FORM A

Format of covering letter of the annual audit report to be filed with the Stock exchanges

1	Name of the Company:	**LE WATERINA RESORT & HOTELS LIMITED**
2	Annual financial statements for the year ended	31.03.2014
3	Type of Audit observation	Un-qualified / ~~Matter of Emphasis~~
4	Frequency of observation	Not Applicable
5	To be signed by-	
	Sanjay Jalan **Managing Director**	
	Sanjay Jalan **CEO**	
	M/s.N.Balasubramaniam Associates, **Chartered Accountants** Firm Regn No.003555S. Auditors of the Company	
	Parthivan Balasubramanian Audit Committee Chairman	

LE WATERINA RESORTS & HOTELS LIMITED

27th ANNUAL REPORT 2013 - 14

Board of Directors

Shri.Sanjay Jalan	- Managing Director
Shri.Parthiban Balasubramaniam	- Non Executive & Independent
Shri.Jaganath Jothi	- Non Executive & Independent
Shri.Aditya Jalan	- Non Executive & Independent

Registered Office & Site Location - I

Le Waterina Resort & Spa - Lakeside Luxury Resort
1507, V.R.P.Chatram,
Opp. Bharat Petroleum Bunk,
Near Rajiv Gandhi Memorial,
Chennai-Bangalore National Highway,
Sriperambuthur, Tamilnadu-602 105

Site Location – II
Le Waterina – The Boutique Hotel
No 35 Kaveri Nagar
WaterLand Drive
Thiruvanmiyur
Kottivakkam Beach
Chennai 6000041

Auditors
M/s.N.Balasubramanian Associates
Chartered Accountants, Chennai

Bankers/Financial Institutions
Vijaya Bank, Corporate Banking Branch, Egmore

Registrar and Share Transfer Agents
M/s.Integrated Enterprises (India) Ltd.,
No.1, Ramakrishna Street,
Kences Towers, II Floor,
T.Nagar, Chennai – 6000017

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NOTICE

NOTICE is hereby given that the Twenty Seventh Annual General Meeting of the shareholders of the Company will be held on Tuesday, the 30th day of September 2014 at 2.30 p.m. at the registered office of the Company at 1507, V.R.P.Chatram, Opp. Bharat Petroleum Bunk, Near Rajiv Gandhi Memorial, Chennai-Bangalore National Highway, Sriperambuthur, Tamilnadu-602 105, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements of the Company for the year ended March 31, 2014 including the Audited Balance Sheet as at March 31, 2014 and the Statement of Profit & Loss for the year ended March 31, 2014 and the Reports of the Board of Directors and Auditors thereon.

2. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provision of section 139, 142, and other applicable provisions, if any of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, M/s.N.Balasubramaniam Associates, Chartered Accountants, (Registration No.FRN 000355S) be and is hereby re-appointed as the statutory Auditor of the Company to hold office for a period of 3 years from the conclusion of this Annual General meeting to, till the conclusion of 30th Annual General Meeting of the Company subject to ratification of the appointment by the shareholders at every Annual General Meeting held after this AGM on a remuneration to be decided by a Board of Directors in consultation with the Auditors plus applicable service tax and re-imbursement of travelling and out of pocket expenses incurred by them for the purpose of audit."

SPECIAL BUSINESS

3. To appoint Shri.Aditya Jalan, (holding DIN: 01219308) as an Independent Director and in this regard to consider and if thought fit to pass with or without modification(s), following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT Shri.Aditya Jalan, (holding DIN: 01219308), who was appointed as an Additional Director of the Company by the Board of Directors, pursuant to the provisions of Section 161 of the Companies Act, 2013 holds office up to the date of forth coming Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member along with prescribed deposit, proposing his candidature for the office of Director, be and is hereby appointed as an Director of the Company.

   "**RESOLVED FURTHER THAT** pursuant to the provisions of section 149, 152 read with Schedule IV and all other applicable provisions of the companies Act, 2013 and the companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri.Aditya Jalan, (holding DIN: 01219308), a non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for 05 (Five) consecutive years for a term upto the conclusion of the 32nd Annual General Meeting of the Company in the calendar year 2019 with effect from October 01, 2014 and who shall not be liable to retire by rotation."

4. To appoint Shri.Parthiban Balasubramaniam (holding DIN: 02543040) as an Independent Director and in this regard To consider and if thought fit to pass with or without modification(s), following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of section 149, 152 read with Schedule IV and all other applicable provisions of the companies Act, 2013 and the companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri.Parthiban Balasubramaniam (holding DIN: 02543040), a non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for 05 (Five) consecutive years for a term upto the conclusion of the 32nd Annual General Meeting of the Company in the calendar year 2019 with effect from October 01, 2014 and who shall not be liable to retire by rotation."

5. To appoint Shri.Jaganath Jothi (holding DIN: 03312131) as an Independent Director and in this regard To consider and if thought fit to pass with or without modification(s), following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of section 149, 152 read with Schedule IV and all other applicable provisions of the companies Act, 2013 and the companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri.Jaganath Jothi (holding DIN: 03312131), a non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for 05 (Five) consecutive years for a term upto the conclusion of the 32nd Annual General Meeting of the Company in the calendar year 2019 with effect from October 01, 2014 and who shall not be liable to retire by rotation."

6. To borrow money and in this regard to consider and if thought fit, to pass with or without modification(s), following resolution as a **Special Resolution**

RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) subject to such approvals, consents, sanctions and permissions, as may be necessary, and the Articles of Association of the Company and all other provisions of applicable laws, the consent of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution) to borrow from time to time in one or more tranches, for the purpose of the Company's business, such sum or sums of money, as they in their absolute discretion think fit, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) and remain outstanding in excess of the aggregate of the paid-up share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained / to be obtained from the Company's Bankers in the ordinary course of business, shall not be in excess of Rs.25 crores (Rupees Twenty Five Only) at any one time.

RESOLVED FURTHER THAT the Board of the Company be and is hereby authorised to do or cause to be done all such acts, matters, deeds and other things as it may in its absolute discretion deem fit, required or considered necessary or incidental thereto, for giving effect to the aforesaid resolution."

7. To charge on assets of the Company and in this regard to consider and if thought fit, to pass with or without modification(s), following resolution as a **Special Resolution**

RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or

re-enactment thereof for the time being in force) subject to such approvals, consents, sanctions and permissions, as may be necessary, and the Articles of Association of the Company and all other provisions of applicable laws, the consent of the Company be and is hereby accorded to the Board of Directors of the company (hereinafter referred to as the "Board", which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution), for mortgaging / charging all or any of the immovable and movable properties of the Company both present and future and the whole or substantially the whole of the undertaking or the undertakings of the Company on such terms and conditions, as may be agreed to between the Board and Lender(s) to secure the loans / borrowings obtained or as may be obtained, in excess of the aggregate of the paid-up share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained / to be obtained from the Company's Bankers in the ordinary course of business, shall not be in excess of Rs.25 crores (Rupees Twenty Five Crores Only) at any one time."

"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion may deem fit, necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

8. To approve Related Party Transactions and in this regard to consider and if thought fit, to pass with or without modification(s), following resolution as a **Special Resolution**

"RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act) read with the Companies (Meeting of Board and its powers) Rules 2014 and read with Clause 49 (VII) of the Listing Agreements entered into with the Stock Exchanges(s) and subject to such approvals, consents, sanctions and permission as may be necessary, consent of the members of the Company be accorded to the Board of Directors of the Company to enter into contracts and/or agreements with related parties as defined under the Act with respect to sale, purchase or supply of any goods or materials, selling or otherwise disposing of or buying, leasing of property of any kind, availing or rendering of any services or any other transaction of the nature specified under section 188(1) clause (a) to (g) with Mr.Sanjay Jalan, Managing Director as define under section 2(76) of the companies Act,2013.

"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion may deem fit, necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in this regard and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable and its decision shall be final and binding."

By Order of the Board
For LE WATERINA RESORT & HOTELS LIMITED

Sanjay Jalan
Managing Director

Sriperambudur, the 22nd day of August, 2014

NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM FOR THE AGM IS ENCLOSED**

   A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT 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.

2. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting

3. Brief resume of Directors including those proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report

4. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto

5. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting

6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote

7. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturday and Sunday during business hours up to the date of the Meeting

8. The Register of Members and Share Transfer Books of the Company shall remain closed **Tuesday, the September 23, 2014 to Tuesday, the September 30, 2014** (both days inclusive).

9. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars and Transfer Agents, M/s.Integrated Enterprises (India) Ltd., No.1, Ramakrishna Street, Kences Towers, II Floor, T.Nagar, Chennai – 6000017 cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the members

10. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company / Integrated Enterprises (India) Ltd.

11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Integrated Enterprises (India) Ltd.

12. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Integrated Enterprises (India) Ltd, for consolidation into a single folio.

13. Non-Resident Indian Members are requested to inform Integrated Enterprises (India) Ltd, immediately of:

    (a) Change in their residential status on return to India for permanent settlement.

    (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

14. In accordance with the provisions of Section 72 of the Companies Act, 2013, members are entitled to make nominations in respect of the Equity Shares held by them, in physical form. Members desirous of making nominations may procure the prescribed form from the Registrar & Share Transfer Agents, M/s.Integrated Enterprises (India) Ltd and have it duly filled and sent back to them.

15. Electronic copy of the Annual Report for 2013-14 is being sent to all Members whose email Ids are registered with the Depository Participants for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2013-14 is being sent in the permitted mode.

16. Electronic copy of the Notice of the 27th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email ids are registered with the Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For Members who have not registered their email addresses, physical copies of the Notice of 27th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

17. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

18. Members may also note that the Notice of the 27th Annual General Meeting and the Annual Report 2014 will be available on the Company's website, www.lewaterina.com. The physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days. Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at: admin@lewaterina.com.

19. **Voting through electronic means:**

In compliance with the provisions of Section 108. 110 of the Companies Act. 2013 and Clause 35B of the Listing Agreement read with Rule 20 of Companies (Management and Administration) Rules 2014 the Company offers e-voting option to all the shareholders. For this purpose, the Company will be making necessary arrangement with Central Depository Services (India) Limited (CDSL) for facilitating e-voting and is pleased to offer e-voting facility as an alternate, for its Shareholders to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. E-voting is optional. Shareholders have option to vote either through e-voting or through Ballot Form. If a member has

opted for e-voting, then he or she should not vote by physical postal ballot and also vice - versa. However, in case members cast their vote both via physical ballot and e-voting, then voting through physical ballot shall prevail and voting done by e-voting shall be treated as invalid.

Shareholders irrespective of who have registered their e-mails for receipt of documents in electronic mode under the Green Initiative and who wish to vote through Ballot Form can download Ballot Form from the link www.evotingindia.com or seek duplicate form from R & T Agent M/s.Integrated Enterprises (India) Ltd, No.1, Ramakrishna Street, Kences Towers, II Floor, T.Nagar, Chennai – 6000017, fill in the details and send the same to the Scrutinizer by Post at the address given.

The instructions for shareholders voting electronically are as under:

(i) The voting period begins on 24th September 2014 at 10.00 am and ends on 26th September 2014 and closes at 5.00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date (record date) of 29th August, 2014,** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iii) Click on Shareholders.

(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.

(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.comand 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 sharesin Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) 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. Sequence number (SEQNO.) has been provided in the Address Label. Eg. If your name is Ramesh Kumar with SEQNO. 00000001 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. • Please enter the DOB or Dividend Bank Details in order to login. If the details are

	not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(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> 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 out print 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) 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.comand 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 they have to create 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 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 issuedin favour of the Custodian,if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xix) 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.

Shareholders can opt for only one mode of voting i.e. either by physical ballot or by electronic mode. If the shareholder opts for voting by electronic mode, then he/she should not vote by physical ballot also and vice-versa. However, in case Shareholder (s) cast their vote both by physical ballot and by electronic mode, then voting done by physical shall prevail and voting done by electronic will be treated as invalid.

If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.

You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

The Board of Directors has appointed Mr.V.S.Sowrirajan, Practicing Company Secretary, Chennai as the Scrutinizer for conducting this Postal Ballot voting process in a fair and transparent manner. His address is The Scrutinizer, M/s.Integrated Enterprises (India) Ltd, No.1, Ramakrishna Street, Kences Towers, II Floor, T.Nagar, Chennai – 6000017.

The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two(2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company

Members can choose only one of the two options namely e-voting or voting through physical assent/ dissent form. In case the votes are casted through both the formats, then votes casted through e-voting shall stand cancelled and those votes casted through physical assent/dissent form would be considered, subject to the assent/dissent form being found to be valid.

The Results of e-voting, physical assent / dissent and poll, if any, shall be aggregated and declared on or after the AGM of the Company by the Chairman or by any other person duly authorized in this regard. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.lewaterina.com and on the website of NSDL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges.

20. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company between 11.00 am and 1 pm on all working days except Saturdays and Sundays, up to and including the date of the Annual General Meeting of the Company.

