prepaid expenses	-	-	238	205
	331	426	3,681	1,618

10 Inventories
(valued at lower of cost and net realisable value)

	March 31, 2020	March 31, 2019
Food and beverages	295	301
Stores and spares	22	31
	317	332

11 Trade receivables
(unsecured)

	March 31, 2020	March 31, 2019
Trade receivables - considered good		
Receivables from related parties (refer note 30)	166	85
Receivables from others parties	1,180	1,349
Trade receivables - credit impaired	118	8
	1,464	1,442
Impairment allowance (allowance for bad and doubtful debts)		
Trade receivables - credit impaired	(118)	(8)
Total trade receivables	1,346	1,434

Note: Refer note 15 for details of trade receivables pledged as security for borrowings.



Brigade Hotel Ventures Limited
Notes to Ind AS financial statements for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

12.1 Cash and cash equivalents

	March 31, 2020	March 31, 2019
Balances with banks:		
- in current accounts	884	819
Cash on hand	26	21
	<u>910</u>	<u>840</u>

Changes in liabilities arising from financing activities:

Particulars	Non-current portion of borrowings	Current borrowings (including current portion)	Total
Balance as at April 01, 2018	30,575	3,444	34,019
Cash inflows	13,565	-	13,565
Cash outflows	(3,372)	-	(3,372)
Others*	(891)	891	-
Balance as at March 31, 2019	39,877	4,335	44,212
Cash inflows	18,987	-	18,987
Cash outflows	(15,080)	-	(15,080)
Bank overdraft (forming part of cash and cash equivalents)	-	2,223	2,223
Others*	(185)	185	-
Balance as at March 31, 2020	<u>43,599</u>	<u>6,743</u>	<u>50,342</u>

* Others indicate the effect of movement in reclassification of current portion of long-term borrowings to other financial liabilities basis the balance repayment period.

12.2 Bank balances other than cash and cash equivalents

	Non-current		Current	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Balances with banks:				
Margin money deposits	285	302	-	-
Deposits with maturity of more than 3 months but not more than 12 months	-	-	1,328	1,584
	<u>285</u>	<u>302</u>	<u>1,328</u>	<u>1,584</u>
Less: Margin money deposits with banks disclosed under non-current financial assets (refer note 7)	(285)	(302)	-	-
	<u>-</u>	<u>-</u>	<u>1,328</u>	<u>1,584</u>

Break up of financial assets carried at amortised cost

	March 31, 2020	March 31, 2019
Investments (note 5)	147	-
Loans (note 6)	181	281
Other financial assets (note 7)	379	639
Trade receivables (note 11)	1,346	1,434
Cash and cash equivalents (note 12.1)	910	840
Bank balances other than cash and cash equivalents (note 12.2)	1,328	1,584
	<u>4,291</u>	<u>4,778</u>



Brigade Hotel Ventures Limited
Notes to Ind AS Financial Statements for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

13.1 Equity share capital

Authorised share capital	March 31, 2020		March 31, 2019	
	No. in lakhs	Rs.	No. in lakhs	Rs.
Equity shares of Rs.10 each:				
Balance at the beginning of the year	90	900	90	900
Changes during the year	-	-	-	-
Balance at the end of the year	90	900	90	900

Issued, subscribed and fully paid-up share capital	March 31, 2020		March 31, 2019	
	No. in lakhs	Rs.	No. in lakhs	Rs.
Equity shares of Rs.10 each:				
Balance at the beginning of the year	10	100	10	100
Changes during the year	-	-	-	-
Balance at the end of the year	10	100	10	100

Terms/ rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

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

(a) Shares held by holding/ ultimate holding company and/ or their subsidiaries/ associates

	March 31, 2020	March 31, 2019
Brigade Enterprises Limited, the holding company		
10 lakhs (March 31, 2019 - 10 lakhs) Equity shares of Rs.10 each	100	100

(b) Details of shareholders holding more than 5% shares in the company:

Equity shares of Rs.10 each fully paid	March 31, 2020		March 31, 2019	
	No. in lakhs	% holding	No. in lakhs	% holding
Brigade Enterprises Limited, the holding company	10	100%	10	100%



