

A. M. GHELANI & COMPANY
CHARTERED ACCOUNTANTS

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AJIT M. GHELANI
B.Com (Hons), F.C.A., GRAD. C.W.A.

CHINTAN A. GHELANI
B.Com (Hons), F.C.A., C.S.

INDEPENDENT AUDITOR'S REPORT

To
The Members of Bellona Hospitality Services Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Ind AS financial statements of **Bellona Hospitality Services Limited ("the Company")**, which comprise the Balance Sheet as at March 31, 2019 the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the Loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made 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.

Other Information

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

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

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always

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detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2016.
 - e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2016, 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 as on the reporting date.

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ii. The Company did not have any long-term contracts including derivative contracts that require provisions under any law or accounting standards for which there were any material foreseeable losses.

iii. There were no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company during the year.

For A M. Ghelani & Company
Chartered Accountants
Firm Registration No.: 103173W

(Chintan A. Ghelani)
Partner
Membership No.: 104391

Place : Mumbai
Date : 13-05-19

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Annexure A” referred to in paragraph 1 under the heading Report on other legal and regulatory requirements of our report of even date

The Annexure referred to in Independent Auditor’s Report to the members of the company on the Ind AS Financial Statements for the year ended 31st March 2019, we report that:

- i) In respect of its Fixed Assets :
 - a. The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets on the basis of available information.
 - b. As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
 - c. The Company does not own any immovable property.
- ii) In respect of its Inventories :
 - a) The Inventories constitute of Food & Beverages. According to the information and explanations given to us, the stock has been physically verified by the management during the year.
 - b) The company has maintained proper records of inventory and discrepancies noticed on physical verification of inventory as compared to books records which has been properly dealt with in the books of account were not material.
- iii) The Company has not granted any loans, secured or unsecured to Companies, Firm or other parties covered in the register maintained under section 189 of the Act. Consequently, the requirement of clause (iii) (a) and clause (iii) (b) of paragraph 3 of the order not applicable to the company.
- iv) The Company has not granted any loans, guarantee and has not purchased security of other body corporates during the year. Hence, the requirement of clause (iv) of paragraph 3 of the order not applicable to the company.
- v) According to the information and explanations given to us, the company has not accepted any deposits within the meaning of provisions of section 73 to 76 or any other relevant provisions of the Act and rules framed hereunder. Therefore, provisions of Clause (v) of paragraph 3 of the Order are not applicable to the company.
- vi) To the best of our knowledge and as explained, the Central Government has not prescribed the maintenance of cost records under sub section (1) of section 148 of the Act.
- vii) In respect of Statutory dues :
 - a. According to the records of the Company, undisputed statutory dues including Provident Fund, Employees’ State Insurance, Income-Tax, Sales-Tax, Wealth Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues have been regularly deposited with appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2019 for a period of more than six months from the date of becoming payable.

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- b. According to the information and explanations given to us, there are no dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess on account of any dispute, which have not been deposited.
- viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loan or borrowing to a financial institution, bank, government or dues to debenture holders of the company.
- ix) According to the information and explanations given to us, monies raised by way of Debenture have prima-facie been applied for the purpose for which they were raised.
- x) In our opinion and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.
- xi) Based upon the audit procedures performed and information and explanation given by the management, the managerial remuneration has not been paid or provided. Therefore, the provision of clause (xi) of the Paragraph 3 of the Order Not applicable to the Company.
- xii) In our opinion, The Company is not a Nidhi Company. Therefore, the provision of clause (xii) of the Paragraph 3 of the Order Not applicable to the Company.
- xiii) In our opinion, all the transactions with related parties are in compliance with section 177 and 188 of The Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable Accounting Standards.
- xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debenture during the year under review. Accordingly, the provision of clause (xiv) of paragraph 3 of the order not applicable to the company.
- xv) The Company has not entered into any Non-Cash transaction with Director or Persons connected with him. Hence, the requirement of Clause (xv) of paragraph 3 of the Order Not applicable to the Company.
- xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and accordingly, the provision of Clause (xvi) of the paragraph 3 of Order not applicable to the Company.

For A.M. Ghelani & Company
Chartered Accountants
Registration No : 103173W

Chintan Ghelani
Partner
Membership No.: 104391

Place : Mumbai
Dated : 13-05-2019

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“Annexure B” referred to in paragraph 2(f) under the heading Report on other legal and regulatory requirements of our report of even date

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 **Bellona Hospitality Services Limited** (“the Company”) as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, 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 A.M. Ghelani & Company
Chartered Accountants
Registration No : 103173W

Chintan Ghelani
Partner
Membership No.: 104391

Place : Mumbai
Dated : 13-05-2019

BELLONA HOSPITALITY SERVICES LIMITED

CIN NO. U67120MH1995PLC085663

Balance Sheet as at 31st March, 2019

(Amount in Rs.)

Particulars	Notes	As at 31/Mar/2019	As at 31/Mar/2018
Assets			
Non current assets			
Property, Plant & Equipment	4	4,99,05,469	19,71,13,845
Financial Assets			
Investments	5	94,89,04,833	1,45,86,49,324
Loans	6	5,99,67,419	7,18,45,406
Other Non-Current Assets	7	15,07,074	15,43,024
		1,06,02,84,795	1,72,91,51,599
Current Assets			
Inventories	8	4,56,869	93,83,815
Financial Assets			
Trade Receivables	9	2,26,43,279	4,99,23,955
Cash and Cash Equivalents	10	29,43,638	2,89,85,599
Bank Balances other than above	11	38,99,560	36,65,117
Other Financial Assets	12	66,911	82,665
Current Tax Assets (Net)	13	13,13,929	9,61,887
Other Current Assets	14	82,85,164	1,45,57,613
		3,96,09,350	10,75,60,651
TOTAL		1,09,98,94,145	1,83,67,12,250
Equity and Liabilities			
Share Capital	15	4,38,71,200	4,38,71,200
Other Equity	16	98,77,24,540	1,30,09,66,888
		1,03,15,95,740	1,34,48,38,088
Non - Current Liabilities			
Provisions	17	4,33,085	45,10,824
		4,33,085	45,10,824
Current Liabilities			
Financial Liabilities			
Borrowings	18	3,30,37,235	40,72,89,956
Trade Payables	19	-	-
Dues to micro and small enterprises		-	-
Dues to others		3,11,87,360	5,44,06,125
Provisions	20	2,26,736	2,14,14,993
Other Current Liabilities	21	34,13,989	42,52,264
		6,78,65,320	48,73,63,338
TOTAL		1,09,98,94,145	1,83,67,12,250

Significant Accounting Policies and Notes to Accounts
The accompanying Notes are an integral part of the financial statements

"1 to 35"

As per our Report of even date

For **A. M. Ghelani & Company**
Chartered Accountants
Firm Registration No.: 103173W

For and on behalf of the Board of Directors

Chintan A. Ghelani
Partner
Membership No.: 104391
Place : Mumbai
Date : 13-05-2019