21. Details of Directors seeking appointment/and re-appointment at the Annual General Meeting in pursuance of Clause 49 of the Listing Agreement

Name	Parthiban Balasubramaniam	Jaganath Jothi	Aditya Jalan,
DIN	02543040	03312131	01219308

Designation	Independent & Non Executive	Independent & Non Executive	Independent & Non Executive
Father's Name	Balasubramaniam Masilamani	Jothi Appadurai	Birendra Kumar Jalan
Date of Birth	11.12.1969	19.11.1975	28/11/1987
Nationality	INDIAN	INDIAN	INDIAN
Date of Appointment on the Board	21.03.2009	01.10.2010	22.08.2014
Relationship with Other Director	None	None	None
Qualification	He is a Science graduate and MBA in Finance and Marketing.	He is a Bachelor of Business Administration from Madras University.	He is a Bachelor of Commerce from Madras University.
Expertise in Area	More than two decade in Treasury and Investment Operation.	He has associated with Oil and Gas Companies and now having 15 Years of experience in the area of Marketing and General Management.	He has more than six years experience in the field of Finance and Marketing
No. of shares held	Nil	1000	Nil
List of Directorships held in other Companies	Nil	Nil	4
Chairman / Member of the Committees of the Board of other Companies in which the Director	Nil	Nil	Nil

By Order of the Board
For LE WATERINA RESORT & HOTELS LIMITED

Sanjay Jalan
Managing Director

Sriperambudur, the 22nd day of August, 2014

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013
("the Act")

Item No.3

Shri.Aditya Jalan, (holding DIN: 01219308), was co-opted as an additional Director (Independent Director) of the Company with effect from 22nd August, 2014 pursuant to Section 161 of the Companies Act, 2013 read with in terms clause 49 of the Listing Agreement. Shri.Aditya Jalan, (holding DIN: 01219308), holds office of Director upto the date of ensuing Annul General Meeting. Further in terms clause 49 of the Listing Agreement, his tenure of office of independent Director has not been specified, therefore he shall hold office as Independent Director till the conclusion of the ensuing AGM and being eligible offer himself for reappointment. His continuance guidance and association with company will be highly benefited and advantageous.

He is also the member of the Audit committee, Shareholders'/Investors' Grievances Committee and member of Remuneration Committee of the Board of the Company. Shri.Aditya Jalan, (holding DIN: 01219308) does not holds any equity shares in the company.The Company has also received declaration from Shri.Aditya Jalan, (holding DIN: 01219308), that he meets with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013.

The Board of Directors of your Company after reviewing the declaration submitted by Shri.Aditya Jalan, (holding DIN: 01219308), are of the opinion that Shri.Aditya Jalan, (holding DIN: 01219308), meets the criteria of independence as per the provisions of Section 149(6) of the Companies Act, 2013 and rules made thereunder and also meets with the requirements of Clause 49 of the Listing Agreement with the Stock Exchanges, for his appointment as an Independent Director of the Company and is independent of the management.

Hence, in terms of Section 149 and any other applicable provisions of the Companies Act, 2013, Shri.Aditya Jalan, (holding DIN: 01219308), being eligible and offering himself for appointment, is proposed to be appointed as an Independent Director of your Company to hold office for 05 (Five) consecutive years for a term upto the conclusion of the 32nd Annual General Meeting of the Company in the calendar year 2019 with effect from October 01, 2014 and who shall not be liable to retire by rotation. The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Companies Act 2013, proposing Shri.Aditya Jalan, (holding DIN: 01219308), as a candidate for the office of Director of the Company.

Copy of the draft letter for appointment of Shri.Aditya Jalan, (holding DIN: 01219308), as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday, and the letter of appointment along with the detailed profile of independent director shall be disclosed on the websites of the company and the Stock Exchanges not later than one working day from the date of such appointment.

Brief resume of Shri.Aditya Jalan, (holding DIN: 01219308), nature of his expertise in specific functional areas and names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors *inter-se* as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided above.

The Board considers that his continued association would be of immense benefit to the Company and it is necessary to continue to avail services of Shri.Aditya Jalan, (holding DIN: 01219308), as an Independent Director. Accordingly, the Board recommends the resolution set out as Item No.3 of the Notice in relation to appointment of Shri.Aditya Jalan, (holding DIN: 01219308), as an Independent Director, for the approval by the members of the Company.

This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing agreement with the Stock Exchange.

Except Shri.Aditya Jalan, (holding DIN: 01219308), being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.3

Item No. 4

Shri.Parthiban Balasubramaniam, had been appointed as Independent Director vide member's resolution at their AGM held on 30.09.2009 in terms clause 49 of the Listing Agreement, his tenure of office of independent Director has not been specified, therefore he shall hold office as Independent Director till the conclusion of the ensuing AGM and being eligible offer himself for reappointment. His continuance guidance and association with company will be highly benefited and advantageous. He is not in the Board of any other company.

He is also the member of the Audit committee, Shareholders'/Investors' Grievances Committee and member of Remuneration Committee of the Board of the Company. Shri.Parthiban Balasubramaniam not holds any equity shares in the company. Shri.Parthiban Balasubramaniam, who has been appointed as an Independent director of the company under section 161 of the Companies Act, 2013 at the AGM held on 30.09.2009, will hold office as such up to the conclusion of the ensuing Annual General Meeting. The Company has also received declaration from Shri.Parthiban Balasubramaniam that he meets with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013.

The Board of Directors of your Company after reviewing the declaration submitted by Shri.Parthiban Balasubramaniam, are of the opinion that Shri.Parthiban Balasubramaniam, meets the criteria of independence as per the provisions of Section 149(6) of the Companies Act, 2013 and rules made thereunder and also meets with the requirements of Clause 49 of the Listing Agreement with the Stock Exchanges, for his appointment as an Independent Director of the Company and is independent of the management.

Hence, in terms of Section 149 and any other applicable provisions of the Companies Act, 2013, Shri.Parthiban Balasubramaniam, being eligible and offering himself for appointment, is proposed to be appointed as an Independent Director of the Company to hold office for 05 (Five) consecutive years for a term upto the conclusion of the 32nd Annual General Meeting of the Company in the calendar year 2019 with effect from October 01, 2014 and who shall not be liable to retire by rotation."

The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Companies Act 2013, proposing Shri.Parthiban Balasubramaniam as a candidate for the office of Director of the Company.

Copy of the draft letter for appointment of Shri.Parthiban Balasubramaniam as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday, and the letter of appointment along with the detailed profile of independent director shall be disclosed on the websites of the company and the Stock Exchanges not later than one working day from the date of such appointment.

Brief resume of Shri.Parthiban Balasubramaniam, nature of his expertise in specific functional areas and names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors *inter-se* as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided above.

The Board considers that his continued association would be of immense benefit to the Company and it is necessary to continue to avail services of Shri.Parthiban Balasubramaniam as an Independent Director. Accordingly, the Board recommends the resolution set out as Item No.4 of the Notice in relation to appointment of Shri.Parthiban Balasubramaniam as an Independent Director, for the approval by the members of the Company.

This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing agreement with the Stock Exchange.

Except Shri.Parthiban Balasubramaniam, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.4.

Item No. 5

Shri.Jaganath Jothi had been appointed as Independent Director vide member's resolution at the previous AGM held on 28.09.2011 in terms clause 49 of the Listing Agreement, his tenure of office of independent Director has not been specified, therefore he shall hold office as Independent Director till the conclusion of the ensuing AGM and being eligible he offer himself for reappointment.

Shri.Jaganath Jothi, had been appointed as Independent Director vide member's resolution at their AGM held on 28.09.2011 in terms clause 49 of the Listing Agreement, his tenure of office of independent Director has not been specified, therefore he shall hold office as Independent Director till the conclusion of the ensuing AGM and being eligible offer himself for reappointment. Shri.Jaganath Jothi is an Independent Director of the Company pursuant to Clause 49 of the Listing Agreement since 30.09.2006. His continuance guidance and association with company will be highly benefited and advantageous. He is not in the Board of any other company.

He is also the member of the Audit committee, Shareholders'/Investors' Grievances Committee and member of Remuneration Committee of the Board of the Company. Shri.Jaganath Jothi not holds any equity shares in the company. The Company has also received declaration from Shri.Jaganath Jothi that he meets with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013.

The Board of Directors of your Company after reviewing the declaration submitted by Shri.Jaganath Jothi, are of the opinion that Shri.Jaganath Jothi, meets the criteria of independence as per the provisions of Section 149(6) of the Companies Act, 2013 and rules made thereunder and also meets with the requirements of Clause 49 of the Listing Agreement with the Stock Exchanges, for his appointment as an Independent Director of the Company and is independent of the management.

Hence, in terms of Section 149 and any other applicable provisions of the Companies Act, 2013, Shri.Jaganath Jothi, being eligible and offering himself for appointment, is proposed to be appointed as an Independent Director of the Company to hold office for 05 (Five) consecutive years for a term upto the conclusion of the 32nd Annual General Meeting of the Company in the calendar year 2019 with effect from October 01, 2014 and who shall not be liable to retire by rotation. The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Companies Act 2013, proposing Shri.Jaganath Jothi, as a candidate for the office of Director of the Company.

Copy of the draft letter for appointment of Shri.Jaganath Jothi as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday, and the letter of appointment along with the detailed profile of independent director shall be disclosed on the websites of the company and the Stock Exchanges not later than one working day from the date of such appointment.

Brief resume of Shri.Jaganath Jothi, nature of his expertise in specific functional areas and names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors *inter-se* as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided above.

The Board considers that his continued association would be of immense benefit to the Company and it is necessary to continue to avail services of Shri.Jaganath Jothi as an Independent Director. Accordingly, the Board recommends the resolution set out as Item No.5 of the Notice in relation to appointment of Shri.Jaganath Jothi as an Independent Director, for the approval by the members of the Company.

This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing agreement with the Stock Exchange.

Except Shri.Jaganath Jothi, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.5.

Item No.6 and 7

Pursuant to the notification issued by the Ministry of Corporate Affairs on September 12, 2013, Section 180(1)(c) and 180(1)(a) of the Companies Act, 2013 have come into force with effect from September 12, 2013.

Accordingly the limit approved by the members of the Company under Section 293(1)(d) and 293(1)(a) of the Companies Act, 1956 is valid for a period of one year from the date of notification of Section 180 of the Companies Act. 2013.

Further, the Ministry of Corporate Affairs vide Circular No.32/2014 dated 23rd July 2014 clarified that any resolutions approved or passed by the Companies between 1st September 2013 to 31st March 2014 in pursuant to the erstwhile applicable provisions of the Companies Act 1956 can be implemented, in accordance with provisions of the old act, notwithstanding the repeal of the relevant provision subject to the conditions (a) that the implementation of the resolution actually commenced before 1st April 2014 and (b). This transitional arrangement will be available upto expiry of one year from the passing of the resolution or six months from the commencement of corresponding provisions of Companies Act 2013 which ever is later.

In order to comply with the provisions of the Companies Act, 2013 approval of the members of the company is being sought by way of Special resolution under Section 180 (1) (c) and 180 (1) (a) of the Companies Act, 2013, to borrow monies in excess of Paid Up capital of the Company and its free reserves and to create security by way of creating mortgage, hypothecation and / or charge on movable/ immovable properties of the Company. The Board of Directors recommends passing of the Special Resolutions as set out in Item No. 6 and 7 of the Notice for approval of the Members

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.6 and 7

Item No.8

The Company has been entering into transactions with Mr.Sanjay Jalan, Managing Director confirming to prescribed statutory procedure under Companies Act, 1956. Mr.Sanjay Jalan, Managing Director and Promoter of the Company is a related party within the meaning of section 2(76) of the companies Act,2013 and, thus the transaction require the approval of members by special resolution under section 188 of the companies Act,2013. The Company proposes to enter into such transactions with Mr.Sanjay Jalan confirming to the requirements as per Companies Act, 2013 and Listing Agreement entered into with the Stock Exchange(s) for a period of 5 Years.

In the context the necessary Special Resolution is proposed for the approval of members. The transactions have been approved by the Audit Committee in their meeting held on May 30, 2014 and also by the Board of Directors subject to the Company passing a Special Resolution as per the requirement of the Act.

The particulars as to the related party transactions are furnished below as per the requirements of the prescribed rules / Para 3 of Explanation (1) to Rule 15 the Companies (Meeting of Board and its Power)Rules 2014 and the grounds for having the transactions.

Name of the Related Party	Mr.Sanjay Jalan	
Name of the Director / KMP who is related, if any	Mr.Sanjay Jalan	
Nature of relationship	Mr.Sanjay Jalan, Managing Director, Interested as Proprietor	
Nature, Material terms, Monetary and Particulars of the Contract	Particulars	Rs./Annum
	Rent Paid	Rs.36,00,000/-
	Business Charges Paid	Rs.1,33,20,000/-
Tenure of Contract	The Contract would be for a period of 5 Years	
Other relevant Information	The Company has taken Hospitality business under Joint Management. The Business charges payable in respect of the said business to Managing Director of the company is charged to Profit and Loss Account as Business Charges. The commitment in respect of Business charges payable by the company is at minimum of Rs.2750000/- p .m or 5% of the Turnover whichever is less in respect of Sriperumbudur and	

	Rs.1690000/- or 5% of the turnover whichever is less in respect of Kottivakkam.