13.2 Instruments entirely equity in nature

	March 31, 2020		March 31, 2019	
	No. in lakhs	Rs.	No. in lakhs	Rs.
Authorised share capital				
Optionally Convertible Redeemable Preference Shares of Rs.100 each ('OCRPS'):				
Balance at the beginning of the year	281	28,100	281	28,100
Changes during the year	-	-	-	-
Balance at the end of the year	281	28,100	281	28,100
Issued, subscribed and fully paid- up share capital				
OCRPS of Rs.100 each:				
Balance at the beginning of the year	280	28,043	-	-
Changes during the year	-	-	280	28,043
Balance at the end of the year	280	28,043	280	28,043

Terms of conversion/ redemption of OCRPS

OCRPS has been issued carrying a coupon of 0.01% (point zero one per cent) per annum calculated on the face value of such OCRPS. The holder of OCRPS may at any time prior to the expiry of 20 (twenty) years exercise the option to convert the OCRPS to equity shares. Each OCRPS shall be convertible into 10 (ten) equity shares or lesser number based on the consent of the holder.

The holder has confirmed compulsory conversion of the OCRPS into equity shares after the end of 5 (five) years and accordingly OCRPS has been recorded and disclosed as "Instruments entirely equity in nature".

The holder of OCRPS shall be entitled to voting rights as per the Companies Act, 2013.

(a) Shares held by holding/ ultimate holding company and/ or their subsidiaries/ associates

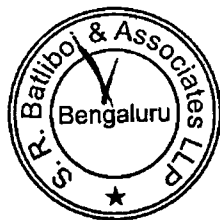
	March 31, 2020	March 31, 2019
Brigade Enterprises Limited, the holding company		
280,43,000 (March 31, 2019 - 280,43,000) OCRPS of Rs.100 each	28,043	28,043

(b) Details of shareholders holding more than 5% shares in the company:

	March 31, 2020		March 31, 2019	
	No. in lakhs	% holding	No. in lakhs	% holding
OCRPS of Rs. 100 each :				
Brigade Enterprises Limited, the holding company	28,043	100%	28,043	100%

14 Other equity

	March 31, 2020	March 31, 2019
Share capital suspense account pending allotment		
Balance at the beginning of the year	-	28,043
Settlement of purchase consideration by way of: - allotment of OCRPS (refer note 35)	-	(28,043)
Balance at end of the year (A)	-	-
Retained earnings / (deficit)		
Balance at the beginning of the year	(2,246)	(1,029)
Loss for the year	(3,244)	(1,232)
Other comprehensive income for the year	(5)	15
Balance at the end of the year (B)	(5,495)	(2,246)
Total other equity (A+B)	(5,495)	(2,246)



Brigade Hotel Ventures Limited
Notes to Ind AS Financial Statements for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

15 Borrowings

	Effective interest rate	Maturity period	March 31, 2020	March 31, 2019
Non-current borrowings				
Term loan from banks (secured)	8%-12%	2020-2031	38,738	38,412
Loans from related parties (unsecured; refer note 30)	12%	2025	9,381	5,800
			48,119	44,212
Less: current maturities - term loans from banks disclosed under the head "Other current financial liabilities" (refer note 16)	8%-12%	2020-2021	(4,520)	(4,335)
Total non-current borrowings			43,599	39,877
Current borrowings				
<i>Loan repayable on demand</i>				
Bank overdraft (Secured)	9-10%	On demand	2,223	-
Total Current borrowings			2,223	-

Note 1: Term loan from banks are secured by way of mortgage of hotel project properties, assignment of certain current assets and future receivables. The loans carry interest rate in the range of 8-12% and are repayable over period upto 144 monthly instalments of upto Rs. 800 lakhs.

Note 2: Bank overdrafts are secured by way of mortgage of hotel project properties, assignment of certain current assets and future receivables. The loans carry interest rate in the range of 9-10% and are repayable on demand.

Note 3: Loan from related parties are unsecured and carries interest of 12% and are repayable in 2025.