Varun Parwal
Director
Din No.07586435

Harshal Vohra
Director
Din No.06947197

BELLONA HOSPITALITY SERVICES LIMITED

CIN NO. U67120MH1995PLC085663

Profit And Loss for the year ended 31st March, 2019**(Amount in Rs.)**

Particulars	Notes	For the year ended 31/Mar/2019	For the year ended 31/Mar/2018
Income:			
Revenue from Operations	22	16,69,71,261	27,93,33,299
Other Income	23	4,10,75,307	1,51,01,037
TOTAL REVENUE		20,80,46,568	29,44,34,336
Expenses:			
Purchases	24	7,01,63,558	11,94,37,372
Variation in Inventories	25	89,26,946	(27,62,026)
Employee Benefit Expenses	26	4,36,05,342	10,50,84,666
Depreciation and Amortisation Expenses	4	4,64,29,805	7,57,03,167
Other Expenses	27	14,23,71,444	15,09,92,887
TOTAL EXPENSES		31,14,97,095	44,84,56,066
Profit/(Loss) Before Tax		(10,34,50,527)	(15,40,21,729)
Tax Expenses :			
Current Tax		-	-
Profit/(Loss) for the year from continuing Operation		(10,34,50,527)	(15,40,21,729)
Other Comprehensive Income			
Fair value of Investment as per Ind-As		(36,14,86,749)	99,19,44,823
Realised Gain on Sales of Investment		19,55,36,107	14,47,56,833
Total Comprehensive income for the year		(26,94,01,168)	98,26,79,927
Earning Per Equity Share:			
Basic (Face Value of Rs. 10/- each)	30	(23.58)	(35.11)

Significant Accounting Policies and Notes to Accounts

'1 to 35''

As per our Report of even date
For **A. M. Ghelani & Company**
Chartered Accountants
Firm Registration No.: 103173W

For and on behalf of the Board of Directors

Chintan A. Ghelani
Partner
Membership No.: 104391

Varun Parwal
Director
Din No.07586435

Harshal Vohra
Director
Din No.06947197

Place : Mumbai
Date : 13-05-2019

BELLONA HOSPITALITY SERVICES LIMITED

CIN NO. U67120MH1995PLC085663

Cash Flow Statement for the Financial Year Ended 31st March, 2019

(Amount in Rs.)

Particulars	2018-2019		2017-2018	
	Rupees	Rupees	Rupees	Rupees
A CASH FLOWS FROM OPERATING ACTIVITIES				
Net Profit/(Loss) before tax as per the Profit and Loss Account		(10,34,50,527)		(15,40,21,729)
Adjustments for :				
Depreciation	4,64,29,805		7,57,03,167	
Interest Income	(2,45,011)		(2,50,482)	
ESOP Expenses	(4,41,179)		2,97,615	
Loss on sale of Assets	6,40,22,301		-	
Dividend on Investments	(3,50,28,000)		(1,22,39,143)	
		7,47,37,916		6,35,11,157
Operating Cash flow before working capital changes		(2,87,12,610)		(9,05,10,573)
Adjustment for Working Capital changes :				
Trade & Other Payables	(4,93,23,037)		(18,05,410)	
Inventories	89,26,946		(27,62,026)	
Trade & Other Receivables	4,52,48,373	48,52,282	(5,51,12,886)	(5,96,80,321)
Cash generated from Operations		(2,38,60,328)		(15,01,90,894)
Less: Direct Taxes (Paid)/ Refund received		(3,52,042)		(5,04,547)
Net Cash generated from /(used in) Operating Activities	A	(2,42,12,371)		(15,06,95,441)
B CASH FLOWS FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets	(12,48,797)		(10,14,91,018)	
Proceed from Sale of Fixed Assets	3,80,05,067			
Expenditure incurred on Capital Work in Progress			2,41,91,743	
Advances given towards Capital Assets	-		1,02,12,679	
Proceed from Sale of Investments	34,37,93,851		20,71,52,117	
Fixed Deposits with Banks	-		(3,39,132)	
Interest Income	2,45,011		2,50,482	
Dividend Income	3,50,28,000		1,22,39,143	
Net Cash generated from/(used in) Investing Activities	B	41,58,23,132		15,22,16,014
C CASH FLOWS FROM FINANCING ACTIVITIES				
Unsecured Loans (repaid)	(37,42,52,721)		(11,30,68,000)	
Proceeds/(Repayment) of Debentures	(4,34,00,000)		13,26,50,000	
Net Cash generated from/(used in) Financing Activities	C	(41,76,52,721)		1,95,82,000
D Net Increase/(Decrease) in Cash and Cash Equivalents	A+B+C	(2,60,41,960)		2,11,02,573
Cash and Cash Equivalents at the beginning of the year		2,89,85,598		78,83,024
Cash and Cash Equivalents at the end of the year		29,43,638		2,89,85,598

Cash and Cash Equivalents includes :

Balances with Banks	28,23,355	2,82,72,058
Cash on hand	1,20,283	7,13,541
Cash and Cash Equivalents[Refer Notes no."10"]	29,43,638	2,89,85,599

The notes referred to above form an integral part of the Financial Statements
As per our report of even date

For **A.M.Ghelani & Company**
Chartered Accountants
Firm Registration No.: 103173W

For and on behalf of the Board of Directors

Chintan A. Ghelani
Partner
Membership No.: 104391
Place : Mumbai
Date : 13-05-2019

Varun Parwal
Director
Din No.07586435

Harshal Vohra
Director
Din No.06947197

Bellona Hospitality Services Limited
CIN NO. U67120MH1995PLC085663

Notes on financial statement for the year ended 31st March, 2019

1. Background

Bellona Hospitality Services Limited (the “Company”) is a limited company domiciled and incorporated in India. The registered office of the Company is located at 2nd floor, R.R. Hosiery Building, off Dr. Annie Besant Road, Mahalaxmi (W), Mumbai – 400011, India. The Company is subsidiary of the Phoenix Mills Limited which is a listed entity and hence is covered under Phase of Ind AS.

The Company is in the hospitality business. Currently, it restaurants at Kurla, lower parel, Pune and Bangalore.

The financial statements of the Company for the year ended 31st March 2019 were approved and adopted by board of directors of the Company in their meeting dated 13th May 2019.

2. Basis of preparation

2.1. Statement of Compliance

The Financial Statements have been prepared to comply in all material aspects with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2016.

The significant accounting policies used in preparing financial statements are set out below in Note 3 of the Notes to Financial Statements.

With effect from 1st April 2018, Ind AS 115 – “Revenue from Contracts with Customers” (Ind AS 115) supersedes Ind AS 18 – “Revenue”, Ind AS 11 – “Construction Contracts” and related Appendices. The Company has adopted Ind AS 115 using the modified retrospective approach. The application of Ind AS 115 did not have any impact on recognition and measurement principles. However, it results in additional presentation and disclosure requirements for the Company.

2.2. Functional and presentation of currency

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

2.3. Basis of measurement

The financial statements have been prepared on a historical cost basis except for the following:

- i) Certain financial assets and financial liabilities measured at fair value (refer accounting policy regarding financial instruments)
- ii) Defined benefit plans – plan assets measured at fair value
- iii) Share based payments

2.4. Use of significant accounting estimates, judgements and assumptions

The preparation of the financial statements requires management to make estimates, judgements and assumptions that affect the reported balances of assets and liabilities, disclosure of contingent liabilities as on the date of financial statements and reported amounts of income and expenses during the period.