The Board recommends the resolution set forth in Item No.8 for the approval of members as special Resolution.

Except Mr.Sanjay Jalan, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.8

By Order of the Board
For LE WATERINA RESORT & HOTELS LIMITED

Sanjay Jalan
Managing Director

Sriperambudur, the 22nd day of August, 2014

Registered Office
1507, V.R.P.Chatram,
Opp. Bharat Petroleum Bunk,
Near Rajiv Gandhi Memorial,
Chennai-Bangalore National Highway,
Sriperambuthur, Tamilnadu-602 105

DIRECTORS' REPORT TO THE MEMBER

Your Directors have great pleasure in presenting the Twenty Seventh Annual Report together with Audited Accounts of the Company for the year ended 31st March 2014 and the Auditors' report thereon.

Financial Results (Amount In Rs.)

Particulars	2013-2014	2012-2013
Total Income	11,08,04,508.00	11,59,85,022.00
Expenditure	10,95,80,600.00	11,15,39,526.00
Profit before interest, depreciation and taxes	2,32,96,426.00	1,72,71,983.00
Less:		
Depreciation	1,54,50,939.00	75,79,348.00
Profit/(Loss) before Tax	12,23,908.00	44,45,496.00
Less: Provision for		
Current Tax	4,59,413.00	18,33,544.00
Deferred Tax	(80,563.00)	(2,38,532.00)
Fringe Benefit Tax	Nil	Nil
Profit/(Loss) after Tax	8,45,058.00	28,50,484.00
Balance carried to Balance sheet	8,45,058.00	28,50,484.00

Your Company has made a turnover of Rs.11,08,04,508/- as compared to Rs.11,59,85,022/- of previous year and has made a Profit after Tax of the Rs.8,45,058/- as compared to Rs. 28,50,484/- in the previous year.

Business Performances and Outlook

Your company has incurred capital expenditure for Health Care activities like Halotherapy and for renovating the hotel and expanding spas. As you are aware that this Halotherapy therapy is toally non medicinal and an add on treatment for all kinds of Lungs and Skin related ailments like Asthma, Bronchities, COPD, Eczema, Sinusitisis etc. and is beneficial to patients of all ages. There had been delays in the implementation of these projects. However, their potential for growth is very good.

There is tremendous growth potential for tourism related industry. The format and delivery of Indian hotel industry has evolved over the period of time in terms of the technology, eco friendly activities, pricing, market segmentation, regional preferences etc. Due to competitive market, the occupancy and room rates have been under tight leash for the present. However, our company expects the market to recover following the recovery in the economy in general.

Fixed Deposits / Loan & Advances

Your Company has not accepted any deposits from the public, or its employees during the year under review. Being the company does not have any subsidiary company/s the disclosure in pursuant to Clause 32 of the Listing Agreement, with regard to loans /advances and investments in its own shares by the listed companies, their subsidiaries, associates etc is not required.

Dividend

Your directors have not recommended any dividend during the financial year.

Subsidiaries / Joint Ventures

The company does not have any Subsidiaries and Joint Venture Company. Therefore the company is not required to present in its Annual Report, the consolidated financial statements of holding Company and all of its subsidiaries duly audited by its statutory auditors.

Insurance

All insurable interests of the Company including, buildings, furniture and fixtures and other insurable interest are adequately insured.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo
Pursuant to Section 217 (1) (e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 the required particulars are furnished below.

Conservation of energy:
Energy conservation continues to receive utmost priority and the Company monitors energy costs and reviews the consumption of energy on a regular basis. The Company wherever necessary also initiates appropriate measures to reduce consumption of electricity, including using Generator. It has closely monitored power consumption and running hours on day to day basis thus resulting in optimum utilization of energy. The hotel is fitted with energy saving devices to conserve energy in the long run.

Technology Absorption
The relevant particulars relating to technology absorption in terms of Rule 2 of the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 is not applicable as the hotel forms a part of the service industry and as such the Company does not have any significant manufacturing operations.

Research and Development:
Not Applicable

Foreign exchange earnings and outgo:
There are no Foreign exchange earnings and outgo during the year under review.

Particulars of Employees
None of the employees of the Company was in receipt of remuneration in excess of the limits prescribed under Section 217(2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975, as amended. The industrial relations continued to be generally peaceful and cordial

Directors' Responsibility Statement
In accordance with the provisions of Section 217(2AA) of the Companies Act, 1956, your Directors confirm that:

a) in the preparation of the annual accounts, the applicable accounting standards have been followed and there has been no material departure;

b) the selected accounting policies were applied consistently and the Directors 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, 2014 and of the profit of the Company for the year ended on that date.

c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act,1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

d) the annual accounts have been prepared on a going concern basis

Internal Controls and their Adequacy:
The Company's internal control system is designed to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance with laws and regulations which your Directors feel is sufficient for the Company's performance.

Corporate Governance
As per Clause 49 of the Listing Agreement with the Stock Exchanges, a separate Chapter on Corporate Governance practices followed by the Company together with a Certificate from the Company's Auditors confirming compliance forms part of this Report. The Managing Director and Chief Financial Officer of the Company have issued necessary certificate to the Board in terms of Clause 49(V) of Listing Agreement for the financial year ended March 31, 2014.

Statement Pursuant To Listing Agreement

The company's securities are listed with Bombay Stock Exchange Limited, Mumbai and Madras Stock Exchange Limited, Chennai and it has paid the respective annual listing fees up-to-date and there are no arrears.

Additional Disclosures

Management Discussion and Analysis Report, Corporate Governance Report, Segment report, and Related Party Disclosures provided elsewhere in the Annual Report form a part of this Report as required under the Listing Agreement entered into with the Stock Exchanges

Directors

The Company is managed by Shri.Sanjay Jalan, Managing Director, under strict supervision of the Board of Directors. The Board of Director of the Company consists of Shri.Sanjay Jalan, Shri.Parthiban Balasubramaniam and Shri.Jaganath Jothi and Shri.Aditya Jalan.

Shri.Aditya Jalan, (holding DIN: 01219308), was co-opted as an Additional Director of the Company with effect from August 22, 2014, pursuant to the provisions of section 260 of the Companies Act, 1956. He holds office of the Director up to the date of ensuing Annual General Meeting. Your Directors recommends the resolution in relation to appointment of Shri.Aditya Jalan, as a Director for the approval by the members of the Company.

The Company has also received the requisite disclosures/declarations from Shri.Parthiban Balasubramaniam, Shri.Jaganath Jothi and Shri.Aditya Jalan, stating that they meet with the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013. In terms clause 49 of the Listing Agreement, their tenure of office of independent Director has not been specified, therefore they shall hold office as Independent Director such till the conclusion of the ensuing AGM. Therefore the Board of Director proposed to appoint Shri.Parthiban Balasubramaniam, Shri.Jaganath Jothi and Shri.Aditya Jalan, as Independent Directors of the Company under the Companies Act, 2013 to hold office for 5 (Five) years.

Further Mr.Rajiv Bhatia, resigned due to personal reasons on August 22, 2014. Your Directors wishes to express their sincere appreciation for the valuable services rendered by the resigned Directors during his tenure as Director of the Company.

In terms of section 149(1) of the Companies Act, 2013 and clause 49 of the Listing Agreement the Every Listed Company should have at least One Women Director in the Board. Further, in terms of section 203 of the Companies Act, 2013 and read Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed company shall have whole-time key managerial personnel. Your company taking every possible steps in this regard.

Profile of all these Directors under Clause 49 of the Listing Agreement with the Stock Exchanges in respect of Directors seeking appointment at the Annual General Meeting are provided in the Corporate Governance Report and in the Explanatory Statement to the Notice.

Auditors

M/s.N.Balasubramanian Associates, Chartered Accountants, (Registration No. FRN 003555S), Statutory Auditors of the Company, hold office till the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. The Company has received letters from all of them to the effect that their re-appointment, if made, would be within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for re-appointment.

Auditors' Report

The Auditors' Report to the members on the Accounts of the Company for the financial year ended March 31, 2014 does not contain any qualification.

Disclosures of Particulars of Constituting "Group" pursuant to Regulation 3 of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011.

Pursuant to an information from the promotes, the name of the promoters and entities comprising group as defined under Monopolies and restrictive Trade Practice (MRTP) Act, 1969, are as under for the purpose of the SEBI(Substantial Acquisition of Shares & Takeovers) Regulations, 2011. : Mr.Sanjay Jalan

Transfer to Investor Education and Protection Fund(IEPF)

There is no dividend which remained unclaimed by the members of the Company for a period exceeding 7years from its due date of payment and there is no unpaid or unclaimed dividends falling due during the year under review to be transferred to Investor Education and Protection Fund under section 125 of the companies Acct, 2013 read with the provisions of erstwhile Section 205C of the Companies Act, 1956.

Whistle Blower Policy

The Company does not have any whistle Blower Policy. However any employee, if he/she so desire, would have free access to meet senior level management and report any matter of concern.

Green Initiatives

Electronic copies of the Annual Report 2014 and Notice of the 27th AGM are sent to all members whose email addresses are registered with the company /Depository Participant(s).For members who have not registered their email addresses, physical copies of the Annual Report 2014 and the Notice of the 27th AGM are sent in the permitted mode. Members requiring physical copies can send a request to the Company Secretary.

The Company is providing e-voting facility to all members to enable them to cast their votes electronically on all resolutions set forth in the Notice. This is pursuant to section 108 of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014.The instructions for e-Voting is provided in the Notice

Acknowledgement

The Directors place on record their appreciation for the sincere and whole hearted co-operation extended by all concerned, particularly Securities & Exchange Board of India, Stock Exchanges, Department of Tourism, company's bankers, Municipal authorities, Government of Tamilnadu, Central Government, suppliers, clients and staff and look forward to their continued support. The Directors also thank the Shareholders for continuing their support and confidence in the Company and its management.

For and Behalf of the Board
For LE WATERINA RESORT & HOTELS LIMITED

Sanjay Jalan
Managing Director

Sriperambudur, the 22nd day of August, 2014

Registered Office
1507, V.R.P.Chatram,
Opp. Bharat Petroleum Bunk,
Near Rajiv Gandhi Memorial,
Chennai-Bangalore National Highway,
Sriperambuthur, Tamilnadu-602 105

ANNEXURE – 'A'

TO THE TWENTY SEVENTH ANNUAL REPORT OF THE BOARD OF DIRECTORS REPORT ON CORPORATE GOVERNANCE

Le Waterina Resorts & Hotels Limited is complying with the mandatory requirements of the code of Corporate Governance introduced by the SEBI and incorporated in Clause 49 of the Listing Agreement in all material respect.

The Basic philosophy of the company towards Corporate Governance is to protect and enhance the long term value of all the stakeholders – shareholders, clients, creditors and employees. The Company is committed to achieve these objectives within regulatory frame work through transparency in dealings.

Board of Directors

The Board of Directors of the Company comprises of Three Independent Directors, One Executive Director. The Board members posses requisite skills, experience and expertise required that are required to take decisions, which are in the best interest of the Company.

Shri.Sanjay Jalan, is the Managing Director of the Company. He works under the direction, control and supervision of the Board of Directors and it meets at regular intervals. Policy formulation, evaluation of performance and control functions vests with Board

The Composition of Board, attendance of each Director at the Board Meetings held during the year under review as well as in the last Annual General Meting and number of other Directorship/ Committee memberships held by them are as follows.The Board members possess requisite skills, experience and expertise that are required to take decisions, which are in the best interest of the Company. Board Meetings of the Company are generally chaired by Shri.Sanjay Jalan.

Name of Director	Category	No. of Board Meetings in the Year during respective tenure of Directors		Attendance of Last AGM	Number of directorships held in the Indian Companies	Number of Board Committee memberships Held in other companies
		Held	Attended			
Sanjay Jalan	Managing Director	05	05	Yes	01	Nil
Prathiban Balasubramaniam	Non Executive & Independent	05	05	Yes	Nil	Nil
Jaganath Jothi	Non Executive & Independent	05	05	Yes	Nil	Nil
Rajiv Bhatia	Non Executive & Independent	05	05	No	01	Nil

As per the disclosures furnished none of the Directors are disqualified to act as directors of this Company or any other public Company under Section 164 and other applicable provisions of the Companies Act, 2013. As per the listing Agreement requirement, the letter of appointment of the independent director along with the detailed profile has already disclosed on the company's websites www.lewaterina.com and to the Stock Exchanges.

The requisite information as prescribed under Clause 49 of the Listing Agreement is placed before the Board from time to time and is generally provided as part of the Agenda papers of the Board Meeting and /or is placed at the table during the course of the meeting.

