



**CHL LIMITED**

New Friends Colony, New Delhi 110 025  
T +91 11 2683 5070, 4780 8080  
F +91 11 2683 7758, 4780 8081

CHL/SECT/BSE/2021

06<sup>th</sup> August, 2021

The Asstt General Manager  
Bombay Stock Exchange Limited.,  
25<sup>th</sup> Floor, PJ Towers,  
Dalal Street, Mumbai 400001

**SCRIP CODE 532992**

Dear Sir,

Please find enclosed herewith Annual Report -2020-2021 for the Financial Year ended 31.03.2021 for your record.

Thanking you,

**Yours faithfully**  
**For CHL LIMITED**

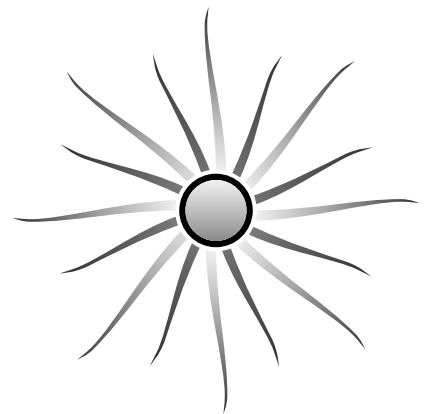
  
**G. J Varadarajan**  
**Company Secretary**





**CHL LIMITED**

**ANNUAL REPORT  
2020 - 2021**



— THE —  
**SURYAA**  
— SERVICE SO MEMORABLE —



**42nd Annual General Meeting**

Date	:	31st August, 2021
Day	:	Tuesday
Time	:	3:00 pm
Mode of Meeting	:	Through Video Conferencing/ Other Audio Visual Means
Place	:	The venue of the meeting shall be deemed to be the Registered Office of the Company at Hotel The Suryaa, New Friends Colony, New Delhi-110025.

**BOARD OF DIRECTORS**

Mr. Luv Malhotra - Managing Director  
Mr. Gagan Malhotra - Executive Director  
Ms. Kajal Malhotra  
Mr. Subhash Krishandayal Ghai  
Mr. Lalit Bhasin  
Mr. Yash Kumar Sehgal  
Mr. Alkesh Tacker

**Company Secretary**

Mr. G. J. Varadarajan  
E-mail: cs@chl.co.in

**CFO**

Mr. Gopal Prasad  
Email: gopal.prasad@chl.co.in

**Statutory Auditors**

DGA & Co.  
Chartered Accountants  
G-6, Dhawandee Apartment  
6, Jantar Mantar Road  
New Delhi-110 001  
Email: devkagarwal@rediffmail.com

**Internal Auditors**

Gulvardhan Malik and Co.  
Chartered Accountants  
G.F., F-54 Dilshad Colony  
Delhi -110095  
Email: fcamalik@gmail.com

**Bankers**

Andhra Bank  
HDFC Bank Ltd.  
ICICI Bank

**Registrar and Share Transfer Agent**

Beetal Financial & Computer Services Pvt. Ltd.  
Beetal House, 3<sup>rd</sup> Floor,  
99, Madangir  
Behind Local Shopping Centre  
New Delhi - 110 062  
Phone : 91-11-29961281-83 Fax : 91-11-29961284  
E mail : beetalrta@gmail.com

**Regd. Office**

Hotel The Suryaa  
Community Centre  
New Friends Colony  
New Delhi-110 025  
Phone : 91-11-2683 5070, 4780 8080  
Fax : 91-11-2683 6288, 4780 8081  
E-mail : chl@chl.co.in  
Website : <http://www.chl.co.in>

Index	Page No.
<b>CHL Limited</b>	
Notice	2
Notes	3
Directors' Report	10
Auditors' Report	44
Balance Sheet	49
Profit & Loss Account	50
Cash Flow Statement	51
Notes to the Financial Statements	52
<b>Consolidated</b>	
Auditors' Report	70
Balance Sheet	72
Profit & Loss Account	73
Consolidated Cash Flow Statment	74
Notes to the Financial Statements	75

## NOTICE

**NOTICE is hereby given that the 42nd Annual General Meeting of the Members of CHL Limited will be held on Tuesday, the 31st August, 2021 at 3:00 P.M. through Video Conferencing/Other Audio Visual Means to transact the following business. The venue of the AGM shall be deemed to be the Registered Office of the Company.**

### Ordinary Business

1. To receive, consider and adopt:
  - (a) The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2021 together with the Reports of the Directors and the Auditors thereon; and
  - (b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2021 and the Reports of the Auditors thereon.
2. To appoint a Director in place of Ms. Kajal Malhotra, (DIN: 01319170) who retires by rotation and being eligible, offers herself for re-appointment.

### Special Business

3. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 of the Companies Act, 2013 ('the Act') read with Schedule IV and other applicable provisions of the Act [including any statutory modification(s) or re-enactment(s) thereof, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended, **Mr. Alkesh Tacker (DIN: 00513286)** who was appointed as an Independent Director of the Company at the 37th Annual General Meeting of the Company and holds office up to August 11, 2021 and who being eligible for re-appointment as an Independent Director has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from August 12, 2021 up to August 11, 2026."
4. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

**RESOLVED THAT** pursuant to Section 188(1) of the Companies Act, 2013 and the rules and regulations including the Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions and rules thereto, consent of the members of the company be and is hereby accorded to the appointment of Dr. Lalit Kumar Malhotra as an Advisor to the company with an advisory fees of not more than Rs. 2.50 Lacs per month w.e.f. 01st July, 2021 for a period of three years.

**By Order of the Board**

Place: New Delhi  
Date: 25th June, 2021

**G.J. Varadarajan**  
**Company Secretary**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.****ITEM NO. 3**

Initially, Mr. Alkesh Tacker was appointed as an additional Director of the company w.e.f. 15.03.2015 and thereafter, he was appointed as Independent Director pursuant to sections 149, 150, 152 and other applicable provision of Companies Act in the 37th Annual General Meeting of the Company held on 12th day of August, 2016 for a period of five years. His tenure will come to an end on 11th day of August, 2021. Pursuant to section 149(10) & (11) of the Companies Act, 2013, he is eligible for re-appointment on passing a special resolution for another term up to five consecutive years.

The Company has in terms of Section 160(1) of the Act received a notice from a Member proposing his candidature for the office of Director.

Based on the performance evaluation of the Independent Directors and as per the recommendations of the Nomination and Remuneration Committee, given his background, experience and contribution, the Board is of the opinion that Mr. Alkesh Tacker's continued association would be of immense benefit to the Company and it is therefore desirable to continue to avail of his services as an Independent Director. The Company has received a declaration from Mr. Alkesh Tacker confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Alkesh Tacker has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Mr. Alkesh Tacker has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies. Further, he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director, subject to re-appointment by the Members. He has confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). He is exempt from the requirement to undertake online proficiency self-assessment test conducted by IICA.

Mr. Alkesh Tacker, aged 63, is a graduate from Delhi University. He is holding the position of Managing Director in M/s CSI Telecom Pvt. Ltd. He has a very good grip in finance and has vast and rich experience in business in general. The Board of Directors is of the opinion that his vast knowledge and varied experience will be of great value to the Company.

The Board recommends his re-appointment of the aforesaid Independent Director for a term of 5 (five) consequent years w.e.f 12th August, 2021.

Except Mr. Alkesh Tacker, none of the Directors and Key Managerial Personnel of the company, or their relatives are concerned or interested in the resolution except to the extent that they are the members of the Company.

**ITEM NO. 4**

Dr. Lalit Kumar Malhotra aged 78 Years is an honorary Ph.D in Business Management. He has an experience of over 50 years in various industries and various fields. He joined CHL Limited in the capacity of Managing Director in the year 1985. He held the position of Chairmanship of the company also. He resigned from the directorship of the company w.e.f. 01st October, 2020.

He is the founding father of the company. He has been associating with the company for more than 50 years and he knows the nuances of the company. Your company wants to avail of the services of his wisdom of experiences.

As per the recommendation of the Nomination and Remuneration Committee, the Board Directors is of the opinion that his vast knowledge and varied experience will be of great value to the Company. The Board recommends his appointment as an advisor to the company with an advisory fee of not more than 2.50 Lacs per month w.e.f 01st July, 2021 for a period of three years.

The following disclosure(s) for availing or rendering of any services from or to the related Party is made in accordance with the provisions of Section 188 of the Companies Act, 2013 and Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014:

1.	Name of the related party	Dr. Lalit Kumar Malhotra
2.	Nature of relationship	Relative to Mr. Luv Malhotra and Ms. Kajal Malhotra.
3.	Nature, Duration of the Contract and Particulars of the Contract Or Arrangement	For availing of his professional services as an Advisor in the field of Corporate, Finance and allied fields for a period of three years w.e.f. 01st July, 2021.
4.	Material terms, monetary value and particulars of the contract or arrangement;	The fee for the said services for the period of three years shall not exceed Rs 2.50 lacs per month and the total fee payable in a year shall not exceed Rs. 30.00 Lacs.
5.	Any Advance Paid Or Received for the Contract or Arrangement, If Any	Nil

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6.	The Manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract	The pricing is commensurate with the general trend in the hospitality industry for availing such services
7.	whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors;	All the facts relevant to the services have been considered.
8.	Any other information relevant or important for the members to take a decision on the proposed resolution	NA

The shareholders consent is sought to authorize the Company to avail of his services.

None of the Directors, other than those mentioned hereinabove, and key managerial personnel of the Company or their relatives are concerned or interested in the resolution. The Board of Directors recommends the resolution for your approval.

**By Order of the Board**

Place: New Delhi  
Date: 25th June, 2021

**G.J. Varadarajan**  
**Company Secretary**

**Notes:****CDSL E-VOTING SYSTEM–FOR E-VOTING AND JOINING VIRTUAL MEETINGS.**

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the 42nd AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013. The Register of Members and Share Transfer Books of the company will remain closed from 25.08.2021 to 31.08.2021 (Both days inclusive)
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.chl.co.in](http://www.chl.co.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.

**THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

- (i) The voting period begins on 27.08.2021 and 10:00AM and ends on 30.08.2021 and 05:00PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **24.08.2021** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository



Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https:// web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>If you are already registered for NSDL IDeAS facility, please visit the e-Services website holding of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>



**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 & 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
2. Click on "Shareholders" module.
3. 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in Datethe company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the CHL Limited on which you choose to vote.
- (x) 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.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [chl@chl.co.in](mailto:chl@chl.co.in) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.**

1. For Physical shareholders-please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhaar Card) by email to Company/RTA email id.
2. For Demat shareholders, please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.



If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

**DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT FORTHCOMING ANNUAL GENERAL MEETING**

Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015

Name of the Director	Date of Birth	Nationality	Date of Appointment on the Board	Qualifications	Expertise in specific functional area	Number of shares held in the Company	List of the Directorships held in other companies	Relationship between Directors Inter-se
Ms. Kajal Malhotra	22.09.1970	Indian	09.02.2015	M.A. LLB	Very good grip in finance & legal fields	5,000 equity shares of Rs. 2/- each	Malbros Holdings Pvt. Ltd.	Sister of Mr. Luv Malhotra
Mr. Alkesh Tacker	08-04.1958	Indian	15.03.2016	Graduate from Delhi University	very good grip in finance and has vast and rich experience in business in general	21025 equity shares of Rs. 2/- each	CSI Telecom Private Limited	-

## DIRECTORS' REPORT TO THE MEMBERS

Your Directors have pleasure in presenting the 42nd Annual Report of the Company along with the Audited Financial Statements for the Financial Year ended 31st March 2021.

### 1. FINANCIAL RESULTS AND OPERATIONAL PERFORMANCE

(Rs. in Lacs)			
S. No.	Particulars	2020-2021	2019-20
1.	Total Revenue	<b>1680.68</b>	6073.54
2.	Less: Expenses	<b>2368.00</b>	5598.48
3.	Profit/(Loss) before Tax and Prior period items	<b>(687.32)</b>	475.06
4.	Prior Period Items	<b>(8.42)</b>	-
5.	Profit/(Loss) before Tax	<b>(695.74)</b>	475.06
6.	Less : Net Tax Expenses	<b>52.90</b>	188.51
7.	Profit/(Loss) after Tax	<b>(642.84)</b>	286.55
8.	Other Comprehensive Income	<b>44.73</b>	0
9.	Total Comprehensive Income/(Loss)	<b>(598.11)</b>	286.55
10.	Reserves and Surplus	<b>10043.27</b>	10682.20

The gross revenue of the Company for the year under review at Rs. 1680.68 Lacs was lower by 72.32 % than that of the previous year's gross revenue at Rs. 6073.54 Lacs.

The Profit/(Loss) before tax after depreciation and finance cost at Rs. (687.32) Lacs for the year under review was lower by 244.68% as compared to Rs. 475.06 Lacs for the previous year.

Net Profit/(Loss) after providing tax for the year under review was Rs. (642.84) Lacs as compared to Rs 286.55 Lacs for the previous year, thus lower by 324.33% over the previous year.

### 2. FINANCIAL STATEMENTS

#### Standalone Financial Statements

The annexed financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time and other relevant provisions of the Act.

#### Consolidated Financial Statements

The Directors also present the audited consolidated financial statements incorporating the duly audited financial statements of the subsidiary, and as prepared in compliance with the Companies Act, 2013, applicable Accounting Standards and SEBI Listing Regulations, 2015 as prescribed by SEBI.

### 3. DIVIDEND

During the year under review, the company has incurred a loss. Hence no dividend is recommended.

### 4. Covid-19 pandemic outbreak - Impact on Hospitality Sector

The COVID-19 pandemic has out broken worldwide in the month of December, 2019 and has disordered Economies and Business at a global scale. In India, the pandemic has affected multiple sectors and has had the most significant impact on the Services and Manufacturing sectors.

As mandated by the guidelines issued by the Central Government / Local State Government, the Hospitality sector was instructed to shut down their operations w.e.f 25th March, 2020. As a direct consequence of this regulation, our hotel in New Delhi has shut down its operations since 25th March 2020. Due to various Government Orders, we cannot operate the Hotel till August, 2020. We could only operate the Hotel after August 2020. During these periods, our Hotel was not in operation and we were suffering from an acute shortage of cash flow and are unable to pay the salaries from the month of April 2020 onwards, payments of Utilities (Electricity, Gas and Water Charges) as well as statutory liabilities, GST and other expenses. The revenue for the Financial Year 2020-21 has been severely affected and the Company was pushed into financial crisis.

To further aggravate the situation, the Government has indentified the second wave of Covid-19 in the month of April, 2021. The Government of NCT of Delhi has imposed the Night-Curfew on 06.04.2021 from 10PM to 05PM till 30.04.2021 or further orders whichever is earlier. Thus, it has very seriously affected the Hotel operations.



Further the hotel was linked to a Private Hospital for converting the hotel into extended Covid Hospital w.e.f. 14.04.2021 by the Order of Government of NCT of Delhi. By various orders by NCT of Delhi/DDMA, the curfew has been extended till 07.06.2021 (Till 05:00 AM). In fact our Hotel has to shut down there were no guest arrival during these periods. Thus, the operation of the Hotel comes to a standstill and no revenue has been generated from the Hotel operation during this period. It seems that it will take another six to nine months time for coming out of this Covid pandemic scenario. The returning of the normalcy of the hotel operation will take another one-year.

Despite all odds your organization is strong enough to revive and overcome this crisis.

## **5. APPOINTMENT/ RE-APPOINTMENT AND CESSATION OF DIRECTORS**

### **(a) Re-appointment of retiring Directors**

Ms. Kajal Malhotra (DIN: 01319170) Director who retires by rotation and being eligible, has offered herself for re-appointment. The Board recommends her appointment.

### **(b) Re-Appointment of Independent Director**

Mr. Alkesh Tacker (DIN: 00513286) holding the position of an Independent Director whose tenure is coming to end w.e.f 11th Day of August 2021, be re-appointed as an Independent Director of the Company w.e.f 12th Day of August 2021 for a further period of 5(Five) consecutive years not liable to retire by rotation.

### **(c) Other Independent Directors**

(i) At the 40th Annual General Meeting of the held on the 12th August, 2019, Mr. Lalit Bhasin (DIN: 00002114) was re-appointed as an Independent Director of the Company w.e.f 29th Day of September 2019 for a further period of 5(Five) consecutive years not liable to retire by rotation.

(ii) At the 40th Annual General Meeting of the held on the 12th August, 2019, Mr. Subhash Ghai (DIN: 00019803) was re-appointed as an Independent Director of the Company w.e.f 29th Day of September 2019 for a further period of 5(Five) consecutive years not liable to retire by rotation.

(iii) At the 40th Annual General Meeting of the held on the 12th August, 2019, Mr. Yash Kumar Sehgal (DIN: 03641168) was re-appointed as an Independent Director of the Company w.e.f 29th Day of September 2019 for a further period of 5(Five) consecutive years not liable to retire by rotation.

### **(d) Resignation of Independent Director**

Mr. Ramesh Chandra Sharma (DIN: 00023274) resigned from the Directorship of the Company w.e.f. 18.09.2020.

### **(e) Resignation of Director of the Company**

Dr. Lalit Kumar Malhotra (DIN: 00213086), resigned from the directorship of the company w.e.f. 01.10.2020.

### **(f) Cessation of Director**

Mr. Ashok Kumar Malhotra (DIN: 00676603) ceased to be a director of the company w.e.f. 25.10.2020 due to his demise on that date.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and provisions of the Listing Regulations. The profile of the Independent Directors forms part of the Corporate Governance Report.

## **6. DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Mr. Gopal Prasad has been appointed as Chief Financial Officer of the company w.e.f. 21.09.2020 in place of Mr. Narender Kumar Goel, the then Chief Financial Officer (CFO) of the Company.

Further Pursuant to the provisions of Section 203 of the Companies Act, 2013, Mr. Luv Malhotra, Managing Director, Mr. Gagan Malhotra, Executive Director, Mr. Gopal Prasad, Chief Financial Officer and Mr. G. J. Varadarajan, Company Secretary, are the Key Managerial Personnel of the Company.

## **7. MANAGEMENT DISCUSSION AND ANALYSIS**

As required under the Listing Regulation with the Stock Exchange, the Management Discussion and Analysis Report is enclosed as a part of the Report.

## **8. SUBSIDIARY COMPANY**

CJSC CHL International is a subsidiary company incorporated in Tajikistan has developed a Five-Star Hotel at Dushanbe, the capital of Tajikistan. The Hotel project was financed by the Export Import Bank of India. The Hotel is operating under the Brand name

“Hilton”. The COVID-19 pandemic has out broken worldwide in the month of December, 2019 and has disordered Economies and Business at a global scale. In Tajikistan, Dushanbe, the pandemic has affected multiple sectors and has had the most significant impact on the Services and Manufacturing sectors. During the year under review, due to the prevailing pandemic condition, the revenue for the Financial Year 2020-21 has been severely affected and the Company was pushed into financial crisis.

Pursuant to the filing of case before the Economic Court of Tajikistan by the CJSC CHL International, our subsidiary company, against the Export Import Bank of India (EXIM Bank) in respect of loan availed by it, the Economic Court of Tajikistan partially accepted the claims of CJSC CHL International vide its Order dated 01.05.2018. Against this Order, EXIM Bank appealed to the Hon'ble Supreme Court of Tajikistan, which was dismissed by the Hon'ble Supreme Court of Tajikistan, vide its Order dated 14.08.2018.

During the pendency of case in the Economic Court of Tajikistan, the EXIM Bank initiated the proceedings under IBC Code 2016 in the National Company Law Tribunal (NCLT) against CHL Limited, invoking its Corporate Guarantee, which was dismissed vide its Order dated 11.01.2018. The EXIM Bank, against this Order, appealed to National Company Law Appellate Tribunal (NCLAT), New Delhi and the same was also dismissed vide its Order dated 16.01.2019. Subsequently, EXIM Bank has filed Civil Appeal before Hon'ble Supreme Court of India which is pending for adjudication.

CJSC CHL International filed a fresh law suit against the EXIM Bank of India on 31.12.2020 in the Economic Court of Tajikistan. The Economic Court of Tajikistan passed an Interim Order dated 11-01-2021 suspending “any action on loan agreement between the CHL International and EXIM Bank of India dated 23.09.2010, 26.08.2013 and 18.03.2015, including Mortgage Agreement, Mortgage of real estate, Pledge of shares of CHL International” along with Personal Guarantees and Corporate Guarantees. Against this order dated 11.01.2021, the EXIM Bank appealed to the Supreme Economic Court of Tajikistan. The Supreme Economic Court of Tajikistan dismissed the appeal made by EXIM Bank vide its Order dated 30.03.2021.

Further, the EXIM Bank filed an Original Application before the Debts Recovery Tribunal – I, Delhi invoking the personal Guarantee of Mr. Lalit Kumar Malhotra, the then Chairman of CHL Limited, which is pending adjudication and also EXIM Bank filed an Original Application against CHL Limited before the Hon'ble Debts Recovery Tribunal - I (DRT-I), Delhi which is pending for adjudication.

There is no Associate Company within the meaning of Section 2(6) of the Companies Act, 2013 (“Act”). Further there has been no material change in the nature of business of the subsidiary.

In terms of provision to sub section (3) of Section 129 of the Act, the salient features of the Financial Statement of the subsidiary is set out in the prescribed form AOC-1, which forms part of the Annual Report 2020-2021.

**9. DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed there under. During the financial year 2020-2021, no complaint was received on sexual harassment.

**10. WHISTLE BLOWER /VIGIL MECHANISM**

In pursuant to the provisions of Section 177(9) and (10) of the Companies Act, 2013, a Vigil Mechanism for Directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy is available on the website of the Company at [www.chl.co.in](http://www.chl.co.in) under investors section.

**11. EXTRACT OF ANNUAL RETURN**

The details forming part of the extract of the Annual Return in Form MGT-9 is annexed herewith.

**12. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

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

**13. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

Your Directors would like to inform that no material changes and commitments have occurred between the end of the financial year under review and the date of this report that may adversely affect the financial position of the Company.