16 Other financial liabilities

	Non-Current		Current	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Lease liability (refer note 29)	6,387	-	-	-
Lease deposits	255	255	-	-
Payable towards purchase of property, plant and equipment	-	-	6,003	5,488
Interest accrued and not due (refer note 30)	-	-	1,132	276
Current maturities of non-current borrowings (refer note 15)	-	-	4,520	4,335
Employee benefits payable	-	-	401	166
Bank overdraft	-	-	87	-
Interest free deposits from customers	-	-	13	2
	6,642	255	12,156	10,267



Brigade Hotel Ventures Limited
Notes to Ind AS Financial Statements for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

17 Provisions

Provision for employee benefits

- Provision for gratuity (refer note 32)
- Provision for leave encashment

	Non-Current		Current	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
	125	102	40	30
	-	-	62	81
	125	102	102	111

18 Other liabilities

- Advance from customers
- Deferred lease income
- Lease equalisation reserve (refer note 29)
- Statutory dues payable

	Non-Current		Current	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
	-	-	292	78
	-	-	136	-
	-	2,600	-	-
	-	-	1,220	1,352
	-	2,600	1,648	1,430

19 Trade payables

Trade payables

- Total outstanding dues of micro and small enterprises
- Total outstanding dues of creditors other than micro and small enterprises
 - Payable to related parties (refer note 30)
 - Payable to other parties

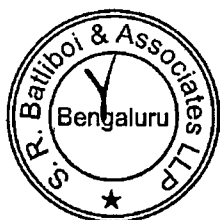
	March 31, 2020	March 31, 2019
	-	-
	592	585
	2,472	1,851
	3,064	2,436

Note : Based on the information available with the Company, there are no suppliers who are registered as micro, small or medium enterprises under "The Micro, Small and Medium Enterprises Development Act, 2006".

Break up of financial liabilities carried at amortised cost

- Non-current borrowings (note 15)
- Current borrowings (note 15)
- Current maturities of non-current borrowings (note 16)
- Other financial liabilities (note 16)
- Trade payables (note 19)

	March 31, 2020	March 31, 2019
	48,119	44,212
	2,223	-
	4,520	4,335
	14,278	6,187
	3,064	2,436
	72,204	57,170



Brigade Hotel Ventures Limited
Notes to Ind AS Financial Statements for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

20 Revenue from operations

	March 31, 2020	March 31, 2019
Revenue from contracts with customers		
- Revenue from hospitality services	21,546	19,356
Income from leasing	753	933
(A)	<u>22,299</u>	<u>20,289</u>
Other operating revenue		
- Export incentive entitlement	453	164
(B)	<u>453</u>	<u>164</u>
(A)+(B)	<u><u>22,752</u></u>	<u><u>20,453</u></u>

20.1 Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers by timing of transfer of goods or services:

	March 31, 2020	March 31, 2019
Revenue from contracts with customers		
Revenue from hospitality services - Recognised over time	21,546	19,356

20.2 Contract balances

	March 31, 2020	March 31, 2019
Trade receivables	1,081	1,349
Contract assets		
- Unbilled revenue	66	111
	<u>1,147</u>	<u>1,460</u>
Contract liabilities		
- Advance from customers	292	78
	<u>292</u>	<u>78</u>

Trade receivables are generally on credit terms of upto 90 days. The decrease in trade receivables is primarily on account of improvement in collection period.

Unbilled revenue pertains to transactions where performance obligation has been satisfied and contractual invoices have not been raised.

Contract liabilities includes advance from customers and deferred revenue representing transaction price allocated to unsatisfied performance obligations. The outstanding balance has increased primarily on account of advance from customers in the current year.