The Board of Directors met **Five (05)** times on 30.05.2013, 12.07.2013, 30.08.2013, 12.10.2013 and 04.02.2014 and in respect of which meetings proper notices were given and the proceedings were properly recorded and signed, in the Minutes Book maintained for the purpose.

The Annual General Meeting for the financial year ended on 31.03.2013 was held on 30.09.2013 by giving due notice to the members of the Company and the resolutions passed there at were recorded in Minutes Book maintained for the purpose.

None of the Directors are related to each other. Equity Shares held by the Director.

Name of the Directors	No. of Equity Shares as on 31st March 2014
Sanjay Jalan	2,945,5450
Prathiban Balasubramaniam	Nil
Jaganath Jothi	1000
Rajiv Bhatia	Nil

There are no other Shares or convertible instruments held by any other Directors

Information about the Directors proposed to be appointed/re-appointed required to be furnished pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges is forming part of the Notice of the 21st Annual General Meeting to the Shareholders of the Company.

Committee of the Board

The Board of Directors has constituted three committees: Audit Committee, Nomination and Remuneration Committee and Shareholder/ Investors Grievance Committee. The roles and responsibilities assigned to these committees are covered under the terms of reference approved by the Board and are subject to review by the Board from time to time.

The Minutes of Meetings of Audit Committee, Remuneration committee and Shareholder Grievance Committee are placed before the Board for their Information and Noting. The details as to the composition, terms of reference, number of meetings and related attendance etc of these committees are given below:

Audit Committee

The Audit Committee comprises Shri.Parthiban Balasubramaniam (Chairman), Shri.Rajiv Bhatia and Shri.Jaganth Jothi. All the Members are financially literate and having accounting and financial management experience. Shri.Parthiban Balasubramaniam who is a independent Director is the Chairman of the Audit committee. The Board has adopted an Audit Committee Charter which defines the composition of the Audit Committee, its authority, role, responsibilities and powers and reporting functions in accordance with clause 49 of the listing agreement and is reviewed from time to time. Given below, inter alia, is a gist of the responsibilities of the Audit Committee:

- Recommend appointment and removal of Auditors and their remuneration, nature and scope of audit
- Ensure adequacy of internal controls and compliances and recommend remedial measures
- Review adequacy of the Internal Audit function
- Oversee financial reporting process and disclosure of financial information.
- Review financial statements before submission to the Board
- Act as the link between Statutory Auditors, Internal Auditors and Board of Directors
- Review accounting policies
- To oversee the vigil mechanism
- Monitor compliance with company's Code of Conduct
- Review significant related party transactions

- Review findings of internal investigations / fraud / irregularities, etc.
- Carry out additional functions as contained in the listing agreement or other regulatory requirements applicable to the Company or in the terms of reference of the Audit Committee.
- Responsibilities under the Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices

During the financial year ended 31st March 2014, **Four (04)** Audit Committee Meetings were held on 30.05.2013, 12.07.2013, 12.10.2013 and 04.02.2014. All members were present at these meetings. The composition of the Audit Committee and the details of meetings attended by the Members are as follows:

Name of the Member	Category	Designation	No. of Meetings	
			Held	Attended
Parthiban Balasubramaniam	Independent	Chairman	04	04
Rajiv Bhatia	Independent	Member	04	04
Jaganath Jothi	Independent	Member	04	04

Chairman of the Audit Committee had attended the last Annual General Meeting. Chief Financial Officer, Statutory Auditors and Internal Auditors are invitees to the Audit Committee and Mr.Sanjay Jalan, compliance officer is the Secretary to the Committee.

The audited quarterly results, annual audit plan, compliance with accounting standards, audit observations on the Annual Accounts and other related matters are discussed by the Audit Committee. The significant observations of the Internal Audit Department and the follow-up action on matters raised are also reviewed by the Committee. The Audit Committee has considered and reviewed the quarterly audited accounts & annual accounts for the year 2013-2014 and recommended to the Board for its adoption

Nomination and Remuneration Committee

Your company in compliance with Clause 49 of the Listing Agreement and in order to give effect to the provisions of Section 178 of the Companies Act, 2013, the Nomination Committee and the Remuneration Committee were re-constituted as a single Committee viz. the Nomination and Remuneration Committee, comprised of non executive independent Directors namely Shri.Jaganath Jothi (Chairman), Shri.Parthiban Balasubramaniam and Shri.Rajiv Bhatia.

The Board has adopted an Charter which defines the composition of the Nomination and Remuneration Committee, its authority, role, responsibilities and powers and reporting functions in accordance with clause 49 of the listing agreement and is reviewed from time to time.

Given below, inter alia, is a gist of the responsibilities of the Nomination and Remuneration Committee:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees
- Formulation of criteria for evaluation of Independent Directors and the Board
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.

Chairman of the Nomination and Remuneration Committee had attended the last Annual General Meeting

Executive Directors

During the financial year 2013-14 the Board of Directors of the Company comprised of Four (04) Directors out of which One Managing Director and Three other Non-Executive Independent Directors

Shri.Sanjay Jalan, Managing Director

The Details of Remuneration paid to Executive Directors during the financial year 2013-14 is given below:-

Name	Salary and perquisites Service Contract in Rs.
Sanjay Jalan	Rs.96000/-

Remuneration includes salary, Company's contribution to Provident Fund, commission

a) Remuneration paid/payable to the Non-Executive Independent Directors for the financial year ended March 31, 2014 is Nil.

b) Statement showing number of Equity Shares of Rs.10/- each of the Company held by the present Non-Executive Independent Directors as on March 31,2014

Name	No. of shares held (as on 31.03.2014)	% of Holding
Parthiban Balasubramaniam	NIL	NIL
Rajiv Bhatia	NIL	NIL
Jaganath Jothi	1000	NIL

c) The Company currently does not have any stock option scheme

There has been no materially relevant pecuniary transaction or relationship between the Company and its non-executive independent Directors during the year

Stakeholders Relationship Committee

Pursuant to the provisions of section 178 of the Companies Act, 2013, the Committee was re-named as the 'Stakeholders Relationship Committee' to, inter alia, consider and resolve grievances/complaints of security holders of the Company.

The Stakeholders Relationship Committee comprises Shri.Parthiban Balasubramaniam (Chairman), Shri.Sanjay Jalan and Shri.Jaganath Jothi and was constituted to specifically look into the redressal of shareholder and investor complaints such as transfer and transmission of shares of shares, issue of duplicate certificates, non-receipt of balance sheet, non-receipt of declared dividends etc. In addition, the Committee looks into other issues including status of dematerialization / re-dematerialization of shares as well as systems and procedures followed to track investor complaints and suggest measures for improvement from time to time.

During the year under review, the Committee met Four (04) times to deliberate on various matters referred above and for redressal of investor's complaints. Mr.Sanjay Jalan, compliance officer, acts as Secretary to the Committee and also responsible for redressal of investors complaints.

The Company has been receiving various correspondences from shareholders and required information/documents are furnished immediately to the satisfaction of shareholders. At the beginning of the year, no complaint was pending. During the year ended 31st March, 2014, the Company received one complaint from an investor and replied to the satisfaction of the investor. No investor complaint was pending on 31st March 2014.

Reconciliation of Share Capital Audit

A qualified practicing Company Secretary carried out reconciliation of share capital audit to reconcile the total admitted capital with National Securities Depository Ltd. (NSDL), Central Depository Services (India) Ltd. (CDSL) and in physical form with the total number of paid-up/listed capital. The audit confirms that the total paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report forms part of this Annual Report

COMPLAINCE OFFICER

Mr.Sanjay Jalan, is the Compliance Officer for complying with the requirements of Securities laws and Listin Agreements with the Stock Exchanges in India

INVESTOR GRIEVANCE REDRASSAL

The number of complaints received and resolved to the satisfaction of investors during the year under review an their back-up are as under:-

Type of Complaints	Number of Complaints
Non Receipt of Annual Reports	--
Non Receipt of Dividend Warrants	--
Non Receipt of Interest/ redemption warrants	--
Warrants	--
Non Receipt of Certificates	--
Total	--

GENERAL BODY MEETINGS:

The details of the Annual General Meetings held during the last three years are as follows: -

Financial Year	Location	Date	Time
2010-2011	1507, V.R.P.Chatram, Opp. Bharat Petroleum Bunk, Near Rajiv Gandhi Memorial,Chennai-Bangalore National Highway, Sriperambuthur, Tamilnadu - 602 105.	September 28, 2011	11 a.m
2011-2012	1507, V.R.P.Chatram, Opp. Bharat Petroleum Bunk, Near Rajiv Gandhi Memorial,Chennai-Bangalore National Highway, Sriperambuthur, Tamilnadu - 602 105.	September 28, 2012	11 a.m
2012-2013	1507, V.R.P.Chatram, Opp. Bharat Petroleum Bunk, Near Rajiv Gandhi Memorial,Chennai-Bangalore National Highway, Sriperambuthur, Tamilnadu - 602 105.	September 30, 2013	10 a.m

Extra-ordinary General Meetings

Financial Year	Location	Date	Time
2011-2012	Sub-division of each of the Ordinary (Equity) Shares of the face value of Rs.10/-	13-06-2011	3.30 p.m

	each in the Equity Share Capital of the Company fully paid-up into 10 Ordinary (Equity) Shares of the face value of Re.1 each fully paid-up and amendment to the Memorandum of Association		

All the resolutions including special resolutions as set out in the respective notices were passed by the shareholders. No extra-ordinary meeting was held during the year. No special resolutions were put through postal ballot last year. There is no proposal to pass any resolution by postal ballot.

Disclosures

(i) Related Party Transactions

In terms of the Accounting Standard – 18 "Related Party Disclosures", as notified under the Companies (Accounting Standards) Rules, 2006, the Company has identified the related parties covered therein and details of transactions with such related parties have been disclosed in Notes to the Accounts forming part of this Annual Report.

The Company has not had any transactions of material nature with the Directors and / or their relatives, promoters, management during the year ended on March, 31, 2014 that may have conflict with the interests of the Company

(ii) Compliances by the Company

The Company has complied with all the requirements of the Listing Agreement of the Stock Exchanges as well as regulations and guidelines of SEBI, No Penalties have been levied or strictures have been passed by SEBI, Stock Exchanges or any other Statutory Authority on matters relating to capital markets, in the last three years.

(iii) Code of Conduct for Directors and Senior Management

The Board of Directors of the Company has adopted a Code of Conduct for Directors and Senior Management and the same is posted on the website of the Company

The Company has framed a code of conduct for prevention of Insider Trading based on SEBI(Insider Trading) Regulation1992. This code is applicable to all Directors/ officers/ designated employee. The code ensure the prevention of dealing in shares by persons having access to unpublished price sensitive information.

(iv) CEO / CFO certification

Shri.Sanjay Jalan, Managing Directors of the Company have certified to the Board with regard to the compliance made by them in terms of Clause 49 (V) of the Listing Agreement and the certificate forms part of Annual Report. The Company complies with all the requirements of the Listing Agreement including the mandatory requirements of Clause 49 of the Agreement.

Whistle Blower Policy

The Company does not have any Whistle Blower Policy. However any employee, if he/she so desires, would have free access to meet Senior Level Management and Report any matter of concern

In terms of section 177(9) of the companies Act, 2013 read with Rule 7 of The companies(Meeting of Board and its Powers) Rules 2014 and Clause 49 of the Listing Agreement your company has established a vigil mechanism for directors and employees to report genuine concerns of the company with adequate safeguards against victimization of persons who use such mechanism. The details of establishment of such mechanism will be disclosed on the company's website www.lewaterina.com

Means of Communication

(i) Quarterly and Half-yearly financial results

The Quarterly, Half yearly and Annual Results of the Company are available on the website of the Company www.lewaterina.com. The Half Yearly and Annual Results of the Company are regularly submitted to the Stock Exchanges in accordance with the Listing Agreement and are published in a leading English daily newspaper.

The 'Investors' section on the Company's website keeps the investors updated on material developments in the Company by providing key and timely information such as Financial Results, Annual Reports, etc. Members also have the facility of raising queries/making complaints on share related matters through a facility provided on the Company's website.

The Company has a dedicated help desk with email ID: admin@lewaterina.com in the Secretarial Department for providing necessary information to the investors.

(ii) Official News Releases

Official news releases are made whenever it is considered necessary

(iii) The presentation made to institutional investors or to the analysts

There were no specific presentation made to the investors or analysts during the year.

Shareholder's Information

Financial Calendar (Tentative)

Financial year	April 1, 2014 to March 31, 2015 * subject to change
Quarter Ending June 30, 2014	August 12, 2014
Quarter Ending September 30, 2014	End of October, 2014*
Quarter Ending December 31, 2014	End of January, 2015*
Quarter and Year Ending March 31, 2015	End of April or May, 2015*
Annual General Meeting	Within 6 months of the close of the financial year In accordance with Section 96 of the Companies Act, 2013.
Dates of book closure	Tuesday, 23rd September, 2014 to Tuesday, 30th September, 2014 (both days inclusive)
Venue and other details of the Annual General Meeting	1507 V.R.P.Chatram, Near Rajiv Gandhi Memorial, Chennai-Bangalore National Highway, Sriperambuthur – 602105.
Dividend Payment Date	Nil
Listing on Stock Exchange and payment of listing fee	The BSE Limited (Annual Listing fee has been duly paid)-Scrip Code 531134 and ID : lewaterin.