**14. DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement of Section 134(5) of the Act, and based on the representations received from the management, the Directors hereby confirm that:

- (i) In the preparation of the Annual Accounts for the Financial Year 2020-2021, the applicable accounting standards have been followed and there is no material departure;



- (ii) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial year and of the profit/(loss) of the Company for the Financial Year;
- (iii) They have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Act. They confirm that there are adequate systems and controls for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) They have prepared the Annual Accounts on a going concern basis;
- (v) They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating properly; and
- (vi) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**15. CORPORATE GOVERNANCE**

Your Company has taken adequate steps to adhere all the stipulations laid down in the Listing Regulation. A report on the Corporate Governance along with certificate from Practicing Company Secretary confirming the Compliance is included as part of the report.

**16. LISTING WITH STOCK EXCHANGE**

The Listing fee is being paid for the year 2021 - 2022 to the BSE Limited, where the Company's Shares are listed.

**17. (a) PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

The information pursuant to Section 197 (12) of the Act, read with Rule 5(1), 5(2) and 5(3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, in respect of directors, key managerial personnel and employees of the Company is given in Annexure and form part of the report. There are no employees drawing remuneration above the limits specified under section 197 (12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

**(b) REMUNERATION RATIO OF THE KEY MANAGERIAL PERSONNEL**

The information required pursuant to section 197 read with rule 5 of the Companies (Appointment and Remuneration of the managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Key managerial personnel is furnished in extract of Annual Return MGT -9.

**18. DEMATERIALISATION OF SHARES**

As on 31st March, 2021, the total paid up equity share capital of the Company is Rs. 109,636,580 comprising of 5,48,18,290 equity shares of Rs. 2/- each. Out of the total equity shares, 5,40,01,672 (98.510%) Equity Shares of the Company stand dematerialized and balance 8,16, 618 (1.490%) equity shares are still in physical form.

**19. AUDITORS & AUDITORS' REPORT****Statutory Auditors**

Pursuant to the provisions of Section 139 of the Act and the rules framed there under, M/s DGA & Co., Chartered Accountants, New Delhi were appointed as Statutory Auditors of the Company from the conclusion of the 40th Annual General Meeting (AGM) of the Company held on 12th August 2019 till the conclusion of the 43rd AGM, for a further period of three years.

**Internal Auditors**

M/s Gulvardhan Malik & Co., Chartered Accountants have been conducting periodic Internal Audit of all the operations of the Company. Internal Audit Reports are regularly placed before the Audit Committee for their review and for recommendation to the Board.

**Secretarial Auditors**

According to the provision of section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s A. Chadha & Associates, Company Secretaries is continuing as Secretarial Auditor of the Company.

**20. STATUTORY AUDIT**

The Report of the Statutory Auditors of the Company along with the Notes to Schedules forms part of the Annual Report 2020-2021 and contains an Unmodified Opinion without any qualification, reservation, disclaimer or adverse remark.

The Statutory Auditors of the Company have not reported any fraud as specified in Section 143(12) of the Companies Act, 2013.



## **21. COST AUDIT**

The Company is not required to maintain cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013.

## **22. INTERNAL CONTROL**

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of fraud, error reporting mechanisms, accuracy and completeness of the accounting records, and timely preparation of reliable financial disclosures. The information about internal controls is set out in the Management Discussion & Analysis report which is attached and forms part of this Report.

## **23. RISK MANAGEMENT**

The Risk Management is overseen by the Audit Committee of the Company on a continuous basis. The Committee oversees Company's process and policies for determining risk tolerance and review management's measurement and comparison of overall risk tolerance to established levels. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuous basis.

## **24. CHANGE IN THE NATURE OF BUSINESS**

During the year under review, there has been no change in the nature of business of the Company.

## **25. MICRO, SMALL AND MEDIUM ENTERPRISES (MSME)**

Your Company is a 'Medium Enterprise' under the 'Micro, Small and Medium Enterprises Development Act, 2006' vide registration number dated 03.07.2020: UDYAM-DL-09-0000001.

## **26. DEPOSITS FROM PUBLIC**

The Company has not accepted any deposit from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

## **27. CORPORATE SOCIAL RESPONSIBILITY (CSR)**

As per section 135 and Schedule VII of the Companies Act, 2013, your Company has already constituted the Corporate Social Responsibility Committee of Board of Directors. The present members are Mr. Yash Kumar Sehgal, Chairman, Mr. Lalit Bhasin, Member and Mr. Luv Malhotra, Member. The CSR policy as approved by Board of Directors in pursuance of section 134 (3) (o) of the Act is annexed and form part of this report. Further, the Annual Report on CSR activity in pursuance of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules 2014, describing inter-alia the initiatives taken by the Company in implementation of its CSR Policy is annexed and forms part of this Report.

## **28. RELATED PARTY TRANSACTION**

In terms of provision to clause (h) sub section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014, the salient features of the Related Party Transactions of the Company is set out in the prescribed form AOC-2, which forms part of the Annual Report 2020-21.

During the year under review, there is no related party transaction covered under Section 188(1) of the Companies Act, 2013. There were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interest of the Company. However, Dr. Lalit Kumar Malhotra is being appointed as an Advisor to the Company under section 188(1) of the Companies Act, 2013 w.e.f. 01st July, 2021 for a period of three years with an advisory fee not exceeding Rs. 2.50 Lacs per month in the ensuing Annual General Meeting. He is related to Mr. Luv Malhotra and Ms. Kajal Malhotra.

The Board of Directors of the Company has on the recommendation of the Audit Committee, adopted a policy to regulate transactions if any, between the Company and its Related Parties, in compliance with the applicable provisions of the Companies Act 2013, the Rules thereunder and the Listing Agreement. This Policy was approved by the Board and is available on the website of the Company at [www.chl.co.in](http://www.chl.co.in)

## **29. DISCLOSURES**

### **Meetings of the Board**

Four Meetings of the Board of Directors were held during the year. The particulars of the meetings held and attended by each Director are detailed in the Corporate Governance Report.

**Audit Committee**

The Audit Committee comprises Mr. Yash Kumar Sehgal, Chairman, Mr. Lalit Bhasin and Mr. Luv Malhotra. During the year, all the recommendations made by the Audit Committee were accepted by the Board.

**Nomination and Remuneration Committee**

Nomination and Remuneration Committee comprises Mr. Lalit Bhasin, Chairman, Mr. Yash Kumar Sehgal and Ms. Kajal Malhotra.

**Stakeholders' Relationship Committee**

The Stakeholders' Relationship Committee comprises Mr. Yash Kumar Sehgal, Chairman, Mr. Lalit Bhasin and Ms. Kajal Malhotra. Details of composition of other committees are given in the Corporate Governance Section of the Annual Report.

**Risk Management Committee**

The Risk Management Committee of the Company consists of Mr. Yash Kumar Sehgal, Chairman, Mr. Lalit Bhasin, Mr. Luv Malhotra and Mr. Navneet Dhawan.

**Corporate Social Responsibility Committee**

Corporate Social Responsibility Committee comprises Mr. Yash Kumar Sehgal, Chairman, Mr. Lalit Bhasin, Member and Mr. Luv Malhotra, Member.

**30. BOARD EVALUATION**

The performance evaluation of the Board, its Committees and Individual Directors was conducted and the same was based on questionnaire and feedback from all the Directors on the Board as a whole, Committees and self-evaluation. Directors, who were designated, held separate discussions with each of the Directors of the Company and obtained their feedback on overall Board effectiveness as well as each of the other Directors. Based on the questionnaire and feedback, the performance of every Director was evaluated in the meeting of the Nomination and Remuneration Committee (NRC). The Meeting of NRC also reviewed performance of the Managing Director (qualitative).

A separate meeting of the Independent Directors ("Annual ID meeting") was convened on 10/02/2021, which reviewed the performance of the Board (as a whole), the Non-Independent Directors and the Chairman & Managing Director. Post the Annual ID Meeting, the collective feedback of each of the Independent Director was discussed by the Chairman of the NRC with the Board's Chairman covering performance of the Board as a whole as well as performance of the Non-Independent Directors and performance of the Board Chairman.

**Some of the key criteria for performance evaluation are as follows****Performance evaluation of Directors**

- Attendance at Board or Committee meetings.
- Contribution at Board or Committee meetings.
- Guidance/support to management outside Board/Committee meetings.

**Performance evaluation of Board and Committees**

- Degree of fulfillment of Key responsibilities
- Board structure and composition
- Establishment and delineation of responsibilities to committees.
- Effectiveness of Board processes, information and functioning.
- Board culture and dynamics.
- Quality of relationship between Board and Management.
- Efficacy of communication with external stakeholders.

**31. PARTICULARS AS PER SECTION 134(3) (m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS) RULES 2014**

**(a) Conservation of Energy**

Energy conservation continues to receive priority attention at all levels. All efforts are made to conserve and optimize use of energy with continuous monitoring, improvement in maintenance and distribution systems and through improved operational techniques. To give thrust on energy conservation, "optimum utilization of natural light", is focused on and energy saving lighting solution such as light emitting diodes and solar panel and devices such as automated controls and sensors are fitted in wherever necessary and feasible and it is being continuously adopted.

**(b) Technology Absorption: Nil**

**(c) Foreign Exchange Earnings and Outgo**

During the year under review, your company has earned Rs. 89.30 Lacs Foreign Exchange (Previous Year Rs. 1140.43 Lacs) and used foreign exchange to the extent of Rs. 3.32 Lacs (Previous year Rs. 8.27 Lacs).

**32. ACKNOWLEDGEMENTS**

Your Directors wish to convey their appreciation to the business associates for their support and contribution during the year. Your Directors would also like to thank Central Government and State Government especially Department of Tourism, employees, shareholders, customers, suppliers, alliance partners and bankers for the continued support given by them to the Company and their confidence reposed in the management and the Company.

**For and on behalf of the Board**

Place: New Delhi

Date: 25th June, 2021

**Gagan Malhotra**

**Chairman**

**DIN: 00422762**



**FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN  
As on financial year ended on 31.03.2021**

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

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	L55101DL1979PLC009498
2.	Registration Date	16.03.1979
3.	Name of the Company	CHL LIMITED
4.	Category/Sub-category of the Company	HOSPITALITY
5.	Address of the Registered office & contact details	HOTEL THE SURYAA, COMMUNITY CENTRE, NEW FRIENDS COLONY, NEW DELHI - 110025
6.	Whether listed company	YES
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/S BEETAL FINANCIAL & COMPUTER SERVICES PRIVATE LIMITED BEETAL HOUSE, 3 <sup>RD</sup> FLOOR, 99, MADANGIR BEHIND LOCAL SHOPPING CENTRE, NEW DELHI-110062 Phone: 29961281-83 Fax: 29961284 E-mail: beetalrta@gmail.com

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the company shall be stated

Sl.No.	Name and Description of main products/services	NIC Code of the company Product/service	% to total turnover of the company
1	ACCOMODATION, FOOD AND BEVERAGES SERVICES	55101	99.20

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

Sl.No.	NAME	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable
1.	CHL International	Not applicable	Subsidiary Company	60.66%	2(87)

**IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)****A. Category-wise Shareholding**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters/ Persons acting in concert (PAC)</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	4504320	0	4504320	8.22	4504320	0	4504320	8.22	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
<b>SUB-TOTAL (A)(1)</b>	<b>4504320</b>	<b>0</b>	<b>4504320</b>	<b>8.22</b>	<b>4504320</b>	<b>0</b>	<b>4504320</b>	<b>8.22</b>	<b>0</b>
<b>(2) Foreign</b>									
a) NRI-Individuals	3136429	0	3136429	5.72	3136429	0	3136429	5.72	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	32288300	0	32288300	58.90	32288300	0	32288300	58.90	0

d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
<b>SUB TOTAL (A) (2)</b>	<b>35424729</b>	<b>0</b>	<b>35424729</b>	<b>64.62</b>	<b>35424729</b>	<b>0</b>	<b>35424729</b>	<b>64.62</b>	<b>0</b>
<b>Total Shareholding of Promoter/ PAC (A) = (A)(1)+(A)(2)</b>	<b>39929049</b>	<b>0</b>	<b>39929049</b>	<b>72.84</b>	<b>39929049</b>	<b>0</b>	<b>39929049</b>	<b>72.84</b>	<b>0</b>
<b>B. Public Shareholding</b>									
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(1):</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>2. Non-Institutions</b>									
(a) Bodies Corp.	681674	5000	686674	1.256	672281	5000	677281	1.235	-0.021
(i) Indian	0	0	0	0	0	0	0	0	0
(ii) Overseas	0	0	0	0	0	0	0	0	0
(b) Individuals	0	0	0	0	0	0	0	0	0
(i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	1242819	286368	1529187	2.79	1256716	282618	1539334	2.81	0.02
(ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	632626	0	632626	1.15	632731	0	632731	1.15	0
(c) Others (specify)									
Non Resident Indians	11031055	529000	11560055	21.09	11031055	529000	11560055	21.09	0
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	750	0	750	0.0014	250	0	250	0.0005	-0.0009
Trusts	0	0	0	0	0	0	0	0	0
HUF	87864	0	87864	0.16	87505	0	87505	0.16	0
Others-IEPF-Authority	392085	0	392085	0.72	392085	0	392085	0.72	0
<b>Sub-total (B)(2):</b>	<b>14068873</b>	<b>820368</b>	<b>14889241</b>	<b>27.16</b>	<b>14072623</b>	<b>816618</b>	<b>14889241</b>	<b>27.16</b>	<b>0</b>
<b>Total Public Shareholding (B)=(B)(1) + (B)(2)</b>	<b>14068873</b>	<b>820368</b>	<b>14889241</b>	<b>27.16</b>	<b>14072623</b>	<b>816618</b>	<b>14889241</b>	<b>27.16</b>	<b>0</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Grand Total (A+B+C)</b>	<b>53612672</b>	<b>1205618</b>	<b>54818290</b>	<b>100</b>	<b>54001672</b>	<b>816618</b>	<b>54818290</b>	<b>100</b>	<b>0</b>

**B) Shareholding of Promoters along with person acting in concert**

S.N.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares of Rs.2/- each	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	No. of Shares of Rs.2/- each	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	
1	Mrs. Renu Malhotra	2500	0.00	0	2500	0.00	0	0
2	Mr. A K Malhotra	4000	0.01	0	4000	0.01	0	0
3	Ms. Kajal Malhotra	5000	0.01	0	5000	0.01	0	0
4	Mrs.Aneeta Chopra	170850	0.31	0	170850	0.31	0	0
5	Ms.Sunita Malhotra	61000	0.11	0	61000	0.11	0	0
6	Mr.D V Malhotra	1330444	2.43	0	1330444	2.43	0	0
7	Mr. Luv Malhotra	359580	0.66	0	359580	0.66	0	0
8	Dr. Lalit Kumar Malhotra*	2057680	3.75	0	2057680	3.75	0	0
9	Mrs. Neera Malhotra	120800	0.22	0	120800	0.22	0	0
10	Mrs. Usha Malhotra	1205905	2.20	0	1205905	2.20	0	0
11	Mr. Gagan Malhotra	75000	0.14	0	75000	0.14	0	0
12	Mr. Lokesh Malhotra	450080	0.82	0	450080	0.82	0	0
13	Mrs. Alka Malhotra	125000	0.23	0	125000	0.23	0	0
14	Mr. Kumud Malhotra	150000	0.27	0	150000	0.27	0	0
15	Mrs. Chand Malhotra	191650	0.35	0	191650	0.35	0	0
16	Mr. Bhupinder Nath Malhotra	674980	1.23	0	674980	1.23	0	0
17	Mr. Neel Kamal Malhotra	656280	1.20	0	656280	1.20	0	0
18	M/s Malbros Investments Inc.	32288300	58.90	0	32288300	58.90	0	0
Total		39929049	72.83	0	39929049	72.83	0	0

\*18,39,000 equity shares of Rs. 2/- each is held by Ultima Leasing & Financing through its partner Dr. Lalit Kumar Malhotra.

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

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
At the beginning of the year	39929049	72.84	39929049	72.84
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	There is no change in the shareholdings of Promoters along with the person acting in concert			
At the end of the year	39929049	72.84	39929049	72.84

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

S N	Name of the Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Mr. Navin Sabharwal	5150750	9.39	5150750	9.39
2	Mr. Om Parkash Bajaj	3448600	6.29	3448600	6.29
3	Mrs. Hemlata Sabharwal	906250	1.65	906250	1.65
4	Mr. Ashwani Bajaj	811250	1.48	811250	1.48
5	M/s Gemini Portfolio Pvt Ltd	569360	1.04	569360	1.04
6	Ms. Rima Arora	339280	0.62	339280	0.62
7	Ms. Purnima Pathela	327500	0.60	327500	0.60
8	Ms. Ratna Bajaj	317000	0.58	317000	0.58
9	Mr. Amit Yeshwant Modak	191726	0.35	191831	0.35
10	Mr. Shashi Ramakant Kasat	101620	0.18	101620	0.18
11	Mr. Ramakant R Kasat	74380	0.14	74380	0.14

**E) Shareholding of Directors and Key Managerial Personnel:**

S N	Shareholding of each Directors and Key Managerial Personnel	Shareholding at the beginning of the year		Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares	No. of shares	% of total shares
1	Mr. Luv Malhotra	359580	0.66	359580	0.66	359580	0.66
2	Mr. Gagan Malhotra	75000	0.14	75000	0.14	75000	0.14
3	Ms. Kajal Malhotra	5000	0.01	5000	0.01	5000	0.01
4	Mr. Alkesh Tacker	21025	0.04	21025	0.04	21025	0.04
5	Mr. Lalit Bhasin	0	0	0	0	0	0
6	Mr. Subhash Krishandayal Ghai	0	0	0	0	0	0
7	Mr. Yash Kumar Sehgal	5000	0.01	5000	0.01	5000	0.01
8	Mr. Gopal Prasad	0	0	0	0	0	0
9	Mr. G.J. Varadarajan	0	0	0	0	0	0

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

(Rs. in Lacs)

Particulars	Secured Loans excluding deposits	Long term Finance Lease Obligations	Unsecured Short term Loans/ Intercorporate deposits	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>					
(i) Principal Amount	251.40	98.12	600.00	-	949.52
(ii) Interest due but not paid	2.60	-	6.86	-	9.46
(iii) Interest accrued but not due	-	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>254.00</b>	<b>98.12</b>	<b>606.86</b>	<b>-</b>	<b>958.98</b>



<b>Change in Indebtedness during the financial year</b>					
Addition	-		610.40	-	610.40
Reduction	95.32	35.17	60.40	-	190.89
<b>Net Change</b>	<b>(95.32)</b>	<b>(35.17)</b>	<b>550.00</b>	<b>-</b>	<b>419.51</b>
<b>Indebtedness at the end of the financial year</b>					
(i) Principal Amount	158.68	62.95	1150.00	-	1371.63
(ii) Interest due but not paid	-	-	13.55	-	13.55
(iii) Interest accrued but not due	-	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>158.68</b>	<b>62.95</b>	<b>1163.55</b>		<b>1385.18</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

(Rs. in Lacs)

SI No.	Particulars of Remuneration	Managing Director	Executive Director	Total Amount
		Mr. Luv Malhotra	Mr. Gagan Malhotra	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961*	42.49	37.98	80.47
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.40	0.40	0.80
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	<b>Total (A)</b>	<b>42.89</b>	<b>38.38</b>	<b>81.27</b>

\*including sitting fees for the Board/Committee Meetings.

Notes:

Mr. L.K. Malhotra was paid Rs. 23.54 Lacs as executive chairman of the company. He resigned from the directorship of the company w.e.f. 01.10.2020.

**B. Remuneration / Sitting fees to other Directors**

(Rs. in Lacs)

S.No.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. Yash Kumar Sehgal	Mr. Lalit Bhasin	Mr. Subhash Ghai	Mr. Alkesh Tacker	
1	<b>Independent Directors</b>					
	Fee for attending Board/ Committee Meetings	2,00,000	2,00,000	20,000	80,000	5,00,000
	Commission	Nil	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil	Nil
	<b>Total (1)</b>	<b>2,00,000</b>	<b>2,00,000</b>	<b>20,000</b>	<b>80,000</b>	<b>5,00,000</b>
2	<b>Other Non-Executive Directors</b>					
	Fee for attending Board/ Committee Meetings	1,20,000	-	-	-	1,20,000
	Commission	Nil	Nil	-	-	Nil
	Others, please specify	Nil	Nil	-	-	Nil
	<b>Total (2)</b>	<b>1,20,000</b>	<b>-</b>			<b>1,20,000</b>
	<b>Total (B)=(1+2)</b>	<b>3,20,000</b>	<b>2,00,000</b>	<b>20,000</b>	<b>80,000</b>	<b>6,20,000</b>



**Notes:**

1. Dr. L.K. Malhotra resigned from the directorship of the company w.e.f. 01.10.2020 and he has attended two board meetings and Rs. 40,000 was paid as sitting fees.
2. Mr. R.C. Sharma resigned from the directorship of the company w.e.f. 18.09.2020 and he has not attended any Board Meeting and no sitting fees was paid.
3. Mr. A.K. Malhotra ceased to be a director of the company w.e.f. 25.10.2020 and he has attended two Board Meetings and Rs. 40000 was paid as sitting fees.

**C. Remuneration to key managerial personnel other than MD/Manager/WTD.**

(Rs. in Lacs)

S.N.	Particulars of Remuneration	Key Managerial Personnel		
		CFO	CS	TOTAL
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	5.79	5.90	11.69
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	<b>Total</b>	<b>5.79</b>	<b>5.90</b>	<b>11.69</b>

**Notes:**

Mr. N. K. Goel resigned from the post of CFO of the company w.e.f. 01.07.2020 and he was paid remuneration Rs. 6.70Lacs for a period of three months.