Revenue recognised during the year that was included in the contract liabilities balance at the beginning of the year:	78	55
------------------------------------------------------------------------------------------------------------------------	----	----

21 Other income

	March 31, 2020	March 31, 2019
Interest income on:		
Bank deposits	100	108
Miscellaneous income	4	74
	<u>104</u>	<u>182</u>

22 Cost of materials consumed

	March 31, 2020	March 31, 2019
• Inventory at the beginning of the year	332	340
Add: Purchases during the year	2,417	2,328
	2,749	2,668
Less: Inventory at the end of the year	(317)	(332)
	<u>2,432</u>	<u>2,336</u>



Brigade Hotel Ventures Limited
Notes to Ind AS Financial Statements for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

23 Employee benefits expense

	March 31, 2020	March 31, 2019
Salaries, wages and bonus	4,745	3,882
Contribution to provident and other funds	298	275
Staff welfare expenses	437	331
	5,480	4,488

24 Depreciation and amortization expense

	March 31, 2020	March 31, 2019
Depreciation of property, plant and equipment (refer note 3.1)	5,201	3,641
Amortization of intangible assets (refer note 3.2)	153	43
	5,354	3,684

25 Finance costs

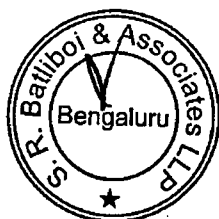
	March 31, 2020	March 31, 2019
Interest		
on bank borrowings	3,804	3,439
on related party borrowings (refer note 30)	952	306
on lease liability	664	-
Other borrowing costs	313	214
	5,733	3,959
Less: Interest capitalised	(463)	(635)
Total	5,270	3,324

26 Other expenses

	March 31, 2020	March 31, 2019
Power and fuel	1,897	1,445
Rent (refer note 29)	216	959
Repairs & maintenance		
Buildings	162	141
Plant & machinery	263	206
Others	261	236
Sub-contracting expenses	525	450
Consumable costs	177	219
Insurance	103	154
Rates and taxes	243	427
Payment to auditor (refer note below)	11	11
Property taxes	397	549
Advertising and sales promotion	655	604
Agency commission	495	337
Security charges	56	19
Provision for bad and doubtful debts	110	8
Training and recruitment expenses	90	87
Legal and professional charges	1,317	1,184
Printing and stationery expenses	77	78
Travelling & conveyance	556	470
Communication expenses	162	115
Exchange difference (net)	19	15
Miscellaneous expenses	574	852
	8,366	8,566

Payment to auditors (excluding goods and service tax):

	March 31, 2020	March 31, 2019
As auditor:		
Audit fees	11	11
	11	11



Brigade Hotel Ventures Limited

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

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

27 Earnings per share

Basic earnings per share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computation:

	March 31, 2020	March 31, 2019
Loss after tax attributable to equity shareholders	(3,244)	(1,232)
Effect of dilution	-	-
Loss after tax attributable to equity shareholders adjusted for the effect of dilution	(3,244)	(1,232)
Weighted average number of equity shares for basic EPS (No.in lakhs) (includes 2,804 lakhs (March 31, 2019: 800 lakhs) equity shares to be issued on conversion of OCRPS being a mandatorily convertible instrument. Also refer note 13.2)	2814	810
Effect of dilution	-	-
Weighted average number of equity shares adjusted for the effect of dilution	2,814	810

Note: The impact of OCRPS, being a mandatorily convertible instrument, has not been considered in the computation of diluted EPS as the same has already been included in the computation of basic EPS.

28 Commitments and contingencies**a. Leases**

The estimated amount of contracts (net of capital advance) remaining to be executed on capital account not provided for is Rs. 5,443 lakhs (March 31, 2019: Rs. 5,954 lakhs).

b. Contingent liabilities

	March 31, 2020	March 31, 2019
Bank guarantees	432	429
Letter of credit	21	707
	453	1,136



29 Leases

A. Transition to Ind AS 116

1. Effect of adoption of new accounting standard on Leases: Ind AS 116

The Company has adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 01, 2019 using the modified retrospective method prescribed in para C8(b)(ii) of Ind AS 116 to ongoing leases as on April 01, 2019. The standard is applied retrospectively with the cumulative effect of initially applying the standard recognised at the date of initial application. Accordingly, the comparatives have not been restated and hence not comparable with previous period figures.

As at April 1, 2019, upon the adoption of Ind AS 116, the recognition of right of use asset (ROU) of Rs. 3,673 lakhs has been determined by deducting the lease equalisation reserve of Rs. 2,600 lakhs, existing as at March 31, 2019 under Ind AS 17, from the amount of lease liability of Rs. 6,273 lakhs determined in accordance with Ind AS 116.