* Tentative

Stock Market Data

Stock Market data for the period April 01 2013 to March 31, 2014 and Graphical representation of volume of Share of during April 01 2013 to March 31, 2014. Monthly high and low prices as well as the volumes of shares traded BSE for the year 2013-14 are as [Equity Shares of Re.1/- each]

Market price Data: High, Low during each month and trading volumes of the Company's Equity shares during the last financial year at BSE are given below

			No. of shares traded
Month	High Price	Low Price	No. of Shares
Apr-13	2.13	1.19	16,13,500
May-13	2.20	1.40	4,58,293
Jun-13	1.63	1.28	2,24,997
Jul-13	1.52	1.00	3,48,580
Aug-13	1.37	0.96	9,44,580
Sep-13	1.94	1.00	48,71,156
Oct-13	1.97	1.27	13,20,900
Nov-13	1.52	1.10	1,93,237
Dec-13	1.35	1.06	1,12,584
Jan-14	1.55	1.17	2,27,312
Feb-14	1.47	1.14	2,73,519
Mar-14	1.62	1.02	1,41,602

Distribution of Shareholding as on 31st March, 2014

Category	No of Shareholder	% of Shareholder	No of Shares	% of Shares
Upto 500	310	17.42	52416	0.08
501 - 1000	216	12.13	207019	0.31
1001 - 2000	109	6.12	1959618	0.29
2001 - 3000	75	4.21	207995	0.31
3001 - 4000	207	11.63	822301	1.23
4001 - 5000	339	19.04	1688368	2.53
5001 - 10000	280	15.73	2363373	3.54
10001 - and Above	244	13.72	61093960	91.71
Total	1780	100.00	66628400	100.00

As required under Circular No.D&CC/FITTC/CER-16/2004 dated 31st December, 2004 issued by the Securities and Exchange Board of India, the Company has appointed a Practicing Company Secretary to do the Secretarial Audit and the report was placed before the Board and sent forthwith to Stock Exchanges for their information and record.

Pattern of Shareholding as on 31st March 2014

Sl. No.	Category of Shareholders	No. of Shares Held	Percentage of Holding
1.	Promoter (s)	29455450	44.20
2.	Foreign Institutional Investors /Mutual Funds	1000	0.00
3.	Bodies Corporate	11586263	17.39
4.	Individual shareholders holding nominal shares Capital upto Rs. 1 lakh	10857218	16.30
5.	Individual Shareholders holding nominal shares Capital in excess of Rs. 1 lakh	14365955	21.56
6.	Clearing Members	332293	0.50
7.	Hindu Undivided Family	0	0
8.	Non Resident Indians	30221	0.05
9.	Foreign National	0	0
	Total	**66628400**	**100**

Dematerialization of Shares and Liquidity

The Equity shares of the Company are made available for dematerialization under depository system operated by the Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL). The Company have been allotted International Securities Identification Number (ISIN) INE252K01026. The Shares of your Company are under compulsory demat settlement mode and can be traded only in the demat form. Shares dematerialized upto March 31, 2014 are under

Sl No.	Particulars of Capital Structure	No. of shares	% of Total issued capital
1.	Listed Capital(Exchange wise) as Company's Record	6,66,28,400	100.00%
2.	Held in dematerialized Form in CDSL	70,11,141	10.52%
3.	Held in dematerialized Form in NSDL	5,12,57,859	76.93%
4.	Physical	83,59,400	12.55%

Registrar and Share Transfer Agents (RTA)

Pursuant to regulations 53A of the Securities and Exchange Board of India (Depositories & Participants) Regulations, 1996, the Company has appointed M/s.Integrated Enterprises (India) Ltd., a SEBI registered Agency as the Common Registrar and Share Transfer Agent of the Company for both physical and dematerialized segments. Their complete address is as under

M/s.Integrated Enterprises (India) Ltd.,
No.1, Ramakrishna Street,
Kences Towers, II Floor,
T. Nagar, Chennai 600 002,
Phone No.044-28140801 & 02, Fax No.28460129,
Email: corpserv@iepindia.com

All requests received by the Company/ RTA for dematerialisation/ re-materialisation, transfers, transmissions, subdivision, consolidation of shares or any other share related matters and/or change in address are disposed off expeditiously.

Share Transfer System:-

The shares of the Company are traded on the Stock Exchanges through the Depository System. The demat ISIN in National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) is (ISIN) ISIN) INE252K01026

All requests received by the Company/ RTA for dematerialization/ re-materialization, transfers, transmissions, subdivision, consolidation of shares or any other share related matters and/or change in address are disposed off expeditiously.

Code of Conduct

The Company has in place a Code of Conduct applicable to the Board Members as well as the Senior Management and that the same has been hosted on the Company's website. All the Board Members and the Senior Management Personnel have affirmed compliance with the Code of Conduct, as on 31st March, 2014. The Company's Managing Director's declaration to this effect forms a part of this report

Code for Prevention of Insider Trading

The Company has framed a Code of Conduct for prevention of Insider Trading based on SEBI (Insider Trading) Regulations, 1992. This code is applicable to all Directors / officers / designated employees. The Code ensures the prevention of dealing in shares by persons having access to unpublished price sensitive information

Company Registration Details

The Company is registered in the State of Tamil Nadu. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L45201TN1987PLC014714.

Legal Proceedings:

There is no legal proceeding pending against the Company.

Address for Correspondence: All correspondences should be addressed to

LE WATERINA RESORT & HOTELS LIMITED
1507, V.R.P.Chatram,
Opp. Bharat Petroleum Bunk,
Near Rajiv Gandhi Memorial,
Chennai-Bangalore National Highway,
Sriperambuthur, Tamilnadu-602 105
Phone Nos: 044- 67132777
Fax Nos: 044- 4302 4320
Email:admin@lewaterina.com

In terms of clause 47(f) of the Listing Agreement of Stock Exchanges, investors may please use admin@lewaterina.com as email id for redressal of investor request/complaint.

DECLARATION ON CODE OF CONDUCT

To
The Members of **LE WATERINA RESORT & HOTELS LIMITED**

In accordance with Clause 49 sub-clause I (D) of The Listing Agreement with the Stock Exchanges, I hereby confirm that, all the Directors and the Senior Management Personnel including myself, have affirmed compliance to their respective Codes of Conduct, as applicable for the Financial Year ended 31st March, 2014.

Sanjay Jalar
Managing Directo

Sriperambudur, the 22nd day of August, 2014
Registered Office
1507, V.R.P.Chatram,
Opp. Bharat Petroleum Bunk,
Near Rajiv Gandhi Memorial,
Chennai-Bangalore National Highway,
Sriperambuthur, Tamilnadu-602 105

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE FROM AUDITORS

The Certificate dated the 22nd day of August, 2014, obtained from Statutory Auditors of the Company M/s.N.Balasubramanian Associates, Chartered Accountants, Chennai confirming compliance with the Corporate Governance requirements under Clause 49 of the Listing Agreement, is annexed hereto.

For and on behalf of the Board
For LE WATERINA RESORT & HOTELS LIMITED

Sanjay Jalan
Managing Director

Sriperambudur, the 22nd day of August, 2014

Registered Office
1507, V.R.P.Chatram, Opp. Bharat Petroleum Bunk,
Near Rajiv Gandhi Memorial, Chennai-Bangalore National Highway,
Sriperambuthur, Tamilnadu-602 105

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE
(Under Clause 49 of the listing agreement)

To the Members of **Le Waterina Resorts & Hotels Limited**

We have examined the registers, records, books and papers of **M/s.Le Waterina Resorts & Hotels Limited** (the Company), as required to be maintained under Clause 49 of the Listing Agreements entered with the Stock Exchanges and the Rules and Regulation issued by SEBI and NSDL for the financial year ended on 31st March, 2014.

We have examined the compliance of conditions of corporate governance by **Le Waterina Resorts & Hotels Limited** for the year ended March 31, 2014 as stipulated in clause 49 of the listing agreement entered into by the Company with the stock exchanges.

The compliance of conditions of the listing agreement is the responsibility of the management. Our examination has been limited to the procedure and implementation thereof, adopted by the company for ensuring the compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of the opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officials and agents, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned listing agreement.

We stated that no investor grievance is pending for a period exceeding more than one month against the Company as per the record maintained by the stakeholders relationship committee.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For N.Balasubramanian Associates
Chartered Accountants
FRN:000355S

A Srinivasan
Partner
Sriperambudur, the 22nd day of August, 2014

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The management of Le Waterina Resorts & Hotels Limited presents below its analyses covering the segment wise performance of the Company for the year 2013-14 and an outlook for the future. The report conveys expectations on future performance based on an assessment of the current business environment. These could vary based on future developments.

Industry's Structure and Development:

Your company has incurred capital expenditure for Health Care activities like Halotherapy and for renovating the hotel and expanding spas. As you are aware that this Halotherapy therapy is toally non medicinal and an add on treatment for all kinds of Lungs and Skin related ailments like Asthma, Bronchities, COPD, Eczema, Sinusitisis etc. and is beneficial to patients of all ages. There had been delays in the implementation of these projects. However, their potential for growth is very good.

There is tremendous growth potential for tourism related industry. The format and delivery of Indian hotel industry has evolved over the period of time in terms of the technology, eco friendly activities, pricing, market segmentation, regional preferences etc. Due to competitive market, the occupancy and room rates have been under tight leash for the present. However, our company expects the market to recover following the recovery in the economy in general.

Risks and Concerns

i. General Risks

The hotel business is dependent on economic conditions globally as well as in India. Local market conditions, excess hotel room supply in some cities, reduced international or local demand for hotel rooms, fluctuations in interest rates and foreign exchange rates, government policies and regulations on taxation, natural and social factors, etc do affect the hotel business. In addition to the above risks, your company faces the threat of terrorist's activities, occurrence of infectious diseases, natural calamities and so on, may affect the flow of foreign tourists to India and movement of domestic tourists.

ii. Operational Risks

Operational risks mainly relate to meeting customer expectation in terms of quality of service and maintaining a balance between the inventory of resorts/hotels and growth of customers. In addition to the above, your company has operations only in India. Hence, the Company is vulnerable to domestic socio-political and economic conditions. Another operational risk is the ability to consistently attract, retain and motivate managerial talent and other skilled personnel, especially in a high growth industry like ours.

iii. Financial Risks

The Company's business involves significant investments in building hotels/resorts for its operations. These expose the Company to risks in terms of timely and adequate availability of funds at competitive rates to finance its growth.

iv. Increased Outbound Travel

Due to overall competitiveness of international airfares and higher disposable income available with travelers destinations such as Southeast Asia, Europe and Australia have become more affordable to domestic travelers This has increased the number of outbound travelers and it is bound to present a mild risk to the hotel segmen for resorts in India.

v. Regulatory and Legal Risks

Le Waterina is exposed to regulatory and legal risks in carrying out its business. These include lega proceedings on properties, customer complaints, noncompliance of regulations including environmenta regulations and those pertaining to the hospitality sector. The company has systems and controls in place t mitigate these risks and minimize instances of non- compliance.

Risk Management Systems
The Company's risk management strategy is based on a clear understanding of various risks, disciplined risk assessment and measurement procedures and continuous monitoring. The policies and procedures established for this purpose are continuously benchmarked with best practices.

Internal Control System
The Company has adequate internal control procedures commensurate with its size and nature of the business. These business control procedures ensures efficient use and protection of the resources and compliances with the policies, procedures and status. The internal control system provides for well-documented policies, guidelines, authorizations and approval procedures.

Regulatory and Legal Risks
The Company is exposed to environmental regulations. The Company has adequate system and controls to mitigate various risks.

Health, Safety, Security Environment
The Company accords high priority to health, safety and environment. The Company has one manufacturing plant in operation. The Company emphasize on marinating a healthy and safe environment in and around its factory. Safety awareness is inculcated through regular safety awareness program.

Human Resources / Industrial Relations
Employer – employee relation remained cordial during the year. Training and development of employees continue to be an area of prime importance. There is no material changes in Human resources front during the year under review.

Cautionary Statement
The Management Discussion and Analysis Report contains forwarding looking statements based upon the data available with the company, assumptions with regard to global economic conditions, the government policies etc. The Company cannot guarantee the accuracy of assumptions and perceived performance of the Company in future. Therefore, it is cautioned that the actual results may materially differ from those expressed or implied in the report.

Discussion on Financial performance with respect to operational performance:
Your Company has made a turnover of Rs.11,08,04,508/- as compared to Rs.11,59,85,022/- of previous year and has made a Profit after Tax of the Rs.8,45,058/- as compared to Rs. 28,50,484/- in the previous year.