**Remuneration ratio of the directors / key managerial personnel (KMP) / employees:**

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors is furnished hereunder:

(Rs. in Lacs)

S.N	Name	Designation	Remuneration paid in FY 2020-21	Remuneration paid in FY 2019-20	Increase in remuneration from previous year	Ratio/ Times per Median of employees remuneration
1.	Mr. Luv Malhotra	Managing Director	*40.89	*66.00	-	16.36
2.	Mr. Gagan Malhotra	Executive Director	*37.18	*60.00	-	14.87
3.	Mr. Gopal Prasad	Chief Financial Officer	5.79	-	-	2.32
4.	Mr. G.J.Varadarajan	Company Secretary	5.90	10.86	-	2.36

\*excluding sitting fees for the Board/Committee Meetings and perquisites u/s 17(2) of the Income Tax Act, 1961

**Notes:**

Mr. Gopal Prasad has been appointed as Chief Financial Officer of the company w.e.f. 21.09.2020

**VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (Give Details)
<b>A. COMPANY</b>					
Penalty			None		
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty			None		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			None		
Punishment					
Compounding					

**FORM AOC – 1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)  
Statement containing salient features of the financial statement of subsidiary

1.	Name of the subsidiary	CJSC CHL International (Incorporated at Tajikistan)
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31.12.2020
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Somoni (1 Somoni = Rs. 6.490 as on 31.03.2021)
4.	Share capital	Rs. 11,441.68 Lacs
5.	Other Equity	(Rs 16,067.78 Lacs)
6.	Total assets	Rs. 24,404.24 Lacs
7.	Liabilities (Total Liabilities minus (Share Capital+ Other Equity))	Rs. 29,030.34 Lacs
8.	Investments	Rs. 0.30 Lacs
9.	Turnover (Including other income)	Rs. 714.23 Lacs
10.	Profit/(Loss)before taxation	(Rs. 2,431.40 Lacs)
11.	Provision for taxation	Nil
12.	Profit/(Loss) after taxation	(Rs. 2,431.40 Lacs)
13.	Proposed Dividend	Nil
14.	% of shareholding	60.66%

Notes: There is no subsidiary which is yet to commence operation.  
There is no subsidiary which has been liquidated or sold during the year.

**For and on behalf of the Board of Directors**

Place: New Delhi  
Date: 25th June, 2021

**Gagan Malhotra**  
Chairman  
DIN: 00422762

**FORM NO. AOC -2**  
**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and**  
**Rule 8(2) of the Companies (Accounts) Rules, 2014**

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

**1. Details of contracts or arrangements or transactions not at Arm's length basis.**

There were no contracts or arrangements or transactions entered in to during the Financial Year ended on 31st March, 2021, which were not arm's length basis.

**2. Details of contracts or arrangements or transactions at Arm's length basis.**

S. No.	Name of the parties	Nature of relationship	Salient terms	Nature of Transaction	Amount (in Lacs Rs) as on 31st March, 2021
1.	Mr. Luv Malhotra	Managing Director	Not Applicable	Remuneration	40.89
2.	Mr. Gagan Malhotra	Executive Director	Not Applicable	Remuneration	37.18
3.	Mr. G. J. Varadarajan	Company Secretary	Not Applicable	Salary	5.90
4.	Mr. Gopal Prasad	Chief Financial Officer	Not Applicable	Salary	5.79
5.	Malbros Holdings Pvt. Ltd.	Related Party	Not Applicable	Inter-corporate deposits (ICD)	1163.55

**For and on behalf of the Board**

Place: New Delhi  
Date: 25th June, 2021

**Gagan Malhotra**  
**Chairman**  
**DIN: 00422762**

**MANAGEMENT DISCUSSIONS AND ANALYSIS  
MACROECONOMIC OVERVIEW / GLOBAL ECONOMY**

The Financial Year 2020-2021 witnessed the economic and social disruption caused by the outbreak of COVID-19 pandemic across the world. A large number of people lost their livelihoods and business enterprises facing an existential threat. Left with no other options, in the initial phase of the pandemic, Government across the world imposed countryside lockdown which restricted movement of people and many countries closing their boundaries to arrest the spread of pandemic. By end of this year 2021, about 100 million people are expected to have fallen back into extreme poverty. These adverse impacts have been felt hardest by the most vulnerable groups – women, children and unskilled and informal workers.

The pandemic severely impacted the travel and tourism globally which suffered a loss of almost USD 4.5 trillion. Domestic visitor spend decreased by 45% while international visitor spend decreased by 69.4% compared to 2019-20 (Source: World Travel & Tourism Council, Economic Impact Reports 2020). The first wave of the pandemic is estimated to cause a loss of 61.6 million jobs globally with a threat of higher losses. The existing fiscal support and policy initiatives launched by various governments are withdrawn before the recovery starts. New variants of the COVID-19 virus and a surge in diagnosed cases in large developing economies and resistance to vaccinations among some populations in developed economies raise questions about the speed and strength of an economic recovery over the near term. A resurgence of infectious cases in Europe, Russia, the United States, Japan, Brazil, India, and across much of Africa has renewed calls for lockdowns and curfews and threatens to weaken or delay a potential sustained economic recovery into mid to late 2021. The economic fallout from the pandemic has affected certain industrial sectors of the economy and certain population groups disparately and could risk continued labor dislocations as a result of lingering high levels of unemployment not experienced since the Great Depression of the 1930s. In some cases, workers are reconsidering their career choices and work patterns, which may imply a post-pandemic economy marked by more varied labor arrangements and an altered urban environment.

**Indian Economy**

India's Gross Domestic Product (GDP) contracted 7.3% in 2020-21, as per provisional National Income estimates released by the National Statistical Office. GDP growth in 2019-20, prior to the COVID-19 pandemic, was 4%. The fourth quarter of 2020-21 recorded a growth of 1.6% in GDP, after the country had entered a technical recession in the first half of the year. The Gross Value Added (GVA) recorded 3.7% growth in Q4, compared to 1% in Q3. GVA had contracted 22.4% and 7.3% in the first and second quarters of 2020-21 respectively. GVA from Trade, Hotels, Transport, Communication and Broadcasting-related services recorded the sharpest decline of 18.2%, followed by Construction (-8.6%), Mining and quarrying (-8.5%) and Manufacturing (-7.2%) (Source: National Statistical Office)

Even as there is significant uncertainty around the duration and intensity of the pandemic, and its impact on India's economic performance in 2020-21, there are a few bright spots. Agriculture and allied activities continue to be resilient and a normal south west monsoon is expected in 2021, which augurs well for rural demand. At the same time, inflationary pressures are likely to be in check with collapse in crude prices and softening of food prices, allowing room for further fiscal and monetary policy interventions.

**Business Performance / Opportunities**

While the fight against the COVID-19 pandemic is not yet won, with a vaccine in sight, there is at least a faint light at the end of the tunnel. Barring any unexpected catastrophes, individuals, businesses, and society can start to look forward to shaping their futures rather than just grinding through the present. The next normal is going to be different. It will not mean going back to the conditions that prevailed in 2019. Indeed, just as the terms "prewar" and "postwar" are commonly used to describe the 20th century, generations to come will likely discuss the pre-COVID-19 and post-COVID-19 eras.

This year is likely to be another full of major transitions. Year 2021-22 is even much more challenging as compared to the previous year from a macroeconomic standpoint. Not only did economic growth decelerate as the year progressed, social and economic concerns added to the policy uncertainty, dampening sentiment and arresting modest gains towards economic revival over the past few years. From the Hospitality and Service Industry's perspective, even as this affected the broad-based demand, there are opportunities across markets and service based product segments. This focus would be reflected in our performance in the coming years.

**(a) A Profile of the business unit**

Hotel The Suryaa, a 5-Star Deluxe Hotel owned by CHL Limited is located at New Friends Colony in South Delhi, at a distance of 20 minutes drive from Connaught Place and 40 minutes drive from the domestic airport. Your Hotel figures out as a prominent landmark hotel with a new and fresh look up of the Hotel among the Star Hotels in Delhi.

The Hotel has 163 Deluxe Rooms, 55 Club Deluxe, 17 Club Premier Rooms, 6 Deluxe Suite, 3 Luxury Suite, and 1 Presidential Suite. The Hotel offers international, contemporary and casual food with quality and style.

**Sampan** - the 92 cover restaurant for authentic Cantonese and Pan Asian restaurant and a panoramic roof top view of the city.

**Ssence** - the 146 cover multi cuisine restaurant - guest can take advantage of the global cuisine-dining facility at the lobby level, catering to all contemporary international taste. **Atrium Lounge Bar** - one can enjoy the world's finest liquors and sprits; **Club one** – the fitness center which offers a full-fledged Ayurvedic Treatment Center cum Spa, physical therapy, cardiopulmonary rehabilitation and weight control programs.

**(b) Internal Control Systems and their adequacy**

In the opinion of the Management, the internal control systems are adequate. Internal checks, interdependence of jobs responsibilities ensure joint discussions and approvals before any financial commitment is made. Internal Audits are being carried out periodically by the Internal Auditors M/s. Gulvardhan Malik & Co. Internal Audit Reports are periodically placed before the Audit Committee for review. The Board of Directors take due consideration of the recommendations of the Audit Committee.

**Management has put in place effective Internal Control Systems to provide reasonable assurance for:**

- Safeguarding Assets and their usage.
- Maintenance of Proper Accounting Records and
- Adequacy and Reliability of the information used for carrying on Business Operations.

**Key elements of the Internal Control Systems are as follows:**

- (i) Existence of Authority Manuals and periodical updating of the same for all Functions.
- (ii) Existence of clearly defined organizational structure and authority.
- (iii) Existence of corporate policies for Financial Reporting and Accounting.
- (iv) Existence of Management information system updated from time to time as may be required.
- (v) Existence of Annual Budgets and Long Term Business Plans.
- (vi) Existence of Internal Audit System.
- (vii) Periodical review of opportunities and risk factors depending on the Global / Domestic Scenario and to undertake measures as may be necessary.

The Audit Committee is regularly reviewing the Internal Audit Reports in all the key areas of the operations. Additionally the Audit Committee approves all the audit plans and reports for significant issues raised by the Internal and External Auditors. Regular reports on the business development, future plans and projections are given to the Board of Directors. Internal Audit Reports are regularly circulated for perusal of Senior Management for appropriate action as required.

Normal foreseeable risks of the Company's assets are adequately covered by comprehensive insurance. Risk assessments, inspections and safety audits are carried out periodically.

**(c) Risk and concerns**

Management identifies potential risks associated with the company's business, and periodically keeps the Board informed of the risks and the measures taken by the company to mitigate such risks. There is no risk or concern other than those which are common such as rise in raw material prices, downturn in economy, civil disturbances and war like situations. The policy for risk management and risk management committee has been constituted.

**(d) Financial performance and operational performance**

**Sales & Other Income**

The gross revenue during the year under review was Rs. 1,680.68 Lacs as against Rs. 6,073.54 Lacs during the previous financial year.

**Profit / Loss before Tax**

Your Company has registered Loss before tax of Rs. (687.32) Lacs as against profit before tax of Rs. 475.06 Lacs during the previous Financial Year.

**Total Comprehensive Income after Tax**

Your company has registered Total Comprehensive Income/ (Loss) after tax of Rs.(598.10) Lacs as against Rs. 286.55 Lacs during the previous Financial Year.

**Key Financial Ratios**

Key Financial Ratios are given below:

S.No.	Particulars	2020-21	2019-20
1.	EBITDA/Turnover (percent)	<b>(14.81)</b>	16.87
2.	Profit After Tax / Turnover (percent)	<b>(39.77)</b>	4.76
3.	EBITDA /Net Interest (No.of times)	<b>(1.38)</b>	3.80
4.	Debt to Equity	<b>0.27</b>	0.28
5.	Return on Equity (percent)	<b>(5.36)</b>	2.43
6.	Book value per share (Rs./share)	<b>20.32</b>	21.48
7.	Earning per share (Rs./share)	<b>(1.09)</b>	0.52

**(e) Human Resources and Industrial Relations**

An Internal Complaint Committee (ICC) pursuant to the provisions of Companies Act, 2013 for prevention, prohibition and redressal of complaints/grievances on the sexual harassment of women at work places is in place.

The Company continued the welfare activities for the employees, which include Medical Care, Group Insurance, and Cafeteria Facility. To enrich the skills/experience of the employees, your Company arranges practical Training Courses by Internal Faculty.

The Company has paid attention to recruitment and development of all categories of staff. The industrial relations between the employees and the Company continue to be cordial and your Directors wish to place on record their appreciation for the contribution made by the employees at all levels.

**(f) Cautionary Statement**

Management Discussion and Analysis Report to the shareholders is in compliance with the Corporate Governance standard incorporated in the Listing Regulations and as such cannot be constituted as holding for any forecast/projection/explanation. Actual results may vary from those expressed or implied, depending upon economic conditions, Government Policies and other incidental factors. Readers are cautioned not to place undue reliance on the forward looking statements.

Management Discussion and Analysis Report forms part of the Report of the Directors.

**CHL LIMITED****REPORT ON CORPORATE GOVERNANCE (2020-21)****1. COMPANY'S PRACTICE ON CORPORATE GOVERNANCE**

Corporate Governance is the combination of practices and compliance with laws and regulations leading to effective control and management of the organization. At CHL Limited, the Corporate Governance has been integral part of the way we have been doing our business since inception. We consider stakeholders as our partners in our success and remain committed to maximizing stakeholders' value. Good Corporate Governance leads to long term stakeholders' value.

The company places great emphasis on values such as empowerment and integrity of the employees, safety of the employees, transparency in decision making process, fair and ethical dealings with all, pollution free clean environment and last but not the least, accountability to all the stakeholders. These practices being followed since the inception have contributed to the Company's sustained growth.

The Company's policies, practices and philosophy adopted since inception are in line with Corporate Governance. These policies and practices are reviewed periodically to ensure its effective compliance. The composition of Board of Directors is well equipped with a view to manage the affairs of the Company efficiently and professionally.

**2. BOARD OF DIRECTORS**

The Company has balanced Board of Directors, which primarily takes care of the business needs and stakeholders' interest. The Non-executive Directors including Independent Directors on the Board are experienced, competent and highly renowned persons from the fields of manufacturing, finance & taxation, economics, law, Governance etc. They take active part at the Board and Committee Meetings by providing valuable guidance to the Management on various aspects of business, policy direction, governance, compliance etc. and play critical role on strategic issues, which enhance the transparency and add value in the decision making process of the Board of Directors. The composition of the Board is as per the provisions of the Companies Act, 2013 and the Listing Regulations.

**(i) Composition and Category of Directors as on 31st March, 2021 is as follows:**

Category	No. of Directors
Executive Directors	2
Non - Executive Non Independent Directors	1
Independent Directors	4
Total	7

**(ii) Date of Board Meetings**

The Board of Directors duly met four times during the Financial Year 1st April, 2020 to 31st March, 2021. The dates on which the meetings were held are hereunder:

S.No.	Date of Board Meeting
1.	26.06.2020
2.	07.09.2020
3.	12.11.2020
4.	10.02.2021

**(iii) Attendance at the Board Meetings and at the last AGM held on 29.09.2020**

Name of Directors	No. of Board Meetings Attended	Last AGM attendance (Yes/No)
Mr. Luv Malhotra	4	Yes
Mr. Gagan Malhotra	4	Yes
Mr. Subhash Krishandayal Ghai	1	No
Mr. Lalit Bhasin	4	Yes
Mr. Yash Kumar Sehgal	4	Yes
Ms. Kajal Malhotra	4	Yes
Mr. Alkesh Tacker	4	Yes

**Notes:**

- Dr. Lalit Kumar Malhotra resigned from the directorship of the company w.e.f. 01st October, 2020. During the year under review, he has attended two Board Meetings and also attended the last AGM.
- Mr. Ramesh Chandra Sharma resigned from the directorship of the company w.e.f. 18.09.2020. During the year under review, he has not attended any Board Meeting and attended the last AGM.
- Mr. Ashok Kumar Malhotra ceased to be a director of the company w.e.f. 25.10.2020 due to his demise. During the year under review, he attended two Board Meetings and also attended the last AGM.

(iv) Particulars of Directorships in other Companies (as on 31st March, 2021)

Other Directorships including other Board Committee Members

S.No.	Name of the Director and Designation	Directorship in other Companies*	Other Board Committee Members*
1.	Mr. Luv Malhotra Managing Director	1. CHL (South) Hotels Ltd. 2. Malbros Holdings Private Limited 3. Hotel And Restaurant Associations of Northern India.	<b>Audit Committee</b> CHL (South) Hotels Ltd. <b>Nomination &amp; Remuneration Committee</b> CHL (South) Hotels Ltd.
2.	Mr. Gagan Malhotra Executive Director	Rache Overseas Pvt. Ltd	-
3.	Mr. Subhash Ghai Independent Director	1. Mukta Arts Limited Executive Chairman 2. Whistling Woods International Limited. 3. Mukta V N Films Limited. 4. Mukta Tele Arts Pvt. Ltd. 5. Mukta Creative Ventures Limited. 6. The Film & Television Producers Guild of India Ltd. 7. Attitude India Media Private Limited. 8. Mukta A2 Cinemas Limited. 9. Whistling Woods International Foundation. 10. Whistling Woods International Education Foundation	-
4.	Mr. Lalit Bhasin Independent Director	1. HB Leasing & Finance Co. Ltd. Chairman 2. HB Stockholdings Ltd. Chairman 3. HB Portfolio Ltd. Chairman 4. HB Estate Developers Ltd. Chairman 5. Taurus Asset Management Co.Ltd. 6. RRB Master Securities Delhi Ltd. 7. HB Financial Consultants Pvt. Ltd. 8. RRB House Finance Pvt. Ltd. 9. Pal Properties (India) Pvt. Ltd. 10. ALMR Gem & Trading Pvt. Ltd.	<b>Audit Committee</b> HB Leasing & Finance Co Ltd - Member  <b>Stakeholders' Relationship Committee</b> HB Leasing & Finance Co Ltd - Chairman  <b>Nomination &amp; Remuneration Committee</b> HB Leasing & Finance Co Ltd - Member  <b>Corporate Social Responsibility Committee</b> HB Stockholdings Ltd.-Chairman Taurus Assets Management Company Ltd. Chairman
5.	Mr. Yash Kumar Sehgal Independent Director	1. Mohan Meakin Limited 2. Malbros Holdings Private Limited 3. CHL (South) Hotels Limited 4. Mohan Rocky Spring Water Breweries Limited 5. Taurus Investment Trust Company Ltd.	<b>Audit Committee</b> CHL (South) Hotels Ltd. – Chairman Mohan Meakin Limited – Member Taurus Investment Trust Company Ltd. Chairman <b>Nomination &amp; Remuneration Committee</b> CHL (South) Hotels Ltd. – Chairman Mohan Meakin Ltd.- Member <b>Stakeholders' Relationship Committee</b> Mohan Meakin Ltd.- Member
6.	Ms. Kajal Malhotra Non-Executive Non Independent Director	Malbros Holdings Private Limited Chairperson & Managing Director	-
7.	Mr. Alkesh Tacker Independent Director	CSI Telecoms Pvt. Ltd. Managing Director	-



- Excluding foreign Companies.
- Dr. Lalit Kumar Malhotra resigned from Directorship of the Company w.e.f 01.10.2020.
- Late Mr. Ashok Kumar Malhotra ceased to be a Director w.e.f. 25.10.2020 due to his demise.
- Mr. Ramesh Chandra Sharma resigned from Directorship of Company w.e.f 18.09.2020.

None of the Independent non-executive Directors was serving as an independent director in more than seven listed companies. Further, none of the Director of the company holding the position of a whole-time director in any listed company was serving as an independent director in more than three listed companies.

### 3. INDEPENDENT DIRECTOR

The Company has complied with the provisions of Independent Directors as per the Listing Regulations and according to the Provisions of section 149(6) of the Companies Act, 2013. The company has also obtained declarations from all the Independent Directors pursuant to Section 149 (7) of the Companies Act, 2013, confirming the meeting of the criteria of independence as stipulated under the Companies Act, 2013 and Listing Regulations.

#### Training of Independent Director

Whenever an Independent Director is inducted on the Board he is introduced to our Company's culture through appropriate orientation session and is also introduced to our organization structure, our business, constitution, board procedures, our major risks and management strategy.

The appointment letters of Independent Directors have been placed on the Company's website at [www.chl.co.in](http://www.chl.co.in) under investors Section.

#### Performance Evaluation of Independent Directors and Non-Executive Non-Independent Directors

The Board evaluates the performance of Independent Directors and Non-executive Non Independent Directors every year. All the Independent Directors and Non-executive Non Independent Directors are eminent personalities having wide experience in the field of business, industry and administration. Their presence on the Board is advantageous and fruitful in taking business decisions/administration.

#### Separate Meeting of the Independent Directors

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and the Listing Regulations, a separate Meeting of the Independent Directors of the Company was held on 10.02.2021 to receive the performance of Non-Independent Directors (including the Chairman) and the entire Board. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committee which is necessary to effectively and reasonably perform and discharge their duties.

#### Brief Profile of Independent Directors

Name of the Directors	Nationality	Date of Appointment on the Board	Qualifications	Expertise in specific functional area
<b>Mr. Subhash Krishnadayal Ghai</b>	Indian	29.11.1997	Graduate	He is an eminent and outstanding personality in film industry with more than 40 years of experience. He was honored by the United States Senate in October, 1996 for his achievement as producer and director
<b>Mr. Lalit Bhasin</b>	Indian	27.01.2011	B.Com from Sri Ram College of Commerce, Delhi.	He has a vast experience in the field of financial services industry.
<b>Mr. Yash Kumar Sehgal</b>	Indian	25.09.2013	B.A (Hons)	He has vast experience in the field of finance. He has a good expertise in framing policies and procedure for various services of the Bank.
<b>Mr. Alkesh Tacker</b>	Indian	15.03.2016	Graduate	Vast and rich experience in the varied fields of business

#### Note:

Mr. Ramesh Chandra Sharma resigned from Independent Directorship of CHL Limited w.e.f 18.09.2020.



#### 4. BOARD/COMMITTEES

The Board Committees are as under:

S.No.	Name of the Committee
(a)	Audit Committee
(b)	Nomination & Remuneration Committee
(c)	Stakeholders Relationship Committee
(d)	Risk Management Committee
(e)	Corporate Social Responsibility (CSR) Committee

##### (a) AUDIT COMMITTEE

###### (i) Terms of Reference

The Audit Committee reviews the audit reports submitted by the Internal Auditors and Statutory Auditors, Financial Results, effectiveness of Internal Audit processes and the Company's risk management strategy. It reviews the Company's established systems and the Committee is governed by the regulatory requirements mandated by the Companies Act, 2013 and as per the Listing Regulation.

###### (ii) Composition

As on 31.03.2021, the Audit Committee of the Company consists of two Independent Directors and one Non Executive Non Independent Director.

The Chairman of the Audit Committee is financially literate and other Members are having accounting or related financial management experience. The Company Secretary of the Company acts as Secretary to the Committee.

