

CINDRELLA HOTELS LIMITED

Regd Office: 9, Mangoe Lane, 3rd Floor, Calcutta-700 001
Ph: 22481186, 22201338 E-mail: cindrela@cal.vsnl.net.in
CIN: L45203WB1986PLC040417

September 25, 2017

To,
The General Manager,
Dept of Corporate Services
Bombay Stock Exchange Ltd,
Phiroze Jeejeebhoy Towers, 25th Floor,
Dalal Street,
MUMBAI-400 001

Dear Sir,

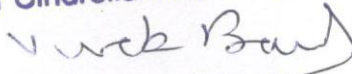
Sub: Submission of Annual Report for the Financial Year 2016-17

We are enclosing herewith soft copy of Annual Report alongwith Cash Flow Statements for the Financial Year 2016-17.

Thanking you,

Yours faithfully,

For CINDRELLA HOTELS LTD.
For Cindrella Hotels Ltd.


Director

DIRECTOR

Encl: a/a

Admn. Office: The Cindrella Hotel, 3rd Mile Sevoke Road, Siliguri-734 008
Phone: 2547136, 2544130 Fax: 2216037 E-mail: cindrela@bsnl.in

BOOK POST

If undelivered, please return to :
CHINRELLA HOTELS LIMITED
9, MANGOE LANE, 3RD FLOOR, KOLKATA : 700 001

ANNUAL REPORT 2016-17

CHINRELLA HOTELS LIMITED

9, MANGOE LANE, 3RD FLOOR, KOLKATA : 700 001

Phone : (033) 22481186

E-mail : cindrela@bsnl.in

www.cindrellahotels.com

Board of Directors

Smt. Sangita Devi Baid	Chairman
Sri Vivek Baid	Director
Sri Rajendra Lakhota	Director
Sri Sanjay Kumar Agarwal	Director

Registered Office :	9, Mangoe Lane 3rd Floor, Kolkata - 700 001
Auditors :	M/s. Agarwal Mahesh Kumar & Co. Sevoke Road, Siliguri-734001 M. No. 54394
Bankers :	AXIS Bank, Siliguri State Bank of India, Siliguri
Hotel at :	Sevoke Road, 3rd Mile Siliguri - 734001 Dist. : Jalpaiguri Tel : (0353-2547136) Fax : (0353-2531173) E-mail : cindrela@bsnl.in

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NOTICE

To,
The Shareholders,

NOTICE is hereby given that the 31st Annual General Meeting of CINDRELLA HOTELS LTD will be held at the office of the Company on Monday, the 18th day of September, 2017 at 10:30 am to transact the following business.

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2017 and the Statement of Profit & Loss Account for the year ended on that date (Financial Statement) together with the Auditors and Directors report thereon.
2. To appoint a Director in place of Smt Sangita Devi Baid (DIN 00359298) who retires by rotation and, being eligible, offers herself for re-appointment.
3. To appoint Avijit Dutta & Co., Chartered Accountants, Siliguri (FRN 326719E) in place of M/s Agarwal Mahesh Kumar & Co., Chartered Accountants as Statutory Auditor and fix their remuneration. To consider and if thought fit, to pass the following resolution with or without modification as ordinary resolution.

"RESOLVED that Avijit Dutta & Co., Chartered Accountants, Siliguri (FRN 326719E) be appointed as Statutory Auditor at this Annual General Meeting with effect from 01.04.2017 up to 31.03.2022 to hold office upto the conclusion of the Annual General Meeting for the year ended 31.03.2022 at such remuneration as may be determined by the Board of Directors of the Company."

For & on behalf of the Board

Smt Sangita Devi Baid
Chairman
(DIN 00359298)

Sri Vivek Baid
Director
(DIN-00437542)

Place: KOLKATA
Dated: 01/08/2017

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NOTES

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company. The proxy form should, however, be deposited at the Registered Office of the Company not less than forty eight hours before the commencement of the meeting.

A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percentage of the total share capital of the Company carrying voting rights. A Member holding more than ten percentage of the total share capital of the company carrying voting right may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholders

2. The Register of Members & Share transfer Books of the Company will remain closed from 12th September, 2017 to 18th September, 2017 (Both days inclusive).
3. Members are requested to bring their copies of Annual Report to the meeting.
4. Members/body Corporate/Proxies should bring the attendance slip duly filled in for attending the meeting. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID number for easy identification of attendance at the meeting.
5. Members holding shares in physical form are requested to quote their folio number in the attendance slip.
6. Members are requested to notify any change in their address at the earliest quoting their registered folio number. Change of address in respect of shares held in demat form is required to be intimated to the Concerned Depository Participant.
7. Shareholders are requested to send all correspondence in respect of shares held by them to the Company's Registrars & Share Transfer Agents (RTA), viz NICHE TECHNOLOGIES PVT. LTD, D-511, Bagree Market, 5th Floor, 71, B.R.B. Basu Road, Kolkata 700001.
8. The equity shares of the Company have been activated for dematerialization on National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL).
9. Members who have multiple accounts in identical names or joint accounts in same order are requested to intimate the RTA enclosing their share certificates to consolidate all such holdings into one account to facilitate better service.
10. The Members seeking any information or clarification with regards to accounts or operation at the AGM are requested to write to the Company, at least seven days prior to the date of the meeting, so as to enable the management to keep the information ready.

11. VOTING THROUGH ELECTRONIC MEANS

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- III. The process and manner for remote e-voting are as under:
 - (i) The remote e-voting period commences on 15th September, 2017 (10.00 am) and ends on 17th September, 2017 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 11th September, 2017, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period
 - (iii) Click on "Shareholders" tab.
 - (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
 - (v) Next enter the Image Verification as displayed and Click on Login.
 - (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	<p>Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format</p>
Bank Account Number (DBD)	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <ul style="list-style-type: none"> Please Enter the DOB or Bank Account Number in order to Login. If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company Name i.e. Cindrella Hotels Limited on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- (xvi) You can also take print out of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non - Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com or contact them at 18002005533.
12. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at cs.somenath@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before 17th September, 2017 upto 5.00 pm without which the vote shall not be treated as valid.
13. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 11th September, 2017. A person who is not a member as on cut off date should treat this notice for information purpose only.
14. The notice of the Annual General Meeting will be sent to the members, whose names appear in the register of members / beneficial owners position list provided by depositories as at closing hours of business on 28th July, 2017.

15. The shareholders shall have one vote per equity share held by them as on the cut-off date of 11th September, 2017. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
16. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 11th September, 2017 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
17. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
18. Investors who became members of the Company subsequent to the dispatch of the Notice/ Email and hold the shares as on the cut-off date i.e. 11th September, 2017 are requested to send the written / email communication to the Company at cindrella@bsnl.in by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
19. Shri Somnath Ganguly, Practicing Company Secretary (Membership No. ACS 12702) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
20. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website <http://cindrellahotelsltd.com> and on the website of CDSL. The same will be communicated to the stock exchanges where the company shares are listed viz. The BSE Limited and The Calcutta Stock Exchange Limited.

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DETAILS OF DIRECTOR(S) SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Name of Director	SANGITA DEVI BAID
DIN	DIN 00359298
Date of Birth	20/07/1950
Date of Appointment/Reappointment	04/07/2012 (Re-designated as Chairman)
Qualification	N.A.
Expertise in specific functional Area	Promoter Director - More than 20 years experience in Company management processes and administration.
List of Public Ltd. Companies (in India) in which outside Directorships held	4 (Four) Cindrella Financial Services Ltd. Arrow Hotel and Resorts Ltd. Cindrella Tea Ltd. Sagarmal Dhanraj Ltd.
Membership/Chairmanships of Committees of other Public Companies (includes only Audit Committee and Stakeholders Relationship Committee) Cindrella Financial Services Ltd.	1
No. of shares held in the Company including those by relative(s)	1,074,774

CINDRELLA HOTELS LIMITED DIRECTORS' REPORT

To
The Members
Your directors hereby present the 31st Annual Report together with Audited Accounts of the Company for the year ended 31st March, 2017.
FINANCIAL SUMMARY OR PERFORMANCE OF THE COMPANY

FINANCIAL RESULTS	Rs. in Lacs	
	YEAR ENDED 31.03.2017	YEAR ENDED 31.03.2016
Revenue from operations	417.69	581.29
Other Income	0.37	1.17
Total Revenue from operations	418.06	582.46
Profit before Financial Expenses, Preliminary expenses, Depreciation and Taxation	88.51	99.09
Less: Financial expenses 3.03	3.85	
Operating profit before Preliminary expenses, Depreciation & Taxation	85.47	95.24
Less: Depreciation & Preliminary expenses written off	52.31	61.52
Less: Provision for Taxation		
	Current Year	12.13
	Deferred	-1.88
	Earlier Years	0.17
Profit after Taxation	22.92	23.12

OPERATIONS

The Company's total revenue is Rs. 417.69 lacs for the year ended March 31, 2017 as compared to Rs. 581.29 lacs for the year ended March 31, 2016. However, the directors would like to report that the fall in revenues is not reflective of a decline in growth. Actually there has been growth in revenues as compared to the year ended 31st March 2015. The Directors had informed in their earlier report that the growth in the revenue for 2016 was due to an international event managed by the Company which had no possibility of re-occurrence in future.

The Company's profit after tax is Rs. 22.92 lacs for the year ended March 31, 2017 as compared to Rs. 23.12 lacs. This decrease in the current year is mainly due to higher depreciation in comparison to the earlier years.

DIVIDEND

The Board of Directors of your Company has not recommended any dividend for the financial year 2016-17.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid in the last financial year.

MEETINGS OF THE BOARD OF DIRECTORS:

The Board of Directors met 6 (Six) times during the year under review. The details of Board

meetings and the attendance of the Directors are provided in the Corporate Governance Report which forms part of this Report. As required, the gap between two Board meetings did not exceed 120 (one hundred and twenty) days.

INDEPENDENT DIRECTORS' MEETING

During the year under review, the Independent Directors met on 29th May, 2015 and 15th February, 2016 and reviewed the performance of the Board and assessed the processes in place for flow of information between various personnel and the Board.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

There was no loan, guarantee or investment made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

RELATED PARTY TRANSACTION:

All the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company had not entered into any transactions with related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC 2 is not applicable. The details in this respect are included in the Secretarial Audit Report, which forms part of this report.

MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

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

STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

The particulars in respect of Risk Management Policy are included in the Corporate Governance Report, which forms part of this report.

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

Your Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

MANAGEMENT DISCUSSION AND ANALYSIS AND CORPORATE GOVERNANCE REPORT

The Management Discussion and Analysis is provided later and forms part of this Annual Report.

As per Regulation 15(2) of Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the requirements regarding disclosures with respect to Corporate Governance and the Declaration signed by the chief executive officer stating that the members of board of directors and senior management personnel have affirmed compliance with the code of conduct of board of directors and senior management and the Compliance certificate from either the auditors or practicing company secretaries regarding compliance of conditions of corporate governance to be annexed with the directors' report do not apply to your Company.

However, a separate report on Corporate Governance is furnished pursuant to the Company's desire to continue to follow proper Corporate Governance policies.

EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING

COMPANY SECRETARY IN THEIR REPORTS

There was no qualification, reservation or adverse remark made by the Statutory Auditors and/or the Secretarial Auditor in their respective reports. The emphasis of matter in the Secretarial Audit Report has been clarified below in this report.

COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, REMUNERATION AND DISCHARGE OF THEIR DUTIES

The Nomination and Remuneration Committee of the Company constituted as per provisions of Section 178(1) of the Companies Act, 2013 oversees matters relating to the same.