Material developments in Human Resources /Industrial Relations front, including number of people employed.

There have been no material changes / developments in Human relations front.

For and Behalf of the Board
For LE WATERINA RESORT & HOTELS LIMITED

Sanjay Jalan
Managing Director

Sriperambudur, the 22nd day of August, 2014

Independent Auditor's Report

To the Members of
M/s.Le Waterina Resorts & Hotels Ltd.,

Report on the Financial Statements

We have audited the accompanying financial statements of M/s.Le Waterina Resorts & Hotels Ltd., which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management Responsibility for the Financial Statement

Management is responsible for the preparation of these 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 Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956. This responsibility includes the design, implementation and maintenance of internal control 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 financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, 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 qualified audit opinion.

Opinion

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

a. in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
b. in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
c. in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

2. As required by section 227(3) of the Act, we report that:
   a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
c. the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
d. in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
e. on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956
f. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For *N.BALASUBRAMANIAN ASSOCIATES*
Chartered Accountants
FRN:000355S

A.SRINIVASAN
Partner
MRN:021403

Place : Chennai
Date : 30-05-2014

The Annexure referred to in paragraph 1 of the Our Report of even date to the members of M/s.Le Waterina Resorts & Hotels Ltd., on the accounts of the company for the year ended 31st March, 2014.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

1.

a. The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.

b. As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.

c. In our opinion and according to the information and explanations given to us, no fixed asset has been disposed during the year and therefore does not affect the going concern assumption.

2.

a. As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.

b. In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.

c. In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.

3.

a. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Consequently, the provisions of clauses iii (b), iii (c) and iii (d) of the order are not applicable to the Company.

b. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956 except from the Managing Director. The unsecured loan from the Managing Director is interest free and is not prejudicial to the interest of the company.

4. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.

5.

a. Based on the audit procedures applied by us and according to the information and explanations provided by the management, the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required to be maintained under that section.

b. As per information & explanations given to us and in our opinion, the transaction entered into by the company with parties covered u/s 301 of the Act have been made at prevailing market prices which are reasonable. However during the year under audit, the Managing Director of the

company has reduced his business charges for the current year and ensuing year in view of the large repairs and renovation expenditure incurred by the company for upgradation and expansion of the business.

6. The Company has not accepted any deposits from the public covered under section 58A and 58AA of the Companies Act, 1956.

7. As per information & explanations given by the management, the Company has an internal audit system commensurate with its size and the nature of its business.

8. As per information & explanation given by the management, maintenance of cost records has not been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Act and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained.

9.

   a. According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2014 for a period of more than six months from the date.

   b. According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.

10. The Company does not have any accumulated loss and has not incurred cash loss during the financial year covered by our audit and in the immediately preceding financial year.

11. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.

12. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

13. The Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.

14. According to information and explanations given to us, the Company is not trading in Shares, Mutual funds & other Investments. Proper records & timely entries have been maintained in this regard & further investments specified are held in their own name.

15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.

16. Based on our audit procedures and on the information given by the management, the company has raised Rs.1111 lakhs from M/s Vijaya bank for repairs, renovation, upgradation and expansion of business. Except for the balance amount kept in separate account with M/s Vijaya Bank, rest of monies have been spent on the objectives for which loan has been raised.

17. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31st March, 2014, we report that no funds raised on short-term basis have been used for long-term investment by the Company.

18. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.

19. The Company has no outstanding debentures during the period under audit.

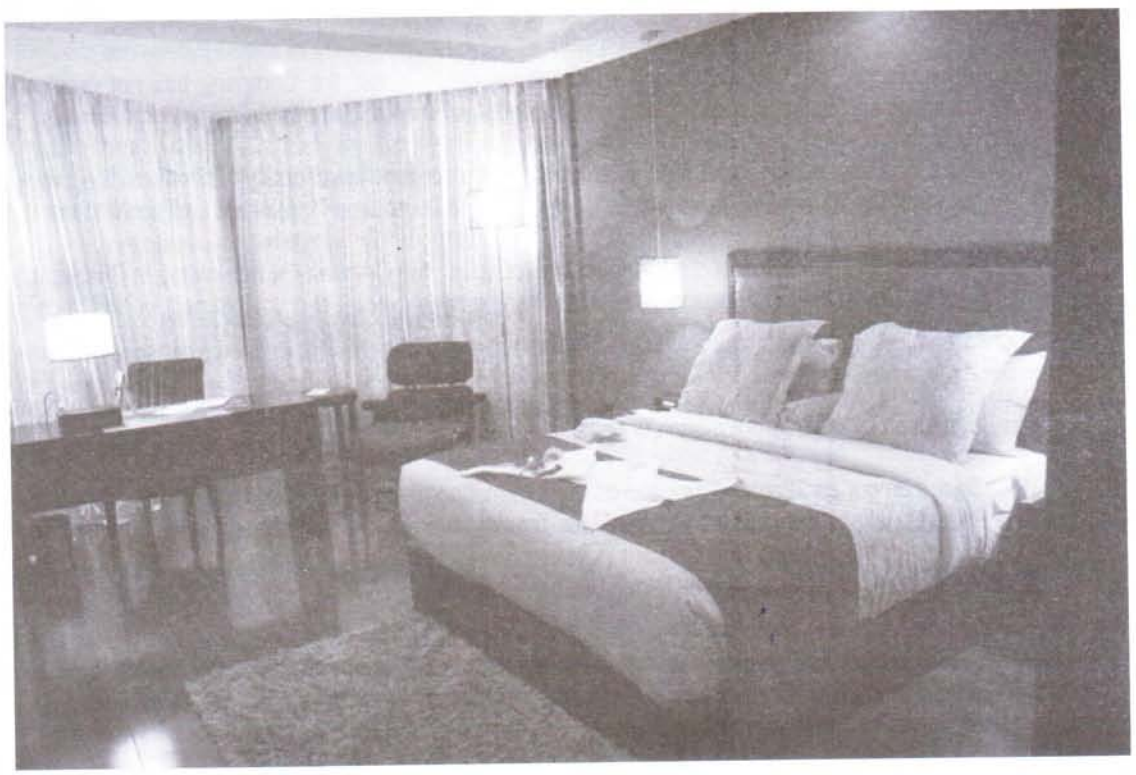
20. The Company has not raised any money by public issue during the year.

21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have we been informed of such case by the management.

For *N.BALASUBRAMANIAN ASSOCIATES*
Chartered Accountants
FRN:000355S

A.SRINIVASAN
Partner
MRN:021403

Place : Chennai
Date : 30-05-2014



Balance Sheet as at 31-Mar-2014

(Amount in Rupees)

Sl.No	Particulars	Note No.	31-Mar-2014	31-Mar-2013
I.	**EQUITY AND LIABILITIES**			
1	**Shareholder's Funds**			
	(a) Share Capital	1	66628400	66628400
	(b) Reserves and Surplus	2	41774982	40929924
2	**Non-Current Liabilities**			
	(a) Long-Term Borrowings	3	105960296	105427143
	(b) Deferred Tax Liabilities (Net)	4	19970	100533
3	**Current Liabilities**			
	(a) Short-Term Borrowings	5	28481213	16594108
	(b) Trade Payables	6	8672064	5712180
	(c) Other Current Liabilities	7	7632836	5382874
	(d) Short-Term Provisions	8	7518187	7812117
	Total		**266687948**	**248587279**
II.	**ASSETS**			
1	**Non-Current Assets**			
	(a) Fixed Assets	9		
	(i) Tangible Assets		147656461	91935622
	(ii) Intangible Assets		23615	125000
	(b) Other-Non Current Assets	10	9399681	7923708
	(c) Long-Term Loans and Advances	11	88800000	88800000
2	**Current Assets**			
	(a) Inventories	12	6395930	7243052
	(b) Trade receivables	13	13600090	13659088
	(c) Cash and Cash Equivalents	14	638340	16781722
	(d) Other Current Assets	15	173832	22119087
	Total		**266687948**	**248587279**
	Contingent Liabilities and Commitments			

The Notes referred to above form an integral part of the Balance Sheet.

As Per Our report of even date

For N Balasubramaniam Associates
Chartered Accountants
FRN : 000355S

A Srinivasan
Partner
MRN : 021403
Address : No.50, Mandapam Road, Kilpauk, Chennai - 600 010
Place: Sriperumbudur
Date: 30-05-2014

For and On Behalf of the Board of Directors

Sanjay Jalan
Managing Director

Jaganath Jothi
Director

Statement of Profit and Loss for the year ended 31st March 2014 (Amount in Rupees)

Sl No.	Particulars	Note No.	31-Mar-2014	31-Mar-2013
I	Revenue from Operations	16	110804508	115985022
	TOTAL REVENUE		**110804508**	**115985022**
II	**EXPENSES**			
	Purchases	17	16303978	24840028
	Changes in Inventories	18	847122	(4855047)
	Employee Benefit Expenses	19	17635800	12239735
	Finance Costs	20	6621579	5247139
	Director Remuneration		96000	96000
	Depreciation and Amortization Expenses	21	15450939	7579348
	Other Expenses	22	52625182	66392323
	TOTAL EXPENSES		**109580600**	**111539526**
III	Profit before Exceptional and Extraordinary Items and Tax (I-II)		**1223908**	4445496
IV	Exceptional Items		0	0
V	Profit before Extraordinary Items and Tax		**1223908**	4445496
VI	Extraordinary Items		0	0
VII	Profit Before Tax		**1223908**	4445496
VIII	Tax Expense		378850	1595012
	Current Tax		**459413**	1833544
	Deferred Tax		(80563)	(238532)
IX	Profit/(Loss) for the period from Continuing Operations		**845058**	2850484
X	Profit/(Loss) from Discontinuing Operations			
XI	Tax Expense of Discontinuing Operations			
XII	Profit/(Loss) from Discontinuing Operations (after tax)			
XIII	**Profit(Loss) for the Period**		**845058**	2850484
XIV	Earnings per Equity Share			
	-Basic		0.01	0.04
	-Diluted		0.01	0.04
	Additional Information			

The Notes referred to above form an integral part of the Balance Sheet.

As Per Our report of even date

For N Balasubramaniam Associates
Chartered Accountants
FRN : 000355S

A Srinivasan
Partner
MRN : 021403
Address : No.50, Mandapam Road, Kilpauk
Place: Sriperumbudur
Date: 30-05-2014

For and On Behalf of the Board of Directors

Sanjay Jalan
Managing Director

Jaganath Jothi
Director

Notes to and forming part of Balance Sheet as at 31-Mar-2014

Note No : 1 - 1

(Amount in Rupees)

Share Capital

Particulars	31-Mar-2014		31-Mar-2013	
	Number of Shares	Amount	Number of Shares	Amount
Equity Shares of Re 1/- each	66628400	66628400	66628400	66628400
Grand Total	**66628400**	**66628400**	**66628400**	**66628400**

Note No: 1 - 2

Shares in the Company held by Other Company

Particulars	31-Mar-2014		31-Mar-2013	
	Number of Shares	Amount	Number of Shares	Amount
Nil	-	-	-	-

Note No: 1 - 3

Shareholders holding more than 5% of Share

Particulars	31-Mar-2014		31-Mar-2013	
	Number of Shares	% of Holdings	Number of Shares	% of Holdings
Sanjay Jalan	29455450	44.21	29455450	44.21
Guiness Securities Limited	7852023	11.78	5629067	8.45
Manmohan Damani	5984010	8.98	5984010	8.98
Miatru Agro Marketing Private Limited			3709950	5.57

Note No: 1 - 4

Aggregate number of shares for five years

Particulars	2008-2009 to 2012-2013
Equity Shares of Re 1/ each	66628400

Note No: 1 - 5

Amount of Unpaid Calls by

Particulars	31-Mar-2014	31-Mar-2013
Directors	Nil	Nil
Officers	Nil	Nil

Note No - 2

Reserves and Surplus

Particulars	31-Mar-2014	31-Mar-2013
Capital Reserves - Share Foreiture Account		
Opening balance	7034000	7034000
Closing balance	7034000	7034000
General Reserve		
Opening balance	862855	862855
Closing balance	862855	862855
Surplus		
Opening Balance	33033069	30182585
(+) Net profit/(Net loss) for the Current Year	845058	2850484
Closing balance	*33878127*	*33033069*
Grand Total	**41774982**	**40929924**

Notes: Capital Reserve consists of Share Foreiture Account Rs.7034000/-

Note No - 3

Long-Term Borrowings

Particulars	31-Mar-2014	31-Mar-2013
Secured		
Term Loans from Vijaya Bank	98772767	85000100
From HDFC Bank Limited	2459906	3504542
Unsecured		
Loans and Advances from Related Parties	4727623	16922501
Grand Total	**105960296**	**105427143**

Note No - 4

Deferred Tax Liabilities (Net)

Particulars	31-Mar-2014	31-Mar-2013
Deffered Tax Liability	19970	100533
Grand Total	**19970**	**100533**