###### (iii) Meetings

During the year under review, the Committee had four Meetings as under:

S.No.	Date of Committee Meeting
1.	26.06.2020
2.	07.09.2020
3.	12.11.2020
4.	10.02.2021

###### (iv) Members and Attendance

Name of Members	Position	No. of Meetings Attended
Mr. Yash Kumar Sehgal Independent Director	Chairman	4
Mr. Lalit Bhasin Independent Director	Member	4
Mr. Luv Malhotra Managing Director	Member	4

The Chairman of the Audit Committee was present at the last Annual General Meeting.

##### (b) NOMINATION AND REMUNERATION COMMITTEE

###### (i) Terms of Reference

This Committee shall identify the persons, who are qualified to become Directors of the Company / who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal and also shall carry out evaluation of every Director's performance.

###### (ii) Composition

The Nomination and Remuneration Committee of the Company consists of two Independent Directors including Chairman and one Non Executive Non Independent Director.

###### (iii) Meeting

During the year under review, the Committee had one meeting i.e. on 05.09.2020.

###### (iv) Members and Attendance

Name of Members	Position	No. of Meeting Attended
Mr. Lalit Bhasin Independent Director	Chairman	1
Mr. Yash Kumar Sehgal Independent Director	Member	1
Ms. Kajal Malhotra Non-Executive Non Independent Director	Member	1

**(c) STAKEHOLDERS RELATIONSHIP COMMITTEE****(i) Terms of Reference**

The Committee focuses primarily on monitoring expeditious redressal of investors/stakeholders grievances and also functions in an efficient manner that all issues/concerns of stakeholders are addressed / resolved promptly.

**(ii) Composition of the Committee**

The Committee consists of two Independent Directors and one Non-executive and Non-Independent Director. The Company Secretary of the Company acts as Secretary to the Committee.

**(iii) Meeting**

During the year the Committee had one meeting i.e. on 10.02.2021.

**(iv) Members and Attendance**

Name of Members	Position	Attended
Mr. Yash Kumar Sehgal Independent Director	Chairman	1
Mr. Lalit Bhasin Independent Director	Member	1
Ms. Kajal Malhotra* Non-Executive Non-Independent Director	Member	1

\*Ms. Kajal Malhotra was inducted as the Member of Stakeholders Relationship Committee in the Meeting of the Board of Directors held on 12.11.2020, in place of Late Mr. Ashok Kumar Malhotra.

The Company attends to the investors/shareholders' correspondence and share transfers expeditiously and usually replies are sent within a period of 15 days of receipt, except in those cases which are disputed and sub-judice. There are no pending share transfers as on 31st March 2021. The Company furnishes necessary documents/information to Shareholders.

Non receipt of Annual Report and past years dividends were immediately attended. No grievances were pending at the year end. An e-mail ID: chl@chl.co.in operates for the purpose of registering investor complaints.

**Name and Designation of Compliance Officer**

Mr. G. J. Varadarajan, Company Secretary and Compliance Officer.

**(d) RISK MANAGEMENT COMMITTEE****(i) Terms of Reference**

The Company recognizes risk management as an integral component of good Corporate Governance and as a fundamental in achieving its strategic and operational objectives. It may impact shareholders' value. This Risk Management Policy applies to all team members, whether full time, part time or casual at any level of seniority within the business. The policy also applies to contractors and consultants working on behalf of CHL Ltd. This Policy as approved by the Board in the previous Financial Year has already been uploaded on the website of the Company at www.chl.co.in.

**(ii) Composition**

The Risk Management Committee of the Company consists of two Independent Directors including Chairman, one Executive Director and one Senior Executive employee.

Name of Members	Position
Mr. Yash Kumar Sehgal Independent Director	Chairman
Mr. Lalit Bhasin Independent Director	Member
Mr. Luv Malhotra Managing Director	Member
Mr. Navneet Dhawan Senior Executive Employee	Senior Executive

There are periodical discussions among the Members and with Senior Executives of the Company.

**(e) CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE**

At the commencement of the year under review the Corporate Social Responsibility Committee comprises of Mr. Yash Kumar Sehgal, Non-executive Independent Director, Chairman of the Committee, Mr. Lalit Bhasin, Non-executive Independent Director, Member of the Committee and Mr. Luv Malhotra, Managing Director, Member of the Committee.

The Company's CSR policy covers all permitted activity under schedule VII to the Act. The Committee is entrusted with the task of ascertaining the amount which the company is supposed to spend on CSR activities during a particular year in pursuance of

section 135(5) of the Act. The CSR activity as per section 135 of the Companies Act, 2013 could be undertaken through a registered trust or a registered society provided that if such trust or society is not established by the Company, it shall have an established track record of three years in undertaking similar programs or projects. The CSR policy of the company has been uploaded on the website of the company.

## 5. GENERAL BODY MEETINGS

The details of Annual General Meetings held in the last three years are as under:

Location and time for the last three AGMs:

Year	Date	Venue	Time	Whether Special Resolution Passed
2017-18	19.09.2018	Registered Office	12.30 PM	Yes
2018-19	12.08.2019	Registered Office	12.30 PM	Yes
2019-20	29.09.2020	Registered Office*	04.30 PM	No

\*The venue of the 41st Annual General Meeting held on 29.09.2020 was deemed to be the Registered Office of the Company as the meeting was conducted through video conferencing and other audio visuals means.

No Ordinary Resolution/Special Resolution requiring a postal ballot is being proposed in the ensuing AGM.

No Extraordinary General Meeting was held during the Financial Year 2020-21.

## 6. DISCLOSURES

### (a) Basis of related party transactions

The Company has distinct policy for the determining the materiality of Related Party Transactions and shall be subject to the prior approval of the Audit Committee. The said Committee may grant omnibus approval for such transactions proposed to be entered into with the Company which are repetitive in nature and are in the ordinary course of business and on at Arm's Length basis, subject to the compliance of the conditions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of the Companies Act, 2013 and Rules thereon.

Pursuant to Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your Company has made disclosures about related party transactions on a consolidated basis within 30 days from the date of publications of Financial Results (Standalone and Consolidated) for the Half Year ended on 30th September, 2020 and on 31st March, 2021.

The threshold limits for Related Party Transactions and its policies thereon shall be reviewed by the Board of Directors at least once every three years and updated accordingly. The Related Party Transaction Policy has been placed on the Company's website i.e. [www.chl.co.in](http://www.chl.co.in).

During the year under review, the Company has not entered into any Related Party Transactions which are covered under Section 188 of the Companies Act, 2013. Dr. Lalit Kumar Malhotra is being appointed as an Advisor to the Company under section 188(1) of the Companies Act, 2013 w.e.f. 01st July, 2021 for a period of three years with an advisory fee not exceeding Rs. 2.50 Lacs per month in the ensuing Annual General Meeting. He is related to Mr. Luv Malhotra and Ms. Kajal Malhotra.

The related party transactions if any are entered on arm's length basis, in the ordinary course of business and are in compliance with the applicable provisions of the Companies Act, 2013 and the Listing Regulations. There are no materially significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc. which may have potential conflict with the interest of the Company at large or which warrants the approval of the shareholders. The Board certifies that these transactions are in the ordinary course of business and are on arm's length basis.

### (b) Disclosure of Accounting Treatment

Your company has adopted Indian Accounting Standard (Ind AS) with effect from 1st April 2017. There has been no change in the Accounting policies and Practices save as detailed in Notes to the Financial Statements. Further, there is no accounting matter/transaction wherein a treatment different from that prescribed in the extant Accounting Standards has been followed while preparing the financial statements for the year under review.

### (c) Board Disclosures - Risk Management

The Company has in place a mechanism to inform the Board Members about the risk assessment and mitigation plans and periodical reviews to ensure that the critical risks are controlled by the Executive Management.

### (d) Proceeds from public issues, right issues, preferential issues etc.

The Company did not have any of the above issues during the year under review.

### (e) Secretarial Audit Report

The Company has obtained Secretarial Audit Report on Annual basis from the Company Secretary in practice for compliance with Section 204(1) of the Companies Act, 2013, Listing Regulations, SEBI Regulations on Takeover, Insider Trading and Depositories & Participants. A text of the Annual Secretarial Audit Report is annexed elsewhere.

### (f) Management Discussion and Analysis Report

The Management Discussion and Analysis Report have been included separately in the Annual Report to the Shareholders.

**(g) Shareholders**

- (i) The quarterly results are put on the Company's website www.chl.co.in under the Investor Section.
- (ii) The Company has also sent Annual Report through email to those Shareholders who have registered their email ids with Depository Participant and physical copy on request who have no email id.

**7. CEO/CFO CERTIFICATION**

The CEO / Chief Financial Officer (CFO) have issued certificate pursuant to the provisions of Regulation 17(8) of the Listing Regulations certifying that the financial statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of the Annual Report.

**8. COMPLIANCE ON CORPORATE GOVERNANCE**

The quarterly compliance report has been submitted to the Stock Exchange where the Company's equity shares are listed in the requisite format duly signed by the Compliance Officer.

**9. WHISTLE BLOWER POLICY/VIGIL MECHANISM**

The Company has established vigil mechanism in pursuant to the provisions of section 177(9) & (10) and under rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 of the Companies Act, 2013, your Company has adopted Whistle Blower Policy/Vigil Mechanism in the Board Meeting held on 09.08.2014 and the same has been uploaded on the Company's Website.

**10. MEANS OF COMMUNICATION**

Quarterly, Half-yearly and Annual Financial Results of the Company are communicated to the Stock Exchange immediately after the same are considered by the Board and are published in the Business Standard (Delhi & Mumbai) English and Hindi Edition. The results and official news release of the Company are also made available on the Company's website i.e. www.chl.co.in.

**11. SEBI COMPLAINTS REDRESSAL SYSTEM (SCORES)**

SEBI has initiated SCORES for processing the investor complaints in a centralized web based redress system and online redressal of all the shareholders complaints. The company is in compliance with the SCORES and redressed the shareholders complaints well within the stipulated time.

**12. SHAREHOLDER'S INFORMATION**

Date, Time and venue of 42 <sup>nd</sup> Annual General Meeting through VC / OAVM	31.08.2021 at 3:00 P.M. The venue of the meeting shall be deemed to be at the Registered Office of the Company at Hotel The Suryaa, New Friends Colony, New Delhi - 110025
Financial Year	1 <sup>st</sup> April 2020 to 31 <sup>st</sup> March 2021
Book Closure Date	From 25.08.2021 to 31.08.2021 (both days inclusive)
E-Voting Start Date and Time	27.08.2021 at 10:00 A.M.
E-Voting End Date and Time	30.08.2021 at 05:00 P.M.
Listing on Stock Exchange	BSE limited
Scrip Code	532992
ISIN	INE790D01020

**Listing Fee**

The Listing fees is being paid for the year 2021 - 2022 to the BSE Limited.

**Market Price Data**

The official quoted price at the Bombay Stock Exchange during the Financial Year 2020-21 is as under:

**Scrip Code: 532992 Company: CHL LTD**

**For the Period: April 2020 to March 2021**

Month	Open Price (Rs.)	High Price (Rs.)	Low Price (Rs.)	Close Price (Rs.)	No. of Shares	No. of Trades	Total Turnover (Rs.)
Apr-20	5.44	5.44	5.00	5.00	370	4	1879
May-20	4.75	4.80	4.75	4.80	450	2	2150
Jun-20	5.04	5.51	5.00	5.25	6856	22	35640
Jul-20	5.50	7.69	5.50	7.31	614	21	4412
Aug-20	7.30	8.84	6.61	8.00	9120	53	72088
Sep-20	7.61	7.86	7.02	7.26	1404	14	10760
Oct-20	6.90	6.90	6.90	6.90	40	1	276
Nov-20	7.24	7.24	6.56	6.56	338	8	2356
Dec-20	6.88	6.88	6.60	6.60	256	4	1690
Jan-21	6.60	6.95	5.70	5.99	11096	35	68095
Feb-21	5.70	6.83	5.70	6.80	6393	38	38908
Mar-21	6.95	7.10	5.98	6.40	4472	33	27320

### 13. TRANSFER OF UNCLAIMED DIVIDEND TO IEPF

Pursuant to provisions of the Companies Act, 2013 an aggregate amount of Rs. 1,16,460.00 pertaining to the final dividend for the F.Y. 2012-2013 was transferred to Investors Education and Protection Fund (IEPF) during the year under review.

### 14. COMPULSORY SHARE TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

As per the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 and amendment Rules, 2017 thereof contains the provisions for transfer of all shares in respect of which dividends has not been paid or claimed for Seven Consecutive years or more to the Investor Education and Protection Fund Authority (IEPF Authority). Accordingly, 392085 equity shares have already been transferred to IEPF authority in respect of which dividend has been unpaid/unclaimed for all the respective Financial Years ended 31.03.2012 and further, 5550 equity shares are being transfer to IEPF authority for the Financial ended 31.03.2013. The members who have a claim on above dividends may claim the same from IEPF authority by submitting an online application in the prescribed Form No.IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same, duly signed to the Company, along with requisite documents enumerated in the Form No.IEPF-5. No claim shall lie against the Company in respect of the dividend/shares so transferred.

### 15. REGISTRAR AND SHARE TRANSFER AGENT (RTA)

M/s. Beetal Financial & Computer Services Pvt. Ltd. is Registrar and Transfer Agent of the Company. Any request pertaining to investor relations may be addressed to the following address:

Beetal Financial & Computer Services Pvt. Ltd.  
Beetal House, 3rd Floor, 99, Madangir  
Behind Local Shopping Centre,  
New Delhi - 110 062  
Phone: 29961281-83 Fax: 29961284  
E- mail: beetalrta@gmail.com

**Investor correspondence may also be addressed to:**

Mr. G. J. Varadarajan  
Company Secretary & Compliance Officer  
CHL Limited, Hotel The Suryaa  
New Friends Colony, New Delhi 110025  
Tel. 91-11-26835070, 47808080 Fax: 47808081  
Email: chl@chl.co.in

### 16. SHARE TRANSFER SYSTEM

The Board of Directors of the Company has delegated the power of share transfer to the Managing Director/Company Secretary with appropriate individual limits. Further the same power has been delegated to our Registrar and Transfer Agent also to ensure the smooth functioning of the share transfer system. They periodically attend the share transfer formalities. The shares received for transfer in physical mode by the Company are transferred expeditiously and thereafter option letter for simultaneous demat of shares are being sent within a period of 15 days from the date of receipt, provided the documents are complete and the shares under transfer are not under dispute. The share certificates duly endorsed are being returned immediately to those who do not opt for simultaneous transfer cum dematerialization. Confirmation in respect of the request for dematerialization of shares is sent to the respective depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) within 15 days.

**Mandatory requirement of PAN**

SEBI vide its circular dated 7th January, 2010 has made it mandatory to furnish PAN copy in the following cases.

- (i) Deletion of name of deceased shareholder(s), where the shares are held in the name of the two or more shareholders.
- (ii) Transmission of shares to the legal heir(s), where deceased shareholder was the sole holder.
- (iii) Transposition of shares – in case of change in the order of names in which physical shares are held jointly in the names of two or more shareholders.

### 17. SHAREHOLDING PATTERN AS ON MARCH 31, 2021

Category	No. of Shareholders	No. of shares held	% of shareholding
Promoters (including persons acting in concert and OCB)	20	39929049	72.84
Public	1833	14889241	27.16
Total	1853	54818290	100

**Distribution of Shareholding**

Range of shares	No. of Shareholders	% of Shareholders to total	No. of shares of Rs. 2/- each held	% to total Shareholding
Up to 5,000	1697	91.58	652364	1.1900
5,001 to 10,000	54	2.92	237100	0.4325
10,001 to 20,000	28	1.52	232503	0.4241
20,001 to 30,000	11	0.59	144597	0.2638
30,001 to 40,000	6	0.32	102374	0.1868
40,001 to 50,000	11	0.59	268000	0.4889
50,001 to 1,00,000	15	0.80	578507	1.0553
1,00,001 and above	31	1.68	52602845	95.9586
Total	1853	100	54818290	100

**18. DEMATERIALISATION OF SHARES AS ON MARCH 31, 2021**

The Company's shares can be traded only in dematerialized form as per SEBI notification. The Company has entered into an Agreement with NSDL and CDSL whereby shareholders have the option to dematerialize their shares with either of the depositories. Equity shares are traded at BSE Limited.

S.N.	Capital Details	No. of shares Rs.2/- each per share	% of total issued capital
1	Issued capital	54818290	-
2	Listed capital (BSE) (As per company records)	54818290	100
3	Held in dematerialized form in CDSL	2264766	4.131
4	Held in dematerialized form in NSDL	51736906	94.379
5	Physical	816618	1.490
6	Total number of shares (3+4+5)	54818290	

**19. HOTEL**

Your Hotel The Suryaa is located besides the Community Centre, New Friends Colony, New Delhi 110025.

**20. ADDRESS OF REGISTERED OFFICE/ADDRESS FOR CORRESPONDENCE**

The Company Secretary  
CHL Limited  
Hotel The Suryaa  
New Friends Colony  
New Delhi 110025  
E-mail: chl@chl.co.in  
Phone: 011-26835070, Fax: 011-26836288

**21. CODE OF CONDUCT DECLARATION**

A Code of Conduct for the Directors and Senior Management Personnel has already been approved by the Board of Directors of the Company. As stipulated under the Listing Regulations with stock exchange, all the Directors and the designated personnel in the Management of the Company have affirmed compliance with the said code for the Financial Year ended March 31, 2021.

Place: New Delhi  
Date: 25th June, 2021

**Gagan Malhotra**  
Chairman  
DIN: 00422762

## 22. PREVENTION OF INSIDER TRADING

In accordance with the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015, the company has instituted a code of conduct for prohibition of insider trading for dealing in company's shares.

## 23. RECONCILIATION OF SHARE CAPITAL AUDIT

Reconciliation of Share Capital Audit is being carried out every quarter by Practicing Company Secretaries – M/s A. Chadha & Associates and the Reports are placed before the Board for their consideration and review and filed regularly with the Bombay Stock Exchange within the stipulated time. The audit, inter alia, confirms that the listed and paid up capital of the company is in agreement with the aggregate of the total number of shares in dematerialized form held with NSDL and CDSL and the total number of shares in physical form.

## 24. CORPORATE IDENTITY NUMBER (CIN)

Corporate Identity Number (CIN) of the company, allotted by the Ministry of Corporate Affairs, Government of India is L55101DL1979PLC009498.

## 25. GREEN INITIATIVE IN THE CORPORATE GOVERNANCE

As part of the green initiative process, the company has taken an initiative of sending documents like notice calling Annual General meeting, Corporate Governance Report, Directors Report, audited Financial Statements, Auditors Report, Dividend intimations etc., by email. Physical copies are sent only to those shareholders whose email addresses are not registered with the company and for the bounced-mail cases. Shareholders are requested to register their email id with Registrar and Share Transfer Agent / concerned depository to enable the company to send the documents in electronic form or inform the company in case they wish to receive the above documents in physical mode.

## 26. CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

### GOVERNING LAW

Section 135 (1) of the Companies Act, 2013 (the said Act), read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (the said Rules), requires every company having:

- net worth of Rs. 500 crore or more, or
- turnover of Rs.1000 crore or more, or
- net profit of Rs.5 crore or more calculated in accordance with Section 198 of the Act during any financial year to constitute a CSR Committee of the Board of Directors

**During the immediately preceding financial year i.e. 2019-2020 the net profit of the company was Rs. 475.06 Lacs. As such, the company is not covered under the purview of Section 135(1) of the Companies Act 1956. However, as per Rules 3(2) of Companies (Corporate Social Responsibility Policy) Rules 2014, every company which ceases to be a company covered under the subsection (1) of section 135 of the Act for three consecutive financial years shall not be required to (a) constitute a CSR Committee and (b) comply with the provisions contained in sub section (2) to (5) of the said section, till such time it meets the criteria specified in sub section (1) of section 135.**

Further, Section 135 (5) of the said Act mandates that the Board of every company which falls within the purview of Section 135(1) thereof, shall ensure that every year the Company spends at least 2% of the average net profit made during the three immediately preceding Financial Years.

Schedule VII to the said Act provides a comprehensive list of activities and a company may adopt one or more of those activities for its CSR policy.

Rule 4 of the said Rules enables a Company to undertake its CSR activities in any of the following manner:

- (a) On its own, as projects or programmes or activities, either new or ongoing, to the exclusion of activities undertaken in pursuance of its normal course of business:

and/or

- (b) through a registered trust or a registered society or a company established under Section 8 of the Act by the Company, either singly or along with its holding or subsidiary or associate company, or along with any other company or holding or subsidiary or associate company of such other company, or otherwise.

However, if such trust/society/company has not been established by the Company, either singly or along with its holding or subsidiary or associate company, or along with any other company or holding or subsidiary or associate company of such other company, then such trust/society/company must have an established track-record of three years in undertaking similar projects. Further, the Company ought to specify the projects or programmes which need to be undertaken through these entities, and the modalities or utilization of funds and monitoring and reporting mechanism.

## EXECUTION PLAN/GOVERNANCE

Following execution, monitoring and reporting mechanism shall be followed by the CSR Committee to ensure effective implementation of the CSR policy:

- Once the financial statements for a previous year are approved and audited, the CSR Committee shall ascertain the amount required to be spent during that current financial year and prepare a CSR Plan delineating the CSR programmes to be carried out, identify the agencies which should carry out those activities and allocate budget for each such activity. The CSR Plan should be placed before the Board for its approval.



- After obtaining Board's approval, the CSR Committee shall assign the task of implementation of respective programmes to the designated persons/agencies and set-out the time-lines for implementation.
- Such persons/agencies shall implement/execute the respective programmes within the designated budget and time-lines, and report the status to the CSR Committee periodically.
- On its part, the CSR Committee may meet periodically to take stock of the orderly implementation of the CSR programmes and issue necessary directions/guidelines in accordance with the CSR policy, and keep the Board informed from time to time.
- Within 30 days of the end of the financial year, the CSR Committee shall finalize its report for that year describing the programmes undertaken and amount spent on each programme against budgeted allocation. All budget overruns should be explained to and approved by the said Committee and the Board.
- CSR Committee may meet as and when required to attend to business assigned to it. Quorum for such meetings shall be two members present in person. All decisions shall be approved by simple majority. The Committee may even pass resolutions by circulation. Minutes of proceedings of the said Committee meetings shall be recorded and signed by the Chairman of the meeting, and shall be circulated to the Board.