Bellona Hospitality Services Limited
CIN NO. U67120MH1995PLC085663

Notes on financial statement for the year ended 31st March, 2019

Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its 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.

i) Property, plant & equipment and Intangible assets

The Company has estimated the useful life, residual value and method of depreciation / amortisation of property, plant & equipment and intangible assets based on its internal technical assessment. Property, plant & equipment and intangible assets represent a significant proportion of the asset base of the Company. Further the Company has estimated that scrap value of property, plant & equipment would be able to cover the residual value & decommissioning costs of property, plant & equipment.

Therefore, the estimates and assumptions made to determine useful life, residual value, method of depreciation / amortisation and decommissioning costs are critical to the Company's financial position and performance.

ii) Impairment of 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) fair value less costs of disposal and its value in use. It 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 fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

iii) Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation based on industry practice, Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

iv) Contingencies

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

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v) Income Taxes

The Company has recognised the deferred tax on unused tax losses / unused tax credits only to the extent of the corresponding deferred tax liability. Any increase in probability of future taxable profit will result into recognition of unrecognised deferred tax assets.

vi) Obligations linked with operating results

Provisions for expenses which are payable upon achievement of specified criteria are made based on the management estimates as regards probability for achievement of the specified criteria. Estimated performance may vary with actual performance and consequently may affect the provision for the said expenses.

vii) Measurement of defined benefit plan & other long term benefits

The cost of the defined benefit gratuity plan / other long term benefits and the present value of the gratuity obligation / other long term benefits 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 / other long term benefits is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

viii) Optionally Fully Convertible Debentures (OFCD)

An issuer of a financial instrument shall classify the instrument or its component parts on initial recognition as a financial liability, financial asset or an equity instrument in accordance with the substance of the contractual arrangement and definition of financial liability, financial asset and an equity instrument. With respect to OFCD issued by the Company, which are convertible into fixed number of equity shares at fixed price and at the option of the Company, meet the definition of equity based on the management judgement that it would exercise the option of conversion.

2.5. Fair value measurement

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

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs

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

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Level 1 – unadjusted quoted price in active markets for identical assets and liabilities.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 – unobservable inputs for the asset or liability

For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of fair value hierarchy.

3. Significant Accounting Policies

3.1. Presentation and disclosure of financial statements

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

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

Based on the nature of service i.e. hospitality and the time between rendering of services and their realization in cash and cash equivalents, 12 months has been considered by the Company for the purpose of current / non-current classification of assets and liabilities.

3.2. Property, plant and equipment

Property, plant and equipment are stated at historical cost net of accumulated depreciation and accumulated impairment losses, if any.

Historical cost includes expenditure that is directly attributable to the acquisition of the items. Such cost includes borrowing costs for long-term construction projects if the recognition criteria are met.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation on property, plant and equipment

Depreciation on property, plant and equipment (other than freehold land and capital work in progress) is provided on written down value method over the useful life of the relevant assets net of residual value whose life is in consonance with the life mentioned in Schedule II of the Companies Act, 2013 except;

In respect of servers and networks where the Company has estimated useful life of 3 years being lower than the useful life of 6 years as prescribed under Part C of Schedule II of the Companies Act, 2013, based on its internal technical assessment.

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Property, plant and equipment carried at deemed cost at the time of transition to Ind AS are depreciated over the balance useful life of assets.

Individual assets whose cost does not exceed five thousand rupees has been provided fully in the year of capitalization.

High end operating supplies are depreciated over a period of three years on straight line method being its estimated useful life.

In the case of assets purchased, sold or discarded during the year, depreciation on such assets is calculated on pro-rata basis from the date of such addition or as the case may be, upto the date on which such asset has been sold or discarded.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each balance sheet date and in case of any changes, effect of the same is given prospectively.

3.3. Intangible assets

Identifiable intangible assets are recognised when the Company controls the asset &, it is probable that future economic benefits attributed to the asset will flow to the Company and the cost of the asset can be reliably measured.

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

Amortisation methods and periods

Estimated useful lives of Intangible assets are considered as 5 years. Intangible assets are amortised over its useful life using the straight-line method. The amortisation period and the amortisation method for an intangible asset are reviewed at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss.

3.4. Impairment of non-financial assets

The carrying amounts of assets are reviewed at each balance sheet date for any indication of impairment based on internal / external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the higher of a) fair value of assets less cost of disposal and b) its value in use. Value in use is the present value of future cash flows expected to derive from an assets or Cash-Generating Unit (CGU).

Based on the assessment done at each balance sheet date, recognised impairment loss is further provided or reversed depending on changes in circumstances. After recognition of impairment loss or reversal of impairment loss as applicable, the depreciation charge for the asset is adjusted in future periods to allocate the asset's revised carrying amount, less its residual value (if any), on a systematic basis over its remaining useful life. If the conditions leading to recognition of impairment losses no longer exist or have decreased, impairment losses recognised are reversed to the extent it does not exceed the carrying amount that would have been determined after considering depreciation / amortisation had no impairment loss been recognised in earlier years.

3.5. Inventories

Inventories comprises of stock of food & beverages are valued at lower of cost and net realizable value. The Cost comprises of cost of purchases, duties and taxes (other than those subsequently recoverable) and other costs incurred in bringing them to their present location and condition. Cost of inventories is arrived at after providing for cost of obsolescence.

3.6. Financial instruments

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

i) Financial assets

- Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchase or sale of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

- Subsequent measurement

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

- Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- Financial asset is held within a business model whose objective is to hold assets for collecting contractual cash flows and
- 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

After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Amortised 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 amortisation is included in finance income in the statement of profit or loss. The losses arising from impairment are recognised in the statement of profit and loss.

- Debt instruments at fair value through other comprehensive income (FVTOCI)

A 'debt instrument' is classified at the FVTOCI if both of the following criteria are met

- Financial asset is held with the business model whose objective is achieved both by collecting contractual cash flows and selling the financial assets and
- 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

After initial measurement, such financial assets are subsequently measured at fair value and fair value movements are recognised in other comprehensive income. However interest

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income, impairment losses & reversal of impairment losses is recognised in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in other comprehensive income is reclassified from the equity to statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the effective interest method.

- Debt instruments at fair value through profit or loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization at amortised cost or at FVTOCI, is classified at FVTPL.

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

Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss. The Company has not designated any debt instrument at FVTPL.

- Equity instruments measured at fair value

All equity instruments are measured at fair value in the balance sheet, with value changes recognised in the statement of profit and loss except for those equity instruments for which the entity has elected to present value changes in other comprehensive income. The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the other comprehensive income. There is no recycling of the amounts from other comprehensive income to statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. The Company has not designated any equity instrument at FVTOCI.

- Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
 - the Company has transferred substantially all the risks and rewards of the asset or
 - the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing

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involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

- Impairment of financial assets

The Company assesses impairment based on Expected Credit Losses (ECL) model to the followings:

- Financial assets measured at amortised cost
- Financial assets measured at fair value through other comprehensive income (FVTOCI)

Expected credit losses are measured through a loss allowance at an amount equal to:

- 12 months ECL (ECL that result from those default events on the financial instruments that are possible within 12 months after the reporting date) or
- Full lifetime ECL (ECL that result from all possible default events over the life of the financial instruments)

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivable

Under simplified approach, the Company does not track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

The Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its industry practice, historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

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

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as expense / income in the statement of profit and loss. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces

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the net carrying amount of assets. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

- Financial assets measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the other comprehensive income.

ii) Financial liabilities

a) Initial recognition & measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

b) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

- Financial liability at fair value through profit or loss (FVTPL)

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. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments

Gains or losses on liabilities held for trading are recognised in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognised in other comprehensive income. These gains / loss are not subsequently transferred to statement of profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit or loss.