EXTRACT OF ANNUAL RETURN

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in MGT 9 is annexed as Annexure 1.

DIRECTORS

During the year under review, in accordance with the provisions of section 152 (5) of the Companies Act, 2013 read with the Articles of Association of the company, Smt. Sangita Devi Baid is liable to retire by rotation and being eligible your Board recommends her re-appointment. As per Regulation 15(2) of Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions regarding the composition of the Board of Directors and the constitution and composition of various Committees of the Board inter alia shall not apply to your Company. However, the existing Committees of the Board shall remain as they are in compliance with the provisions of the Companies Act, 2013.

The Independent Directors have given declarations to the Company regarding fulfillment of criteria of independence as required under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

OTHER BOARD MATTERS

Particulars relating to company's policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of section 178 and those indicating the manner in which formal annual evaluation has been made by the Board of its own performance and that of its committees and individual directors and details of the various committees of the Board are given in the Corporate Governance Report and forms part of this report. None of the Directors are in receipt of any remuneration from the Company.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The company's internal control systems are commensurate with the nature of its business and the operations.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiaries and Joint Ventures. Cindrella Financial Services Limited is an Associate Company by way of shareholding and common Directors.

AUDITORS

In terms of the sub-section (2) of section 139 of the Companies Act, 2013 (effective from 01-04-2014) no Listed Company shall appoint or re-appoint an Auditing Firm as the Auditor for more than two terms of five consecutive years. Provided that the firm is eligible to be appointed or re-appointed in the same Company after five years from the completion of existing term. In pursuance of the above, every listed Company shall comply with this requirement within a transitional period of three years from the date of commencement of the Act i.e. 1st April, 2014.

M/s Agarwal Mahesh Kumar & Co., Chartered Accountants, the existing Auditors, have been appointed with effect from 27th March, 1986, as the Statutory Auditors of the Company for auditing the annual financial statements of the Company from the financial year 1994-95.

Your Company had in the previous reports informed about compliance with the new provision within said transitional period of three years.

Therefore since the present Statutory Auditors M/s Agarwal Mahesh Kumar & Co., Chartered Accountants have to retire at the forthcoming Annual General Meeting the Company proposes to re-appoint another auditor in place of M/s Agarwal Mahesh Kumar & Co., Chartered Accountants as Statutory Auditor from the financial year 2017-18 for a period of 5 years up to the conclusion of the Annual General Meeting for the year ended 31.03.2022.

Accordingly, in agreement with the recommendations of the Audit Committee regarding appointment of Statutory Auditor the Board recommends the appointment of Avijit Dutta & Co., Chartered Accountants, Siliguri (FRN 326719E) at this AGM with effect from 01.04.2017 up to 31.3.2022 to hold office upto the conclusion of the Annual General Meeting for the year ended 31.03.2022.

The notes on account referred to in the Auditor's Report are self explanatory and therefore do not call for any further comments u/s 134 of the Companies Act, 2013.

DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM

The particulars in respect of the above are included in the Corporate Governance Report, which forms part of this report.

SECRETARIAL AUDITOR

The Board has appointed Sri Somnath Ganguly, Company Secretary in Whole-time Practice under the provisions of section 204 of the Companies Act, 2013 and the Rules made thereunder to carry out the Secretarial Audit for the year ended 31st March, 2017. The report of the Secretarial Auditor is enclosed to this report as Annexure B. This report contains emphasis of matter regarding Key Managerial Personnel.

Company's clarification:

The Directors are presently fulfilling this role and the Company is in the process of re-designating its Directors accordingly. The Company is not able to identify a suitable candidate for the post of full time Company Secretary willing to join service as per the Company's terms. However, the Company is making sincere efforts towards this end.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, none of the employees are in receipt of the remuneration which is in excess of the limits as specified in the regulation.

Disclosures pertaining to remuneration and other details as required under Section 197(12) read with Rule 5(1) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 are enclosed to this report. The Company does not have designated KMP as such and the non-executive Directors supervise the working of the Company.

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

Your Company remains committed towards maintaining itself as an energy-efficient and environment friendly enterprise and continues to work on implementation of various measures regarding the same.

The company earns all its foreign exchange from Darjeeling and Bhutan Tours which is received in Indian currency by the company.

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.

3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme and ESOS referred to in this Report.

4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

Your Directors further state that during the year under review there were no complaints related to sexual harassment received by its Internal Complaints Committee, constituted pursuant to the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, which is responsible for redressal of complaints related to sexual harassment.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements under Section 134(5) of the Companies Act, 2013, with respect to the Directors' Responsibilities Statement, it is hereby confirmed that;

i) in the preparation of the annual accounts for the financial year ended March 31, 2017, the applicable Accounting Standards have been followed along with proper explanations relating to material departures;

ii) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2017 and of the profit or loss of the Company for the said period;

iii) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

iv) the directors had prepared the annual accounts for the financial year ended March 31, 2017 on a "going concern" basis;

v) they have laid down internal financial controls in the company that are adequate and were operating effectively and

vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

ACKNOWLEDGEMENT:

Your Directors acknowledge the co-operation extended by the various Government Authorities, Bankers, Business Associates, Members and Guests. Your Directors also place on record their sincere appreciation of the services rendered by the employees at all levels.

For & on behalf of the Board

Smt Sangita Devi Baid
Chairman
(DIN 00359298)

Sri Vivek Baid
Director
(DIN-00437542)

Place: Siliguri

Dated: The 30th Day of May, 2017.

Registered Office:

9, Mangoe Lane, Kolkata-700001.

FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2017

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L45203WB1986PLC040417
2.	Registration Date	27-03-1986
3.	Name of the Company	CINDRELLA HOTELS LTD
4.	Category/Sub-category of the Company	Company Limited by shares / Indian Non-Government company
5.	Address of the Registered office & contact details	9, Mangoe Lane, 3rd Floor Kolkata 700001 Ph: 033-22201338, 22481186
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Niche Technologies Pvt Ltd D-511, 71, BRB Basu Road Bagree Market Kolkata 700001 Ph. 033-2235-7271 Fax: 033-22156823

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Sales (Food & Beverages etc)	55209	31.99%
2	Room Rent	55109	47.06%
3	Tour Sales	63040	20.95%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sl. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held by the associate	Applicable Section
1	Cindrella Financial Services Limited	L67190WB1994PLC063029	Associate	31.068%.	2(6)

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(1) Indian									
a) Individual / HUF	1074764	720	1075484	29.875	1074764	720	1075484	29.875	0.000
b) Centran Government									
c) State Government									
d) Bodies Corporate	1118439	0	1118439	31.068	1118439	0	1118439	31.068	0.000
e) Banks / Financial Institutions									
f) Any Other									
Sub-total (A)(1)	2193203	720	2193923	60.942	2193203	720	2193923	60.942	0.000
(2) Foreign									
a) NRIs - Individuals									
b) Other - Individuals									
c) Bodies Corporate									
d) Banks / Financial Institutions									
e) Any Other									
Sub-total (A)(2)	0	0	0	0.000	0	0	0	0.000	0.000
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	2193203	720	2193923	60.942	2193203	720	2193923	60.942	0.000
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds									
b) Banks / Financial Institutions									
c) Central Governments									
d) State Governments									
e) Venture Capital Funds									
f) Insurance Companies									
g) Foreign Institutional Investors (FII)									
h) Foreign Venture Capital Funds									
i) Others (Specify)									
Sub-total (B)(1)	0	0	0	0.000	0	0	0	0.000	0.000
(2) Non-Institutions									
a) Bodies Corporate									
i) Indian	609084	2700	611784	16.994	608654	2700	611354	16.982	-0.012
ii) Overseas									

b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs 1 lakh	183008	432776	615784	17.015	191615	429976	621591	17.266	0.161
ii) Individual shareholders holding nominal share capital in excess of Rs 1 l	162520	0	162520	4.514	171202	0	171202	4.756	0.242
c) Others Specify									
1. NRI	14271	0	14271	0.396	271	0	271	0.008	-0.388
2. Overseas Corporate Bodies									
3. Foreign Nationals									
4. Clearing Members	1718	0	1718	0.048	1659	0	1659	0.046	-0.002
5. Trusts									
6. Foreign Bodies - D.R.									
Sub-total (B)(2)	970601	435476	1406077	39.058	973401	432676	1406077	39.058	0.000
Total Public Shareholding (B) = (B)(1)+(B)(2)	970601	435476	1406077	39.058	973401	432676	1406077	39.058	0.000
C. Shares held by Custodian for GDRs & ADRs									
GRAND TOTAL (A+B+C)	3163804	436196	3600000	100.000	3166604	433396	3600000	100.000	0.000

ii.) Shareholding of Promoter-

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of change in shareholding during the year
		No. of Shares	% of total shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total shares of the company	% of Shares Pledged/ encumbered to total shares	
1	CINDRELLA FINANCIAL SERVICES LTD	1118439	31.068	0.000	1118439	31.068	0.000	0.000
2	RAJENDRA LAKHOTIA	10	0.000	0.000	10	0.000	0.000	0.000
3	SANGITA DEVI BAID	126010	3.500	0.000	126010	3.500	0.000	0.000
4	SURAJ KUNDALIA	10	0.000	0.000	10	0.000	0.000	0.000
5	VENUS BAID	88459	2.457	0.000	88459	2.457	0.000	0.000
6	VIVEK BAID	860995	23.917	0.000	860995	23.917	0.000	0.000
	T O T A L	21933923	60.923	0.000	2193923	60.942	0.000	0.000

iii.) Change in Promoters' Shareholding (please specify, if there is no change)
(No change during the year)

Sl No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	CINDRELLA FINANCIAL SERVICES LTD				
	a) At the Beginning of the Year	1118439	31.068		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			1118439	31.068
2	RAJENDRA LAKHOTIA				
	a) At the Beginning of the Year	10	0.000		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			10	0.000
3	SANGITA DEVI BAID				
	a) At the Beginning of the Year	126010	3.500		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			126010	3.500
4	SURAJ KUNDALIA				
	a) At the Beginning of the Year	10	0.000		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			10	0.000
5	VENUS BAID				
	a) At the Beginning of the Year	88459	2.457		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			88459	2.457
6	VIVEK BAID				
	a) At the Beginning of the Year	860995	23.917		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			860995	23.917
	TOTAL	2193923	60.942	2193923	60.942

iv.) Shareholding Pattern of top ten Shareholders:
(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	ARROW HOTELS AND RESORTS LTD				
	a) At the Beginning of the Year	235000	6.528		

	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			235000	6.528
2	CINDRELLA TEA LIMITED				
	a) At the Beginning of the Year	332400	9.233		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			332400	9.233
3	DEEPIKA KOTHARI				
	a) At the Beginning of the Year	50400	1.400		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			50400	1.400
4	HARSHA HITESH JAVERI				
	a) At the Beginning of the Year	28886	0.802		
	b) Changes during the year	1025	0.290		
	c) At the End of the Year			29911	0.831
5	HITESH RAMJI JAVERI				
	a) At the Beginning of the Year	30000	0.833		
	b) Changes during the year	7657	0.213		
	c) At the End of the Year			37657	1.046
6	INTELLIGENT MONEY MANAGERS PVT LTD				
	a) At the Beginning of the Year	13308	0.370		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			13308	0.370
7	SAGAR MUKESH CHOKSI				
	a) At the Beginning of the Year	0	0.000		
	b) Changes during the year	6970	0.194		
	c) At the End of the Year			6970	0.194
8	SAGARMAL DHANRAJ LIMITED				
	a) At the Beginning of the Year	19364	0.538		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			19364	0.538
9	SAPNA KOCHAR				
	a) At the Beginning of the Year	14500	0.403		
	b) Changes during the year	0	0.000		
	c) At the End of the Year			14500	0.403
10	SNEHALATHA SINGHI				
	a) At the Beginning of the Year	38734	1.076		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			38734	1.076
	TOTAL	760644	21.129	776392	21.566

v.) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	SANGITA DEVI BAID				
	At the beginning of the year	126010	3.50		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer/ bonus/ sweat equity etc.):	No change during the year			
	At the end of the year			126010	3.50
2	VIVEK BAID				
	At the beginning of the year	860995	23.917		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No change during the year			
	At the end of the year			860995	23.917