**MISCELLANEOUS PROVISIONS**

- CSR Projects, activities or programmes that benefit only the employees of the Company and their families shall not be considered as CSR activities.
- CSR projects, activities or programmes undertaken in India only shall amount to eligible CSR activities under this policy
- This CSR Policy may be revised from time to time by the Board on its own or based on the recommendations of the CSR Committee and shall always be compliant with the extant provisions of laws.

**Annual Report on Corporate Social Responsibility (CSR) activities for the Financial Year 2020-21****1. Brief outline on CSR Policy of the Company**

CSR promote the conception of business accountability to a wide range of stakeholders, besides shareholders and investors. Society has high expectations from corporate business sector for responsible behavior. There is growing acknowledgement of the significant impact of the activities of the corporate sector on society – on employees, customers, shareholders, governments and others. CSR connects the stakeholders and the human resource policies. It also takes into account the impact it makes on those inside and outside the enterprise.

**DESIGNATED CSR ACTIVITIES**

The Board of the Company has adopted all the activities listed in Schedule VII to the Act for its CSR Policy namely:

- eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
- promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro-forestry, conservation of natural resources and maintaining quality of soil, air and water;
- Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art, setting up public libraries, promotion and development of traditional arts and handicrafts;
- measures for the benefit of armed forces veterans, war widows and their dependents;
- training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports;
- Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
- contribution or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- rural development projects;
- Slum area development.
- PM Cares Fund.
- Creating health infrastructure for Covid care, establishment of medical oxygen generation and storage plants; manufacturing and supply of oxygen concentrators, ventilators, cylinders and other medical equipments for countering Covid-19 or similar such activities.

Explanation – For the purpose of this item, the term 'slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force.

The Company proposes to implement the above initiatives directly on its own and/or through recognized trusts and societies having proven track record so as to ensure compliance with the provisions of laws as detailed above.



**2. Composition of CSR Committee:**

Sl.No.	Name of Directors	Designation/Nature of Directorship	Number of meetings of CSR committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Yash Kumar Sehgal Chairman	Non-executive Independent Director	1	1
2.	Mr. Lalit Bhasin Member	Non-executive Independent Director	1	1
3.	Mr. Luv Malhotra Member	Managing Director	1	1

3. Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company i.e. www.chl.co.in

4. The Impact assessment of CSR projects carried out in pursuance of sub-rule(3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report) is not applicable for the financial Year under review.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl.No.	Financial Year	Amount available for set-off from preceding financial years	Amount required to be set-off for the financial year, if any
1.	2019-2020	NIL	NIL
2.	2018-2019	NIL	NIL
3.	2017-2018	NIL	NIL
	Total	NIL	NIL

6. Average net profit of the company as per Section 135(5): Rs. 1030.33/- Lacs

7(a) Two percent of average net profit of the company as per section 135 (5): Rs. 20.61/- Lacs

7(b) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: Nil

7(c) Amount required to be set off for the financial year, if any: Nil

7(d) Total CSR obligation for the financial year (7a+7b-7c): Rs. 20.61/- Lacs

8. (a) CSR amount spent or unspent for the financial year:

Total Amount spent for the financial year	Amount Unspent (Rs. in Lacs)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the fund	Amount	Date of transfer
NIL	NIL	NIL	NIL	NIL	NIL

(b) Details of CSR amount spent against ongoing projects for the financial year: NIL

(c) Details of CSR amount spent against other than ongoing projects for the financial year: Not Applicable

(d) Amount spent on Administrative Overheads: NIL

(e) Amount spent on Impact Assessment, if applicable: NIL

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): NIL

(g) Excess amount for set off, if any: NIL

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135(6)	Amount spent in the reporting Financial Year (Rs. In Lacs)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (Rs. in Lacs)
				Name of the Fund	Amount	Date of transfer	
1.	2019-20	Nil	Nil	-	-	-	14.50
2.	2018-19	Nil	Nil	-	-	-	Nil
3.	2017-18	Nil	Nil	-	-	-	Nil

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): Rs. 10Lacs



10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: NIL

11. Specify the reasons(s), if the company has failed to spend two percent of the average net profit as per Section 135(5).

The COVID-19 pandemic has out broken worldwide in the month of December, 2019 and has disordered Economies and Business at a global scale. In India, the pandemic has affected multiple sectors and has had the most significant impact on the Services and Manufacturing sectors.

As mandated by the guidelines issued by the Central Government / Local State Government, the Hospitality sector was instructed to shut down their operations w.e.f 25th March, 2020. As a direct consequence of this regulation, our hotel in New Delhi has shut down its operations since 25th March 2020. Due to various Government Orders, we cannot operate the Hotel till August, 2020. We could only operate the Hotel after August 2020. During these periods, our Hotel was not in operation and we were suffering from an acute shortage of cash flow and are unable to pay the salaries from the month of April 2020 onwards, payments of Utilities (Electricity, Gas and Water Charges) as well as statutory liabilities, GST and other expenses. The revenue for the Financial Year 2020-21 has been severely affected and the Company was pushed into financial crisis.

To further aggravate the situation, the Government has indentified the second wave of Covid-19 in the month of April, 2021. The Government of NCT of Delhi has imposed the Night-Curfew on 06.04.2021 from 10PM to 05PM till 30.04.2021 or further orders whichever is earlier. Thus, it has very seriously affected our Hotel operations.

Further our hotel was linked to a Private Hospital for converting the hotel into extended Covid Hospital w.e.f. 14.04.2021 by the Order of Government of NCT of Delhi. By various orders by NCT of Delhi/DDMA, the curfew has been extended till 07.06.2021 (Till 05:00 AM). In fact our Hotel has to shut down there were no guest arrival during these periods. Thus, the operation of the Hotel comes to a standstill and we cannot generate any revenue from the Hotel operations.

Further, the company is not covered under section 135(1) of the companies Act, 2013. However pursuant to Rule 3 (2) of companies (Corporate Social responsibility Policy) Rules, 2014, every company which ceases to be a company covered under section 135(1) of the Act for three consecutive financial years shall not be required to comply the provisions of sub-section (2) to (5) of the said section.

Hence, the company is covered under section 135(1) and accordingly the CSR amount for Financial Year 2020-2021. However, for the Financial Year 2019-2020, the unspent CSR amount was Rs. 14.50Lacs which are being spent in the Financial Year 2021-2022.

Details of the implementing agency:

M/s Mataji Melan Devi Society is a society registered under Societies Registration Act 1860 on 24th November 1997, a non-profit organization with the following, inter alia, objects of the society:

- (a) To help, encourage and assist in spreading education of all types.
- (b) To provide monetary or other help to students, windows, orphans, poor and /or to persons suffering from mental or physical ailments.
- (c) To start, maintain or otherwise manage Schools, Colleges, Hostels, Libraries, Reading Rooms, Hospitals, Clinics, and Window Homes, Old Age Homes or other centres of similar nature.
- (d) To organize debates, competitions, seminars and other elocution contests for encouraging and spreading of knowledge.
- (e) To provide medical relief and to organize medical help to the needy.
- (f) To provide free accommodation and assistance to travelers.
- (g) To provide legal aid to the poor and needy.
- (h) To provide food and necessary help to deserving people.
- (i) To assist any relief measures in those parts of the country which are or become subjected to natural calamities such as flood, fire, drought, famine, cyclone, earth quake, storm, accidents etc.
- (j) To help in preservation of forests, trees, cattles and other useful animals.

1. In case the Company has failed to spend the two percent of the average net profit of the last three Financial Years or any part thereof, the company shall provide the reasons for not spending the amount in its Directors' Report: Not applicable

2. Responsibility statement by the Corporate Social Responsibility Committee:

The implementation and monitoring of CSR policy is in compliance with the CSR objectives and Policy of the Company.

For and on behalf of the Board

Place: New Delhi  
Date: 25th June, 2021

Gagan Malhotra  
Chairman  
DIN: 00422762

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**CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE**

To,  
The Members,  
CHL Limited,  
New Delhi-110025

We have examined the compliance of conditions of Corporate Governance by CHL Limited ("the Company"), for the year ended March 31, 2021, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46 (2) and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time [hereinafter referred to as "Listing Regulations"].

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedure and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stated above.

Based on our examination of relevant records and according to the information and explanations provided and the representations given to us by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46 (2) and Para C, D and E of Schedule V of the Listing Regulations for the year ended 31st March, 2021.

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

**For A. Chadha & Associates**  
Company Secretaries  
FCS No. 5271  
CP. No. 3732  
UDIN: F005271C000656306  
New Delhi

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

**(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To,  
The Members of  
CHL Limited  
New Delhi-110025

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of CHL Limited having CIN L55101DL1979PLC009498 and having registered office at Hotel The Surya, New Friends Colony, New Delhi-110025 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company for the Financial Year ended March 31, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For A. Chadha & Associates**  
Company Secretaries  
FCS No. 5271  
CP. No. 3732  
UDIN: F005271C000656229  
New Delhi



**CERTIFICATE BY CEO/CFO**

The Board of Directors  
CHL Limited

1. We have reviewed Financial Statements and the Cash Flow Statements of the Company for the year ended 31.03.2021 and that to the best of our knowledge and belief, we state that these statements:
  - (i) Do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading.
  - (ii) Together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transaction entered into by the Company during the year that is fraudulent, illegal or violation of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take, to rectify these deficiencies.
4. We have indicated to the Auditors and the Audit Committee :
  - (i) Significant changes in internal control over financial reporting during the year;
  - (ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the Financial Statements; and
  - (iii) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee.

**Gopal Prasad**  
**Chief Financial Officer**

**Luv Malhotra**  
**Managing Director**  
**DIN: 00030477**

Place: New Delhi  
Date: 25th June, 2021

Form MR-3  
**SECRETARIAL AUDIT REPORT**

[Pursuant to section 204(1) of the Companies Act, 2013 and  
Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To

The Members of M/s CHL Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. CHL Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other Records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the financial year commencing from 1st April, 2020 and ended 31st March, 2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board process and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. CHL Limited ("The Company") for the Financial Year ended on 31st March, 2021, according to the provisions of:
  - (i) The Companies Act, 2013 (the Act) and the Rules made there under
  - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
  - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
  - (iv) As per the information and explanations provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we report that the provisions of the Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of;
    - (a) External Commercial Borrowings were in accordance with the provisions of the law during the financial year under report;
    - (b) Foreign Direct Investment (FDI) was not attracted to the company during the financial year under report;
    - (c) Overseas Direct Investment by Residents in Joint Venture / Wholly Owned Subsidiary abroad was in accordance with the provisions of the law during the Financial Year under report.
    - (d) As per the information and explanations provided by the company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we report that the Company has not made any GDRs/ADRs or any Commercial Instrument during the financial year under report.
  - (v) The Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
2.
  - (a) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (c) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
  - (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - (g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.
3. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) were not covered during the financial year under review by the Company:
  - (i) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (ii) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (iii) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
  - (iv) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
  - (v) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
  - (vi) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
  - (vii) The Securities and Exchange Board of India (Employees Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999.



4. We have also examined compliance with the applicable clauses of the following:
  - (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
  - (ii) The Listing Agreements entered into by the Company with the Bombay Stock Exchange Limited.
5. During the Financial Year under report, the Company has complied with the provisions of the Companies Act, 2013, to the extent applicable and the Rules, Regulations, Guidelines, Standards, etc., mentioned above. However, for the Financial Year 2019-2020, the unspent CSR amount was Rs. 14.50 Lacs which are being spent in the Financial Year 2021-2022. Observations on the compliances which were slightly delayed was reported vide Secretarial Compliance Report dated 21.06.2021.
6. We have relied on the information and representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws, and Regulations to the Company.
7. We further report that:
  - (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Companies Act, 2013.
  - (b) Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation of the meeting.
  - (c) Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.
8. We further report that there are adequate systems and processes in the Company with the size and operation of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
9. We further report that during the audit period there were no specific events/action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

**For A. Chadha & Associates  
Company Secretaries**

Place: New Delhi  
Date. 21.06.2021

**FCS No. 5271  
CP. No. 3732  
UDIN: F005271C000492175**

## **INDEPENDENT AUDITOR'S REPORT**

**To the Members of CHL LIMITED**

**Report on the audit of the Standalone Financial Statements**

### **Opinion**

We have audited the accompanying Standalone Financial Statements of CHL LIMITED ("the company"), which comprise the Balance Sheet as at 31 March 2021, the Statement of Profit and Loss, including the Statement of other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) specified under section 133 of the Act, of the state of affairs of the Company as at March 31, 2021, and its loss (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Emphasis of Matter**

We draw your attention to Note No. 41 to the financial statements, which explain the uncertainties and management's assessment of the financial impact due to disruptions arising from COVID-19 pandemic situation. The company has assessed potential impact of COVID-19 on the carrying value of trade receivable, and assets including (Non-current and current) appearing in financial statements of the company. In developing assumptions and estimates relating to future uncertainties in the economic conditions because of this pandemic, the company as at the date of approval of these financial statements has used internal and external sources of information and based on current estimates, expects to recover the carrying amounts of these assets. The impact of the pandemic may be different from that estimated as at the date of approval of these financial statements and the company will continue to closely monitor any material changes to future economic condition. Our opinion is not modified in respect of this matter.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### **Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income and cash flows and change in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The boards of directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the audit of the standalone financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

#### **Report on other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("The Order") issued by the Central Government of India in terms of sub section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
  - (c) The Balance Sheet and the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid Standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) On the basis of written representations received from the directors as on 31 March, 2021, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2021, from being appointed as a director in terms of Section 164(2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
  - (g) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to our best of our information and according to the explanations given to us:
    - (i) The Company has disclosed the impact of pending litigations as at 31st March, 2021, on its financial position in its Standalone Financial Statements—Refer Note No. 28 to the Standalone Financial Statements;
    - (ii) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;
    - (iii) There has been no delay in transferring amounts, required to be transferred, to Investor Education and Protection Fund.

**For D G A & Co.  
Chartered Accountants  
Firm Reg. No. 003486N**



**ANNEXURE - A to the Independent Auditor's Report on the Standalone Financial Statements of CHL LIMITED for the year ended 31st March, 2021.**

- i. (a) The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
- (b) The fixed assets have been physically verified by the Management during the year in accordance with a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. The discrepancies noticed on such verification which were not material have been properly dealt with in the books of account.
- (c) According to the information and explanations given to us and on the basis of our examinations of the records of the company, the title deeds of the immovable properties are held in the name of the company.
- ii. In our opinion and according to the information and explanations given to us, inventories have been physically verified by the management at reasonable intervals having regard to the size of the company and no material discrepancy was noticed on such verification as compared to book records.
- iii. According to the information and explanations given to us, the company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register required under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause paragraph 3(iii)(a), (b) and (c) of the Order are not applicable.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made and any guarantee or security provided.
- v. The Company has not accepted any deposits from the public.
- vi. The Central Government has not prescribed the maintenance of cost records under section 148 (1) of the Companies Act 2013.
- vii. (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income tax, goods and service tax, VAT, duty of custom, duty of excise, value added tax, cess and other statutory dues applicable to it.
- (b) According to information and explanations given to us, no undisputed amounts payable in respect of provident fund, employee state insurance, income tax, goods and service tax, duty of custom, VAT, duty of excise, value added tax, cess and other material statutory dues were in arrears as at 31st March, 2021 for a period of more than six months from the date they become payable.
- (c) In our opinion and according to the information and explanations given to us by the company and its tax advisor/consultant, following dues of income tax have not been deposited by the company on account of disputes: **(Amount in Rs.)**

S.No.	Name of the Statute	Nature of Dues	Amount (Rs.)	Period to which the amount relates	Forum where dispute is pending
1	Income-tax Act 1961	U/S 143(3)	4,32,959	AY 2010-11	Rectification u/s 154 is pending
2	Income-tax Act 1961	U/S 143(3)	45,64,190	AY 2012-13	Appeal partly allowed by Hon. ble ITAT Delhi and appeal effect is pending.
3	Income-tax Act 1961	U/S 143(3)	60,53,880	AY 2013-14	Appeal partly allowed by CIT(A) and appeal effect is pending.
4	Income-tax Act 1961	U/S 143(3)	50,40,460	AY 2015-16	Appeal partly allowed by CIT(A) and appeal effect is pending.
5	Income-tax Act 1961	U/S 271(1) ©	64,95,410	AY 2012-13	Appeal partly allowed by CIT(A) and appeal effect is pending.
6	Income-tax Act 1961	u/s 143(3)	7,67,780	AY 2017-18	Appeal partly allowed by CIT(A) and appeal effect is pending.
7	Income-tax Act 1961	u/s 254/143(3)	3,11,540	A.Y.2008-09	Shall be adjusted against pending refund

- viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to the banks and financial institutions.
- ix. According to the information and explanations given to us, the Company has not raised money by way of initial public offer or further public offer (including debt instruments). In our opinion and according to the information and explanations given to us, the term loans taken by the Company have been applied for the purpose for which they were raised.
- x. According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.



- xi. According to the information and explanations given to us and based on our examination of the records of the company, the managerial remuneration has been provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii. In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013, where applicable and the details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and on the basis of our examinations of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with the directors or persons connected with him. Accordingly, clause (xv) of the Order is not applicable.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For D G A & Co.**  
**Chartered Accountants**  
Firm Reg. No. 003486N

**(D K Agarwal, FCA)**  
**Partner**

Membership No.080355  
UDIN:21080355AAAAAM8512

Place:New Delhi  
Date: 25th June, 2021

**ANNEXURE- B to the Independent Auditor's Report on the Standalone Financial Statements of CHL LIMITED for the year ended 31st March, 2021.**

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

We have audited the internal financial controls over financial reporting of C H L Limited ("the Company") as of 31 March 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

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

**Auditors' Responsibility**

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

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

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

**Meaning of Internal Financial Controls Over Financial Reporting**

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

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

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

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For D G A & Co.**  
**Chartered Accountants**  
Firm Reg. No. 003486N

**(D K Agarwal, FCA)**  
**Partner**

Membership No.080355  
UDIN:21080355AAAAAM8512

Place:New Delhi  
Date: 25th June, 2021



# CHL LIMITED

## BALANCE SHEET AS AT 31ST MARCH, 2021

Lac INR

Particulars	Note No.	AS AT 31st March 2021	AS AT 31st March 2020
<b>(1) Non-current assets</b>			
(a) Property, plant and equipment	5	5,586.37	5,795.52
(b) Other non-current assets	6	7,059.11	7,055.21
(c) Financial assets	7	894.54	967.09
<b>Total Non current assets</b>		<b>13,540.02</b>	<b>13,817.82</b>
<b>(2) Current assets</b>			
(a) Financial assets			
(i) Inventory	8	320.46	358.15
(ii) Trade receivables	9	82.90	393.53
(iii) Balances with banks	10(A)	89.70	113.07
(iv) Other bank balances	10(B)	24.33	302.52
(v) Other financial assets	11	0.24	3.90
(b) Other current assets	12	109.02	137.13
Total Current Assets		626.64	1,308.30
Total Assets		14,166.66	15,126.12
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	13	1,096.37	1,096.37
(b) Other Equity(Refer SOCE)	14	10,043.27	10,682.20
		11,139.64	11,778.57
<b>Liabilities</b>			
<b>(1) Non-current liabilities</b>			
(a) Financial liabilities			
(i) Long Term Borrowings	15(i)	29.51	126.33
(ii) Other Financial Liabilities	15(ii)	253.87	242.92
(b) Provisions	16	85.86	261.21
(c) Deferred Tax Liability (Net)	17	648.49	671.69
		1,017.73	1,302.15
<b>(2) Current liabilities</b>			
(a) Financial liabilities			
(i) Trade payables	18	211.24	326.43
(ii) Other financial liabilities	19	1,753.24	1,655.40
(b) Statutory liabilities	20	44.82	63.57
		2,009.29	2,045.40
Total Equity and Liabilities		14,166.66	15,126.12

The accompanying notes form an integral part of the financial statements.

As per our report of even date attached

for & on behalf of the Board of Directors

### for DGA & Co.

Chartered Accountants  
Reg. No. 003486N

**(D. K. Agarwal, FCA)**  
Partner  
Membership No. 080355  
UDIN: 21080355AAAAAM8512

Place: Delhi  
Date: 25.06.2021

**LUV MALHOTRA**  
Managing Director  
DIN 00030477

**GAGAN MALHOTRA**  
Executive Director  
DIN 00422762

**GOPAL PRASAD**  
CFO

**G.J.VARADARAJAN**  
Company Secretary  
M.No. ACS 5287

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2021**

**Lac INR**

Particulars	Note No.	For the year ending 31st March 2021	For the year ending 31st March 2020
<b>I Revenue From Operations</b>	21	<b>1,616.11</b>	6,025.12
<b>II Other Income</b>	22	<b>64.57</b>	48.42
<b>III Total Income (I + II)</b>		<b>1,680.68</b>	6,073.54
<b>IV Expenses</b>			
Consumption of Provision, Beverages, Smokes and others	23	144.87	490.61
Employee benefit expense	24	892.63	2,054.47
Finance Cost	25	173.10	267.96
Operational Expenses	26	888.46	2,484.43
Depreciation and amortization expense		238.54	273.26
Other expenses	27	30.40	27.75
<b>Total expenses (IV)</b>		<b>2,368.00</b>	5,598.48
<b>V Profit / (Loss) before tax &amp; prior period items (III-IV)</b>		<b>(687.32)</b>	475.06
<b>VI Prior Period Items</b>		<b>8.42</b>	-
<b>VII Profit / (Loss) before tax (V-VI)</b>		<b>(695.74)</b>	475.06
<b>VIII Tax expense:</b>			
(1) Current Tax		-	136.58
(2) Last Year Tax Provision adjustment		(29.69)	(27.68)
(2) Mat Credit Entitlement		-	-
(3) Deferred Tax		(23.21)	79.61
		<b>(52.90)</b>	188.51
<b>IX Profit for the year/period (V-VI)</b>		<b>(642.84)</b>	286.55
<b>X Other comprehensive income</b>			
(A) Items those will be reclassified to profit or loss in subsequent periods:			
(i) Net gain/(loss) on above		44.73	-
		<b>44.73</b>	-
(B) Items those will not be reclassified to profit or loss in subsequent periods:			
(i) Re-measurements of net defined benefit assets/liability			
<b>IX Total Comprehensive Income for the period</b>		<b>(598.10)</b>	286.55
(Comprising Profit and Other Comprehensive Income for the period)			

The accompanying notes form an integral part of the financial statements.