- Loans & borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised 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 amortisation is included as finance costs in the statement of profit and loss.

c) Derecognition

A financial liability is derecognised 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

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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 recognised in the statement of profit and loss.

iii) Offsetting of financial instruments

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

iv) Reclassification

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

3.7. Equity share capital

Ordinary shares are classified as equity. Incremental costs net of taxes directly attributable to the issue of new equity shares are reduced from retained earnings, net of taxes.

3.8. Revenue recognition

Revenue is recognised to the extent that it is probable that the future economic benefits will flow to the entity and it can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Interest income

Interest income from debt instrument is recognised using effective interest rate method. The effective interest rate is the rate that discounts estimated future cash receipts through the expected life of financial asset to the gross carrying amount of financial asset. When calculating effective interest rate, the company expects cash flows by considering all contractual terms of financial instrument but does not consider the expected credit losses.

Dividends

Dividends are recognised when the right to receive the payment is established.

3.9. Employee benefits

i) Short term employee benefit

All employee benefits falling due wholly within twelve months after the end of the reporting period are classified as short term employee benefits and they are recognised as an expense at the undiscounted

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amount in the statement of profit and loss in the period in which the employee renders the related service.

ii) Post-employment benefits

a. Defined Contribution Plan

The defined contribution plan is post-employment benefit plan under which the Company contributes fixed contribution to a government administered fund and will have no legal or constructive obligation to pay further contribution. The Company's defined contribution plan comprises of Provident Fund, Labour Welfare Fund and Employee State Insurance Scheme. The Company's contribution to defined contribution plans are recognised in the statement of profit and loss in the period in which the employee renders the related services.

b. Defined benefit plan

The Company has defined benefit plans comprising of gratuity. Company's obligation towards gratuity liability is funded and is managed by Life Insurance Corporation of India (LIC). The present value of the defined benefit obligations is determined based on actuarial valuation using the projected unit credit method. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations.

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

The expected return on plan assets is the Company's expectation of average long-term rate of return on the investment of the fund over the entire life of the related obligation. Plan assets are measured at fair value as at the Balance Sheet date.

The interest cost on defined benefit obligation and expected return on plan assets is recognised under finance cost.

Gains or losses on the curtailment or settlement of defined benefit plan are recognised when the curtailment or settlement occurs.

iii) Other long-term benefits

The Company has other long-term benefits in the form of leave benefits. The present value of the other long term employee benefits is determined based on actuarial valuation using the projected unit credit method. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations.

Actuarial gains or losses arising on account of experience adjustment and the effect of changes in actuarial assumptions are recognised immediately in the statement of profit and loss as income or expense.

Gains or losses on the curtailment or settlement of other long-term benefits are recognised when the curtailment or settlement occurs.

3.10. Share-based payments

The holding company has formulated “Employees Stock Option Scheme 2007” share-based payment scheme. Under said scheme, holding company has awarded its shares to the employees of the Company. The award will be settled through issuance of shares of the holding company. The holding company has the obligation to deliver the shares and there is no obligation to deliver shares on the Company. Since the Company does not have an obligation to settle the award, the award is treated as an equity-settled plan.

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. The Company is recognising the expenses in respect of employees to whom awards are granted and credit is given to other equity. The expenses is recognized over the vesting period. At the end of each reporting date, the Company revises its estimate of the numbers of options that are expected to vest to employees during the vesting period. The impact of the revision to original estimates, if any, is recognised in the statement of profit and loss with a corresponding adjustment to other equity.

3.11. Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of the respective asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset which necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest expenses calculated as per effective interest method, exchange difference arising from foreign currency borrowings to the extent they are treated as an adjustment to the borrowing cost and other costs that an entity incurs in connection with the borrowing of funds.

3.12. Taxes on income

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

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

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

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

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

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

3.13. Cash and cash equivalents

Cash and cash equivalents include cash in hand, bank balances, deposits with banks that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

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

3.14. Cash flow statement

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

3.15. Provisions and contingent liabilities

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

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

3.16. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

3.17. Standards Issued But Not Effective

On March 30, 2019, the Ministry of Corporate Affairs (MCA) has notified Ind AS 116 – Leases and certain amendment to existing Ind AS. These amendments shall be applicable to the Group from April 01, 2019.

A. Issue of IND AS 116 - Leases

Ind AS 116 will replace the existing leasing standard i.e. Ind AS 17 and related interpretations. Ind AS 116 introduces a single lessee accounting model and requires lessee to recognize assets and liabilities for all leases with non-cancellable period of more than twelve months except for low value assets. Ind AS 116 substantially carries forward the lessor accounting requirement in Ind AS 17.

B. Amendment To Existing Standard

The MCA has also carried out amendments of the following accounting standards:

- i. Ind AS 101- First time adoption of Indian Accounting Standards
- ii. Ind AS 103 – Business Combinations
- iii. Ind AS 109 - Financial Instruments

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- iv. Ind AS 111 – Joint Arrangements
- v. Ind AS 12 – Income Taxes
- vi. Ind AS 19 – Employee Benefits
- vii. Ind AS 23 – Borrowing Costs
- viii. Ind AS 28 - Investment in Associates and Joint Ventures

Application of above standards are not expected to have any significant impact on the Group's financial statements.

BELLONA HOSPITALITY SERVICES LIMITED
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Notes to Forming Part of Balance Sheet as at 31st March, 2019

Notes	Particulars	As at 31/Mar/2019	As at 31/Mar/2018
5	Non current Financial Investments Trade Investments (At fair value through other comprehensive Income)		
	Equity shares (Quoted) 3,686,484 (P.Y. 3,686,484) Equity shares of Rs. 10/- each fully paid up of Galaxy Cloud Kitchens Ltd (Formerly Known as Galaxy Entertainment Corporation Limited.)	14,43,25,849	6,26,30,228
	524,534 (P.Y. 524,534) Equity shares of Rs. 10/- each fully paid up of GKW Limited.	40,97,39,734	29,37,39,040
	805,000 (P.Y. 1,469,000) Equity shares of Rs. 2/- each fully paid up of Graphite India Limited.	35,97,14,250	1,06,71,55,056
	Equity shares (Unquoted) 2,500,000 (P.Y. 2,500,000) Equity shares of Rs. 10/- each fully paid up of Galaxy Entertainment India Limited.	2,50,00,000	2,50,00,000
	Preference Shares (Unquoted) 1,000,000 (P.Y. 1,000,000) 7% Cumulative Optionally Convertible Preference Shares of Rs. 10/- each fully paid up of Galaxy Entertainment India Limited.	1,00,00,000	1,00,00,000
	125,000 (P.Y. 125,000) 7% Cumulative Optionally Convertible Preference Shares of Rs. 10/- each Re. 0.80 paid up of Galaxy Entertainment India Limited.	1,25,000	1,25,000
		94,89,04,833	1,45,86,49,324
6	Non current Financial Loans (Unsecured)		
	Deposits:		
	Security Deposit with a fellow subsidiary	-	89,85,062
	Other Deposits	19,67,419	48,60,344
	Other Advances:		
	Considered Good	5,80,00,000	5,80,00,000
	Considered Doubtful	3,44,702	3,44,702
	Less :- Provision For Doubtful Debts	(3,44,702)	(3,44,702)
		5,99,67,419	7,18,45,406
7	Other Non-Current Assets		
	Advances for Capital Items	15,07,074	15,43,024
		15,07,074	15,43,024
8	Inventories (As taken, valued & certified by the Management) (At Lower of Cost or Net Realisable Value)		
	Food & Beverages	4,56,869	93,83,815
		4,56,869	93,83,815
9	Trade Receivables (Unsecured) considered good considered doubtful	2,26,43,279	4,99,23,955
		-	-
		2,26,43,279	4,99,23,955