In the statement of profit and loss for the current year, the nature of expenses in respect of operating leases has changed from lease rent in previous periods to depreciation cost of ROU and finance cost for interest accrued on lease liability.

In the context of initial application, the Company has exercised the option — not to apply the new recognition requirements to short-term leases and to leases of low-value asset.

2. Reconciliation of lease liability as at April 1, 2019

	Rs.
Operating lease obligations as of April 01, 2019 (gross without discounting)	22,206
Less:- Effect from discounting at the incremental borrowing rate as at April 01, 2019	(15,933)
Lease liabilities due to initial application of Ind AS 116 as at April 01, 2019	<u>6,273</u>

The lease liabilities were discounted using the incremental borrowing rate of the company as at April 01, 2019. The weighted average discount rate used for recognition of lease liabilities was 10.50%.

B. Company as Lessee during the year

Set out below are the carrying amount of right-of-use assets recognised and movements during the period:

	Rs.
Opening net carrying balance of leased assets under Ind AS 17	691
Transition impact of adoption of Ind AS 116 Leases	3,673
Additions during the year	1,363
Depreciation during the year	(149)
Closing net carrying balance - As at March 31, 2020	<u>5,578</u>

Set out below are the carrying amounts of lease liabilities and the movements during the period:

	Rs.
Opening balance of lease liability under Ind AS 17	-
Transition impact of adoption of Ind AS 116 Leases	6,273
Additions during the year	-
Accretion of interest	664
Payments	(550)
Closing balance - As at March 31, 2020	<u>6,387</u>
Non-current	6,387
Current	-

Statement of profit and loss

	Rs.
	March 31, 2020
Depreciation expense of right-of-use assets	149
Interest expense on lease liability	664
Expense relating to short-term leases (included in other expenses under rent)	216
Total amount recognised in profit and loss	<u>1,029</u>

Statement of cash flows

	Rs.
	March 31, 2020
Cash outflow for leases - towards principal	-
Cash outflow for leases - towards interest	550

C. Company as lessor

The Company has entered into cancellable operating leases consisting of certain retail and banquet spaces in the hotels on short term basis with renewal clauses. The Company is also required to maintain the property over the lease term.

	Rs.	
Particulars	March 31, 2020	March 31, 2019
Lease rentals recognised as an income in the statement of profit and loss	<u>753</u>	<u>933</u>



30 Related party disclosure

I. List of related parties and related party relationship with whom transactions have been entered into:

Holding company	Brigade Enterprises Limited ['BEL']
Subsidiary company	SRP Prosperita Hotel Ventures Limited ['PHVL']
Fellow Subsidiaries	Brigade Hospitality Services Limited ['BHSL'] WTC Trades & Projects Private Limited ['WTC'] Orion Property Management Services Limited ['OPMSL'] Brigade Properties Private Limited ['BPPL'] BCV Developers Private Limited ['BCV'] Perungudi Real Estates Private Limited ['PREPL'] Brigade Gujarat Projects Private Limited ['BGPPPL'] Brigade Innovations LLP ['BILLP'] Celebrations Catering and Events LLP ['CCELLP'] Mysore Projects Private Limited ['MPPL'] Brigade Flexible Office Spaces LLP ['BFOS'] Brigade Infrastructure and Power Private Limited ['BIPPL']

II. Key Managerial Personnel of the Company:

Directors	Mr. M. R. Jaishankar Ms. Nirupa Shankar Mr. Vineet Verma
Manager	Mr. Arindam Mukherjee
Company Secretary	Ms. Priti Mishra (Resigned w.e.f. August 22, 2019)