As per our report of even date attached  
for **DGA & Co.**  
Chartered Accountants  
Reg. No. 003486N

**(D. K. Agarwal, FCA)**  
Partner  
Membership No. 080355  
UDIN: 21080355AAAAAM8512

Place: Delhi  
Date: 25.06.2021

for & on behalf of the Board of Directors

**LUV MALHOTRA**  
Managing Director  
DIN 00030477

**GAGAN MALHOTRA**  
Executive Director  
DIN 00422762

**GOPAL PRASAD**  
CFO

**G.J.VARADARAJAN**  
Company Secretary  
M.No. ACS 5287



# CHL LIMITED

## Cash Flow Statement for the year ended

Lac INR

	31st March, 2021	31st March, 2020
<b>A) Cash Flow From Operating Activities</b>		
<b>Net Profit before Tax &amp; Extraordinary Items</b>	<b>(687.32)</b>	475.06
Adjustments for		
Depreciation	238.54	273.26
Dividend Income	(0.01)	(0.02)
Loss / (Profit) on Sale of Assets	(2.03)	-
Comprehensive Income	(44.73)	-
Scrapped/Discarded Assets written off	-	0.05
Interest Expenditure	173.10	267.96
Income from SEIS	(24.12)	-
Interest Received	(20.14)	(30.67)
<b>Operating Profit before Working Capital Changes</b>	<b>(366.70)</b>	985.64
Adjustments for		
(Increase) Decrease in Inventories	37.69	23.74
(Increase) Decrease in Trade Receivables	310.63	116.47
(Increase) Decrease in Other Financial assets	104.33	87.59
Increase (Decrease) in Trade Payables	(115.19)	36.46
Increase (Decrease) in Other Financial liabilities	79.08	(409.29)
<b>Cash generated from Operations</b>	<b>49.84</b>	840.61
Income Tax (Paid)/Refund		
<b>Net Cash from Operating Activities (A)</b>	<b>49.84</b>	840.61
<b>B) Cash Flow from Investing Activities</b>		
Purchase of Property, plant & Equipments	(53.61)	(116.30)
Disposal of Property, plant & Equipments	24.22	0.31
Income from SEIS	24.12	-
Loss on Sale of Assets	2.03	-
Interest Received	20.14	30.67
Dividend Received	0.01	0.02
<b>Net Cash used in Investing Activities(B)</b>	<b>16.90</b>	(85.30)
<b>C) Cash Flow from Financing Activities</b>		
Interest Paid	(173.10)	(267.96)
Increase (Decrease) in Security Deposit	10.95	3.55
Prior Period Expenses	(8.42)	-
Comprehensive Income	44.73	-
Increase/(Decrease) in long term Borrowing	(96.81)	(946.90)
Increase/(Decrease) in Provisions	(145.65)	(26.70)
<b>Net Cash used in Financing Activities (C)</b>	<b>(368.30)</b>	(1,238.01)
<b>Net increase/ decrease in cash and cash equivalents (A+B+C)</b>	<b>(301.57)</b>	(482.70)
<b>Cash &amp; Cash Equivalent (Opening balance)</b>	<b>415.59</b>	898.29
<b>Cash &amp; Cash Equivalent (Closing balance)</b>	<b>114.02</b>	415.59
<b>Note:</b>		
(a) The above cashflow statement has been prepared under indirect method setout in the Indian Accounting Standard (Ind AS-7) Statement of Cash Flow.		
(b) Cash And Cash Equivalent comprise of :-		
Balance with Banks in Current Account	114.02	415.59
Deposit with Bank with maturity less than 3 months	-	-
<b>Cash &amp; Cash Equivalent in Cash Flow</b>	<b>114.02</b>	415.59

As per our report of even date attached  
for DGA & Co.

Chartered Accountants  
Reg. No. 003486N

(D. K. Agarwal, FCA)  
Partner  
Membership No. 080355  
UDIN: 21080355AAAAAM8512

Place: Delhi  
Date: 25.06.2021

for & on behalf of the Board of Directors

LUV MALHOTRA  
Managing Director  
DIN 00030477

GAGAN MALHOTRA  
Executive Director  
DIN 00422762

GOPAL PRASAD  
CFO

G.J.VARADARAJAN  
Company Secretary  
M.No. ACS 5287

## NOTES TO THE FINANCIAL STATEMENTS

### 1. CORPORATE INFORMATION

CHL Limited ('the Company') is a public limited company domiciled in India and is listed on Bombay Stock Exchange (BSE). The Company is operating a Five Star Deluxe Hotel since 1982, presently named as "The Surya" in New Delhi.

### 2. BASIS OF PREPARATION

- (a) The financial statements are prepared on a historical cost basis except certain financial assets and liabilities which have been measured at fair value, defined benefit plans and contingent consideration. Historical cost is generally based on the fair value of consideration in exchange of goods and services.
- (b) The preparation of these financial statements in conformity with the recognition and measurement principle of Ind AS requires management to make judgement, estimates and assumption that affect the reported balances of assets and liabilities as at the date of financial statement.
- (c) The financial statements comprise a profit and loss account (income statement), statement of comprehensive income, balance sheet (statement of financial position), statement of changes in equity, statement of cash flows, and notes. Income and expenses, excluding the components of other comprehensive income, are recognised in the profit and loss account. Other comprehensive income is recognised in the statement of comprehensive income and comprises items of income and expense, that are not recognised in the profit and loss account as required or permitted by Ind AS.
- (d) The preparation of financial statements in conformity with Indian Accounting Standards requires the use of estimates and assumptions. It also requires management to exercise its judgement in the process of applying the accounting policies adopted by the company. Although such estimates and assumptions are based on the directors' best knowledge of the information available, actual results may differ from those estimates. The judgements and estimates are reviewed at the end of each reporting period, and any revisions to such estimates are recognised in the year in which the revision is made.

### 3. SIGNIFICANT ACCOUNTING POLICIES

#### 3.1 PROPERTY, PLANT AND EQUIPMENT

- (a) All categories of property, plant and equipment are initially recognised at cost. Cost includes expenditure directly attributable to the acquisition of the assets. Computer software, including the operating system, that is an integral part of the related hardware is capitalised as part of the computer equipment. Property, plant and equipment are subsequently carried at cost less accumulated depreciation and accumulated impairment losses if any. When significant parts of property, plant and equipments are required to be replaced at intervals, the company recognises the new part with its own associated useful life and it is depreciated accordingly.
- (b) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. Repairs and maintenance expenses are charged to the profit and loss account in the year in which they are incurred.
- (c) Cost of asset(s) replaced but still usable is not reduced from the cost of the asset(s) till it is sold / discarded. If the cost of the asset(s), discarded / sold is not ascertainable, cost of replacement of such asset(s), (discounted as per "indexed cost formula" prescribed under Income Tax Act, 1961) is taken as the cost of such asset(s) for the purpose of deduction from the cost.
- (d) Depreciation on tangible assets is provided on straight-line method over the useful life of assets in the manner and at the rate specified in Part C of Schedule II of Companies Act, 2013 from the date the Schedule II came into effect. A residual value of 5% (as prescribed in Schedule II of the Act) of the cost of the asset is used for the purpose of calculating the depreciation charge.

#### 3.2 INTANGIBLE ASSETS

Accounting treatment of intangible assets is in accordance with IND AS-38. Intangible Assets are depreciated on straight line method over the useful life thereof.

#### 3.3 IMPAIRMENT OF NON FINANCIAL ASSETS

The carrying amounts of the asset(s) are reviewed at each balance sheet date to assess whether these were recorded at their recoverable value, and, where carrying amounts exceed the recoverable value, the assets are written down to their recoverable value.

#### 3.4 INVESTMENT IN SUBSIDIARY, JOINT VENTURE

Investment in subsidiary/joint venture is carried out at cost. The cost comprises price paid to acquire investment and directly attributable cost.

#### 3.5 TRANSLATION OF FOREIGN CURRENCIES

- (a) On initial recognition, all transactions are recorded in the functional currency (the currency of the primary economic environment in which the company operates), which is Indian Rupees (INR).
- (b) Transactions in foreign currencies during the year are converted into the functional currency using the exchange rate prevailing at the transaction date. Monetary assets and liabilities at the balance sheet date denominated in foreign currencies are translated into the functional currency using the exchange rate prevailing as at that date. The resulting foreign exchange gains and losses from the settlement of such transactions and from year-end translation are recognised on a net basis in other items of comprehensive income or the profit and loss account respectively in the year in which they arise.



### 3.6 FINANCIAL INSTRUMENTS

#### (I) Financial Assets

##### (i) Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit and loss, transaction cost that are attributable of the financial assets. Purchase or sale of financial assets that requires delivery of assets are recognize on the settlement date i.e. the date that the company settle commits to purchase or sell the assets.

##### (ii) Subsequent measurement

Subsequent measurement of debt instruments depends on the Group's business model for managing the assets and the cash flow characteristics of the asset.

### 3.7 ASSETS ON LEASE

Accounting treatment of assets taken on lease is in accordance with Ind AS – 17.

### 3.8 INVENTORIES

Inventories are valued at lower of cost and estimated net realizable value after providing cost of obsolescence and other anticipated loss wherever considered necessary, if material. Cost is determined by using first in first out (FIFO) basis.

Linen, Glassware etc.: Items issued to rooms and outlets are treated as replacement of old/worn items and charged to profit and loss account and items in use at the close of the year are included in inventories.

### 3.9 BORROWING COST

Borrowing cost that are attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of such assets. A qualifying assets is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other Borrowing cost are recognized as an expense in the period in which they are incurred.

### 3.10 RISK MANAGEMENT OBJECTIVE AND POLICIES

The company's overall risk management policies are set out by the board and implemented by the management, and focus on the unpredictability of changes in the business environment and seek to minimize the potential adverse effects of such risk on the company's performance by setting acceptable levels of risk. The company does not hedge against any risks.

### 3.11 RECOGNITION OF REVENUES

- (i) Revenue comprises sale of rooms, food and beverages, allied services relating to hotel operations including net income from telecommunication on services. Revenue is recognized upon rendering of service and is stated net of discounts/ allowances.
- (ii) Claims recoverable / payable are recognized to the extent admitted. Unclaimed credit balances and excess provision of expenditure are treated as revenue of the year in which such amounts cease to be Company's liability.
- (iii) Discarded assets (carpets etc.) are charged to the profit & loss account at written down value. Amount realized, if any, on sale of such items is treated as income. Scrap value is recognized, if material.
- (iv) For all debt instruments measured at amortised cost or at fair market value through Other Comprehensive Income(OCI) and profit and loss account.

### 3.12 RETIREMENT AND OTHER EMPLOYEE BENEFITS

The company has classified various benefits to employees under "Defined Contribution Plan, and Defined Benefit Plan".

#### (i) Defined Contribution Plan

- (a) The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. Contributions payable by the company to the concern Government Authorities in respect to Provident Fund, Family Pension Fund and Employees State Insurance are charged to the Profit and Loss Account on accrual basis.

#### (ii) Defined Benefit Plan

- (a) Gratuity liability as on the Balance Sheet date is determined on the basis of actuarial valuation using projected unit credit method (Ind AS 19). The gratuity liability amount is contributed to income tax approved insurance company with whom the Company is maintaining gratuity fund account.

Short term compensated absences are recognized as expense, at the undiscounted amount, in Profit and Loss Account of the year in which they are incurred.

Long term compensated absences are provided for based on the actuarial valuation as per projected unit credit method, as at the Balance Sheet date.

Actuarial gains and losses are immediately taken to other comprehensive income as income or expenses without resorting to any amortization.



### **3.13 CONTINGENCY AND PROVISION**

Contingent liabilities are recognized only when there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise; or a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or a reliable estimate of the amount of obligation cannot be made.

The Company creates a provision when there is present obligation as result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation.

### **3.14 TAXATION**

Provision for current taxation is made in accordance with the applicable taxation laws.

Deferred tax is recognized on timing differences between the accounting income and the taxable income for the year and quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date.

Deferred tax asset is recognized and carried forward to the extent there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

### **3.15 Prior period and extraordinary items and changes in Accounting Policies having material impact on the financial affairs of the company are disclosed**



# CHL LIMITED

## 4a.STATEMENT OF EQUITY CHANGES

Lac INR

Particulars	Equity share Capital	Reserve and Surplus					Total Other Equity
		Capital Reserve	General Reserve*	Capital Redmption	Retain Earnings Reserve	Other items of Comprehensive Income	
<b>As at April 1, 2020</b>	<b>1,096.37</b>	<b>0.94</b>	<b>2,970.74</b>	<b>110.00</b>	<b>7,600.51</b>	<b>-</b>	<b>10,682.19</b>
Impect of Valuation of Investment Add/(Less) Prior period errors			3.91				3.91 -
Restated balance at the beginning of the reporting period	1,096.37	0.94	2,974.65	110.00	7,600.51	-	10,686.10
Profit for the year*					(598.10)		(598.10)
Other comprehensive income			44.73				44.73
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>44.73</b>	<b>-</b>	<b>(598.10)</b>	<b>-</b>	<b>(642.83)</b>
<b>As at March 31, 2021</b>	<b>1,096.37</b>	<b>0.94</b>	<b>2,929.92</b>	<b>110.00</b>	<b>7,002.41</b>	<b>-</b>	<b>10,043.27</b>
<b>As at April 1, 2019</b>	<b>1,096.37</b>	<b>0.94</b>	<b>2,996.49</b>	<b>110.00</b>	<b>7,313.95</b>	<b>-</b>	<b>10,421.38</b>
Impect of Valuation of Investment Add/(Less) Prior period errors			(25.75)				(25.75) -
Restated balance at the beginning of the reporting period	1,096.37	0.94	2,970.74	110.00	7,313.95	-	10,395.63
Profit for the year*					286.56		286.56
Other comprehensive income							-
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>286.56</b>	<b>-</b>	<b>286.56</b>
<b>As at March 31, 2020</b>	<b>1,096.37</b>	<b>0.94</b>	<b>2,970.74</b>	<b>110.00</b>	<b>7,600.51</b>	<b>-</b>	<b>10,682.19</b>

\*Profit/(loss) on valuation of quoted investment shown in general reserve

PARTICULARS	Lac INR											
	Land (Leasehold)	Land (Freehold)	Building (Noida)	Building	Plant & Machinery	Plant & Machinery (Noida)	Furniture, Fixture and Fittings	Office Equipments	Computers	Vehicles	Capital Work in Progress	Grand Total
<b>Cost</b>												
As on 1st April - 2019	599.31	116.04	292.18	4,320.22	3,850.12	-	931.00	66.73	223.41	593.66		10,992.67
Additions	-	-	6.82	45.97	111.58	13.69	3.06	-	3.03	-		184.15
Transfer	-	-	-	-	(970.32)			-		(6.01)		(976.33)
Disposals	-	-	-	-								
<b>As at March 31, 2020</b>	<b>599.31</b>	<b>116.04</b>	<b>299.00</b>	<b>4,366.19</b>	<b>2,991.38</b>	<b>13.69</b>	<b>934.06</b>	<b>66.73</b>	<b>226.44</b>	<b>587.65</b>	<b>-</b>	<b>10,200.49</b>
<b>Accumulated Depreciation</b>												
As on 1st April - 2019	-	-	-	1,065.40	2,772.96	-	787.94	61.27	157.11	263.00		5,107.68
Charged during the year			4.99	71.80	78.41	0.54	46.45	1.06	20.65	49.36		273.26
Eliminated on disposal					(970.26)					(5.71)		(975.97)
<b>As at March 31, 2020</b>	<b>-</b>	<b>-</b>	<b>4.99</b>	<b>1,137.20</b>	<b>1,881.11</b>	<b>0.54</b>	<b>834.39</b>	<b>62.33</b>	<b>177.76</b>	<b>306.65</b>	<b>-</b>	<b>4,404.97</b>
<b>Net carrying amount as on 31st March 2020</b>	<b>599.31</b>	<b>116.04</b>	<b>294.01</b>	<b>3,228.99</b>	<b>1,110.27</b>	<b>13.15</b>	<b>99.67</b>	<b>4.40</b>	<b>48.68</b>	<b>281.00</b>	<b>-</b>	<b>5,795.52</b>
<b>Cost</b>												
As on 1st April - 2020	599.31	116.04	299.00	4,366.19	2,991.38	13.69	934.06	66.73	226.44	587.65		10,200.49
Additions			0.01		53.09				0.51			53.61
Transfer												-
Disposals	(23.61)									(41.29)		(64.90)
<b>As at March 31, 2021</b>	<b>575.70</b>	<b>116.04</b>	<b>299.01</b>	<b>4,366.19</b>	<b>3,044.47</b>	<b>13.69</b>	<b>934.06</b>	<b>66.73</b>	<b>226.95</b>	<b>546.36</b>	<b>-</b>	<b>10,189.20</b>
<b>Accumulated Depreciation</b>												
As on 1st April - 2020	-	-	4.99	1,137.20	1,881.11	0.54	834.39	62.33	177.76	306.65		4,404.97
Charged during the year			4.99	72.18	70.70	0.55	27.80	0.60	17.69	44.03		238.54
Eliminated on disposal										(40.69)		(40.69)
<b>As at March 31, 2021</b>	<b>-</b>	<b>-</b>	<b>9.98</b>	<b>1,209.38</b>	<b>1,951.81</b>	<b>1.09</b>	<b>862.19</b>	<b>62.93</b>	<b>195.45</b>	<b>309.99</b>	<b>-</b>	<b>4,602.83</b>
<b>Net carrying amount as on 31st March 2021</b>	<b>575.70</b>	<b>116.04</b>	<b>289.03</b>	<b>3,156.81</b>	<b>1,092.66</b>	<b>12.60</b>	<b>71.87</b>	<b>3.80</b>	<b>31.50</b>	<b>236.37</b>	<b>-</b>	<b>5,586.37</b>



Lac INR

PARTICULARS	GROSS BLOCK				DEPRECIATION			NET BLOCK		
	As on 01.04.2020	Additions Adj during the year	Sales/ Transfer	As on 31.03.2021	As on 01.04.2020	During the year	Adjustment/ Transfer	Upto 31.03.2021	As on 31.03.2021	As on 31.03.2020
Land (Leasehold)	599.31		23.61	575.70	-	-	-	-	575.70	599.31
Land (Freehold)	116.04			116.04	-	-	-	-	116.04	116.04
Building (Noida)	299.00	0.01		299.01	4.99	4.99	-	9.98	289.03	294.01
Building	4,366.19			4,366.19	1,137.20	72.18		1,209.38	3,156.81	3,228.99
Plant & Machinery	2,991.38	53.09		3,044.47	1,881.10	70.70		1,951.80	1,092.67	1,110.28
Plant & Machinery (Noida)	13.69			13.69	0.54	0.55		1.09	12.60	13.15
Furniture, Fixture and Fitting	934.06			934.06	834.39	27.80		862.19	71.87	99.67
Office & Other Equipments	66.73			66.73	62.33	0.60		62.93	3.80	4.40
Computers	226.44	0.51		226.95	177.76	17.69		195.45	31.50	48.68
Vehicles	587.64		41.29	546.35	306.65	44.03	40.69	309.99	236.36	280.99
<b>TOTAL - Current Year</b>	<b>10,200.48</b>	<b>53.61</b>	<b>64.90</b>	<b>10,189.19</b>	<b>4,404.96</b>	<b>238.54</b>	<b>40.69</b>	<b>4,602.82</b>	<b>5,586.37</b>	<b>5,795.52</b>
<b>Previous Year Capital Work in Progress</b>	<b>10,992.67</b>	<b>184.15</b>	<b>976.34</b>	<b>10,200.48</b>	<b>5,107.67</b>	<b>273.26</b>	<b>975.97</b>	<b>4,404.96</b>	<b>5,795.52</b>	<b>5,885.00</b>
									<b>5,586.37</b>	<b>5,795.52</b>

Notes to Financial Statements for the year ended 31st March, 2021

Lac INR

Particulars	As at 31st March 2021		As at 31st March 2020	
<b>6. Other Non-Current Assets</b>				
<b>In Equity Shares - (Quoted &amp; Fully Paid)</b>		<b>236.21</b>		236.21
Fair Market Value of Quoted Investment		<u>19.22</u>		<u>15.32</u>
In Equity Shares - Others (Unquoted & Fully Paid)		<u>10.42</u>		<u>10.42</u>
In Mutual Funds (Unquoted, Fully Paid)		<u>10.00</u>		<u>10.00</u>
<b>In Equity Shares (Unquoted) - In Subsidiary</b>				
CHL International of Somoni 100 each		<u>7,019.47</u>		<u>7,019.47</u>
		<u>7,276.10</u>		<u>7,276.10</u>
Fair Market Value of Investment		<u>7,059.11</u>		<u>7,055.21</u>
<b>7. Financial Assets</b>				
<b>A Non Current Financial Assets</b>				
(Unsecured, considered good)				
(i) Security Deposit	37.00		37.00	
(ii) Deposit with Bank Margin Money	-		-	
(iii) Tax Refundable	565.32	602.32	658.29	695.29
<b>B Non Current Assets - Others</b>				
(Unsecured, considered doubtful)				
(i) Long Term Trade Receivable	57.39		23.63	
(ii) Capital Advances	91.63		34.96	
(iii) Subsidiary	143.21		143.21	
(iv) Other advances*	-	292.22	70.00	271.80
<b>Total</b>		<u>894.54</u>		<u>967.09</u>
*There is no amount due from directors, other officers of the Company or firms in which any director is a partner or private companies in which any director is a director or member at any time during the reporting period/ year.				
<b>8. Inventories</b>				
(i) Chinaware, Glassware, Silverware, Linen etc	114.09		118.09	
(ii) Kitchen Accessories	111.07		129.08	
(iii) Provision, Food, Beverages etc.	59.40		70.79	
(iv) General Stores and Spares	35.90	320.46	40.19	358.15
<b>Total</b>		<u>320.46</u>		<u>358.15</u>
<b>9. Trade Receivables</b>				
(Unsecured, considered good)				
(i) Outstanding for over Six Months	7.49		18.70	
(ii) Others	75.40		374.83	
(iii) Doubtful	-	82.90	-	393.53
<b>Total</b>		<u>82.90</u>		<u>393.53</u>
<b>10. Cash and cash equivalent</b>				
<b>A. Balances with banks:</b>				
(i) Cash on Hand		6.69		23.96
(ii) On current account		83.02		89.11
<b>Total Cash &amp; Bank Balance</b>		<u>89.70</u>		<u>113.07</u>
<b>B. Other bank balances</b>				
(i) Short Term Deposit (Maturity Less Than 3 months)		24.33		301.36
(ii) Fixed deposit accounts-others		-		1.16
(iii) Unpaid Dividend Bank Accounts		-		-
<b>Total Other bank balances</b>		<u>24.33</u>		<u>302.52</u>
<b>Total Cash &amp; Cash Equivalent</b>		<u>114.03</u>		<u>415.59</u>

Short term deposits are made for varying periods, depending on the immediate cash requirements of the company, and earn interest at the respective short term deposit rates.