V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	28,60,643.84	-	-	28,60,643.84
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	28,60,643.84	-	-	28,60,643.84
Change in Indebtedness during the financial year				
* Addition	-	-	-	-
* Reduction	5,40,955.47	-	-	5,40,955.47
Net Change	5,40,955.47	-	-	5,40,955.47

Indebtedness at the end of the financial year				
i) Principal Amount	23,19,688.37	-	-	23,19,688.37
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	23,19,688.37	-	-	23,19,688.37

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		----	----	----	---	---
1	Gross salary	----	----	----	---	---
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	----	----	----	---	---
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	----	----	----	---	---
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	----	----	----	---	---
2	Stock Option	----	----	----	---	---
3	Sweat Equity	----	----	----	---	---
4	Commission					
	- as % of profit					
	- others, specify...	----	----	----	---	---
5	Others, please specify	----	----	----	---	---
	Total (A)	----	----	----	---	---
	Ceiling as per the Act	----	----	----	---	---

Note: No Remuneration was taken by MD/WTD/ Manager and sitting fees were waived.

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors	----	----	----	---	----
	Fee for attending board committee meetings	----	----	----	---	----
	Commission	----	----	----	---	----
	Others, please specify	----	----	----	---	----
	Total (1)	----	----	----	---	----
2	Other Non-Executive Directors	----	----	----	---	----
	Fee for attending board committee meetings	----	----	----	---	----
	Commission	----	----	----	---	----
	Others, please specify	----	----	----	---	----

Total (2)	----	----	----	---	----
Total (B)=(1+2)	----	----	----	---	----
Total Managerial Remuneration	-----	-----	-----	---	----
Overall Ceiling as per the Act	-----	----	----	---	----

Note: No Remuneration was taken by any of the Other Directors and sitting fees were waived.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL (KMP) OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	-----	----	----	---
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-----	----	----	---
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-----	----	----	---
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-----	----	----	---
2	Stock Option	-----	----	----	---
3	Sweat Equity	-----	----	----	---
4	Commission	-----	----	----	---
	- as % of profit	-----	----	----	---
	others, specify...	-----	----	----	---
5	Others, please specify	-----	----	----	---
	Total	-----	----	----	---

Note: No Remuneration was taken by any of the Key Managerial Personnel.?

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

**ANNEXURE - B TO THE DIRECTORS' REPORT
Form No. MR-3
SECRETARIAL AUDIT REPORT**

for the financial year ended 31st March, 2017
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Shareholders
CINDRELLA HOTELS LIMITED.

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

Based on the above and my verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31st March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 and the Rules made there under and the Companies Act, 1956 and the Rules made there under to the extent applicable.
- (ii) The Securities Contracts (Regulation) Act, 1956 and the Rules made thereunder.
- (iii) The Depositories Act, 1996 and the Regulations and Bye-Laws framed thereunder.
- (iv) The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
- (v) The following Regulations and Guidelines prescribed under Securities and Exchange Board of India Act, 1992 to the extent applicable to the Company:
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (Not applicable to the Company during the Audit Period).
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the Company during the Audit Period).
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period).
 - f. The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding Companies Act and dealing with client.
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the Audit Period).
 - h. The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 (Not applicable to the Company during the Audit Period).

-
- i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (vi) The following laws, regulations, directions, orders applicable specifically to the Company as per information and licenses furnished/shown by the management:
1. Sarais Act, 1867;
 2. Food Safety and Standards Act, 2006 and Food Safety and Standards Rules, 2011.
 3. West Bengal Entertainment and Luxuries (Hotels and Restaurants) Tax Act, 1972.
 4. West Bengal Sales Tax Act, 1994.
 5. Bengal Excise Act, 1909 and West Bengal Excise Foreign Liquor Rules 1998.
 6. The West Bengal Fire Services Act, 1950 and The West Bengal Fire Services (Fire License) Rules, 2004.

SOMNATH GANGULY
COMPANY SECRETARY
ACS: 12702 / C P NO.: 4663

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii) The Listing Agreements entered into by the Company with the BSE Limited and The Calcutta Stock Exchange Limited.

On the basis of the information and explanation provided, the Company had no transaction during the period under Audit requiring the compliance of the applicable provisions of the Act / Regulations / Directions/ Guidelines as mentioned above in respect of:

Provisions of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999.

Emphasis of matter:

The Company does not have the requisite Key Managerial Personnel (KMP) stipulated by the provisions Section 203 of the Act.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors the Audit period.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the Board Meetings and Committee Meetings were carried through on the basis of majority as recorded in the minutes of the meetings. There were no dissenting views recorded by any of the Directors during the Audit period.

There were no instances of:

- (a) Decisions taken by the Members in pursuance to Section 180 of the Companies Act, 2013.
- (b) There were no instances of Merger / amalgamation / reconstruction etc.

No prosecution was initiated and no fines or penalties were imposed during the Audit period

under the Act, SEBI Act, SCRA, Depositories Act, Listing Agreement and Rules, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers.

I further report that during the audit period, there were no specific events / actions having a major bearing on the Company's affairs in pursuance of the laws, rules, regulations, guidelines, standards, etc, referred to above.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines.

SOMNATH GANGULY
COMPANY SECRETARY
ACS: 12702 / C P NO.: 4663

Place :SILIGURI
Date : 30-05-2017.

Note: This report is to be read with my letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.

Annexure A

To,
The Members
Cindrella Hotels Limited
Kolkata.

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

1. Maintenance of Secretarial record is the responsibility of the Management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
5. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

SOMNATH GANGULY
COMPANY SECRETARY
ACS: 12702 / C P NO.: 4663

Place :SILIGURI
Date : 30-05-2017.

Disclosures pertaining to remuneration and other details as required under Section 197(12) read with Rule 5(1) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014

Sl. No.	Name of the Director/KMP	Remuneration of and Designation Director/KMP for financial year 2016- 17 (Rs In lakhs)	% Increase in Remuneration in the Financial year 2016- 17	Ratio of remuneration of each director/ median remuneration of employees	Comparison of the Remuneration of the KMP against the performance of the Company
1	Sangita Devi Baid	--	--	--	--
2	Vivek Baid	--	--	--	--

Note: No Remuneration was taken by any of the Directors and sitting fees were waived therefore in view of the above therefore comparison for increase in remuneration and all other parameters in this regard are not applicable.

The Nomination and Remuneration Committee follows the Policy formulated for identifying persons who are qualified to become Directors as per the terms of reference set out in the Corporate Governance Report. However, none of this is applicable at present since the Company does not need to pay any remuneration to any of its Directors and does not have any Managing/ Whole-time/Executive Director or Key Managerial Personnel.

Since the Company has no permanent employee disclosures in this respect are also not applicable at present.

CINDRELLA HOTELS LIMITED
MANAGEMENT DISCUSSIONS AND ANALYSIS

INDUSTRY STRUCTURE AND DEVELOPMENTS:

Cindrella Hotels Limited is a listed entity involved in hospitality, travel and tourism sector and operating a hotel of considerable repute at Siliguri in north Bengal and its sphere of business activities also encompassing Darjeeling district, state of Sikkim and Bhutan. A portion of its revenues also comes from sale of food and beverages at its restaurant. It is also engaged in the business of selling tour packages to both domestic and international travelers.

OPPORTUNITIES AND THREATS:

The tourism and hospitality industry was adversely affected by earthquakes and landslides that caused widespread devastation in Nepal and the hill section of this region and lead to cancellations of room bookings and tours causing revenue loss to your Company. Presently there has been growth in business the scenario was quite encouraging during the year under reporting. Tourist footfall has increased considerably during the last year and at the time of this reporting the trend for the current year also looks promising. However, the threat of landslides/earthquakes and political disturbances remains imminent though being considered as possible occurrences not affecting the industry till the actual happening. The Company is taking advantage of the increased tourist interest by developing/offering attractive travel packages at lucrative rates for both domestic and foreign visitors. The Company has recently been receiving enquiries and is planning to dispose of the entire land along with buildings thereon pertaining to the incomplete Chalsa project upon obtaining the desired price. The Company intends to utilize the proceeds from the same for further development of its existing property.

SEGMENT-WISE PERFORMANCE:

This is not applicable in the area of operations of your company.

OUTLOOK:

The outlook of the Industry has shown positive growth trends due increase of travelers/tourists in travelling to, and tourism visits in, this region. The rapid restoration of roads and other special emergency measures taken with the increased stress on tourism by the Central and State Governments has helped to turn the situation positive and lead to an increase in hotel occupancy rates. The performance of the Hotel Industry has improved overall and better performance is expected in the coming year.

RISKS AND CONCERNS:

The company's objectives, projections, estimates and expectations as stated herein are in the nature of 'forward looking statements' within the meaning applicable under the securities laws and regulations. As 'forward looking statements' are based on certain assumptions and expectations of future events over which the company exercises no control, the company cannot guarantee their accuracy nor can it warrant that the same will be realized by the company. Actual results could differ materially from those expressed or implied. Significant factors that could make a difference to the company's operations include domestic and international economic and political conditions affecting the industry, changes in foreign exchange rates, government regulations, tax regimes and other statutes.

INTERNAL CONTROL SYSTEMS AND ADEQUACY :

The Company has proper internal controls systems and its adequacy has been reported by its auditors in their report.

The company's internal control systems are commensurate with the nature of its business and the operations. Systems have been put in place to ensure that all the assets of the Company are safeguarded and protected against any loss and that all the transactions are properly authorized, recorded and reported. The Board duly considers and takes appropriate action on the recommendations made by the statutory auditors and the independent Audit Committee of the Board of Directors.

FINANCIAL PERFORMANCE REVIEW

Revenue

The Company's total revenue is Rs. 417.69 lacs for the year ended March 31, 2017 as compared to Rs. 581.29 lacs for the year ended March 31, 2016. However, the directors would like to report that the fall in revenues is not reflective of a decline in growth. Actually there has been growth in revenues as compared to the year ended 31st March 2015. The Directors would like to reiterate that the growth in the revenue for 2016 was due to an international event managed by the Company which had no possibility of re-occurrence in future.

Expenditure

The Company's total expenditure decreased to Rs. 381.86 lakhs for the year ended March 31, 2017 from Rs. 548.73 lakhs when compared to the previous year ended March 31, 2016.

Interest

Interest expenses stood at Rs.3.03 lakhs (previous year figure was Rs. 3.85 lakhs).

Profit after tax

The Company's profit after tax is Rs. 22.92 lacs for the year ended March 31, 2017 as compared to Rs. 23.12 lacs for the year ended March 31, 2016, decreased by 0.86% in the current year as compared to 26.99% for the year ended March 31, 2016.

EPS

The earnings per share for the current year stood at Rs. 0.64 as compared to Rs. 0.68 per equity share of Re.10 /- each in the previous year.