III. Related party transactions

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

Description of the nature of transaction	Name of related party	March 31, 2020	March 31, 2019
Revenue from hospitality services		87	131
Purchase of materials		5	-
Re-imbursment of expenses made by the company		2	11
Purchase of property, plant and equipment		-	618
Sale of property, plant and equipment	BEL	149	-
Interest on borrowings		952	306
Rent paid		199	212
Re-imbursment of expenses received by the company		3	-
Loans taken		3,581	5,800
Interest income on loans		-	3
Loans given - Inter corporate deposits	PHVL	-	100
Purchase of materials		1	209
Revenue from hospitality services	BHSL	2	35
Re-imbursment of expenses made by the company		25	31
Re-imbursment of expenses received by the company		-	1
Revenue from hospitality services	BCV	1	2
Revenue from hospitality services	CCELLP	1	1
Purchase of services		4	-
Revenue from hospitality services		5	-
Sale of property, plant and equipment	BPPL	5	-
Re-imbursment of expenses received by the company		15	-
Income from leasing		31	-
Revenue from hospitality services	BILLP	4	-
Re-imbursment of expenses received by the company		22	-
Revenue from hospitality services	MPPL	17	-
Proceeds from sale of duty credit scrips		178	-
Revenue from hospitality services		4	-
Re-imbursment of expenses made by the company	WTC	40	40
	PREPL	1	1
Revenue from hospitality services	BIPPL	2	3
	BFOS	1	-
	OPMSL	3	1
Salaries and allowances	Priti Mishra	2	-



IV. Balances with related parties

Description of the nature of balance	Name of related party	March 31, 2020	March 31, 2019
Non-current borrowings		9,381	5,800
Interest accrued and not due	BEL	1,132	276
Trade payables		530	522
Non-current loans		-	100
Other financial assets	PHVL	-	208
Trade receivables		70	71
Trade payables	BHSL	58	63
	WTC	3	-
	CCELLP	1	-
	BCV	11	13
Trade receivables	BPPL	27	-
	BILLP	57	-
	PREPL	-	1

Note: In respect of the transactions with the related parties, the Company has complied with the provisions of Section 177 and 188 of the Companies Act, 2013 where applicable, and the details have been disclosed above, as required by the applicable accounting standards.

V. Other transactions:

- 1 During the previous year ended March 31, 2019, the Company has issued 280.43 lakhs no. 0.01% Optionally Convertible Redeemable Preference shares of Rs.100/- each to Brigade Enterprises Limited. Also refer note 35.
- 2 During the current year the Company has invested Rs. 258 lakhs in 0.01% Non- Convertible Debentures of Rs. 100/- each fully paid up in PHVL (comprises of investment at amortised cost of Rs. 147 lakhs and investment at cost of Rs. 111 lakhs). Also refer note 5.
The above investment includes subscription by way of settlement of Rs. 208 lakhs receivable from PHVL.



31 Financial risk management objectives and policies

The Company's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade, other receivables and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks and ensures that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

i. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate risk and other price risk, such as equity price risk and commodity risk.

Interest rate risk is the risk that the fair value or future cash flows of the Company's financial instruments will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The Company is affected by the price volatility of certain commodities. The Company's management has developed and enacted a risk management strategy regarding commodity price risk and its mitigation. The Company is subject to the price risk variables, which are expected to vary in line with the prevailing market conditions.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant. The impact on the entity's profit before tax is due to changes in the fair value of financial assets and liabilities.

Particulars	Change in interest rate	Effect on loss before tax
March 31, 2020	+1%	476
	-1%	(476)
March 31, 2019	+1%	440
	-1%	(440)

ii. Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments if a counterparty default on its obligations. The Company's exposure to credit risk arises majorly from trade receivables/ unbilled revenue and other financial assets.

Other financial assets are bank deposits with banks and hence, the Company does not expect any credit risk with respect to these financial assets.

With respect to trade receivables/ unbilled revenue, the Company has constituted teams to review trade receivables on periodic basis and to take necessary mitigations, wherever required. The Company creates allowance for all unsecured trade receivables based on lifetime expected credit loss ("ECL").

The following table summarizes the change in the loss allowance measured using ECL:

	March 31, 2020	March 31, 2019
Opening balance	8	-
Amount provided during the year	110	8
Closing balance	118	8

iii. Liquidity Risk

The Company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Company believes that the cash and cash equivalents are sufficient to meet its current requirements. Accordingly no liquidity risk is perceived.