# CHL LIMITED

## Notes to Financial Statements for the year ended 31st March, 2021

Lac INR

Particulars	As at 31st March 2021	As at 31st March 2020
<b>11. Other Financial Assets</b>		
(i) Interest accrued on bank deposits	<u>0.24</u>	<u>3.90</u>
<b>Total</b>	<u>0.24</u>	<u>3.90</u>

There is no amount due from director, other officer of the Company or firms in which any director is a partner or private companies in which any director is a director or member at any time during the reporting period.

<b>12. Other Current Assets</b>		
(i) Advances to others	34.33	29.18
(ii) Excise duty	0.54	1.25
(iii) Prepaid Expenses	74.15	106.04
(iv) GST Credit Receivable	-	0.66
<b>Total</b>	<u>109.02</u>	<u>137.13</u>

There is no amount due from directors, other officers of the Company or firms in which any director is a partner or private companies in which any director is a director or member at any time during the reporting period.

## 13. Equity Share Capital (Lac INR except as otherwise stated)

Particulars	As At 31st March 2021	As At 31st March 2020
<b>A Share capital</b>		
(i) <b>Authorised Share Capital and par value per share</b> 150,000,000 equity shares of Rs.2 each	<u>3,000.00</u>	<u>3,000.00</u>
	<u>3,000.00</u>	<u>3,000.00</u>
(ii) <b>Issued , Subscribed &amp; Fully paid up Capital</b> 54,818,290 equity shares of Rs.2 each fully paid up	<u>1,096.37</u>	<u>1,096.37</u>
	<u>1,096.37</u>	<u>1,096.37</u>

## B Reconciliation of numbers of shares outstanding at the beginning and at the end of the year (Lac INR except as otherwise stated)

Particulars	As At 31st March 2021		As At 31st March 2020	
	No of shares	Amount	No of Shares	Amount
<b>Equity Shares with face value of Rs 2 per share</b>				
Number of shares outstanding at the beginning of the period	548.18	1,096.37	548.18	1,096.37
Number of shares outstanding at the end of the period	548.18	1,096.37	548.18	1,096.37
Changes during the year:	-	-	-	-

## C Rights, preferences and restrictions attaching to the class of shares

Class of shares	Terms, rights attached to equity shares
Equity	The rights, preferences and restrictions attaching to each equity shares of the company have a par value of Rs. 2 per share and rank class of shares including restrictions on the distribution of paripassu in all respects including voting rights and entitlement to dividend and the repayment of capital.

## D Details of shareholder, holding more than 5% shares

Particulars	As At 31st March 2021		As At 31st March 2020	
	No of shares	Percentage	No of Shares	Percentage
Equity Share				
Malbros Investment Inc	322.88	58.90%	322.88	58.90%
Mr. Navin Sabharwal	51.51	9.40%	51.51	9.40%
Mr. O.P.Bajaj	34.49	6.29%	34.49	6.29%

## E Shares held by holding Company

Particulars	As At 31st March 2021		As At 31st March 2020	
	No of shares	Percentage	No of Shares	Percentage
Equity Share				
Malbros Investments Inc	322.88	58.90%	322.88	58.90%

Notes to Financial Statements for the year ended 31st March, 2021

Lac INR

Particulars	As at 31st March 2021	As at 31st March 2020
<b>14. Other Equity</b>		
<b>A CAPITAL RESERVE</b>		
As per last Balance Sheet	<u>0.94</u>	<u>0.94</u>
<b>B CAPITAL REDEMPTION RESERVE</b>		
As per last Balance Sheet	<u>110.00</u>	<u>110.00</u>
<b>C GENERAL RESERVE</b>		
As per last Balance Sheet	<b>2,970.74</b>	2,996.49
Add/(less): Impact on valuation of Quoted investment	<b>3.91</b>	(25.75)
Add/(less): Other Comprehensive income	<b>(44.73)</b>	-
	<u><b>2,929.91</b></u>	<u>2,970.74</u>
<b>D PROFIT &amp; LOSS ACCOUNT</b>		
As per last Balance Sheet	<b>7,600.52</b>	7,313.97
Add Transferred from Profit & Loss Account	<b>(598.10)</b>	286.55
	<u><b>7,002.42</b></u>	<u>7,600.52</u>
	<u><b>10,043.27</b></u>	<u>10,682.20</u>
<b>15. Non Current Financial liabilities</b>		
<b>(i) Long Term Borrowings</b>		
Union Bank of India Term Loan	-	63.40
Vehicle Loans	<b>29.51</b>	62.93
	<u><b>29.51</b></u>	<u>126.33</u>
<b>(ii) Other Financial Liabilities</b>		
Security Deposits	<b>253.87</b>	242.92
	<u><b>253.87</b></u>	<u>242.92</u>
<b>Total Non Current Financial Liabilities</b>	<u><b>283.38</b></u>	<u>369.25</u>
-		
Term Loan from Union Bank of India (Andhra Bank) (INR 1500 lacs) is repayable in equal installment within 7 years period from 17-08-2014 and carry interest of 11.75% pa. Term Loan from Union Bank of India is secured by paripassu charge over entire fixed assets and exclusive charge on current assets. "After considering the moratorium period of 6 months, the extended period of term loan repayments is January 2022."		
-		
Vehicle loans are secured by hypothecation of the respective vehicles. The loan is payable in equated monthly installments within 5 years period from the date of disbursement of the loan.		
<b>16. Provisions</b>		
<b>A Provision for employee benefits</b>		
(i) Gratuity*	-	29.58
(ii) Leave Benefit	<b>85.86</b>	92.53
<b>B Income Tax Provision</b>		
(i) Provisions	-	-
(ii) Current Year	-	0.61
(iii) Service Tax Under Vishwas Scheme	-	138.49
<b>Total</b>	<u><b>85.86</b></u>	<u>261.21</u>

\*Gratuity valuation is done by the Actuaries and no provision is required to be made during the year as per their report.

**Notes to Financial Statements for the year ended 31st March, 2021****Lac INR**

Particulars	As at 31st March 2021	As at 31st March 2020
<b>17. Deferred tax Liability (Net)</b>		
Deferred taxes liability (Net)	671.69	592.08
Current Year	(23.21)	79.61
	<u>648.49</u>	<u>671.69</u>
(a) The tax effect of significant temporary differences that resulted in deferred income tax assets and liabilities are as follows:		
<b>Deferred tax liabilities:</b>		
Difference in carrying value of property, plant & equipments	652.10	698.00
<b>Total deferred income tax liabilities</b>	<u>652.10</u>	<u>698.00</u>
<b>Deferred tax assets:</b>		
Employee benefits	(3.61)	(26.31)
<b>Total deferred tax assets</b>	<u>(3.61)</u>	<u>(26.31)</u>
<b>Deferred tax liabilities after set off</b>	<u>648.49</u>	<u>671.69</u>
<b>18. Trade Payables</b>		
Outstanding dues of micro & medium enterprises	-	52.40
Outstanding dues of trade payables other than micro & medium enterprises	211.24	274.03
<b>Total</b>	<u>211.24</u>	<u>326.43</u>
<b>19. Other Financial Liabilities</b>		
<b>Current Liabilities</b>		
Union Bank of India Term Loan	158.69	190.60
Vehicle Loans	33.43	35.19
Overdraft from Banks against Fixed Deposit	-	281.62
Intercompany Deposits	1,163.55	606.86
Expenses payable	104.64	134.45
Payable to employees	136.19	218.54
Advance from Customers	156.75	186.98
Unpaid Dividend	-	1.16
<b>Total</b>	<u>1,753.24</u>	<u>1,655.40</u>
<b>20. Statutory Liabilities</b>		
GST & VAT Payable	25.26	26.08
TDS payable	6.75	15.19
Payable to government authorities	12.81	22.30
<b>Total</b>	<u>44.82</u>	<u>63.57</u>



Notes to Financial Statements for the year ended 31st March, 2021

Lac INR

Particulars	Figures as at the end of current reporting period ending 31st March 2021	Figures as at the end of previous reporting period ending 31st March 2020	
<b>21. REVENUE FROM OPERATIONS</b>			
<b>Sale of Product</b>			
Wine & Liquor	49.75	288.08	
Food, Beverage & Smokes	<u>377.08</u>	<u>1,675.58</u>	
	<b>426.83</b>	<b>1,963.66</b>	
Less Excise Duty	<u>-</u>	<u>-</u>	1,963.66
<b>Sale of Services</b>			
Rooms	524.89	3,041.75	
Licence Fee	554.67	685.61	
Communications	23.69	40.98	
Other Operating Revenues	24.26	189.10	
Banquet Misc. Services	<u>22.51</u>	<u>86.57</u>	4,044.01
Sale of Packaging	<u>39.27</u>	<u>17.45</u>	17.45
	<b>1,616.11</b>	<b>6,025.12</b>	
<b>22. OTHER INCOME</b>			
Interest earned on Fixed Deposit	20.14		30.67
Income from SEIS	24.12		-
Dividend Income - Long Term Investments	0.01		0.02
Foreign Currency transaction gain/(loss)	0.30		12.08
Scrap Income	-		0.27
Profit on sale of Assets	2.03		-
Excess Provision & Other Income	<u>17.97</u>		<u>5.38</u>
	<b>64.57</b>		<b>48.42</b>
<b>23. Consumption of Provision, Beverages and Smokes</b>			
<b>A. PROVISIONS, BEVERAGES &amp; SMOKES</b>			
Opening Stock	16.92	12.95	
Add: Purchases	<u>111.24</u>	<u>424.34</u>	
	<b>128.16</b>	<b>437.29</b>	
Less: Closing stock	<u>14.78</u>	<u>16.92</u>	420.37
<b>B. WINE &amp; LIQUOR</b>			
Opening Stock	53.87	61.27	
Add: Purchases	<u>7.57</u>	<u>56.82</u>	
	<b>61.44</b>	<b>118.09</b>	
Less: Closing Stock	<u>44.62</u>	<u>53.87</u>	64.22
<b>C. Packaging Material Consumption</b>	<u>14.67</u>		6.02
	<b>144.87</b>		<b>490.61</b>
<b>24. Employee Benefits Expense</b>			
Salaries, Wages & other benefits	784.01		1,788.34
Contribution to ESI and Provident fund	66.88		120.47
Gratuity	-		29.58
Compensated absences	15.53		20.80
Employees Welfare Expenses	26.20		94.35
Recruitment & Training Expenses	<u>-</u>		<u>0.93</u>
	<b>892.63</b>		<b>2,054.47</b>

**Notes to Financial Statements for the year ended 31st March, 2021****Lac INR**

Particulars	Figures as at the end of current reporting period ending 31st March 2021	Figures as at the end of current reporting period ending 31st March 2020
<b>25. Finance Cost</b>		
(i) Interest on Term Loan	26.27	184.54
(ii) Interest others	139.66	67.50
(iii) Bank & Financial Charges	7.17	15.92
	<b>173.10</b>	<b>267.96</b>
<b>26. Operational Expenses</b>		
Linen, Room Catering and other Supplies	50.78	158.55
Power & Fuel	381.90	726.85
Repairs : Machinery	56.04	89.50
Building	17.91	191.21
Others	62.99	212.06
Rent, Rates & Taxes	84.07	279.50
Hire Charges	30.54	213.43
Insurance	17.87	17.47
Communication Expenses	14.54	20.65
Operational Expenses	20.40	57.11
Travelling & Conveyance	20.15	131.53
Legal & Professional Expenses	74.95	127.46
Advertisement & Publicity	3.54	2.74
Commission	42.58	179.62
Other Selling Expenses	10.20	76.75
	<b>888.46</b>	<b>2,484.43</b>
<b>27. OTHER EXPENSES</b>		
Directors Sitting Fee	9.40	10.20
Charity & Donation	-	7.50
CSR expenses	21.00	10.00
Assets Written off	-	0.05
	<b>30.40</b>	<b>27.75</b>

28. Contingent liabilities not provided for in respect of

Lac INR

	2020-21	2019-20
(i) Demands / Claims not acknowledged as debt or which are under litigation	10.00	10.00
(ii) Bank Guarantees furnished	NIL	NIL
(iii) Disputed demands for taxes duties and other levies pending adjudication in appeal	239.24	407.85
(iv) Corporate Guarantee (million Dollar)**	US\$32.50	US\$32.50

Pursuant to the filing of case before the Economic Court of Tajikistan by the CJSC CHL International, our subsidiary Company, against the Export Import Bank of India (EXIM Bank) in respect of loan availed by it, the Economic Court partially accepted the claims of CJSC CHL International vide its Order dated 01.05.2018. Against this Order, EXIM Bank appealed to the Hon'ble Supreme Economic Court of Tajikistan, which was dismissed by the Supreme Economic Court, vide its Order dated 14.08.2018.

During the pendency of case in the Economic Court of Tajikistan, the EXIM Bank initiated proceedings under IBC Code 2016 in the National Company Law Tribunal (NCLT), New Delhi against CHL Limited invoking its Corporate Guarantee, which was dismissed vide its Order dated 11.01.2018. The EXIM Bank, against this Order, appealed to National Company Law Appellate Tribunal (NCLAT), New Delhi and the same was also dismissed vide its Order dated 16.01.2019. Subsequently, EXIM Bank has filed Civil Appeal before Hon'ble Supreme Court of India which is pending for adjudication.

Further, EXIM Bank filed an Original Application before the Debts Recovery Tribunal – I, Delhi invoking the personal Guarantee of Mr. Lalit Kumar Malhotra and also EXIM Bank filed an Original Application before the Debts Recovery Tribunal –I against CHL Limited under the Recovery of Debts and Bankruptcy Act, 1993, both of which are pending for adjudication.

CJSC CHL International has filed a fresh economic law suit against the EXIM Bank of India on 30.12.2020 in the Economic Court of Tajikistan. Pursuant to the filing of case no. I-25/21, the Economic Court of Tajikistan passed an Interim Order dated 11-01-2021 suspending any action on loan agreement between the CHL International and EXIM Bank of India dated 23.09.2010, 26.08.2013 and 18.03.2015, including Mortgage Agreement, Mortgage of real estate, Pledge of shares of CHL International along with Personal Guarantees and Corporate Guarantees. Against this order dated 11.01.2021, the EXIM Bank appealed to the Supreme Economic Court of Tajikistan. The Supreme Economic Court of Tajikistan dismissed the appeal made by EXIM Bank vide its Order dated 30.03.2021.

29. (i) Other advances are for business purposes and do-not carry interest.

(ii) Legal & Professional charges includes payment of auditors.

30. The Fixed Deposits are pledged with:

(i) Statutory Authorities - Rs.1.36 lacs (Rs. 1.12 lacs);

(ii) Against overdraft facilities – Nil (Rs. 300.00 lacs).

31. Estimated amount of contracts remaining to be executed on capital account, net of advances:

In respect of the Company, it is Nil (previous year Rs. 60.00 lacs)

32. Debts due to or by the company, are generally unconfirmed by the parties and/or under reconciliation. In the opinion of the management the impact of adjustment on reconciliation is not likely to be significant.

33. In the opinion of the management, the assets of the company have a value on realization, in the normal course of business, at least equal to the amounts stated in the balance sheet.

34. **MICRO AND SMALL ENTERPRISES**

The company has received information from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act 2006 and hence disclosure relating to the amounts unpaid at the year end under this Act is Nil. There is no overdue payment and hence no interest has been provided.

35. **EMPLOYEES BENEFITS**

**Defined Contribution Plans**

Retirement benefit in the form of provident fund, family pension fund and ESI is a defined contribution scheme.

**Defined Benefit Plans**

In accordance with Ind AS 19, actuarial valuation was done in respect of Gratuity and Compensated absence-Earned Leave. The gratuity liability amount contributed to an approved gratuity fund. The Compensated absence – Earned leave is calculated based on the following assumptions:

	Current Period	Previous Period
Type of Benefit	Privilege Leave	Privilege Leave
Country	India	India
Reporting Currency	INR	INR
Reporting Standard	Indian Accounting Standard 19 (Ind AS 19)	Indian Accounting Standard 19 (Ind AS 19)
Funding Status	Unfunded	Unfunded
Starting Period	01-Apr-20	01-Apr-19
Date of Reporting	31-Mar-21	31-Mar-20
Period of Reporting	12 Months	12 Months

**Assumptions (Opening Period)**

Expected Return on Plan Assets	N.A.	N.A.
Rate of Discounting	6.89%	7.79%
Rate of Salary Increase	5.00%	5.00%
Rate of Employee Turnover	1.00%	1.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2006-08) Ult
Mortality Rate After Employment	N.A.	N.A.

**Table showing change in the present value of Projected Benefit Obligation****Figure in INR**

Present Value of Benefit Obligation at the Beginning of the Period	<b>9252823</b>	9082994
Interest Cost	<b>637520</b>	707565
Current Service Cost	<b>669879</b>	539462
Past Service Cost - Non Vested Benefit Incurred During the Period	-	-
Past Service Cost - Vested Benefit In current During the Period	-	-
Liability Transferred In/Acquisitions	-	-
(Liability Transferred Out/Divestments)	-	-
(Gains)/Losses on Curtailment	-	-
(Liabilities Extinguished on Settlement)	-	-
(Benefit Paid Directly by the Employer)	<b>-2219297</b>	-1910561
(Benefit Paid From the Fund)	-	-
The Effect of Changes in Foreign Exchange Rates	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	<b>54977</b>	589050
Actuarial (Gains)/Losses on Obligations - Due to Experience	<b>190504</b>	244313
Present Value of Benefit Obligation at the End of the Period	<b>8586406</b>	9252823

**Table showing Change in the Fair use of Plan Assets**

Fair Value of Plan Assets at the Beginning of the Period	-	-
Interest Cost	-	-
Contribution by the Employer	-	-
Expected Contributions by the Employees	-	-
Assets Transferred in/Acquisitions	-	-
Assets Transferred Out/Divestments	-	-
(Benefit Paid from the Fund)	-	-
(Assets Distributed on Settlements)	-	-
(Expenses and Tax for managing the Benefit Obligations-paid from the fund)	-	-
Effects of Asset Ceiling	-	-
The Effect of Changes in Foreign Exchange Rates	-	-
Return on Plan Assets, Excluding Interest Income	-	-
Fair Value of Plan Assets at the End of the Period	-	-

**Actuarial (Gains)/Losses Recognized in the Statement of Profit or Loss for Current Period**

Actuarial (Gains)/Losses on Obligation for the Period	<b>245481</b>	833363
Return on Plan Assets, Excluding Interest Income	-	-
Sub Total	<b>245481</b>	833363
Actuarial (Gains)/Losses Recognized in the Statement of Profit or Loss	<b>245481</b>	833363

**Actual Return on Plan Assets**

Interest Income	-	-
Return on Plan Assets, Excluding Interest Income	-	-
Actual Return on Plan Assets	-	-

#### Amount Recognized in the Balance Sheet

(Present Value of Benefit Obligation at the end of the Period)	-8586406	-9252823
Fair Value of Plan Assets at the end of the Period	-	-
Funded Status (Surplus/(Deficit))	-8586406	-9252823
Unrecognized Past Service Cost at the end of the Period	-	-
Net (Liability)/Asset Recognized in the Balance Sheet	-8586406	-9252823

#### Net Interest Cost for Current Period

Present Value of Benefit Obligation at the Beginning of the Period	9252823	9082994
(Fair Value of Plan Assets at the Beginning of the Period)	-	-
Net Liability/(Asset) at the Beginning	9252823	9082994
Interest Cost	637520	707565
(Interest Income)	-	-
Net Interest Cost for Current Period	637520	707565

#### Expenses Recognized in the Statement of Profit or Loss for Current Period

Current Service Cost	669879	539462
Net Interest Cost	637520	707565
Actuarial (Gains)/Losses	245481	833363
Past Service Cost- Non-Vested Benefit Recognized During the Period	-	-
Past Service Cost- Vested Benefit Recognized During the Period	-	-
(Expected Contributions by the Employees)	-	-
(Gains/Losses on Curtailments And Settlements)	-	-
Net Effect of Changes in Foreign Exchange Rates	-	-
Changes in Asset Ceiling	-	-
Expenses Recognized in the Statement of Profit or Loss	1552880	2080390

#### Balance Sheet Reconciliation

Opening Net Liability	9252823	9082994
Expense Recognized in Statement of Profit or Loss	1552880	2080390
Net Liability/(Asset) Transfer In	-	-
Net Liability/(Asset) Transfer Out	-	-
(Benefit Paid Directly by the Employer)	-2219297	-1910561
(Employer's Contribution)	-	-
Net Liability/(Asset) Recognized in the Balance Sheet	8586406	9252823

#### Category of Assets

Government of India Assets	-	-
State Government Securities	-	-
Special Deposits Scheme	-	-
Debt Instruments	-	-
Corporate Bonds	-	-
Cash And Cash Equivalents	-	-
Insurance Fund	-	-
Asset Backed Securities	-	-
Structured Debt	-	-
Other	-	-
Total	-	-



# CHL LIMITED

Other Details		Lac	INR
No.of Active Members	366		416
Per Month Salary For Active Members	7839429		10679360
Projected Benefit Obligation (PBO)	8586406		9252823
Prescribed Contribution for Next Year (12 Months)	-		-

### Experience Adjustment

Actuarial (Gains)/Losses on Obligations - Due to Experience	190504		244313
Return on Plan Assets, Excluding Interest Income	-		

### 36. Related party Disclosure and transactions

Lac INR

Subsidiary Company		CHL International			
Key Management Personnel		Mr. Luv Malhotra Mr. Gagan Malhotra Mr. G.J.Varadarajan Mr. Gopal Prasad	Managing Director Executive Director Company Secretary CFO		
Entities controlled by Directors or their relatives		Mela Hotels Limited Malbros Holdings Pvt Ltd Ultima Leasing & Financing			
Sl. No	Name of Party	Nature of Transaction	Transaction value	Bal. as on 31.3.2021	Bal. as on 31.3.2020
(a)	Malbros Holdings Pvt Ltd	Asset Financing	--	NIL	31.33
(b)	Malbros Holdings Pvt Ltd	Intercompany Deposits	550.00	1150.00	600.00
(c)	CHL International	- Investment	--	7019.47	7019.47
		- Advances	--	143.21	143.21

### 37. Managerial Remunerations to Directors

Lac INR

Particulars	2020-21	2019-20
Salary & Allowances	101.11	210.60
Contribution to P.F.	9.80	11.52
Other benefit/perquisites	3.70	4.20
Sitting Fee to other Directors	9.40	10.20

### 38. Details of Consumption & Purchases

The company is not required to give quantitative and value wise information in respect of, consumption; turnover, stock etc. as the same is exempted vide circular No. SO301(E) dated 08-02-2011 issued by Ministry of Corporate Affairs, Government of India.