Note No - 5

Short-Term Borrowings

Particulars	31-Mar-2014	31-Mar-2013
Secured Loans repayable on demand from Banks		
Vijaya Bank - Over Draft	15089981	15013252
HDFC Bank Limited Instalment payable within a year	1044636	1580856
Vijaya Bank Term Loan Instalment payable within a year	12346596	0
Grand Total	**28481213**	**16594108**

Note No - 6

Trade Payables

Particulars	31-Mar-2014	31-Mar-2013
Micro Small and Medium Enterprises	Nil	Nil
Others	8672064	5712180
Grand Total	**8672064**	**5712180**

Note No - 7

Other Current Liabilities

Particulars	31-Mar-2014	31-Mar-2013
Taxes to Govt. Authorities	7324255	5074293
Advance Recevied	308581	308581
Grand Total	**7632836**	**5382874**

Note No - 8

Short-Term Provisions

Particulars	31-Mar-2014	31-Mar-2013
Provision for Income Tax	4035719	4026824
Others	3482468	3785293
Grand Total	**7518187**	**7812117**

Note No - 10

Other-Non Current Assets

Particulars	31-Mar-2014	31-Mar-2013
Rental Advance	4014958	3422058
Loans and Advances	4255196	3380000
Deposits	1129527	1121650
Grand Total	**9399681**	**7923708**

Note No - 11

Long-Term Loans and Advances

Particulars	31-Mar-2014	31-Mar-2013
Loans and Advances to Related Parties		
Unsecured, considered good	88800000	88800000
Grand Total	**88800000**	**88800000**

Note No - 12

Inventories

Particulars	31-Mar-2014	31-Mar-2013
Stock of Beverages, Provisions, Liquor, Cutleries, Vegetables etc.	6395930	7243052
Grand Total	**6395930**	**7243052**

Note No - 13

Trade Receivables

Particulars	31-Mar-2014	31-Mar-2013
Outstanding for less than 6 months from the due date Unsecured, considered good	13600090	13659088
Outstanding for more than 6 months from the due date Unsecured, considered good		
Grand Total	**13600090**	**13659088**

Note No - 14

Cash and Cash Equivalents

Particulars	31-Mar-2014	31-Mar-2013
Balances with banks		
Earmarked bank balances*		15334356
Bank balance in Current Account	462067	976180
Cash on hand	176273	471186
Grand Total	**638340**	**16781722**

*Earmarked bank balance is meant for meeting the Capital expenditure approved by the bankers

Note No - 15

Other Current Assets

Particulars	31-Mar-2014	31-Mar-2013
Staff Advance	2531	42238
Tax Deducted at Source	7000	0
Service Tax Input	0	446814
Others	164301	21630035
Grand Total	**173832**	**22119087**

Fixed Assets Schedule as per Companies Act - 1956

Note No: 9

(Amount in Rupees)

DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK		Rate
	As at 31.03.2013	During the Year		As at 31.03.2014	Up to 31.03.2013	During the Year		As at 31.03.2014	As at 31.03.2013	As at 31.12.2014	
		Additions	Deletion			Depreciation	Deletion				
Tangible Assets - Freehold											
Land at Theni	351,205			351,205	0	0	0	0	351,205	351,205	0.00%
Centering Sheets	696,503			696,503	649,555	6,531	0	656,085	46,948	40,418	13.91%
Computers	2,115,073	351,515		2,466,588	879,367	563,284	0	1,442,651	1,235,706	1,023,937	40.00%
Furniture & Fixtures	4,375,095	492,901		4,867,996	705,359	705,808	0	1,411,168	3,669,736	3,456,828	18.10%
Office Equipments	10,407,065	3,312,724		13,719,789	1,525,729	1,534,092	0	3,059,821	8,881,336	10,659,967	13.91%
Vehicle	7,570,547			7,570,547	2,310,470	1,361,834	0	3,672,304	5,260,077	3,898,243	25.89%
Two Wheelrs	32,310			32,310	12,458	5,140	0	17,598	19,852	14,712	25.89%
Tangible Assets - Leasehold											
Renovation @ Sriperumbudur	77,045,456	56,075,203		133,120,660	4,489,052	10,999,943	0	15,488,994	72,556,405	117,631,665	13.91%
Civil Work including Renovation		10,838,050		10,838,050		258,565	0	258,565	0	10,579,485	10.00%
Intangible Assets - Freehold											
TALLY & Win HM SOFTWARE	108,860			108,860	69,502	15,743	0	85,245	39,358	23,615	40.00%
									0		
Total	**102,702,114**	**71,070,393**	**0**	**173,772,507**	**10,641,492**	**15,450,940**	**0**	**26,092,431**	**92,060,622**	**147,680,075**	

Notes to and forming part of Statement of Profit and Loss for the year ended 31-Mar-2014

Note No - 16

Revenue from Operations

(Amount in Rupees)

Particulars	31-Mar-2014	31-Mar-2013
Hospitality Sector	110804508	115985022
Other Sector	0	0
Grand Total	**110804508**	**115985022**

Note No - 17

Purchases of Stock-in-Trade

Particulars	31-Mar-2014	31-Mar-2013
Purchase of Materials	16303978	24840028
Grand Total	**16303978**	**24840028**

Note No - 18

Changes in Inventories

Particulars	31-Mar-2014	31-Mar-2013
Stock-in-Trade		
Opening Balance	7243052	2388005
Less : Closing Balance	6395930	7243052
Grand Total	**847122**	**(4855047)**

Note No - 19

Employee Benefit Expenses

Particulars	31-Mar-2014	31-Mar-2013
Salaries & Wages	13372956	7573675
Contribution to Provident Fund and Other Funds	789692	702014
Staff Welfare Expenses	3473152	3964046
Grand Total	**17635800**	**12239735**

Note No - 20

Finance Costs

Particulars	31-Mar-2014	31-Mar-2013
Interest Expense	6621579	5247139
Grand Total	**6621579**	**5247139**

Note No - 21

Depreciation

Particulars	31-Mar-2014	31-Mar-2013
Depreciation and Amortization Expenses	15450939	7579348
Grand Total	**15450939**	**7579348**

Note No - 22

Other Expenses

Particulars	31-Mar-2014	31-Mar-2013
Payment to Auditors	50000	56180
Power and Fuel	13244027	15918667
Rent and Hire Charges	6440676	5379948
Repairs to Machinery	5171130	13059960
Insurance	394073	165510
Rates and Taxes	1669949	1870349
Advertisement Expenses	858822	1687211
Commission Expenses	119175	812653
General Expenses	1199082	1122435
Security Charges	1874922	1524251
Subscription & Cable TV	1140587	805583
Professional Charges	665124	1142385
Travelling and Conveyance	1059730	2935156
Printing and Stationery	731282	986471
Postage, Telephone and Internet	0	5398
Credit Card Charges	658208	547173
Vehicle Maintenance	675852	1376168
Business Promotion	1058324	2794444
Telephone Charges	664716	575344
Transport Charges	393405	307037
Business Charges	13320000	13320000
Water Expenses	1236098	
Grand Total	**52625182**	**66392323**

SCHEDULE – VI PART - IV

NOTES ON ACCOUNTS

ACCOUNTING POLICIES:

The significant accounting policies followed by the company are as Stated:

Corporate Information:

Le Waterina Resorts&Hotels Limited is a Public Limited Company, which was incorporated on 07/28/1987 in the name of Harringtons Construction and Industries Limited and later on name change. The Shares of the Company are listed on Bombay Stock Exchange. The Company is primarily engaged in the Hotel Business through its "Lewaterina Resorts and Spa" a three star Resort situated in Sriperambudur and "Lewaterina, the boutique Hotel" a two star Hotel situated in Chennai.

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS:

The Financial statements have been prepared under the historical cost convention in accordance with the mandatory accounting standards issued by the Institute of Chartered Accountants of India

B. INVENTORIES

The inventories are valued at the lower of Cost or Net Realizable Value. The Management conducting Stock taking at regular intervals. The Value of Inventories is also certified by the management.

Inventories are valued after providing for obsolescence as under:

__Stores and Operating Supplies_At lower of cost or net realisable value;
__Food and Beverage _ At lower of cost or net realisable value; and
__Goods in transit-At lower of cost or net realisable value.

C. REVENUE RECOGNITION

The Company derives revenues primarily from hospitality services. Revenue on time and material contracts are recognized as the related services are performed. Revenue yet to be billed is recognized as unbilled revenue. Sales and services are stated exclusive of taxes.

D. FIXED ASSETS

Fixed assets are stated at cost less depreciation. Cost comprise of purchase price and any directly attributable cost of bringing the assets to its working condition for the intended use. Depreciation is being charged on Written down Value method in accordance with rates specified under The Companies Act 1956,

Pro rata basis is adopted for charging depreciation on the asset put to use during the year.

E. FOREIGN EXCHANGE TRANSCATION:

The value of Imports and Exports are Nil

F. INVESTMENTS

There are No investments.

G. RETIREMENT BENFITS

Liabilities in respect of gratuity to Employees and leave Encashment are accounted on cash basis. The exact liability as on 31-03-2014 has not been ascertained.

H. EMPLOYEE BENEFITS

Contributions payable by the Company to the concerned Government authorities in respect of Provident Fund, Family Pension Fund and Employees State Insurance are charged to Profit & Loss A/c.

I. SEGMENTAL REPORTING

The company is engaged primarily only in segment of business namely Hospitality sector. So no segmental reporting is called for as per the Accounting Standard 17.

J. TAXES ON INCOME

Current Tax is determined in accordance with the provisions of the Income Tax Act 1961,as the amount of tax payable to the taxation authorities in respect of taxable income for the year.

Deferred Tax is accounted for in the books as prescribed by the Accounting Standard on the timing difference. The Net Balance of the Deferred Tax liability and Deferred Tax Assets is shown in the balance sheet. The Break up of the Deferred Tax Liability is shown below:

Particulars	Amount in Rs	
Opening Deferred Tax Liability	100533/-	(339065/-)
Deferred Tax liability arising during the year	(80563/-)	(238532/-)
Closing Deferred Tax Liability	19970/-	(100533/-)

Figures in bracket reflects previous year figures

K. PRIOR PERIOD ADJUSTMENT, EXTRA ORDINARY ITEMS AND CHANGES IN ACCOUNTING POLICIES:

Prior Period adjustment extraordinary items and changes in accounting policies having material impact on the financial affairs of the Company are disclosed.

L. CASH FLOW STATEMENT

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing of financing cash flows. The cash flows operating, investing and financing activities of the company are segregated. Cash and cash equivalents include cash-in-hand, balances with banks and money at call and short notice but does not include interest accrued on deposits.

M. CURRENT ASSETS

Balances of the debtors, creditors, advances and balances of deposits are subject to confirmation, reconciliation and adjustments, if any. The management does not expect any material difference affecting the current year's financial statement.

In the opinion of management, the current assets and advances have the value as stated in the balance sheet, if realized in the ordinary course of business.

N. BORROWING COSTS

As-16 "Borrowing costs" interest that are directly attributable to the acquisition, construction, or production of qualifying assets should be capitalized as part of the cost of that asset, the amount of borrowing cost should be recognized as on expenses in the period in which they are incurred (to qualify for capitalization

the assets that necessarily takes a substantial period of time for its intended use) are capitalized. Other borrowing costs are recognized as expenses in the period in which same are incurred.

O. ACCOUNTING PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions are recognized in terms of accounting Standards 29-"provisions,Contingent Liabilities and Contingent Assets" notified by the Company (accounting standards) Rules, 2006, when there is a present ledger or statutory obligation as a result of past events where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

Contingent liabilities are recognized only when there is a possible obligation arising from past events due to occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow or resources or where a reliable estimate of the obligation cannot be made.

Obligations are assessed on an ongoing basis and only those having largely probable outflow of resources are provided for.

P. RELATED PARTY DISCLOSURES UNDER ACCOUNTING STANDARD 18:

a	Subsidiary Company	None
b	Parties where control exists	None
c	Key Management Personnel	Sanjay Jalan
d	Other parties being relatives of Key Management Personnel with whom transactions have taken place during the year	None
e	Other related parties with whom transactions have taken place during the year	None

Summary of transactions during the year with Related Parties and status of year-end outstanding balances: (Figures in italics are for previous year)

a	Rinku Jalan	Rs.230000/- Cr	(230000/- Cr)
b	Anila Jalan Rent Paid Year end Closing	 Rs.432000/- Rs.72000/-	 Nil Nil

Nature of transactions Associates and other Key Management related parties Personnel

		Rs (2013-14)	Rs (2012-13)
a	Remuneration/Sitting Fees	Nil	Nil
b	Consultancy Fees	Nil	Nil
c	Expenses recovered	Nil	Nil
d	Balance outstanding at the year end	Nil	Nil
e	Creditors / Payables	Nil	Nil

Disclosure of Material Transactions with Related Parties

	Particulars	Rs. (2013-14)	Rs.(2012-13)
a	Remuneration to Key Managerial Personnel	96000/-	96000/-
b	Rent paid	Rs.3600000/-	Nil
c	Business Charges Paid	Rs.13320000/-	Rs.13320000/-
d	Year end balance	Rs.472427 Cr	Rs.16922501 Cr

The Company has taken Hospitality business under Joint Management. The Business charges payable in respect of the said business to Managing Director of the company is charged to Profit and Loss Account as Business Charges. The commitment in respect of Business charges payable by the company is at minimum of Rs.2750000/- p .m or 5% of the Turnover whichever is less in respect of Sriperumbudur and Rs.1690000/- or 5% of the turnover whichever is less in respect of Kottivakkam. :

Particulars	31.03.2014	31.03.2013
Business charges payable for Star hotel at Sriperumbudur	Rs.8250000/-	Rs.8250000/-
Business Charges payable for Star hotel at Kottivakkam	Rs.5070000	Rs.5070000/-

Business charges payable in respect of Star hotel at Kottivakkam is chargeable only after 1st January 2014 as per the agreement with Mr Sanjay Jalan.