DEVELOPMENTS IN HUMAN RESOURCES AND INDUSTRIAL RELATIONS :

The industrial relations climate of the company continues to remain harmonious and cordial with focus on improving productivity, quality and safety.

For & on behalf of the Board

Smt Sangita Devi Baid
Chairman
(DIN 00359298)

Sri Vivek Baid
Director
(DIN-00437542)

Place: Siliguri

Dated: The 30th Day of May, 2017.

Registered Office:

9, Mangoe Lane, Kolkata-700001.

CINDRELLA HOTELS LIMITED

The Directors present the Company's Report on Corporate Governance.

Company's Philosophy & Corporate Governance

The Company strives to follow the best corporate governance practices in order to foster a culture of compliance and obligation in the organization. The Company is in compliance with the provisions of Corporate Governance specified in the Listing Agreements with the Bombay Stock Exchange Limited and The Calcutta Stock Exchange Limited. The Company is committed to meet the expectations of all its stakeholders as a responsible corporate citizen.

Board of Directors

(c) Composition and size of the Board

The Board of Directors of the Company presently comprises of 4 Directors, 2 Non-Executive Directors (including 1 who is the Chairman of the Company) and 2 Independent Directors. The Directors possess experience and specialization in diverse fields, such as project management, legal, banking, finance, administration, etc.

The composition of the Board and category of Directors are as follows:

Category	Name of Directors	Designation	No. of Shares held as on 31st March,2017
Chairman & Non Executive Director	Sangita Devi Baid	Director	36100
Other Non-Executive Directors	Vivek Baid Rajendra Lakhota Sanjay Kr. Agarwal	Director Director Director	594051 10 0

(b) Meetings of the Board of Directors

The Board of Directors had met 6 times during the year, i.e. on

Date	No. of Directors present
30/05/2016	4
13/08/2016	4
22/09/2016	2
11/11/2016	4
13/02/2017	4
21/02/2017	3

And as required, the gap between two Board meetings did not exceed 120 (one hundred and twenty) days. The Agenda for the Board meetings containing relevant information/supporting data, as required, are duly distributed to all the Board members in a structured manner to enable the Board to take informed decisions.

(c) Board Meetings and Attendance

Attendance of each Director at the Board Meetings and the last Annual General Meeting (AGM) and the number of Companies and Committees where they are Directors/Members are given below:

Name	Category	Attendance Board Meeting	AGM (held on 22.09.2015)	No .of other Directorships held as at 31.03.16	Directorship/ Membership In other Limited Companies (Excluding the Company) Chairman Member
Smt.Sangita Devi Baid	Non Executive Chairman	6	Yes	4	4
Sri Vivek Baid	Non-Executive	6	Yes	4	4
Sri Rajendra Lakhotia	Independent	4	No	8	8
Sri Sanjay Kr. Agarwal	Independent	5	No	1	1

Disclosures regarding appointment/re-appointment of Directors

In terms of Articles of Association of the company read with section 152 of the Companies Act, 2013, Smt. Sangita Devi Baid is retiring at the ensuing Annual General Meeting and being eligible, has offered herself for re-appointment. The brief resume and other information required to be disclosed under this section is provided in the Notice of the Annual General Meeting.

Availability of information to the members of the Board

The Board has quick and comprehensive access to information about the Company. The Board periodically reviews status of compliance of all laws applicable to the Company as well as steps taken to rectify instances of non-compliance.

Mechanism for Evaluation of Board

Evaluation of all Board members is done on an annual basis. The evaluation is done by the Board with specific focus on the performance and effective functioning of the Board and individual Directors and the criteria for evaluation of Board of Directors as a whole or for Individual Directors are considered optimum and are being continued without any changes thereto.

Audit Committee

The Audit Committee of the Company presently comprises of 4 Directors, 2 Non-Executive Directors (including 1 who is the Chairman of the Company) and 2 Independent Directors. During the year under review, the Audit Committee met 4 times, i.e. on 30th May 2016, 13th August 2016, 11th November, 2016 and 13th February, 2017.

The particulars of members and their attendance at the meetings are given below:

Name of the Director	Designation	Category of Directorship	No. of Meetings during the year	
			Held	Attended
Smt.Sangita Devi Baid	Member	Non Executive Director	4	4
Sri Vivek Baid	Member	Non Executive Director	4	4
Sri Rajendra Lakhotia	Chairman	Independent	4	4
Sri Sanjay Kr. Agarwal	Member	Independent	4	4

The Committee oversees the work carried out by the management and discharges such duties and functions generally indicated in the SEBI (LODR), 2015 and Section 177 of the Companies Act, 2013 and such other functions as may be specifically delegated to the Committee by the Board from time to time.

Nomination and Remuneration Committee

The Committee presently comprises of two Independent Directors and two Non-Executive Directors. During the year under review, the Committee met 4 times, i.e. on 30th May 2016, 13th August 2016, 11th November, 2016 and 13th February, 2017.

The particulars of members and their attendance at the meetings are given below:

Name of the Director	Designation	Category of Directorship	No. of Meetings during the year	
			Held	Attended
Smt.Sangita Devi Baid	Member	Non Executive Director	4	4
Sri Vivek Baid	Member	Non Executive Director	4	4
Sri Rajendra Lakhotia	Chairman	Independent	4	4
Sri Sanjay Kr. Agarwal	Member	Independent	4	4

Company's Policy On Directors' Appointment And Remuneration Including Criteria For Determining Independence

Your Company recognizes the importance of aligning the business objectives with specific and measurable individual objectives and targets. Therefore the Company continues to adhere to the remuneration policy formulated for its directors, key managerial personnel and other employees keeping in view the following objectives:

- Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate, to run the company successfully.
- Ensuring that relationship of remuneration to performance is clear and meets the performance benchmarks.
- Ensuring that remuneration involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.

Likewise recognizing the importance of Independent Directors in achieving the effectiveness of the Board your Company retains the policy formulated in this regard.

The Independent Directors shall abide by the "Code for Independent Directors" as specified in Schedule IV to the Companies Act, 2013.

Other directorships / committee memberships

The Board members have adequate time and expertise and experience to contribute to effective Board performance.

The Directorships/Memberships of the Board members in the Boards / various Committees of the Board of other companies are within the limits specified in this regard.

Stakeholders' Relationship Committee

The Committee presently comprises of one Independent Director and two Non-Executive Directors. During the year under review, the Committee met 4 times, i.e. on 30th May 2016, 13th August 2016, 11th November, 2016 and 13th February, 2017.

The terms of reference of this Committee as formulated and disclosed earlier continue to remain in place.

The particulars of members and their attendance at the meeting are given below:

Name of the Director	Designation	Category of Directorship	No. of Meetings during the year	
			Held	Attended
Smt.Sangita Devi Baid	Member	Non Executive Director	4	4
Sri Vivek Baid	Member	Non Executive Director	4	4
Sri Sanjay Kr. Agarwal	Member	Independent Director	4	4

Mr. Abhijit Dutta, the Compliance Officer of the Company regularly interacts with Registrar and Share Transfer Agents (RTA) to ensure that the complaints/grievances of the Shareholders/ Investors are attended to without any delay and where deemed expedient, the complaints/ grievances are referred to the Chairman of the Committee or discussed at its meetings.

Variations in the market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year:

Particulars	31st March, 2017	31st March, 2016	% Change
Market Capitalisation (in crores)	8.46	9.144	(10.38)
Price Earnings Ratio	32.62	37.35	(12.66)

No Shareholders' complaints were reported and no complaints are pending at the end of the financial year 2016-2017.

(a) Compliance Officer

Name of the Compliance Officer	Mr. Abhijit Dutta
Telephone	033-2248-1186

General Body Meetings

The details of Location, date and time of the Annual General Meeting (AGM) /Extra-ordinary General Meeting (EGM) for the last three years are as follows:

Financial Year	Meeting	Date	Time	Location
2013-14	AGM	24.09.14	10.30 a.m	9, Mangoe Lane, Kolkata
2014-15	AGM	22.09.15	10.30 a.m	9, Mangoe Lane, Kolkata
2015-16	AGM	22.09.16	10.30 a.m	9, Mangoe Lane, Kolkata

All the resolutions as set out in the respective notices were passed unanimously by a show of hands by the members of the company present at the said Annual General Meetings.

Whistle-blower policy:

The Company has adopted a whistle blower policy and has established the necessary vigil mechanism for employees and Directors providing for adequate safeguards against victimization of director(s) or employee(s) or any other person who avail the mechanism and also provide for direct access to the chairperson of the audit committee in appropriate or exceptional cases to report concerns about unethical behavior. No person has been denied access to the Chairman of the Audit Committee.

Risk Management

Since the provisions of this regulation are not applicable to the Company, the Risk Management

issues of the Company are regularly reviewed by the Board of Directors and the Audit Committee who monitor the risk factors. The Board of Directors determines the key risk areas and the most effective risk mitigation mechanism. The risk factors of the Company are low other than risk of loss of business due to natural or other calamities.

Means of Communication

The Company announced unaudited Quarterly Financial Results of the Company within a month of end of each quarter for the first three quarters. The Audited Annual Financial Results were announced within three months of the end of the Financial Year. Such results are normally published in newspaper.

Share Dealing Code

In accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors of the Company formulated the Company's Corporate Policy for Code of Internal Procedures and Conduct for Prevention of Insider Trading in Shares & Securities of the Company by its employees, the Company's code inter alia prohibits purchase/sale of Shares of the Company by employees while in possession of unpublished price sensitive information in relation to Company.

General Shareholder Information

- (a) 30th Annual General Meeting
- | | | |
|--------------------|------------|-----------------------------------|
| Day/Date | Time | Venue |
| Tuesday/22.09.2016 | 10:30 a.m. | 9, Mangoe Lane, Kolkata - 700001. |
- (b) Listing on Stock Exchanges
- Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort, Mumbai-400 001
 - The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata - 700 001

The Company has already paid the Annual Listing fees for the year 2016-17 to the Bombay Stock Exchange and The Calcutta Stock Exchange Limited as well as Custodial fees to the Depositories.

- (c) The Company has complied with mandatory requirements of the Listing Agreements and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

- (d) Financial Reporting for the quarter ending
- | | |
|--|-----------------------------------|
| 30th June, 2016 | On or before 31st July, 2016 |
| 30th September, 2016 | On or before 31st October, 2016 |
| 31st December, 2016 | On or before 31st January, 2017 |
| 31st March, 2017 | On or before 31st May, 2017 |
| AGM for the year ending 31st March, 2017 | On or before 30th September, 2017 |

- (e) Registered Office
The Registered office of the company is situated at 9, Mangoe Lane, Kolkata-700001

- (f) Script Information
- | | |
|-------------------------------|--------------------------|
| Particulars | Script Code/ Information |
| Bombay Stock Exchange Limited | 26373 |
| Face Value | Rs.10/- each |

- (g) Stock Market Data

The Monthly High/Low prices of the Shares of the Company from 1st April, 2016 to 31st March, 2017 are given below:

Months	High	Low
Apr'16	25.35	24.15
May'16	27.00	25.35
June'16	26.05	26.05
July'16	26.05	21.30
Aug'16	24.00	21.30
Sept'16	21.70	19.00
Oct'16	22.95	18.30
Nov'16	29.80	24.00
Dec'16	27.95	26.65
Jan'17	27.70	27.00
Feb'17	28.80	27.40
Mar'17	27.50	23.50

(h) Distribution of Shareholding as on 31st March, 2017

Slab of Shareholding (No. of Shares)	No. of Shareholders	% of Total	Holding No. of Shares or Rs.10/- each	% of Total
Up to 500	4003	97.7056	516218	14.3394
501 to 1000	60	1.4645	46952	1.3042
1001 to 5000	16	0.3905	38930	1.0814
5001 to 10000	5	0.1220	32623	0.9062
10001 to 50000	6	0.1464	153574	4.2659
50001 to 100000	2	0.0488	138,859	3.8572
100001 & above	5	0.1220	26,72,844	74.2457
TOTAL	4097	100.0000	36,00,000	100.0000

(i) Registrar & Share Transfer Agents

M/s Niche Technologies Private Limited has been appointed as one point agency for dealing with shareholders. Shareholders correspondence should be addressed to the company's Registrar & Share Transfer Agent at the address mentioned below:

M/s Niche Technologies Pvt. Limited
Registrar & Share Transfer Agent
D-511,71B,R.B.Basu Road,
Bagree Market,
Kolkata-700 001
Phone No : 033-2235-7271/7270/3070
EDP Centre : 2666-4775/0693
Fax: 033-2215-6823

Chairperson's and Director's (Person in-charge of finance) Certification
under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To

The Board of Directors of
Cindrella Hotels Limited

In relation to the Audited Financial Accounts of the Company as at March 31, 2017, we hereby certify that:

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

Smt Sangita Devi Baid
Chairman
(DIN 00359298)

Sri Vivek Baid
Director
(DIN-00437542)

Place: Siliguri
Dated: The 30th Day of May, 2017.
Registered Office:
9, Mangoe Lane, Kolkata-700001.