Notes	Particulars	As at 31/Mar/2019	As at 31/Mar/2018
10	Cash and Cash Equivalents		
	Balances with Banks In Current Accounts Cash on hand	28,23,355 1,20,283	2,82,72,058 7,13,541
		29,43,638	2,89,85,599
11	Other Bank Balance		
	Fixed Deposits with Banks [Original Maturity of less than 12 Months]	38,99,560	36,65,117
		38,99,560	36,65,117
12	Other Financial Assets		
	Interest Receivable	66,911	82,665
		66,911	82,665
13	Current Tax Assets (Net)		
	Income Tax paid [Net of Provisions]	13,13,929	9,61,887
		13,13,929	9,61,887
14	Other Current Assets (Unsecured, considered good, unless otherwise stated)		
	Advances recoverable in cash or kind or for value to be received [Including Rs. 60,06,790 (P.Y. Rs. 60,06,790) due from a Fellow subsidiary]	68,99,114	84,64,742
	Prepaid Expenses	13,86,050	60,92,871
		82,85,164	1,45,57,613
15	Share Capital		
	Authorised 5,000,000 (P.Y. 5,000,000) Equity Shares of Rs.10/- each	5,00,00,000	5,00,00,000
	Issued, subscribed and fully paid up 4,387,120 (P.Y. Rs. 4,387,120) Equity Shares of Rs.10/- each fully paid up	4,38,71,200	4,38,71,200
		4,38,71,200	4,38,71,200
	a) Reconciliation of the Shares outstanding at the beginning and at the end of Equity Shares		
	Shares outstanding at the beginning the year	43,87,120	43,87,120
	Shares Issued during the year	-	-
	Shares bought back during the year	-	-
	Shares outstanding at the end of the year	43,87,120	43,87,120
	b) Shares held by holding company/ultimate holding company and /or their subsidiaries/associates		
	Holding Company The Phoenix Mills Limited	43,87,120	43,87,120
	c) Details of shareholders holding more than 5% Shares in the company (Equity Shares of Rs. 10 each fully paid)	31/Mar/2019	
		Number of shares	% of Holdings
		31/Mar/2018	
		Number of shares	% of Holdings
	The Phoenix Mills Ltd	43,87,120	100
		43,87,120	100
	d) The company has only one class of Equity shares having a face value of Rs.10/- per share. Each holder of equity share is entitled to one vote per share.		

Notes	Particulars	As at 31/Mar/2019	As at 31/Mar/2018
16	Other Equity		
	General Reserve		
	As Per Last Balance Sheet	71,500	71,500
	Capital Reserve		
	As Per Last Balance Sheet	1,11,475	1,11,475
		1,11,475	1,11,475
	Optionable fully Convertible Debentures		
	45,41,400 (P.Y. : 49,75,400) Optionable Fully convertible debenture (OFCD) of Rs. 100 each The Phoenix Mills Limited - Holding Company	45,41,40,000	49,75,40,000
	The Company shall have the option to convert the OFCDs into equity shares of the Company at anytime on or after 31st January, 2026. The OFCDs shall carry an interest rate of 0.0001% p.a. until the date of redemption or conversion into Equity Shares of the Company. Redemption: At the option of the Company, OFCDs may at any time during the tenure of the OFCDs be redeemed in one or more tranches at a redemption premium not exceeding Rs.10 per OFCD. Conversion: Upon conversion of OFCD's of Rs. 100/- each converted into such number of equity shares having face of Rs. 10/- each fully paid.		
		45,41,40,000	49,75,40,000
	FVOCI Reserve		
	As at the Beginning of the year	1,11,32,91,410	(2,34,10,246)
	(+) Increase/(Decrease) During the year	(16,59,50,642)	1,13,67,01,656
	As at the end of the year	94,73,40,768	1,11,32,91,410
	Stock Option Outstanding	-	4,41,179
	Retained Earning		
	As at the Beginning of the year	(31,04,88,676)	(15,64,66,948)
	(+) Net Profit/(Net Loss) For the year	(10,34,50,527)	(15,40,21,729)
	As at the end of the year	(41,39,39,203)	(31,04,88,676)
		98,77,24,540	1,30,09,66,888
	Nature and Purpose of Reserves & Surplus		
	1) Capital Reserve: Capital reserve represents reserve created pursuant to the business combinations upto year end.		
	2) General Reserve: General reserve is created from time to time by transferring profits from retained earnings and can be utilised for purposes such as dividend payout, bonus issue, etc.		
17	Non-current liabilities - provisions		
	Provision for Gratuity	2,76,194	24,02,122
	Provision for Leave Encashment	1,56,891	21,08,702
		4,33,085	45,10,824
18	Borrowings		
	Inter Corporate Loans (Repayable On Demand) :		
	1) The Phoenix Mills Limited - Holding Company	-	37,42,52,721
	2) Galaxy Entertainment India Ltd.	3,30,37,235	3,30,37,235
		3,30,37,235	40,72,89,956
19	Trade payables		
	Micro & Small Enterprises #	-	-
	Dues of Others	3,11,87,360	5,44,06,125
		3,11,87,360	5,44,06,125
	# There are no Micro and Small Enterprises, to whom the company owes dues, for more than 45days during the year as at March 31,2018 and March 31, 2019. The above information regarding Micro and Small Enterprises has been determined to the extent such parties have been identified on the basis of information available with the company. This has been relied upon by the Auditors.		
	The disclosure pursuant to the said Act is as under		
	a. Principal amount due to Supplier under MSMED Act, 2006	-	-
	b. Interest accrued and due on the above amount,unpaid	-	-
	c. Payment made beyond the appointed day during the year	-	-
	d. Interest paid	-	-
	e. Interest due and payable for the period of delay	-	-
	f. Interest remaining due and payable in succeeding year	-	-
		-	-
20	Current liabilities - provisions		

Notes	Particulars	As at 31/Mar/2019	As at 31/Mar/2018
21	Provision for Employee Benefits:		
	Provision for Gratuity	4,436	34,586
	Salary & Other Payables	2,13,085	40,86,309
	Provision for Leave Encashment	9,215	1,31,369
		2,26,736	42,52,264
	Other Current Liabilities		
	Advance Received from Customer	12,500	21,90,600
	Statutory Dues	12,03,377	36,59,249
	Provision for Expenses	21,98,112	1,55,65,144
		34,13,989	2,14,14,993