The break-up of cash and cash equivalents and deposits is as below:

	March 31, 2020	March 31, 2019
Cash and cash equivalents	910	840
Bank balances other than cash and cash equivalents	1,328	1,584
Margin money deposit with banks	1,613	1,887

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

	Maturity period	March 31, 2020	March 31, 2019
Financial liabilities - Current			
Borrowings (includes current maturities of non current borrowings)	Within 1 year	4,520	4,335
Borrowings (includes overdraft facilities)	On demand	2,223	-
Trade payables	Within 1 year	3,064	2,436
Other financial liabilities (excluding current maturities of non current borrowings)	Within 1 year	7,636	5,932
Financial liabilities - Non Current			
Borrowings (includes non-current borrowings)	Between 1-11 years	43,599	39,877
Other financial liabilities	Between 1-30 years	6,642	255



32 Defined benefit plan - Gratuity

The Company operates defined gratuity plan for its employees. Under the plan, every employee who has completed at least five years of service gets a gratuity on departure at 15 days of last drawn salary for each completed year of service.

The following tables summarise the components of net benefit expenses recognised in the statement of profit and loss and the funded status and amount recognised in the balance sheet.

Changes in the defined benefit obligation and fair value of plan assets - Year ended March 31, 2020

Gratuity	Opening balance	Expense charged to profit or loss			Benefits paid	Remeasurement (gains)/losses in other comprehensive income					Contributions by employer	Closing balance
		Service cost	Net interest expense	Sub-total included in profit or loss		Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in demographic assumptions	Actuarial changes arising from changes in financial assumptions	Experience adjustments	Sub-total included in OCI		
Defined benefit obligation	132	46	9	55	(29)	-	(5)	14	(2)	7	-	165
Fair value of plan assets	-	-	-	-	-	-	-	-	-	-	-	-
Net liability - Gratuity	132	46	9	55	(29)	-	(5)	14	(2)	7	-	165

Changes in the defined benefit obligation and fair value of plan assets - Year ended March 31, 2019

Gratuity	Opening balance	Expense charged to profit or loss			Benefits paid	Remeasurement (gains)/losses in other comprehensive income					Contributions by employer	Closing balance
		Service cost	Net interest expense	Sub-total included in profit or loss		Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in demographic assumptions	Actuarial changes arising from changes in financial assumptions	Experience adjustments	Sub-total included in OCI		
Defined benefit obligation	105	42	7	49	(2)	-	2	(19)	(3)	(20)	-	132
Fair value of plan assets	-	-	-	-	-	-	-	-	-	-	-	-
Net liability - Gratuity	105	42	7	49	(2)	-	2	(19)	(3)	(20)	-	132

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

Particulars	March 31, 2020	March 31, 2019
Discount rate	5.6%	8%
Future salary benefit levels	6.9%	9%

A quantitative sensitivity analysis for significant assumptions for Gratuity plan is as shown below:

Particulars	March 31, 2020				March 31, 2019			
	Discount Rate	Salary Increase	Discount Rate	Salary Increase	Discount Rate	Salary Increase	Discount Rate	Salary Increase
Sensitivity Level	-1%	1%	-1%	1%	-1%	1%	-1%	1%
Impact on defined benefit obligation - Gratuity	8	(5)	(5)	8	5	(5)	(5)	5
% change compared to base due to sensitivity	-95%	-103%	-103%	-95%	-96%	-104%	-104%	-96%

The sensitivity analysis above has been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The following payments are expected contributions to the defined benefit plan - gratuity in future years:

Particulars	March 31, 2020	March 31, 2019
Within the next 12 months	40	30
Between 2 and 5 years	125	102
Total expected payments	165	132



Brigade Hotel Ventures Limited

Notes to Standalone Ind AS Financial Statements for the year ended March 31, 2020

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

33 Fair values

The details of fair value measurement of Company's financial assets/liabilities are as below:

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

> The management assessed that the carrying values of cash and bank balances, trade receivables, trade payables, and other financial assets and liabilities approximate their fair values largely due to their short-term maturities.

> The management assessed that the carrying values of bank deposits, borrowings and other financial assets and liabilities approximate their fair values based on cash flow discounting using parameters such as interest rates, tenure of instrument, creditworthiness of the customer and the risk characteristics of the financed project, as applicable.