Independent Auditor's Report

To the Members of
CINDRELLA HOTELS LIMITED

Report on the Financial Statements

We have audited the accompanying (Standalone) financial statements of CINDRELLA HOTELS LIMITED ("the Company") which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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 Companies Act, 2013 ("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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these (Standalone) financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

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 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, 2017, and its Profit/Loss and its Cash Flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by section 143 (3) of the Act, we report that:

- a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
- d. in our opinion, the aforesaid (Standalone) financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of written representations received from the directors as on March 31, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017 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".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

FOR AGARWAL MAHESH KUMAR & CO.
CHARTERED ACCOUNTANTS

PLACE: KOLKATA (CAMP OFFICE)
Dated: 30/05/2017

[CA.M.K. AGARWAL]
Proprietor
M. No. 054394
F.R. No. 319154E

"Annexure A" to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2017:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
(b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.

(c) The title deeds of immovable properties are held in the name of the company.
- 2) (a) The management has conducted the physical verification of inventory at reasonable intervals.

b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.
- 3) The Company has granted loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act and no discrepancies were observed.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2017 for a period of more than six months from the date on when they become payable.

b) According to the information and explanation given to us, there are no dues of income

tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.

- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, we report that no managerial remuneration has been paid or provided by the company. Accordingly the requirement of requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act are not applicable in the case of the company;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

FOR AGARWAL MAHESH KUMAR & CO.
CHARTERED ACCOUNTANTS

PLACE: KOLKATA (CAMP OFFICE)
Dated: 30/05/2017

[CA.M.K. AGARWAL]
Proprietor
M. No. 054394
F.R. No. 319154E

"Annexure B" to the Independent Auditor's Report of even date on the Standalone Financial Statements of Cindrella Hotels Limited.

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

We have audited the internal financial controls over financial reporting of CINDRELLA HOTELS LIMITED ("the Company") as of March 31, 2017 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 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, 2017, 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 AGARWAL MAHESH KUMAR & CO.
CHARTERED ACCOUNTANTS

PLACE: KOLKATA (CAMP OFFICE)
Dated: 30/05/2017

[CA.M.K. AGARWAL]
Proprietor
M. No. 054394
F.R. No. 319154E

CINDRELLA HOTELS LIMITED

9, MANGOE LANE, KOLKATA

Annexure to the Auditors Report

The Annexure referred to in our report to the members of CINDRELLA HOTELS LIMITED ('The Company') for the year ended 31-03-2016 We report that:

S. NO.	COMMENT REQUIRED ON	AUDITOR'S OPINION ON FOLLOWING REQUIRED	REMARKS BY AUDITORS
(I)	FIXED ASSETS	(A) whether the company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets	Yes
		(B) whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;	Yes
		(C) whether the title deeds of immovable properties are held in the name of the company. If not, provide the details thereof	Yes
(II)	INVENTORY	whether physical verification of inventory has been conducted at reasonable intervals by the management and whether any material discrepancies were noticed and if so, whether they have been properly dealt with in the books of account;	Yes. No material discrepancies were noticed on physical verification.
(III)	LOANS SECURED OR UNSECURED GRANTED	whether the company has granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. If so	No
		(A) whether the terms and conditions of the grant of such loans are not prejudicial to the company's interest;	No
		(B) whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;	N/A
		(C) if the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;	N/A

(IV)	LOANS, INVESTMENTS AND GUARANTEES	in respect of loans, investments, guarantees, and security whether provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide the details thereof.	Yes
(V)	PUBLIC DEPOSITS	in case, the company has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable, have been complied with? If not, the nature of such contraventions be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not?	No
(VI)	COST ACCOUNTING RECORDS	whether maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 and whether such accounts and records have been so made and maintained.	N/A
(VII)	STATUTORY COMPLIANCE	"(a) whether the company is regular in depositing undisputed statutory dues including provident fund, "employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated;"	Yes
		(b) where dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not be treated as a dispute).	N/A
(VIII)	LOAN FROM BANKS/ FINANCIAL INSTITUTION	"whether the company has defaulted in repayment of loans or borrowing to a financial institution, bank, "Government or dues to debenture holders? If yes, the period and the amount of default to be reported (in case of defaults to banks, financial institutions, and Government, lender wise details to be provided)."	No.

(IX)	APPLICATION OF MONEY RECEIVED FROM EQUITY OR LOAN	whether moneys raised by way of initial public offer or further public offer (including debt instruments) and term loans were applied for the purposes for which those are raised. If not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported;	N/A
(X)	FRAUD REPORTING	whether any fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year; If yes, the nature and the amount involved is to be indicated;	No.
(XI)	MANAGERIAL REMUNERATION	whether managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act? If not, state the amount involved and steps taken by the company for securing refund of the same;	N/A
(XII)	NIDHI COMPANY - COMPLIANCE WITH DEPOSITS	whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1: 20 to meet out the liability and whether the Nidhi Company is maintaining ten per cent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;	N/A
(XIII)	RELATED PARTY TRANSACTIONS	whether all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;	Yes
(XIV)	ISSUE OF SHARE CAPITAL AND USE OF AMOUNT RAISED	whether the company has made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and if so, as to whether the requirement of section 42 of the Companies Act, 2013 have been complied with and the amount raised have been used for the purposes for which the funds were raised. If not, provide the details in respect of the amount involved and nature of non-compliance;	No.
(XV)	TRANSACTION WITH DIRECTOR	whether the company has entered into any non-cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act, 2013 have been complied with;	Yes

(XVI)	REGISTRATION FROM RBI	whether the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained.	No.
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AUDITORS' REPORT

In terms of our separate Report of even date annexed hereto.

FOR AGARWAL MAHESH KUMAR & CO.
CHARTERED ACCOUNTANTS

PLACE :: KOLKATA(CAMP)

DATED :: 30/05/2017

[CA M.K. AGARWAL]
PROPRIETOR

CINDRELLA HOTELS LIMITED :: KOLKATA

BALANCE SHEET AS AT 31ST MARCH, 2017

Particulars	Note No.	As at 31st March,2017 Rs.	As at 31st March,2016 Rs.
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	35,647,250.00	35,647,250.00
(b) Reserves and Surplus	2	36,023,861.00	33,406,020.04
		71,671,111.00	69,053,270.04
(2) Non-Current Liabilities			
(b) Deferred Tax Liability	3	1,371,333.49	1,871,383.20
(c) Other Long Term Liabilities	4	6,034,687.00	5,955,687.00
		7,406,020.49	7,827,070.20
(3) Current Liabilities			
(a) Short-Term Borrowings	5	2,319,688.37	2,456,135.84
(b) Trade Payables	6	1,049,055.00	1,066,253.00
(c) Other Current Liabilities	7	2,059,585.00	2,002,864.00
(d) Short-Term Provisions	8	60,164.09	220,569.04
		5,488,492.46	5,745,821.88
TOTAL EQUITY AND LIABILITIES		84,565,623.95	82,626,162.12
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets	9	68,900,034.70	69,149,544.80
(b) Non-current Investments	10	6,831,387.71	6,896,966.45
(c) Long Term Loans & Advances	11	1,515,194.00	1,440,194.00
		77,246,616.41	77,486,705.25
(2) Current Assets			
(a) Inventories	12	3,650,639.75	2,513,341.68
(b) Cash and cash equivalents	13	1,262,364.79	230,846.94
(c) Trade Receivables	14	1,408,052.00	1,659,914.25
(d) Short-term loans and advances	15	997,951.00	735,354.00
		7,319,007.54	5,139,456.87
TOTAL ASSETS		84,565,623.95	82,626,162.12

Notes forming part of financial statements 1 to 22

AUDITORS' REPORT

In terms of our separate Report of even date annexed hereto.

For and on behalf of the Board of Directors

FOR AGARWAL MAHESH KUMAR & CO.
CHARTERED ACCOUNTANTS**Sangita Devi Baid**
DIRECTOR**[CA M.K. AGARWAL]**
PROPRIETOR**Vivek Baid**
DIRECTORPLACE :: KOLKATA (CAMP)
DATED :: 30.05.2017**CINDRELLA HOTELS LIMITED :: KOLKATA**

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2017

Particulars	Note No.	Year ended 31st March,2017 Rs.	Year ended 31st March,2016 Rs.
INCOME			
(a) Revenue from operations	17	41,769,228.35	58,128,630.33
(b) Other Income	18	37,306.10	117,868.00
Total Income		41,806,534.45	58,246,498.33
EXPENSES			
(a) Cost of Materials Consumed	19	5,937,152.64	6,277,843.53
(b) Employee Benefit Expenses	20	12,984,268.00	11,705,164.00
(c) Finance Cost	21	303,407.00	385,256.00
(d) Depreciation & Amortisation Expenses	10	5,230,790.35	6,151,628.38
(e) Other Expenses	22	14,034,163.25	30,353,763.43
Total Expenses		38,489,781.24	54,873,655.34
Profit before tax		3,316,753.21	3,372,842.99
Tax expenses:			
(a) Current tax		1,212,951.00	1,554,258.00
(b) Deferred tax Asset (Net)		(188,152.51)	(511,035.44)
(c) Tax of Earlier years		-	17,581.24
		1,024,798.49	1,060,803.80
Profit/(Loss) for the year		2,291,954.72	2,312,039.19

Earning per share (of Rs. 10 each):

(a) Basic	0.64	0.65
(b) Diluted	0.64	0.65

Notes forming part of financial statements 1 to 22

AUDITORS' REPORT

In terms of our separate Report of even date annexed hereto.