BELLONA HOSPITALITY SERVICES LIMITED
(FORMERLY KNOWN AS BELLONA FINVEST LIMITED)
CIN NO. U67120MH1995PLC085663

Notes to Statement of Profit and Loss Account for Year ended 31st March, 2019

Notes	Particulars	For the year ended 31-Mar-2019	For the year ended 31-Mar-2018
22	Revenue from Operations		
	Sales & Services:		
	Food & Beverages	16,23,50,640	27,11,95,232
	Service Charges	46,20,622	81,38,067
		16,69,71,261	27,93,33,299
23	Other Income		
	Dividend on Equity Shares	3,50,28,000	1,22,39,143
	Interest on Fixed Deposit	2,45,011	2,50,482
	Amenity Charges	31,92,597	13,58,983
	Miscellaneous Income	26,09,699	12,52,429
		4,10,75,307	1,51,01,037
24	Purchases		
	Food & Beverages [Net of Discount]	7,01,63,558	11,94,37,372
		7,01,63,558	11,94,37,372
25	Variation in Inventories		
	Food & Beverages		
	As at the beginning of the year	93,83,815	66,21,789
	As at the end of the year	(4,56,869)	(93,83,815)
		89,26,946	(27,62,026)
26	Employee Benefit Expenses		
	Salaries, Wages, Bonus etc.	3,42,97,986	9,21,88,348
	Staff welfare Expenses	55,70,779	44,86,197
	Contribution to Provident Fund & Other Funds	37,36,577	81,12,506
	Employee Stock Compensation cost	-	2,97,615
		4,36,05,342	10,50,84,666

Other Expenses**Payment to the Auditors**

Audit Fees	4,58,000	7,06,260
Tax Audit Fees	59,000	1,00,000
CAM & Rent Charges	2,22,35,636	5,90,26,010
Cleaning & House Keeping Charges	92,68,201	1,43,85,316
Crockery & Kitchen Consumables	9,41,773	16,79,324
Energy & Utility Charges	1,24,72,507	2,43,59,066
License Fees & Stamp Duty	64,86,064	75,82,099
Advertising & Business Promotion Charges	41,48,507	1,01,82,069
Bank Charges	19,31,140	34,64,566
Insurance Expenses	5,31,718	5,82,607
Computer & Network Expenses	3,28,529	8,94,670
General & Miscellaneous Expenses	15,80,466	20,62,239
Legal & Professional Fees	80,61,905	1,29,84,909
Printing & Stationery Expenses	6,11,578	25,71,445
Rent, Rates & Taxes	11,50,682	9,53,351
Repairs & Maintenance Expenses	48,29,664	36,10,945
Security Charges	21,07,617	29,23,168
Telephone & Internet Expenses	2,92,425	7,36,647
Travelling Expenses	8,53,731	21,88,195
Loss on sale of Assets	6,40,22,301	-
	14,23,71,444	15,09,92,887

28 Fair Value of Financial assets and Liabilities:

Set out below is the comparison by class of carrying amounts and fair value of Company's financial instruments that are recognised in the financial statements.

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial assets designated at fair value through Other Comprehensive Income				
Investments - in Equity shares	94,89,04,833	94,89,04,833	1,45,86,49,324	1,45,86,49,324
Financial assets designated at amortised cost				
Trade Receivables	2,26,43,279	2,26,43,279	4,99,23,955	4,99,23,955
Cash and Cash Equivalents	29,43,638	29,43,638	2,89,85,599	2,89,85,599
Deposits with Banks	38,99,560	38,99,560	36,65,117	36,65,117
Other financial assets	66,911	66,911	82,665	82,665
Total	97,84,58,221	97,84,58,221	1,54,13,06,660	1,54,13,06,660
Financial liabilities designated at amortised cost				
Borrowings	3,30,37,235	3,30,37,235	40,72,89,956	40,72,89,956
Trade payables and others	3,11,87,360	3,11,87,360	5,44,06,125	5,44,06,125
Total	6,42,24,595	6,42,24,595	46,16,96,081	46,16,96,081

Fair valuation techniques:

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

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

- 1 Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- 2 Borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values. Risk of non-performance for the company is considered to be insignificant in valuation.

29 Financial risk Management:

The Company's financial liabilities comprise borrowings, trade payables and other payables. The main purpose of managing financial liabilities is to manage finance for the Company's operations. The Company has loan and other receivables, trade and other receivables, and cash and short-term deposits that arise 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. The Company's senior management has established a risk management policy to identify an analyse the risks, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policy is reviewed periodically to reflect changes in market conditions and the Company's activities. It is the Company's policy not to acquire or issue derivative financial instrument for trading or speculative purposes. The Company's senior management reviews and agrees policies for managing each of these risks, which are summarised below.

• **Market risk:**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings and investments in securities.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Company is not exposed to interest rate risk as the Company has fixed rate of borrowings as at the respective reporting dates.

Commodity and Other price risk

The Company is exposed to the movement in price of key raw materials markets. The Company has in place policies to manage exposure to fluctuations in the prices of the key raw materials used in operations. The Company enter into contracts for procurement of material, most of the transactions are short term fixed price contract and a few transactions are long term fixed price contracts.

• **Credit Risk**

Credit risk is the risk of financial loss to the Company that a customer or counter party to a financial instrument fails to meet its obligations. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and other financial instruments.

Trade and other receivables:

The Company extends credit to customers in normal course of business. The Company considers factors such as credit track record in the market and past dealings for extension of credit to customers. To manage credit risk, the Company periodically assesses the financial reliability of the customer, taking into account the financial condition, current economic trends, and analysis of historical bad debts and aging of accounts receivables. Outstanding customer receivables are regularly monitored.

The Company is not exposed to concentration of credit risk to any one single customer since services are provided to vast specturm and hence, the concentration of risk with respect to trade receivables is low. The Company has also taken advances and security deposits from its customers, which mitigate the credit risk to an extent.

Cash and cash equivalents an other investments

The Company is exposed to counter party risk relating to medium term deposits with banks and investment in mutual funds.

The Company considers factors such as track record, size of the institution, market reputation and service standards to select the banks with which balances and deposits are maintained. Generally, the balances are maintained with the institutions with which the Company has also availed borrowings. The Company does not maintain significant cash and deposit balances other than those required for its day to day operations.

Exposure to credit risk

The gross carrying amount of financial assets, net of impairment losses recognised represents the maximum credit exposure. The maximum exposure to credit risk as at March 31, 2019 and March 31, 2018 is as follows:

	As at 31/03/2019	As at 31/03/2018
<u>Financial assets for which loss allowances is measured using 12 months Expected Credit Losses (ECL):</u>		
Cash and cash equivalents	29,43,638	2,89,85,599
Bank Deposits	38,99,560	36,65,117
Other financial assets	66,911	82,665
<u>Financial assets for which loss allowances is measured using Life time Expected Credit Losses (ECL):</u>		
Trade receivables	2,26,43,279	4,99,23,955

Cash and Cash equivalents, other Investment, Loans and other financial assets are neither past due nor impaired. Management is of view that these financial assets are considered good and 12 months ECL is not provided.