These financial assets and financial liabilities are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs as explained above.

There have been no transfers between levels during the year.

34 Capital management

The Company's objectives of capital management is to maximize the shareholder value. In order to maintain or adjust the capital structure, the Company may adjust the return to shareholders, issue/ buyback shares or sell assets to reduce debt. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants.

The Company monitors capital using a gearing ratio, which is net debt divided by total equity plus net debt as below.

- Equity includes equity share capital and all other equity components attributable to the equity holders

- Net Debt includes borrowings (non-current and current), trade payables and other financial liabilities, less cash and cash equivalents including bank balances other than cash and cash equivalents and margin money deposits with banks.

Particulars	31-Mar-20	31-Mar-19
Borrowings (non-current and current, including current maturities of non-current borrowings)	50,342	44,212
Trade payables	3,064	2,436
Other financial liabilities (current and non-current, excluding current maturities of non-current borrowings)	14,278	6,187
Less: Cash and cash equivalents (including bank balances other than cash and cash equivalents and margin money deposits with banks)	(3,851)	(4,310)
Net Debt (A)	63,833	48,525
Equity share capital	100	100
Optionally convertible redeemable Preference Shares	28,043	28,043
Other equity	(5,495)	(2,246)
Equity (B)	22,648	25,897
Equity plus net debt (C = A + B)	86,481	74,422
Gearing ratio (D = A / C)	74%	65%

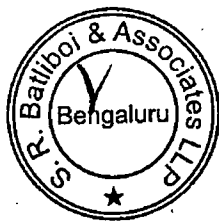
In order to achieve the objective of maximizing shareholders value, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing borrowings that define capital structure requirements. Any significant breach in meeting the financial covenants would allow the bank to call borrowings. There have been no breaches in the financial covenants of above-mentioned interest-bearing borrowings.

No changes were made in the objectives, policies or processes for managing capital during the current and previous years.

35 Scheme of Arrangement

The Scheme of Arrangement between the Company and its Holding Company and their respective shareholders and creditors in terms of the provisions of Sections 230 to 233 of the Companies Act, 2013 to transfer the hotel business undertakings to the Company (hereinafter referred to as "the Scheme") has been approved by National Company Law Tribunal ('NCLT') in March 2018 with an appointed date of October 01, 2016. The Scheme has been filed with the Registrar of Companies, Karnataka on April 01, 2018.

The purchase consideration under the Scheme has been paid by way of issue of 280.43 lakhs Optionally Convertible Redeemable Preference Shares (OCRPS) of Rs. 100 each amounting to Rs. 28,043 lakhs during the previous year ended March 31, 2019.



Brigade Hotel Ventures Limited
Notes to Ind AS Financial Statements for the year ended March 31, 2020
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

36 Segment reporting

The Company's business activity falls within a single reportable segment, i.e., Hospitality. Hence, there are no additional disclosures to be provided under Ind-AS 108 – Segment information with respect to the single reportable segment, other than those already provided in financial statements. Further, the Company is domiciled in India and the Company's current and non-current assets are located in India.

37 Appointment of company secretary


The Company is in the process of identifying and appointing a company secretary as required under Section 203 of the Companies Act, 2013.

38 Standards issued but not yet effective

As at March 31, 2020, there are no standards that have been issued but are not yet effective, which will impact the Company's financial statements.

As per our report of even date

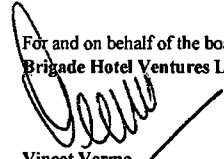
For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration number: 101049W/E300004


per Sudhir Kumar Jain
Partner
Membership no.: 213157



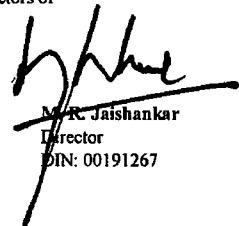
Place: Bengaluru
Date: June 09, 2020

For and on behalf of the board of directors of
Brigade Hotel Ventures Limited


Vineet Verma
Director
DIN: 06362115


Ananda Natarajan
Chief Financial Officer

Place: Bengaluru
Date: June 09, 2020


M.R. Jaishankar
Director
DIN: 00191267