For and on behalf of the Board of Directors

FOR AGARWAL MAHESH KUMAR & CO.
CHARTERED ACCOUNTANTS**Sangita Devi Baid**
DIRECTOR**[CA M.K. AGARWAL]**
PROPRIETOR**Vivek Baid**
DIRECTORPLACE :: KOLKATA (CAMP)
DATED :: 30.05.2017

CINDRELLA HOTELS LIMITED :: KOLKATA

Notes Forming Integral Part of the Balance Sheet as at 31st March, 2017

Note : 1 Share Capital

Sr.No	Particulars	Current Year Rs.	Previous Year Rs.
A	AUTHORIZED CAPITAL		
	75,00,000 Equity Shares of Rs. 10/- each.	75,000,000.00	75,000,000.00
		<u>75,000,000.00</u>	<u>75,000,000.00</u>
B	ISSUED		
	36,00,000 Equity Shares of Rs. 10/- each	36,000,000.00	36,000,000.00
C	Subscribed & Paid up Capital		
	36,00,000 Equity Shares of ` 10/- each out of which calls amounting to ` 3,52,750 is unpaid	<u>35,647,250.00</u>	<u>35,647,250.00</u>

Details of shareholders holding more than 5% equity shares:

Name of Share Holder	As on 31st March 2017		As on 31st March 2016	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Arrow Hotels & Resorts Pvt. Ltd	235,000.00	6.528%	235,000.00	6.528%
Cindrella Tea Ltd.	332,400.00	9.233%	332,400.00	9.233%
Cindrella Financial Services Ltd.	1,118,439.00	31.068%	1,118,439.00	31.068%
Vivek Baid	860,995.00	23.917%	860,995.00	23.917%

Note : 2 Reserves & Surplus

Sr.No	Particulars	Current Year	Previous Year
A	Capital Reserves		
	State Capital Investment Subsidy B/f	6,248,900.00	6,248,900.00
		<u>6,248,900.00</u>	<u>6,248,900.00</u>
B	Surplus		
	Opening Balance of Profit & Loss Account	27,157,120.04	24,746,469.84
	Add/Less:		
	Profit for the period	2,291,954.72	2,312,039.19
	Adjustments for Deferred Tax Liability	311,897.20	103,757.26
	Excess Income Considered in last year now rectified	-	5,146.25
	Excess Provision Reversed	13,989.04	-
	Closing Balance	<u>29,774,961.00</u>	<u>27,157,120.04</u>
	Total	<u>36,023,861.00</u>	<u>33,406,020.04</u>

Note : 3 Deferred Tax Liabilities (Net)

Sr. No	Particulars	Current Year	Previous Year
A	Timing Difference		
	Depreciation as per Companies Act	5,230,790.35	6,151,628.38
	Depreciation as per Income Tax Act	4,500,101.00	4,497,792.00
		<u>730,689.35</u>	<u>1,653,836.38</u>

B	Deferred Tax Assets/Liabilities		
	Opening Balance of Deferred Tax Liability b/f	1,871,383.20	2,486,175.90
	Add: Deferred Tax Liability for the year @ 30.9%	-	-
	Less: Deferred Tax Asset for the year @ 30.9%	-	511,035.44
	Less: Deferred Tax Asset for the year @ 25.75%	188,152.51	
	Less: Deferred Tax Liability Reversed of previous year	311,897.20	103,757.26
	Total	<u>1,371,333.49</u>	<u>1,871,383.20</u>

Note : 4 Other Long Term Liabilities

Sr. No	Particulars	Current Year	Previous Year
A	Security Deposit		
	(On Health Club memberships refundable on surrender of memberships)		
	Opening Balance	5,955,687.00	5,575,687.00
	Additions	251,000.00	460,000.00
	Refunded	172,000.00	80,000.00
	Total	<u>6,034,687.00</u>	<u>5,955,687.00</u>

Note : 5 Short Term Borrowings

Sr. No	Particulars	Current Year	Previous Year
A	Loans Repayable on Demand		
	From Banks		
	State Bank of India (BRS attached)	2,319,688.37	2,456,135.84
	Sevoke Road, Siliguri Branch (Cash Credit A/c No: 30022071144)		
	Total	<u>2,319,688.37</u>	<u>2,456,135.84</u>

Note:

***Secured by :** Hypothecation of the entire current assets of the firm including stocks, receivables and other current assets of the company.

*** Collateral Security :** Land and Building measuring 0.33 acre in the name of Cindrella Hotel Ltd.

***Rate of Interest :** 3.75% above Base Rate (Base Rate- 8% w.e.f. 28/01/2014), Present Effective Rate being 11.75% p.a

***Guarantee:** Personal guarantee of directors guarantee Vivek Baid & Smt. Sangita Devi Baid.

Note : 6 Trade Payables

Sr. No	Particulars	Current Year	Previous Year
1	Trade Payables		
		1,049,055.00	1,066,253.00
	Total	<u>1,049,055.00</u>	<u>1,066,253.00</u>

Note : 7 Other Current Liabilities

Sr. No	Particulars	Current Year	Previous Year
A	Other Payables		
1	ESI Payable	38,261.00	29,855.00
2	Luxury Tax Payable	158,246.00	361,134.00
3	Professional Tax Payable	1,730.00	2,230.00
4	Provident Fund Payable	92,776.00	80,925.00
5	Sales Tax Payable	-	10,892.00
6	Service Tax Payable	12,247.00	27,324.00
7	TDS Payable	6,223.00	8,239.00
8	VAT Payable	20,025.00	1,447.00
9	Salary Payable	522,463.00	407,342.00
10	Electricity Charges Payable	210,978.00	141,129.00
11	Advances Against Services	996,636.00	527,839.00
		2,059,585.00	1,598,356.00
B	Current Maturities of Long term Borrowing Secured		
	Axis Bank Finance (A/c No. 910020016167690)	-	404,508.00
	Total	2,059,585.00	2,002,864.00

Note:

*Secured by : Hypothecation of Motor Car

*Rate of Interest : Effective rate of Interest is 10.70%

Note : 8 Short Term Provisions

Sr. No	Particulars	Current Year	Previous Year
A	Provision for Taxation	1,212,951.00	1,554,258.00
	Less: Advance Income Tax	1,100,000.00	1,300,000.00
	Less: Tax Deducted at Source	93,388.50	73,742.58
	Less: Tax Collected at Source	14,598.41	14,116.38
		4,964.09	166,399.04
B	Provision for Auditors Remuneration	55,200.00	54,170.00
	Total	60,164.09	220,569.04

CINDRELLA HOTELS LIMITED :: KOLKATA

Notes Forming Integral Part of the Balance Sheet as at 31st March, 2017

Note : 10 Non Current Investment

Sr. No	Particulars	Face Value	Current Year QTY	Current Year Rs.	Previous Year QTY	Previous Year Rs.
	Non Trade Investments					
	Investment in Equity Instruments (At Cost)					
1	Cindrella Financial Services Ltd	10.00	546,950.00	5,184,921.01	546,950.00	5,184,921.01
2	Dynamic Port. Mg. & Services Ltd	10.00	120,000.00	1,200,000.00	120,000.00	1,200,000.00
3	J.G. Foundry Ltd	10.00	1,100.00	11,000.00	1,100.00	11,000.00
4	Steller Drugs Ltd	10.00	1,200.00	12,000.00	1,200.00	12,000.00
5	Orissa Luminaries Ltd	10.00	2,500.00	25,000.00	2,500.00	25,000.00
6	Indian Hotels Co Ltd	10.00	-	-	592.00	65,578.74
7	Bhuvan Tripura Industries Ltd	10.00	1,900.00	19,000.00	1,900.00	19,000.00
8	Patel Engineering Co	10.00	550.00	375,848.70	550.00	375,848.70
9	Gujarat Optical Communications Ltd	10.00	300.00	3,618.00	300.00	3,618.00
	Total		6,831,387.71	6,896,966.45		

Note:

Cindrella Financial Services Limited is an associate of Cindrella Hotels Limited holding 31.068% shares in it.

These investments are held for long term purpose. Hence they are recorded at cost as per AS-13

Note : 11 Long Term Loans & Advances

Sr. No	Particulars	Current Year	Previous Year
A	Capital Advances (For Land) (Unsecured & Considered Good) For Land;		
	Shyamal Roy	530,000.00	530,000.00
	Total	530,000.00	530,000.00
B	Security Deposits		
	Electricity		
	West Bengal State Electricity Deposit Limited	845,760.00	795,760.00
	Gas Security		
	Bharat Petroleum Corporation Limited	9,100.00	9,100.00
	Telephone		
	BSNL	2,000.00	2,000.00
	Reliance	3,000.00	3,000.00
	Bar Security	83,334.00	83,334.00
	Siliguri Internet & Cable TV (P) Ltd.	2,000.00	2,000.00
	Joy Service Station	15,000.00	15,000.00
	Coffee Day Global Ltd.	25,000.00	-
	Total	985,194.00	910,194.00
	Total	1,515,194.00	1,440,194.00

Note : 12 Inventories

Sr. No	Particulars	Current Year	Previous Year
A	Finished Goods		
1	Food, Beverages etc	459,340.02	133,775.02
2	Bar Items	630,365.62	501,335.55
		1,089,705.64	635,110.57
B	Stores & Spares		
1	Consumable Stores	412,025.00	126,731.00
2	Linen Sheets	1,054,047.27	802,031.00
3	Crockeries & Utensils	1,094,861.84	949,468.84
		2,560,934.11	1,878,230.84
	Total	3,650,639.75	2,513,341.41

Note : 13 Cash & Cash Equivalents

Sr. No	Particulars	Current Year	Previous Year
A	Balance with Banks		
	Axis Bank, Siliguri (A/c No. 5623) (BRS attached)	339,504.16	(195,748.36)
		339,504.16	(195,748.36)
B	Cheques & Drafts on Hand	-	98,146.00
C	Cash in Hand	922,860.63	328,449.30
	Total	1,262,364.79	230,846.94

Notes:

The details of Specified Bank Notes held and transacted during the period 08.11.2016 to 30.12.2016 is given in the table below.

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	1,900,000.00	130,870.22	2,024,671.63
(+) Permitted receipts	-	1,380,806.00	1,380,806.00
(-) Permitted payments	-	924,576.00	924,576.00
(-) Amount deposited in Banks	1,900,000.00	130,000.00	2,030,000.00
Closing cash in hand as on 30.12.2016	-	457,100.22	450,901.63

Note : 14 Trade Receivables

Sr. No	Particulars	Current Year	Previous Year
	Unsecured & Considered good		
A	Less than six months	1,040,018.00	1,393,245.25
B	More than six months	368,034.00	266,669.00
	Total	1,408,052.00	1,659,914.25

Note : 15 Short Terms Loans and Advances

Sr. No	Particulars	Current Year	Previous Year
A	Advances		
	(Unsecured & Considered good)		
1	Prepaid Expenses	199,302.00	255,713.00
2	Against Bonus	80,600.00	10,000.00
3	To Staffs	718,049.00	469,641.00
	Total	997,951.00	735,354.00

CINDRELLA HOTELS LIMITED :: KOLKATA

Notes Forming Part of the Statement of Profit & Loss as at 31st March, 2017

Note : 17 Revenue from Operations

Sr.No	Particulars	Current Year	Previous Year
A	Sale of Products [Refer Note (i) below]	13,362,570.00	13,875,051.05
B	Sale of Services [Refer Note (ii) below]	28,406,658.35	44,233,479.28
C	Other Operating Revenue [Refer Note (iii) below]	-	20,100.00
	Total	41,769,228.35	58,128,630.33

Note (i) Sale of Products comprises:

Sales (Food & Beverages etc)	10,247,982.00	10,677,799.05
Sales- Bar	3,114,588.00	3,197,252.00

Note (ii) Sale of Services comprises:

Health Club Services	597,853.00	531,386.00
Park Rent	3,929,972.00	3,829,886.00
Rent-A-Cab	516,429.00	488,803.00
Room Rent	19,657,628.00	15,562,468.17
Tour Sales	3,613,519.00	23,677,328.00
Other Services	91,257.35	143,608.11