• Liquidity risk

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

The Company's objective is to at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company relies on a mix of borrowings, capital infusion and excess operating cash flows to meet its needs for funds. The current borrowings are sufficient to meet its short to medium term expansion needs. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

Particulars	As at 31st March 2019					
	Carrying Amount	On Demand	Less than 1 Yr	1- 5 yrs	>5 years	Total
Borrowings	3,30,37,235	3,30,37,235	-	-	-	3,30,37,235
Trade and other payables	3,11,87,360	3,11,87,360	-	-	-	3,11,87,360

Particulars	As at 31st March 2018					
	Carrying Amount	On Demand	Less than 1 Yr	1- 5 yrs	>5 years	Total
Borrowings	40,72,89,956	40,72,89,956	-	-	-	40,72,89,956
Trade and other payables	5,44,06,125	5,44,06,125	-	-	-	5,44,06,125

Capital management

The primary objective of the Company's capital management is to maximize the shareholder value. The Company's primary objective when managing capital is to ensure that it maintains an efficient capital structure and healthy capital ratios and safeguard the Company's ability to continue as a going concern in order to support its business and provide maximum returns for shareholders. The Company also proposes to maintain an optimal capital structure to reduce the cost of capital. No changes were made in the objectives, policies or processes during the year ended March 31, 2019 and March 31, 2018.

For the purpose of the Company's capital management, capital includes issued capital, share premium and all other equity reserves. Net debt includes, interest bearing loans and borrowings, trade and other payables less cash and short term deposits.

Particulars	As At 31-03-2019	As At 31-03-2018
Loans and Borrowings (Interest Bearing)	-	-
Less: Cash and cash equivalents + Bank Deposits	68,43,198	3,26,50,716
Net Debt	-68,43,198	-3,26,50,716
Total Capital	1,06,46,32,975	1,75,21,28,044
Capital+Net Debt	1,05,77,89,778	1,71,94,77,328
Gearing Ratio	-	-

30 Earning Per Share

Basic as well as Diluted - EPS	2018-19	2017-18
Net Profit / (Loss) after tax	(10,34,50,527)	(15,40,21,729)
Weighted average number of equity shares	43,87,120	43,87,120
Nominal value of equity share	10/-	10/-
Basic and Diluted EPS (Rupees)	(23.58)	(35.11)

31 Segment reporting:

The Company is mainly engaged in Restaurant Business / Considering the nature of the company's business and operations, there are no separate reportable segments (business and/or geographical) in accordance with the requirements of Indian Accounting Standard (IND AS)108-'Segment Reporting'.

BELLONA HOSPITALITY SERVICES LIMITED

Notes on Financial Statements for Quarter ended 31st March, 2019

32 Related party Disclosure:

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

A. Related party name and relationship

Sr. No	Name of the Related Party	Relationship
1	The Phoenix Mills Limited	Holding Company
2	Market City Resources Private Limited	Fellow Subsidiary
3	Offbeat Developers Pvt Ltd	Fellow Subsidiary
4	Vamona Developers Pvt Ltd	Fellow Subsidiary
5	Alliance Spaces Pvt. Ltd.	Fellow Subsidiary
6	Island Star Mall Development Pvt Ltd	Fellow Subsidiary
7	Savannah Phoenix Pvt Ltd	Fellow Subsidiary

B. Transactions during the year with the Related Parties:-

Sr. No.	Nature of Transactions	2018-2019	2017-2018
	With Holding Company		
	The Phoenix Mills Limited		
1	Rent Expenses	37,97,182	2,97,88,860
	With Fellow Subsidiary		
1	Rent Expenses		
	Offbeat Developers Pvt Ltd	53,90,758	1,49,08,330
	Vamona Developers Private Limited	29,50,443	1,44,32,703
	Island Star Mall Development Pvt Ltd	1,04,12,393	2,03,93,903
2	Deposit given during the year		
	Island Star Mall Development Pvt Ltd	-	54,25,766

C. Balances at the year end

Sr. No.	Nature of Balances	As at 31st March, 2019	As at 31st March, 2018
	Of Holding Company		
	The Phoenix Mills Limited		
1	Trade Payables	43,99,330	1,68,48,197
	Of Fellow Subsidiary		
1	Trade Payables		
	Offbeat Developers Pvt Ltd	62,27,144	63,20,436
	Vamona Developers Private Limited	15,24,882	66,22,525
	Island Star Mall Development Pvt Ltd	14,80,124	47,07,835
2	Loans (Deposit Given)		
	Offbeat Developers Pvt Ltd	-	18,00,000
	Vamona Developers Private Limited	-	17,59,296
	Island Star Mall Development Pvt Ltd	8,45,642	54,25,766
3	Other Current Assets		
	Savannah Phoenix Pvt Ltd	60,06,790	60,06,790

BELLONA HOSPITALITY SERVICES LIMITED

Notes on Financial Statements for the year ended 31st March, 2019

(Amount in Rs.)

Notes	Particulars	As at 31st March 2019	As at 31st March 2018
33	Employees Benefits:		
A	Expenses recognised for Defined contribution plan:		
	Company's Contribution to Provident Fund	27,55,967	60,01,949
	Company's Contribution to ESIC	9,80,610	21,10,557
		37,36,577	81,12,506
B	Expenses recognised for Defined benefits plan:		
	The company provides gratuity benefit to its employees which are a defined benefit plan. The present value of obligations is determined based on actuarial valuation using the Projected Unit Credit Method. The obligation for leave encashment is recognized in the same manner as gratuity.		
		2018-19	Gratuity (Funded) 2017-18
1	Change in Defined Benefit Obligation during the year		
	Defined Benefit Obligation at the beginning of the year	24,36,708	16,56,799
	Interest Cost	3,23,619	2,33,727
	Current Service Cost	15,03,237	14,72,235
	Benefits paid during the year	-	-
	Actuarial (gain)/loss on Defined Benefit Obligation	(39,82,934)	(11,45,985)
	Past Service Cost	-	2,19,932
	Defined Benefit Obligation at the end of the year	2,80,630	24,36,708
2	Change in fair value of Plan Assets during the year		
	Fair value of Plan Assets at the beginning of the year	-	-
	Expected Return on plan assets	-	-
	Contribution	-	-
	Benefits paid during the year	-	-
	Actuarial (gain)/loss on Plan Asset	-	-
	Fair value of Plan Assets at the end of the year	-	-
3	Amount to be recognized in Balance sheet:		
	Present value of Defined Benefit Obligation	2,80,630	24,36,708
	Fair Value of plan assets at the end of the year	-	-
	Amount recognized in Balance sheet	2,80,630	24,36,708
4	Current / Non - current bifurcation:		
	Current benefit obligation	4,436	34,586
	Non - current benefit obligation	2,76,194	24,02,122
5	Expenses recognised in the statement of Financial position for the year		
	Current Service Cost	15,03,237	14,72,235
	Interest cost on obligation	3,23,619	2,33,727
	Expected Return on plan assets	-	-
	Past service cost	-	2,19,932
	Actuarial (gain)/loss on Defined Benefit Obligation	-	-
	Expense recognized in the statement of Profit & Loss account	18,26,856	19,25,894