However, during the current year, the company has sought reduction in the business charges payable in view of large capital expenditure planned by the company. By mutual consent, the business charges have been re-fixed 25% of the business chargeable payable under the earlier agreement for the current year.

II. CONTINGENT LIABILITIES

A (i)	On account of demand by Income Tax Department of wealth Tax for two years	Rs.49941/-	(Rs.49941/-)
(ii)	On account of demand for additional charges by Hire Purchase Finance Company and disputed by the company	Rs.9207/-	(Rs.9207/-)

B

(i) The company has not accepted the demand by a secured creditor to the extend of Rs. 9207(9,207/-) towards various charges and the same is under dispute for which no provision has been made in the books of accounts.

(ii) The company has filed wealth tax returns with no liability towards wealth tax for assessment year 1990-91 to 1992-93 for Rs. 49,941(49,941). The same has been contested by the company before appellate authorities.

III. OTHERS

1. Confirmation of balances has not been received in respect of current liabilities and provisions current assets and loans and advances.

2. No employee had received remuneration in excess of the amount specified in the rules U/s 217(2A) of the Companies Act, 1956

3. Break up of Audit fees payable to the Auditor is as given below:

For Audit Fee (Inclusive of Service Tax)	Rs.56180/-	(Rs.56180/-)

4. Break up of Travelling Expenses

5.

i. By Director - Domestic	Nil	(Rs.1176263/-)
- Foreign	Rs.244473/-	(Rs.1758893)
ii. By Others	Nil	Nil

5. Directors Remuneration

Sanjay Jalan	Rs.96000/-	(Rs.96000/-)

6. Cash at Non- Schedule Bank :

Development Credit Bank	Nil	Nil
Federal Bank	Rs.13623/-	(Rs.42361/-)

None of the Directors are interested in the above banks.

7. Figures have been rounded of to the nearest Rupee.

8. Figures of the previous years have been regrouped wherever necessary to confirm to the current year presentation.

9. Figures in the brackets represent previous year figures.

10. There are no Micro and Small Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at March 31,2014. This is information as required to be disclosed under "The Micro, Small and Medium Enterprises Development Act, 2006" (the act) has been determined to the extent such parties have been identified on the basis of information available with the company.

11. Earnings per share (E.P.S.) under accounting standard 20

S.No	Particular	Current year 31-03-2014	Previous year 31-03-2013
1	Profit after tax as per accounts	Rs.845058/-	Rs.29647861-
2	No of Shares (Nos)	66628400	66628400
3	Nominal value per share	Rs.1.00	Rs.1.00
4	Basic & Diluted E.P.S	Rs.0.01	Rs.0.04

12. Secured Loan :

Termloan and Overdaft :

a) Credit Facility from Vijaya Bank is charged on the Fixed and Moveable Assets of the Company excepting can which is financed by HDFC Bank. Further the Managing Director Sanjay Jalan has guaranteed and offered his properties as collateral to the above said loans.

b) Termloan from HDFC Bank is charged on the car purchased out of the finance.

For N Balasubramanian Associates
Chartered Accountants FRN:000355S

For and on behalf of the Board of Directors.

A Srinivasan
Partner
MRN:021403

Sanjay Jalan
Managing Director

Jagannath Jothi
Director

Parthiban Balasubramaniam
Director

Aditya Jalan
Director

Place : Chennai
Date : 30-05-2014

CASH FLOW STATEMENT FOR THE YEAR ENDING ON 31st MARCH 2014

In ₹ (Rupees)

Cash Flows from Operating Activities		FOR THE YEAR ENDING 31.03.2014		FOR THE YEAR ENDING 31.03.2013
Net Profit Before Taxation and extraordinary items	1223908	1223908		4445496
Adjustments for				
Depreciation	15450939	15450939	7579348	7579348
Foreign exchange loss				
Interest income				
Dividend income				
Interest Expense	6621579	6621579	5247139	5247139
Operating Profit before working capital changes		**23296426**		**17271983**
(Increase)/Decrease in trade receivables	58998		(620963)	
(Increase)/Decrease in inventories	847122		(4855047)	
(Increase)/Decrease in loans and advances	0			
(Increase)/Decrease in other current assets	21945255		(900386)	
(Increase)/Decrease in other non-current assets*	0			
(Increase)/Decrease in trade paybles	2959884		3452856	
(Increase)/Decrease in provisions	(293930)		6476	
(Increase)/Decrease in other current liabilities	14137066		9379615	
(Increase)/Decrease in other long term liabilities*		39654395	0	6462551
Cash generated from operations		**62950821**		**23734534**
Income Taxes Paid		(459413)		(1833544)
		62491408		21900990
Cash flow before extraordinary item				
Extraordinary items (specifying nature)				
Net cash from operating activities (A)		**62491408**		**21900990**
Cash flows from investing activites				
Purchase of tangible fixed asstets	(71070393)		(87163673)	
Purchase of intangible fixed asstets	(1475973)		0	
Purchase of long term investments				
Sale of tangible fixed assets				
Sale of long term fixed assets				
Sale of long term investments				
Interst Received				
Dividends received				
Net cash from investing activities (B)		**(72546366)**		**(87163673)**
Cash flows from financing activities				
Proceeds from issuance of share capital				
Proceeds from Short-term borrowings	13772667		85000100	
Repayment of long-term borrowings	(13239514)		549696	
Interest Paid	(6621579)		(5247139)	
Dividends Paid	0			
Dividend distribution Tax				
Proceeds from ESOPs				
Net Cash used in financing activities (C)		**(6088425)**		**80302657**
Net Increase in cash and cash equivalents (A)+(B)+(C)		(16143383)		15039974
Cash and cash equivalents at beginning of period		16781722		1741751
Cash and cash equivalents at end of period		638340		16781722

Cash on hand and balances with banks	462067		16310536	
Short-term Investments				
Cash and cash equivalents	176273	638340	471186	16578617222
Effect of excahnge rate changes				
Cash and cash equivalents as restated				
Cash and cash equivalents at the end of the period include earmarked bank balance which is meant for meeting the capital expenditure financed by the bankers.		0	15334356	
Note : Balance in unclaimed dividend bank account should not be included in cash and cash equivalents as it is never available for use by the company. It should be included in other bank balances.				

For Lewaterina Resorts & Hotels Limited

For N Balasubramanian Associates
Chartered Accountants

Sanjay Jalan
Director

Jaganath Jothi
Director

A Srinivasan
Partner
M No.021403

Place: Sriperumbudur
Date : 30-05-2013

LE WATERINA RESORTS & HOTELS LIMITED
CIN : L45201TN1987PLC014714
Regd. Office : 1507, V.R.P. Chatram, Near Rajiv Gandhi Memorial, Chennai – Bangalore National Highway, Sriperambuthur, Tamilnadu – 602 105.
Telephone No : 044-39123333/34, website :www.lewaterina.com, Email: admin@lewaterina.com

ATTENDANCE SLIP

27th ANNUAL GENERAL MEETING

DP ID		Folio No.	
Client ID		No. of Shares	
Name of the Member			
Name of the Proxy			

I hereby record my presence at the **27th Annual General Meeting** of the Members of **LE WATERINA RESORTS & HOTELS LIMITED** will be held on Tuesday, the 30th day of September, 2014, at 2.30 P.M. at the registered office of the Company at 1507, V.R.P. Chatram, Near Rajiv Gandhi Memorial, Chennai – Bangalore National Highway, Sriperambuthur, Tamilnadu – 602 105.

Member's / Proxy's Signature

Note:

1. Please complete the Folio / DP ID – Client ID No. and name, sign this Attendance Slip and handover at the Attendance Verification Counter at THE MEETING HALL

2. Electronic copy of the Annual Report for FY 2013-14 and the Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.

3. Physical copy of the Annual Report for 2013-14 and the Notice of the Annual General Meeting along with the Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or who have requested for a hard copy.

✂----------Cut along the line----------

E-VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	USED ID	PASSWORD*
XXXXXXXXXXXX	Folio No. / Client ID	PAN Number / Bank Account No. / Date of Birth

* Physical Shareholders who does not have PAN should use the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number has been provided in the Address Label as their password. They prefer to exercise e-voting.

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

Commencement of e-voting	End of e-voting
Wednesday, 24th September 2014 (from 10.00 am)	Friday, 26th September 2014 (upto 5.00 pm)

Note : Please refer the details and instructions from integral part of the Notice for the Annual General Meeting

PROXY FORM

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

LE WATERINA RESORTS & HOTELS LIMITED

CIN : L45201TN1987PLC014714

Regd. Office : 1507, V.R.P. Chatram, Near Rajiv Gandhi Memorial, Chennai – Bangalore National Highway, Sriperambuthur, Tamilnadu – 602 105.

Telephone No : 044-39123333/34, website :www.lewaterina.com, Email: admin@lewaterina.com

27th ANNUAL GENERAL MEETING

Tuesday, the 30th day of September, 2014

Name of the member(s):	
Registered address:	
E-mail ID:	
Folio No/Client ID:	DP ID :

I/We being the member(s) of shares of **LE WATERINA RESORTS & HOTELS LIMITED,** hereby appoint:

1. Name:..... Address.....
   Email ID..... Signature..... or failing him;

2. Name:..... Address.....
   Email ID..... Signature..... or failing him;

3. Name:..... Address.....
   Email ID..... Signature..... or failing him;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **27th Annual General Meeting** of the Members of **LE WATERINA RESORTS & HOTELS LIMITED** will be held on Tuesday, the 30th day of September, 2014, at 2.30 P.M. at the registered office of the Company at 1507, V.R.P. Chatram, Near Rajiv Gandhi Memorial, Chennai – Bangalore National Highway, Sriperambuthur, Tamilnadu – 602 105 and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

Resolution No	Resolutions	Optional *	
Ordinary Business		For	Against
1	Adoption of Financial Statements of the Company for the year ended March 31, 2014		
2	Appointment of M/s.N.Balasubramanian & Associates, Chartered Accountants, as the statutory Auditor of the Company		
Special Business			
4	To appoint Shri. Aditya Jalan, as Director		
5	To appoint Shri.Parthiban Balasubramaniam as an Independent Director		
6	To appoint Shri.Jaganath Jothi as an Independent Director		
7	To borrow money		
8	To charge on assets of the Company		

Signed this ---------- day of ---------- 2014.

Affix Revenue Stamp not less than Re.1/-

Signature of Shareholders ----------

Notes

1. this form of proxy in order to be effective should be completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.
2. For the resolutions, explanatory statements and notes, please refer to the notice of the 27th Annual General Meeting.
3. * It is optional to put "---" in the appropriate column against the resolution indicated in the box. If you leave the "For" or "Against" column blank against any or all resolution, your proxy will be entitiled to vote in the manner as he/she may think appropriate.
4. Please complete all details including details of members in the above box before submission.

E-Mail Registration

To
M/s.Integrated Enterprises (India) Ltd.,
M/s.Integrated Enterprises (India) Ltd.,
No.1, Ramakrishna Street,
Kences Towers, II Floor,
T.Nagar, Chennai – 6000017

Phone No: 044 - 28140801 & 02
Fax No : 044 - 28460129
E mail : corpserv@iepindia.com

Dear Sir / Madam,

Sub: Registration of E-mail ID for receiving communications in electronic form.

I am a Shareholder of the Company; I want to receive all communications from the Company including AGM and General Meeting notices and explanatory statement(s) thereto. Balance Sheets, Director's Report, Auditor's Report etc., through e-mail. Please register my e-mail ID set – up below in your record for sending communication thorough e-mail:

Folio No.*_____

Name of the 1st Registered Holder * _____

Name of the Joint Holder(s) _____

_____

Address * _____

_____

Pin Code*_____E-Mail ID * _____

Contact Tel. No* Mobile_____ Landline _____

Date _____ Signature of 1st Holder _____

Important Notes:

a. Field marked* are mandatory for registration of the e-mail ID
b. On registration, all the communication will be sent the e-mail ID registered in folio.
c. Any change in e-mail ID, from time to time, may please be registered in the records of the Company.