Note (iii) Other Operating Revenues

Commission	-	20,100.00
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Note : 18 Other Income

Sr.No	Particulars	Current Year	Previous Year
1	Interest Income	50,000.00	117,868.00
2	Dividend	177.60	-
3	Profit/Loss on sale of Shares	-	12,871.50
	Total	37,306.10	117,868.00

Note : 19 Cost of Materials Consumed

Sr.No	Particulars	Current Year	Previous Year
A	Consumption of Food & Beverages		
	Opening Stock	133,775.02	241,480.02
	Add: Purchases	6,034,594.00	5,805,460.00
		6,168,369.02	6,046,940.02
	Less: Staff Fooding Expenses	1,102,693.00	1,078,119.00
	Less: Closing Stock	459,340.02	133,775.02
	Total (A)	4,606,336.00	4,835,046.00
B	Consumption of Bar		
	Opening Stock	501,335.55	533,911.46
	Add: Purchases	1,459,846.71	1,410,221.62
		1,961,182.26	1,944,133.08
	Less: Closing Stock	630,365.62	501,335.55
	Total (B)	1,330,816.64	1,442,797.53
	Total	5,937,152.64	6,277,843.53

Note : 20 Employees Benefit Expenses

Sr.No	Particulars	Current Year	Previous Year
A Salary & Wages			
1	Bonus	889,951.00	881,466.00
2	Gratuity	263,285.00	-
3	Leave Encashment	281,978.00	281,623.00
4	Salary & Wages	6,957,636.00	6,194,741.00
Total (A)		8,392,850.00	7,357,830.00
B Contribution to Provident & Other Funds			
1	Employee State Insurance	305,817.00	275,930.00
2	Provident Fund	578,887.00	538,324.00
Total (B)		884,704.00	814,254.00
C Staff Welfare Expenses			
1	Staff Fooding Expenses	1,102,693.00	1,078,119.00
2	Staff Incentives	2,488,158.00	2,229,498.00
3	Uniform Allowances	71,220.00	94,439.00
4	Others	44,643.00	131,024.00
Total (C)		3,706,714.00	3,533,080.00
Total		12,984,268.00	11,705,164.00

Note : 21 Finance Cost

Sr.No	Particulars	Current Year	Previous Year
Interest			
	Interest on Car Loan	21,962.00	66,747.00
	Interest on Cash Credit Loan	251,014.00	301,109.00
	Interest on TDS	456.00	731.00
	Interest on Service Tax	2,700.00	709.00
	Interest on Entry Tax	215.00	-
	Interest on Luxury Tax	27,060.00	-
		303,407.00	369,296.00
Other Borrowing Cost			
	Processing Fee	-	15,960.00
		-	15,960.00
Total		303,407.00	385,256.00

Note : 22 Other Expenses

Sr.No	Particulars	Current Year	Previous Year
1	Auditors Remuneration [Refer note below (i)]	55,200.00	54,170.00
2	Consumption - Stores etc	1,809,269.00	2,158,048.45
3	Power & Fuel	2,782,532.00	2,376,505.23
4	Repairs to Building	463,364.00	874,519.00
5	Repairs to Machinery	1,296,873.00	1,545,134.00
6	Insurance	194,115.00	194,387.00
7	Rates & Taxes	639,657.00	737,278.00
8	Miscellaneous Expenses	1,770,012.99	1,921,621.78

9	Discount & Incentives	317,008.42	122,036.22
10	TDS paid	-	2,551.00
11	Telephone Expenses	30,580.00	23,411.00
12	Tour Expenses	2,402,176.84	3,153,132.00
13	Tour Hotel Hire Charges	1,130,401.00	16,051,554.75
14	Travelling & Conveyance	570,684.00	577,519.00
15	Security Expenses	572,290.00	561,896.00
Total		14,034,163.25	30,353,763.43
(i) Auditors Remuneration comprises:			
	Company Law Matters	13,800.00	13,542.00
	Statutory & Tax Audit	41,400.00	40,628.00

CINDRELLA HOTELS

Notes Forming Integral Part of the

Note 9

Sr. No	Particulars	Gross Block			Accumulated Depreciation			Net Block	
		Balance as a 31st March 2016	Additions	Balance as at 31st March 2017	Balance as at 31st March 2016	Additions	Balance as at 31st March 2017	Balance as at 31st March 2017	Balance as at 31st March 2016
I	Tangible Assets								
A	Land								
1	Land & Land Development	17,943,373.60	-	17,943,373.60	-	-	-	17,943,373.60	17,943,373.60
2	Chalsa Project (Land)	2,632,619.00	-	2,632,619.00	-	-	-	2,632,619.00	2,632,619.00
		20,575,992.60	-	20,575,992.60	-	-	-	20,575,992.60	20,575,992.60
B	Building								
1	Building	45,987,006.55	1,472,059.00	47,459,065.55	17,520,898.96	1,429,596.21	18,950,495.17	28,508,570.38	28,466,107.59
2	Chalsa Building	5,931,821.00	-	5,931,821.00	-	-	-	5,931,821.00	5,931,821.00
		51,918,827.55	1,472,059.00	53,390,886.55	17,520,898.96	1,429,596.21	18,950,495.17	34,440,391.38	34,397,928.59
C	Roads								
1	Drains, Roads & Boundary Wall	119,771.00	-	119,771.00	78,114.94	4,846.20	82,961.14	36,809.86	41,656.06
		119,771.00	-	119,771.00	78,114.94	4,846.20	82,961.14	36,809.86	41,656.06
D	Plant & Equipments								
1	Air Conditioner	6,238,304.00	272,009.00	6,510,313.00	4,643,339.78	341,742.00	4,985,081.78	1,525,231.22	1,594,964.22
2	Generator	2,818,230.00	-	2,818,230.00	2,005,378.59	177,773.79	2,183,152.38	635,077.62	812,851.41
3	Transformer Installation	482,831.60	-	482,831.60	435,197.57	12,364.34	447,561.91	35,269.69	47,634.03
4	Equipments	15,950,502.08	917,776.25	16,868,278.33	10,631,004.03	1,163,208.11	11,794,212.14	5,074,066.19	5,319,498.05
5	Games Equipments	763,221.00	-	763,221.00	643,224.20	27,432.05	670,656.25	92,564.75	119,996.80
6	Plant & Machinery	1,065,540.15	-	1,065,540.15	1,007,974.05	15,088.14	1,023,062.19	42,477.96	57,566.10
7	Water Pump	1,047,462.17	-	1,047,462.17	922,520.20	29,740.04	952,260.24	95,201.93	124,941.97
		28,366,091.00	1,189,785.25	29,555,876.25	20,288,638.42	1,767,348.47	22,055,986.89	7,499,889.36	8,077,452.58
E	Electrical Installations								
1	Electrical Installations	7,463,207.25	469,079.00	7,932,286.25	5,515,379.97	529,218.03	6,044,598.00	1,887,688.25	1,947,827.28
		7,463,207.25	469,079.00	7,932,286.25	5,515,379.97	529,218.03	6,044,598.00	1,887,688.25	1,947,827.28
F	Furniture & Fixtures								
1	Furnishing	2,429,462.20	505,653.00	2,935,115.20	1,808,052.19	231,845.87	2,039,898.06	895,217.14	621,410.01
2	Furniture & Fixtures	13,183,237.70	1,206,119.00	14,389,356.70	10,645,352.56	865,946.40	11,511,298.96	2,878,057.74	2,537,885.14
		15,612,699.90	1,711,772.00	17,324,471.90	12,453,404.75	1,097,792.28	13,551,197.03	3,773,274.87	3,159,295.15
G	Vehicles								
1	Motor Car	2,577,899.69	-	2,577,899.69	1,706,206.68	305,080.56	2,011,287.24	566,612.45	871,693.01
		2,577,899.69	0.00	2,577,899.69	1,706,206.68	305,080.56	2,011,287.24	566,612.45	871,693.01
H	Office Equipments								
1	Computer	169,340.00	138,585.00	307,925.00	91,640.47	96,908.60	188,549.07	119,375.93	77,699.53
		169,340.00	138,585.00	307,925.00	91,640.47	96,908.60	188,549.07	119,375.93	77,699.53
	Total (Current Year)	126,803,828.99	4,981,280.25	131,785,109.24	57,654,284.19	5,230,790.35	62,885,074.54	68,900,034.70	69,149,544.80
	Total (Previous Year)	119,997,414.99	6,806,414.00	126,803,828.99	51,502,655.81	6,151,628.38	57,654,284.19	69,149,544.80	68,494,759.18

LIMITED

Balance Sheet as at 31st March, 2017

CINDRELLA HOTELS LIMITED

9, MANGO LANE :: KOLKATA - 700 001.

23. METHOD OF ACCOUNTING:

The Company generally follows the accrual system of accounting. The Accounts are prepared on historical cost basis as a going concern and are consistent with generally accepted accounting practices.

24. INCOME RECOGNITION:

All known incomes are accounted for on accrual basis.

25. TREATMENT OF EXPENSES:

All known expenses are being accounted for on accrual basis.

26. DEFERRED TAX ASSET/LIABILITY:

The opening balance of Deferred Tax liability was recognized at 30.9% being the prospective rate of taxation in the case of companies. The tax rate of companies having turnover below Rs. 50 crores have been reduced to 25% from 30% w.e.f A.Y. 2018-19 and hence the opening balance has been recasted at 25.75% being the prospective rate of taxation.

The company has also provided and recognized deferred tax on timing difference between taxable income and accounting income subject to consideration of prudence.

Deferred Tax Asset on Unabsorbed Depreciation and carried forward of losses is not recognized unless there is virtual certainty that there will be sufficient future taxable income available to realize such assets.

27. SHORT TERM BORROWINGS:

The Company has a Cash Credit Account with State Bank of India, the details of securities, guarantee and rate of interest are as below:

Secured by:

Primary Security:

Hypothecation of the entire current assets of the firm including stocks, receivables and other current assets of the company.

Collateral Security:

Land measuring 0.327 acre situated at Paragna-Baikunthpur, Mouza-Dabgram, P.S. - Raiganj, District- Jalpaiguri. Recorded in JL No.2, R.S. No. 45, Khaitan No. 285/1, Sheet No. 5, plot No. 120 vide. The Sale Deed No.I-4288 executed in the name of Cindrella Hotels Ltd on 07.09.1992 (Boundary of the land- North: Land of Shri Vivek Baid, south: Land of Joy Gopal Anand, East: Land of Shri Vivek Baid, West: Land of Deepika Baid).

Guarantee:

Personal guarantee of directors Shri Vivek Baid & Smt. Sangita Devi Baid.

Rate of Interest:

4% above Base Rate (Base Rate- 9% w.e.f. 28/01/2014), Present Effective Rate being 13% p.a

28. TAXES ON INCOME:

The current tax liability has been calculated after considering the permissible tax exemption, deduction and disallowances as per the provisions of the Income Tax Act, 1961 and provided for as short term provisions.

29. FIXED ASSETS:

Fixed Assets are stated at their historical cost inclusive of legal and/or installation charges less Depreciation charged in terms of Schedule-II to the Companies Act, 2013. Details of Fixed Assets have been given in "Note no 09" forming part of Balance Sheet and Profit & Loss Account. None of the Fixed Assets have been revalued during the year.