6	Recognised in Other Comprehensive income for the year		
	Amount recognized in OCI, Beginning of Period	(8,57,779)	2,88,206
	Remeasurement due to:		
	Effect of change in financial assumptions	16,804	(2,51,186)
	Effect of change in demographic assumptions	-	-
	Effect of experience adjustments	(39,99,738)	(8,94,799)
	Return on plan of assets(excluding interest)	-	-
	Net Actuarial (gain)/loss recognized for the year	(48,40,713)	(8,57,779)
7	Maturity profile of defined benefit obligation		
	Within the next 12 months	4,436	34,586
	Between 2 to 5 years	84,554	4,75,029
	Between 5 to 10 years	90,966	10,32,300
8	Actuarial assumptions used for estimating defined benefit obligations		
	Discount Rate	7.75%	8.25%
	Salary Escalation Rate	7.50%	7.50%
	Expected Rate of Return on Assets	0.00%	0.00%
	Mortality Rate	IALM (2006-08) Ultimate	IALM (2006-08) Ultimate
	Attrition/ Withdrawal Rate	5%	5%
	The weighted average duration of plan	12.15 years	12.53 years
	No. of Employees	21	291
	Average Age	31.27	28.86
	Total Salary	2,28,200	36,02,400
	Average Salary	10,867	12,379
	Average Service	2.33	1.26
	Accrued Benefit	3,16,500	32,36,481
	Actuarial Liability	2,80,630	24,36,708

Notes:

- 1 Salary escalation rate is arrived after taking into account regular increaments, price inflation and promotion and other relevant factors such as supply and demand in employment market.
- 2
- Discount rate is based on prevailing market yields of Indian Government Securities as at balance sheet date for estimated term of obligations.
- 3 Attrition rate/ withdrawal rate is based on Company's policy towards retention of employees, historical data and industry outlook.
- 4 Expected contribution to defined benefit plans for financial year 2018-19 is Rs. 4,436/-
- 5 The above information is certified by actuary.

9 Sensitivity analysis:

Increase/ (decrease) on present value of defined benefits obligations at the end of the year:

	Change in assumption	Effect on Gratuity obligation	
		2018-19	2017-18
Discount rate	+1%	2,48,533	21,52,284
	-1%	3,19,564	27,80,028
Salary Escalation rate	+1%	3,14,297	26,88,008
	-1%	2,50,197	21,87,592
Attrition Rate	+1%	2,78,244	24,22,231
	-1%	2,82,463	24,43,004

These gratuity plan typically expose the Company to actuarial risks such as: investment risk, interest risk, longevity risk and salary risk.

Investment Risk:

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. For other defined benefit plans, the discount rate is determined by reference to market yield at the end of reporting period on high quality corporate bonds when there is a deep market for such bonds; if the return on plan asset is below this rate, it will create a plan deficit.

Interest risk

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan debt investments.

Longevity risk

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk

The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

C Unfunded Schemes - Earned Leaves

Particulars	2018-19 Rs.	2017-18 Rs.
Present value of unfunded obligations	-	-
Expenses recognised in the statement of profit and loss	(2,23,287)	17,44,330
In Other comprehensive income		
Actuarial (Gain) / Loss - Plan liabilities	-	-
Actuarial (Gain) / Loss - Return On Plan Assets	-	-
Net (Income)/ Expense For the period Recognized in OCI	-	-
Discount rate (per annum)	7.75%	8.25%
Salary escalation rate (per annum)	7.50%	7.50%

34 Trade payables are subject to confirmations and reconciliations/ adjustments arising there from, if any. The same is not expected to have any material impact on the financial statements, as per the management.

35 The previous year figures have been regrouped, reworked, rearranged and reclassified, whenever necessary and are to be read in relation to the amounts and other disclosures relating to the current year.

Significant Accounting Policies and Notes to Acc '1 to 35''

The accompanying Notes are an integral part of the financial statements

As per our Report of even date

For **A. M. Ghelani & Company**
Chartered Accountants
Firm Registration No.: 103173W

For and on behalf of the Board of Directors

Chintan A. Ghelani
Partner
Membership No.: 104391
Place : Mumbai
Date : 13-05-2019

Varun Parwal
Director
Din No.07586435

Harshal Vohra
Director
Din No.06947197

BELLONA HOSPITALITY SERVICES LIMITED(FORMERLY KNOWN AS BELLONA FINVEST LIMITED)

Statement of Changes In Equity as at 31st March, 2019

(a) Equity share capital

As at 1st April, 2018	Changes in equity share capital during the year	As at 31st March, 2019
4,38,71,200	-	4,38,71,200

(b) Other equity

Particulars	Equity Component of compounded financial Instruments		Reserves and Surplus				Total Equity
	Optionable fully Convertible Debentures	Stock Option Outstanding	Retained Earning	General Reserve	Capital Reserve	FVOCI Reserve	
Balance as at 1st April, 2018	49,75,40,000	4,41,179	(31,04,88,676)	71,500	1,11,475	1,11,32,91,410	1,30,09,66,888
Loss for the year	-	-	(10,34,50,527)	-	-	-	(10,34,50,527)
OFCD Issued/(Redeemed) during the year	(4,34,00,000)	-	-	-	-	-	(4,34,00,000)
Employee stock compensation cost	-	(4,41,179)	-	-	-	-	(4,41,179)
Increase/(Decrease) Fair value of Investment	-	-	-	-	-	(36,14,86,749)	(36,14,86,749)
Actual Realisation on sale of Investment	-	-	-	-	-	19,55,36,107	19,55,36,107
Balance as at 31st March, 2019	45,41,40,000	-	(41,39,39,203)	71,500	1,11,475	94,73,40,768	98,77,24,540

For A. M. Ghelani & Company

Chartered Accountants

Firm Registration No.: 103173W

Chintan A. Ghelani

Partner

Membership No.: 104391

Place : Mumbai

Date : 13-05-2019

For and on behalf of the Board of Directors

Varun Parwal

Director

Din No.07586435

Harshal Vohra

Director

Din No.06947197

BELLONA HOSPITALITY SERVICES LIMITED

CIN NO. U67120MH1995PLC085663

Notes to Financial Statements for the Year ended 31st March, 2019

Note 4 - Property, Plant & Equipment

	Furniture & Fixtures	Plant & Machinery	Office Equipments	Computers & Networking	Total
<u>Gross Block</u>					
As at 01.04.2018	27,46,63,507	4,75,27,722	1,01,78,163	1,21,03,231	34,44,72,623
Additions	8,46,862	2,25,809	-	1,76,126	12,48,797
Disposals/Transfer	14,94,21,354	3,22,35,566	57,64,365	69,41,239	19,43,62,524
As at 31.03.2019	12,60,89,015	1,55,17,965	44,13,798	53,38,118	15,13,58,896
<u>Accumulated Depreciation</u>					
As at 01.04.2018	11,37,13,409	1,91,44,603	55,80,460	89,20,305	14,73,58,778
Depreciation charge for the year	3,75,60,879	60,51,809	14,27,837	13,89,279	4,64,29,805
Disposals/Transfer	6,89,18,334	1,46,57,386	31,61,961	55,97,476	9,23,35,156
As at 31.03.2019	8,23,55,955	1,05,39,027	38,46,336	47,12,109	10,14,53,427
<u>Net Book Value</u>					
As at 31.03.2018	16,09,50,098	2,83,83,119	45,97,703	31,82,926	19,71,13,845
As at 31.03.2019	4,37,33,060	49,78,938	5,67,462	6,26,009	4,99,05,469