In the case of following assets, the useful life of the assets have been revised corresponding to the useful life adopted in the F.Y 15-16 to adhere to the useful lives given in Schedule -II of Co. Act, 2013. There has been change in the depreciation due to such revision of the useful life and the corresponding effect in the statement of Profit & Loss for the year is given below:

Assets	Life in F.Y 15-16	Life in F.Y 16-17	Change in Profit
Furnishings	15	8	Decrease- Rs. 37,480
Furniture and Fittings	10	8	Decrease- Rs.51,744

Pursuant to Accounting Standard (AS-28), Impairment of Assets coming into effect, the company has assessed all the assets and found that there is no external/internal indication of impairment of assets. So the company has not made the provision for impairment of assets.

30. ACCOUNTING FOR INVESTMENTS:

Investments are long term in nature, are quoted investments and are stated at cost. However, provision if any for diminution is made to recognize any decline other than temporary, in the value of investment. But there is no diminution in value of investment which would have long term effect. There are no significant restrictions regarding the minimum holding period for sale/ disposal, utilization of sale proceeds.

The Market Value of quoted investments amounts to ` 19,25,076/-

31. INVENTORIES:

Inventories have been valued at lower of Cost or Net Realisable Value. Inventories have been classified as consumable stores, bar items, linen sheets, crockeries & utensils and food & beverages.

32. EMPLOYEE BENEFITS

Defined Contribution Scheme:

The company makes Provident Fund Contribution and Employees State Insurance contribution to defined contribution retirement benefit plans for qualifying employees. Under the scheme the company is required to contribute a specified percentage of the pay roll costs under the schemes for benefits. The amount of ` 5,78,887/- has been recognized as expense under the head Employers Contribution to Provident Fund and ` 3,05,817/- under the head Employers Contribution to ESI.

33. DEPRECIATION:

Depreciation on Fixed Assets is provided on Written down Value Method on a consistent basis as per Schedule II of the Companies Act, 2013 on pro-rata basis. Details of depreciation have been stated in "Note no 09" forming part of Balance Sheet and Profit & Loss Account.

34. RELATED PARTY TRANSACTIONS:

The details regarding related parties and transactions taken place between them during the financial year 2016-17 has been given below:

Name of the Related Party	Nature of relationship	Amount of transaction during the year/brought forward	Amount outstanding at the end of the financial year 2015-16
Vivek Baid	Director of the Company	₹ 22,457/-	Nil
Siliguri Auto Works (P) Ltd	Common Key Management Personnel	Opening Balance- ₹ 8,427.00 Repayment- ₹ 8,427.00 Sales - ₹ 4,748.00	Rs. 4,748/- Dr.
Sapna Shopping Arcade (Prop Sapna Kochar)	Relative of Key Managerial Personnel	Card Sales made through swipe machine in the hotel premises of the company and the amount is paid back in cash. Transaction of ₹ 1,99,856/- taken place during the year.	-
M/s Raj Publishers (Janpath Samachar)	Enterprise in which Key Managerial Personnel have significant influence	An amount of ₹ 3,60,000/- was due for electricity expenses used for office in the premises of the company and the same was duly received. The premises of the party is built up on the land of the company and the same is given as collateral security for CC A/c of SBI(A/c No.30022077144)	-

36. Basic and diluted earning per share (pursuant to AS-20)

Particulars	31.03.2017	31.03.2016
Net Profit for the year (in Rs.)	22,91,954.72	23,12,039.19
Weighted Average Number of equity Shares.	3,564,725	3,564,725
Nominal value of Shares	10/-	10/-
Basic & Diluted earning per share (in Rs.)	0.64	0.65

37. Details of transaction in Foreign Currency

Foreign Currency	Amount Received	Amount
Remitted US Dollar	-	6,44,571.84
Great Britain Pound	47,72,478.00	-

All the transactions were carried out through proper banking channel. The amount was received from Darjeeling Tours Ltd towards tour hire charges and amount remitted represents the amount paid to Journey Plus for conducting such tour.

37. Figures of the previous year have been regrouped and/or recasted wherever necessary.

FOR AGARWAL MAHESH KUMAR & CO.
CHARTERED ACCOUNTANTS
F.R. No. 319154E

PLACE: Kolkata
Dated: 30th Day of May 2017

[CA.M.K. AGARWAL]
Proprietor
M. No. 054394

CINDRELLA HOTELS LIMITED :: KOLKATA

Cash Flow Statement
for the year ended 31st March 2017
Pursuant to the Listing Agreement)

PARTICULARS	CURRENT YEAR		PREVIOUS YEAR	
	Rs.	Rs.	Rs.	Rs.
A. CASH FLOW FROM OPERATING ACTIVITIES :				
Net Profit before Tax and Extraordinary items		3,316,753.21		3,372,842.99
Adjustment for :				
Depreciation	5,230,790.35		6,151,628.38	
Security deposit Adjusted	-		42,941.23	
Finance Cost	303,407.00		385,256.00	
Interest Received	-37,306.10	5,496,891.25	-117,868.00	6,461,957.61
Operating Profit before Working Capital Charges		8,813,644.46		9,834,800.60
Adjustment for :				
Trade Receivables	251,862.25		-303,991.65	
Inventories	-1,137,298.07		285,929.01	
Short Term Loans & Advances	-262,597.00		106,305.00	
Trade payables	-17,198.00		-6,458.00	
Provision	-160,404.95		161,667.28	
Other Current Liabilities	461,229.00	-864,406.77	-207,087.96	36,363.68
Cash generated from operations		7,949,237.69		9,871,164.28
Direct Taxes Paid		1,198,961.96		1,571,839.24
CASH FLOW BEFORE EXTRAORDINARY ITEMS		6,750,275.73		8,299,325.04
EXTRAORDINARY ITEMS		-		-
NET CASH INFLOW FROM OPERATING ACTIVITIES		6,750,275.73		8,299,325.04
B. CASH FLOW FROM INVESTING ACTIVITIES :				
Purchase of Fixed Assets	-4,981,280.25		-6,806,414.00	
Loans & Advances	-25,000.00			
Investment in shares	-		-8,951.00	
Dividend Received	177.60			
Sale Proceeds from Shares	52,707.24			
Interest Received	-		72,569.00	
NET CASH OUTFLOW FROM INVESTING ACTIVITIES :		-4,953,395.41		-6,742,796.00
C. CASH FLOW FROM FINANCING ACTIVITIES :				
Security Deposit Received	79,000.00		380,000.00	
Repayment of Borrowings	-540,955.47		-1,894,666.65	
Proceeds from Short Term Borrowings	-		-	
Finance Cost	-303,407.00		-385,256.00	
NET CASH INFLOW FROM FINANCING ACTIVITIES		-765,362.47		-1,899,922.65
D. NET DECREASE IN CASH AND CASH EQUIVALENTS : (Total - A+B+C)		1,031,517.85		-343,393.61
CASH AND CASH EQUIVALENTS (Opening Balance)		230,846.94		574,241.45
CASH AND CASH EQUIVALENTS (Closing Balance)		1,262,364.79		230,846.94

AUDITORS' CERTIFICATE

We have verified that above statement with the books and records maintained by CINDRELLA HOTELS LIMITED and certify that in our opinion and according to the information and explanations given to us, the above statement is in accordance therewith.

FOR AGARWAL MAHESH KUMAR & CO.
CHARTERED ACCOUNTANTS

[M.K. AGARWAL]
PROPRIETOR

PLACE : KOLKATA (CAMP)
DATE::30/05/2017

For and on behalf of Board
Sangita Devi Baid
Directors

Vivek Baid
Directors

CINDRELLA HOTELS LIMITED

Regd Office: 9, Mangoe Lane, 3rd Floor, Kolkata-700 001
Ph: 22481186, 22201338 E-mail: cindrella@bsnl.in
CIN: L45203WB1986PLC040417

ATTENDANCE SLIP

31st Annual General Meeting, Monday, the 18th day of September , 2017 at 9, Mangoe Lane, 3rd Floor, Kolkata 700001

Name of the Shareholder	
Address	
Reg. Folio/DP & Client Id	
No .of Shares Held	
Name of the proxy/Authorized Representative, if any	

I/We hereby record my presence at the 31st Annual General Meeting of the Company held at the office premises of the Company at 10:30 am on Monday, the 18th day of September, 2017.

Signature of Shareholder/Proxy/Authorised Representative

Note: The Member/Proxy must bring this attendance slip to the Meeting, duly completed and signed and hand over the same at the venue entrance.

CINDRELLA HOTELS LIMITED

Regd Office: 9, Mangoe Lane, 3rd Floor, Kolkata-700 001
 Ph: 22481186, 22201338 E-mail: cindrela@bsnl.in
 CIN: L45203WB1986PLC040417

PROXYFORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and rules 19(3) of the Companies
 (Management and Administration) Rules, 2014)

Name of the member(s)		Email id	
Address		Folio No/*Client Id/*DP Id	

I/we being the members of _____ shares of Cindrella Hotels Ltd, hereby appoint

1.	Name	Address:
	E-mail Id	Signature

Or failing him

2.	Name	Address:
	E-mail Id	Signature

Or failing him

3.	Name	Address:
	E-mail Id	Signature

as my/our proxy to attend and vote (on a poll) for me /us on my/our behalf at the 31st Annual General Meeting of the company, to be held on Monday, the 18th day of September, 2017 at 10:30 a.m. at office Premises and at any adjournment thereof in respect of such resolutions as are indicated below:

**I/We wish my proxy to vote in the manner as indicated in the box below:

Resolutions	For	Against
1. Ordinary Resolution to Consider and adopt Audited Financial Statements, Reports of the Board of Directors and Auditors for the financial year ended 31st March, 2017.		
2. Ordinary Resolution for Re-appointment of Sri Sangita Devi Baid (DIN 00359298) who retires by rotation and being eligible offer herself for re-appointment.		
3. Ordinary Resolution for Appointment of Auditors and to fix their remuneration.		

*Applicable for investors holding shares in electronic form

Signature this ____ Day of _____ 2017

Affix revenue stamp

Signature of Shareholder

Signature of third proxy holder(s)

Notes:

1. This form should be signed across the stamp as per specimen signature registered with the Company.
2. This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
3. A proxy need not be a member of the Company.
4. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
5. **This is only optional. Please put a 'x' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
6. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
7. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

CINDRELLA HOTELS LIMITED

Regd Office: 9, Mangoe Lane, 3rd Floor, Kolkata-700 001
Ph: 22481186, 22201338 E-mail: cindrela@bsnl.in
CIN: L45203WB1986PLC040417

**(ANNEXURE TO THE NOTICE FOR THE 31st ANNUAL GENERAL MEETING OF THE
COMPANY TO BE HELD ON 18th SEPTEMBER 2017)**

Name & Registered Address

of Sole/First named Member:

Joint Holders Name (If any) :

Folio No. / DP ID & Client ID:

No. of Equity Shares Held :

Dear Shareholder,

Subject: Process and manner for availing E-voting facility:

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015., the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) to be held on Monday, the 18th day of September, 2017 at 10.30 am and at any adjournment thereof.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evotingindia.com>.

The Electronic Voting Particulars are set out below:

EVS (Electronic Voting Sequence Number)	User ID	PAN / Sequence No.
170728013		

The E-voting facility will be available during the following voting period:

Remote e-Voting Start On	Remote e-Voting End On
15th September, 2017 at 10:00 A.M. (IST)	17th September, 2017 at 5:00 P.M. (IST)

Please read the instructions mentioned in the notes of the AGM Notice before exercising your vote.

For & on behalf of the Board
Smt Sangita Devi Baid
Chairman

(DIN 00359298)
Sri Vivek Baid
Director
(DIN-00437542)

Place: Kolkata

Date : 16-8-2017

Encl: AGM Notice/Attendance Slip/Proxy Form/Ballot-Form/Annual Report