		Lac INR	
A.	C.I.F. Value of Imports		
(a)	Food & Beverage	Nil	Nil
(b)	Wine & Liquor – through canalizing agencies.	Nil	4.86
(c)	Components, spare parts and stores	Nil	2.14
(d)	Capital Goods	Nil	Nil
B.	Expenditure in Foreign Currency – on payment basis		
(i)	Technical Services	Nil	Nil
(ii)	Others	3.32	6.13
C.	Earning in Foreign Exchange – on receipt basis		
	On account of hotel services	89.29	1140.43
D.	Remittance in Foreign Currency on account Dividend to non-resident shareholders	-	Nil
E.	Audit Fees		
	Statutory Audit Fees	3.50	3.50

39. Amount transferred to Investor Education and Protection Fund as required under section 124 and 125 of the Companies Act 2013 Rs 1.16 lacs (Previous Year Rs.2.93 lacs)

#### 40. FINANCIAL RISK MANAGEMENT

The Company's financial risk management is an integral part of how to plan and execute the business strategies. The Company's financial risk management policy is set by the Managing Board.

##### (i) Credit Risk

- (a) Credit risk on trade receivables is managed by ensuring that credit is extended to customers with an established credit history. To manage this, the Company periodically assess the financial reliability of customer taking into account the credit history, past experience and other relevant factors. Individual risk limits are set accordingly. In respect of walk-in customers, the Company does not allow any credit period and therefore is not exposed to any credit risk.
- (b) Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Company and the debt is outstanding for a sufficient period and depending upon case to case basis. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable dues. When recoveries are made, these are recognize in profit or loss.
- (c) The ageing analysis of these receivables (gross of provision) has been considered from the date of invoice Lac INR

Particulars	As at 31-03-2021	As at 31-03-2020
Upto 6 months	75.40	374.83
More than 6 months	64.88	18.70
<b>Total</b>	<b>140.28</b>	<b>393.53</b>

The Company believes that no impairment allowance is necessary in respect of above mentioned financial assets, considering the marketable value of debtors.

Balance with banks are subject to very low credit risk due to good credit rating assigned to these banks.

##### (ii) Liquidity risk

Liquidity risk is the risk that the company will encounter difficulty in meeting obligations associated with financial liabilities. The board has developed a risk management framework for the management of the company's short, medium and long-term liquidity requirements thereby ensuring that all financial liabilities are settled as they fall due. The company manages liquidity risk by continuously reviewing forecasts and actual cash flows, and maintaining banking facilities to cover any shortfalls.

The table below summarises the maturity analysis for financial liabilities to their remaining contractual maturities. The amounts disclosed are the contractual undiscounted cash flows Lac INR

Particulars	As at 31-03-2021			As at 31-03-2020		
	Less than 1 year	1 to 5 years	Total year	Less than 1 year	1 to 5 years	Total
Non current financial liabilities – borrowings	--	29.51	29.51	--	126.33	126.33
Non current financial liabilities – others	--	339.73	339.73	--	504.13	504.13
Current financial liabilities – borrowings	1753.24	--	1753.24	1655.40	--	1655.40
Current financial liabilities – Trade Payables	211.24	--	211.24	326.43	--	326.43
Current financial liabilities – others	44.81	--	44.81	63.57	--	63.57
<b>Total</b>	<b>2009.29</b>	<b>369.24</b>	<b>2378.53</b>	<b>2045.40</b>	<b>630.46</b>	<b>2675.86</b>

##### (iii) Capital Management

For the purpose of the Company's capital management, capital includes issued capital and all other equity reserves. The primary objective of the Company's Capital Management is to maximize shareholder value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirement of the financial covenants.



The company monitors capital using gearing ratio, which is total debt divided by total capital plus debt. Lac INR

Particulars	31-03-2021	31-03-2020
Total Debt	2378.54	2675.86
Equity	11139.64	11778.57
Capital & net debt	13518.18	14454.43
Gearing ratio	17.60%	18.51%

**41. Impact of COVID-19 on Business Operations**

The COVID-19 pandemic had out broken worldwide in the month of December, 2019 and has disordered Economies and Business at a global scale. In India, the pandemic has affected multiple sectors and has had the most significant impact on the Services and Manufacturing sectors.

As mandated by the guidelines issued by the Central Government / Local State Government, the Hospitality sector was instructed to shut down their operations w.e.f 25th March, 2020. As a direct consequence of this regulation, our hotel in New Delhi had to shut down its operations since 25th March 2020. Due to various Government Orders, Hotel could not be operated till August, 2020. The revenue for the Financial Year 2020-21 has been severely affected and the Company was pushed into financial crisis.

To further aggravate the situation, the Government has indentified the second wave of Covid-19 in the month of April, 2021. The Government of NCT of Delhi had imposed the Night-Curfew and other restrictions from 06.04.2021 onwards. Thus, it has seriously affected the Hotel operations in the current year also.

Further, the hotel was linked to a Private Hospital for converting the hotel into extended Covid Hospital w.e.f. 14.04.2021 by the Order of Government of NCT of Delhi. By various orders by NCT of Delhi/DDMA, the curfew has been extended till 07.06.2021 (Till 05:00 AM). In fact our Hotel has to shut down there were no guest arrival during these periods. It seems that it will take another six to nine month time for coming out of this Covid pandemic scenario.

The Management has assessed the potential impact of COVID-19 on the carrying value of property, plant & equipment, right of use assets, intangible assets, investment property, investments, trade receivables, inventories, and other current assets appearing in the financial statements of the Company as on 31st March, 2021 and has performed sensitivity analysis on the assumptions used and based on current indicators of future economic conditions, expects to recover the carrying amounts of these assets. The impact of COVID-19 may be different from that estimated on the date of approval of these financial statements and the Management will continue to closely monitor any material changes to future economic conditions and taking suitable steps to remain in market.

**42. Segment Reporting:**

The Company operates only in one reportable segment, i.e. Hospitality/Hotel Business.

- 43.** Previous year's figures have been regrouped and rearranged wherever necessary to make it comparable with the Current Years figures. All figures have been rounded off to nearest lac rupee.

As per our report of even date attached  
for **DGA & Co.**  
Chartered Accountants  
Reg. No. 003486N

**(D. K. Agarwal, FCA)**  
Partner  
Membership No. 080355  
UDIN: 21080355AAAAAM8512

Place: Delhi  
Date: 25.06.2021

for & on behalf of the Board of Directors

**LUV MALHOTRA**  
Managing Director  
DIN 00030477

**GAGAN MALHOTRA**  
Executive Director  
DIN 00422762

**GOPAL PRASAD**  
CFO

**G.J.VARADARAJAN**  
Company Secretary  
M.No. ACS 5287



## **To the Members of CHL LIMITED**

### **Report on the audit of the Consolidated Financial Statements**

#### **Opinion**

We have audited the accompanying Consolidated Financial Statements of CHL LIMITED ("the company"), which comprise the consolidated Balance Sheet as at 31 March 2021, the consolidated Statement of Profit and Loss, including the Statement of other Comprehensive Income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated 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 including Indian Accounting Standards (Ind AS) specified under section 133 of the Act, of their consolidated state of affairs of the Company as at March 31, 2021, and the consolidated loss, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Emphasis of Matter**

We draw your attention to Note No. 39 to the financial statements, which explain the uncertainties and management's assessment of the financial impact due to disruptions arising from COVID-19 pandemic situation. The company has assessed potential impact of COVID-19 on the carrying value of trade receivable, and assets including (Non-current and current) appearing in financial statements of the company. In developing assumptions and estimates relating to future uncertainties in the economic conditions because of this pandemic, the company as at the date of approval of these financial statements has used internal and external sources of information and based on current estimates, expects to recover the carrying amounts of these assets. The impact of the pandemic may be different from that estimated as at the date of approval of these financial statements and the company will continue to closely monitor any material changes to future economic condition. Our opinion is not modified in respect of this matter.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### **Management's Responsibility for the Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Consolidated financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income and cash flows and change in equity of the Company in accordance with the accounting principles generally accepted in India, including the India Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The boards of directors are also responsible for overseeing the Company's financial reporting process.

#### **Auditor's Responsibilities for the audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.



- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

#### Other Matters

We did not audit the financial statements of a subsidiary whose financial statements as on March 31, 2021 reflect total assets of Rs. 40472.02 Lac and total deficit of Rs. 2431.40 Lac for the year ended on that date. These financial statements and other financial information have been audited by other auditor whose report has been furnished to us and our opinion is based solely on the report of the other auditor. Our opinion is not modified in respect of these matters.

#### Report on other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
  - (c) The Consolidated Balance Sheet and the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid Consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) On the basis of written representations received from the directors as on 31 March, 2021, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2021, from being appointed as a director in terms of Section 164(2) of the Act.
  - (f) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to our best of our information and according to the explanations given to us:
    - (i) The Company has disclosed the impact of pending litigations as at 31st March, 2021, on its consolidated financial position of the entities – Refer Note No.28 to the Consolidated Financial Statements;
    - (ii) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;
    - (iii) There has been no delay in transferring amounts, required to be transferred, to Investor Education and Protection Fund.

**For D G A & Co.**  
Chartered Accountants  
Firm Reg. No. 003486N

Place: New Delhi  
Date: 25.06.2021

**(D K Agarwal, FCA)**  
Partner  
Membership No. 080355  
UDIN:21080355AAAAAN4629

**Consolidated Balance sheet as at 31st March, 2021**

**Lac INR**

Particulars	Note No.	As at 31st March 2021	As at 31st March 2020
<b>(1) Non-current assets</b>			
(a) Property, plant and equipment	5	<b>28,637.36</b>	30,246.29
(b) Other non-current assets	6	<b>39.94</b>	36.04
(c) Financial assets	7	<b>895.94</b>	968.68
<b>Total Non current assets</b>		<b>29,573.24</b>	31,251.01
<b>(2) Current assets</b>			
(a) Inventory	8	<b>668.81</b>	815.23
(b) Financial assets			
(i) Trade receivables	9	<b>156.94</b>	450.19
(ii) Balances with banks	10(a)	<b>164.42</b>	158.79
(iii) Other bank balances	10(b)	<b>24.33</b>	302.52
(iv) Other financial assets	11	<b>25.84</b>	33.38
(c) Other current assets	12	<b>937.86</b>	887.49
<b>Total Current Assets</b>		<b>1,978.19</b>	2,647.60
<b>Total Assets</b>		<b>31,551.43</b>	33,898.61
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	13	<b>5,518.58</b>	5,518.58
(b) Other Equity(Refer SOCE)	14	<b>(6,024.51)</b>	(2,954.18)
		<b>(505.93)</b>	2,564.40
<b>Liabilities</b>			
<b>(1) Non-current liabilities</b>			
(a) Financial liabilities			
(i) Long Term Borrowings	15.1	<b>21,193.22</b>	21,290.04
(ii) Other Financial Liabilities	15.2	<b>1,484.91</b>	1,475.45
(b) Deferred Tax Liability (Net)	16	<b>648.49</b>	671.69
(c) Provisions	17	<b>85.86</b>	261.21
		<b>23,412.48</b>	23,698.39
<b>(2) Current liabilities</b>			
(a) Financial liabilities			
(i) Trade payables	18	<b>352.15</b>	513.19
(ii) Other financial liabilities	19	<b>8,211.04</b>	7,059.06
(b) Statutory liabilities	20	<b>81.69</b>	63.57
		<b>8,644.88</b>	7,635.82
<b>Total Equity and Liabilities</b>		<b>31,551.43</b>	33,898.61

The accompanying notes form an integral part of the Financial Statements

As per our report of even date attached  
for **DGA & Co.**

Chartered Accountants  
Reg. No. 003486N

**(D. K. Agarwal, FCA)**  
Partner  
Membership No. 080355  
UDIN:21080355AAAAAN4629

Place: Delhi  
Date: 25.06.2021

for & on behalf of the Board of Directors

**LUV MALHOTRA**  
Managing Director  
DIN 00030477

**GAGAN MALHOTRA**  
Executive Director  
DIN 00422762

**GOPAL PRASAD**  
CFO

**G.J.VARADARAJAN**  
Company Secretary  
M.No. ACS 5287



# CHL LIMITED

## Consolidated Statement of Profit & Loss for the year ended 31st March, 2021

Lac INR

Particulars	Note No.	For the year ending 31st March 2021	For the year ending 31st March 2020
<b>I Revenue From Operations</b>	21	<b>2,329.71</b>	8,628.57
<b>II Other Income</b>	22	<b>65.20</b>	53.23
<b>III Total Income (I+II)</b>		<b>2,394.91</b>	8,681.80
<b>IV Expenses</b>			
Consumption of Provision, Beverages, Smokes and others	23	<b>217.40</b>	735.01
Employee benefit expense	24	<b>1,036.79</b>	2,957.02
Finance Cost	25	<b>1,221.09</b>	1,770.84
Operational Expenses	26	<b>1,369.43</b>	3,899.11
Depreciation and amortization expense		<b>1,638.32</b>	1,855.55
Other expenses	27	<b>30.60</b>	27.75
<b>Total expenses (IV)</b>		<b>5,513.63</b>	11,245.28
<b>V Profit / (Loss) before tax &amp; prior period items (III-IV)</b>		<b>(3,118.72)</b>	(2,563.48)
<b>VI Prior Period Items</b>		<b>8.42</b>	-
<b>VII Profit before tax (V-VI)</b>		<b>(3,127.14)</b>	(2,563.48)
<b>VIII Tax expense :</b>			
(1) Current Tax		-	136.58
(2) Last Year Tax Provision adjustment		<b>(29.69)</b>	(27.68)
(3) Mat Credit Entitlement		-	-
(4) Deferred Tax		<b>(23.21)</b>	79.61
		<b>(52.90)</b>	188.51
		<b>(52.90)</b>	188.51
<b>IX Profit for the year/period (VII-VIII)</b>		<b>(3,074.24)</b>	(2,751.99)
<b>X Other comprehensive income</b>			
(A) Items those will be reclassified to profit or loss in subsequent periods:			
(i) Net gain/(loss) on above		<b>44.73</b>	-
		<b>44.73</b>	-
(B) Items those will not be reclassified to profit or loss in subsequent periods:		-	-
<b>XI Total Comprehensive Income for the period (Comprising Profit and Other Comprehensive Income for the period)</b>		<b>(3,029.51)</b>	(2,751.99)
<b>Profit/(loss) for the year</b>			
<b>Attributable to:</b>			
Owners of the parent		<b>(2,117.73)</b>	(1,556.63)
Non-controlling interests		<b>(956.51)</b>	(1,195.36)
Other comprehensive income/(loss) for the year			
<b>Attributable to:</b>			
Owners of the parent		<b>44.73</b>	-
Non-controlling interests		-	-
<b>Total comprehensive income/(loss) for the year</b>			
<b>Attributable to:</b>			
Owners of the parent		<b>(2,073.00)</b>	(1,556.63)
Non-controlling interests		<b>(956.51)</b>	(1,195.36)

The accompanying notes form an integral part of the Financial Statements

As per our report of even date attached  
for **DGA & Co.**  
Chartered Accountants  
Reg. No. 003486N

for & on behalf of the Board of Directors

**(D. K. Agarwal, FCA)**  
Partner  
Membership No. 080355  
UDIN:21080355AAAAAN4629

**LUV MALHOTRA**  
Managing Director  
DIN 00030477

**GAGAN MALHOTRA**  
Executive Director  
DIN 00422762

Place: Delhi  
Date: 25.06.2021

**GOPAL PRASAD**  
CFO

**G.J.VARADARAJAN**  
Company Secretary  
M.No. ACS 5287

**Consolidated Statement of Cash Flow for the year ended 31st March, 2021**

**Lac INR**

Particulars	For the year ending 31st March 2021	For the year ending 31st March 2020
<b>A) Cash Flow From Operating Activities</b>		
<b>Net Profit before Tax &amp; Extraordinary Items</b>	<b>(3,118.72)</b>	<b>(2,563.48)</b>
Adjustments for		
Depreciation	1,638.32	1,855.55
Dividend Income	(0.01)	(0.02)
Exchange Reserve	-	(34.38)
Loss / (Profit) on Sale of Assets	(2.03)	-
Comprehensive income	(44.73)	-
Scrapped/Discarded Assets written off	-	0.05
Income from SEIS	(24.12)	-
Interest Expenditure	1,221.09	1,770.84
Interest Received	(20.77)	(35.48)
<b>Operating Profit before Working Capital Changes</b>	<b>(350.97)</b>	<b>993.08</b>
Adjustments for		
(Increase) Decrease in Inventories	146.42	(35.71)
(Increase) Decrease in Trade Receivables	293.25	142.81
(Increase) Decrease in Loans	-	-
(Increase) Decrease in Other Financial assets	29.92	174.54
Increase (Decrease) in Trade Payables	(161.04)	(18.77)
Increase (Decrease) in Other Financial liabilities	1,191.39	1,072.58
<b>Cash generated from Operations</b>	<b>1,148.97</b>	<b>2,328.53</b>
<b>Net Cash from Operating Activities (A)</b>	<b>1,148.97</b>	<b>2,328.53</b>
<b>B) Cash Flow from Investing Activities</b>		
Purchase of Property, plant & Equipment	(53.61)	(116.30)
Disposal of Property, plant & Equipment	24.22	0.31
Interest Received	20.77	35.48
Dividend Received	0.01	0.02
<b>Net Cash used in Investing Activities(B)</b>	<b>(8.62)</b>	<b>(80.49)</b>
<b>C) Cash Flow from Financing Activities</b>		
Proceeds from issue of Capital		
Interest Paid	(1,221.09)	(1,770.84)
Income from SEIS	24.12	-
Loss / (Profit) on Sale of Assets	2.03	-
Comprehensive Income	44.73	-
Increase (Decrease) in Security Deposit	9.46	3.55
Increase/(Decrease) in long term Borrowing	(96.82)	(946.90)
Increase/(Decrease) in Provisions	(175.35)	(26.70)
Net Cash used in Financing Activities (C)	(1,412.91)	(2,740.89)
<b>Net increase/ decrease in cash and cash equivalents (A+B+C)</b>	<b>(272.56)</b>	<b>(492.85)</b>
<b>Cash &amp; Cash Equivalent (Opening balance)</b>	<b>461.31</b>	<b>954.16</b>
<b>Cash &amp; Cash Equivalent (Closing balance)</b>	<b>188.75</b>	<b>461.31</b>

**Note :**

- (a) The above cash flow statement has been prepared under indirect method setout in the Indian Accounting Standard (Ind AS-7)-Statement of Cash Flow.
- (b) Cash And Cash Equivalent comprise of:-
- |  |               |               |
|--|---------------|---------------|
| Balance with Banks in Current Account              | 188.75        | 461.31        |
| Deposit with Bank with maturity less than 3 months | -             | -             |
| <b>Cash &amp; Cash Equivalent in Cash Flow</b>     | <b>188.75</b> | <b>461.31</b> |

As per our report of even date attached  
for **DGA & Co.**

Chartered Accountants  
Reg. No. 003486N

**(D. K. Agarwal, FCA)**  
Partner  
Membership No. 080355  
UDIN:21080355AAAAAN4629

Place: Delhi  
Date: 25.06.2021

for & on behalf of the Board of Directors

**LUV MALHOTRA**  
Managing Director  
DIN 00030477

**GAGAN MALHOTRA**  
Executive Director  
DIN 00422762

**GOPAL PRASAD**  
CFO

**G.J.VARADARAJAN**  
Company Secretary  
M.No. ACS 5287

**NOTES TO THE FINANCIAL STATEMENTS****1. CORPORATE INFORMATION**

CHL Limited (the Company) is a public limited company domiciled in India and is listed on Bombay Stock Exchange (BSE). The Company is operating a Five Star Deluxe Hotel since 1982, presently named as "The Suryaa" in New Delhi.

**2. BASIS OF PREPARATION**

- (a) The financial statements are prepared on a historical cost basis except certain financial assets and liabilities which have been measured at fair value, defined benefit plans and contingent consideration. Historical cost is generally based on the fair value of consideration in exchange of goods and services.
- (b) The preparation of these financial statements in conformity with the recognition and measurement principle of Ind AS requires management to make judgement, estimates and assumption that affect the reported balances of assets and liabilities as at the date of financial statement.
- (c) The financial statements comprise a profit and loss account (income statement), statement of comprehensive income, balance sheet (statement of financial position), statement of changes in equity, statement of cash flows, and notes. Income and expenses, excluding the components of other comprehensive income, are recognised in the profit and loss account. Other comprehensive income is recognised in the statement of comprehensive income and comprises items of income and expense, that are not recognised in the profit and loss account as required or permitted by Ind AS.
- (d) The preparation of financial statements in conformity with Indian Accounting Standards requires the use of estimates and assumptions. It also requires management to exercise its judgement in the process of applying the accounting policies adopted by the company. Although such estimates and assumptions are based on the directors' best knowledge of the information available, actual results may differ from those estimates. The judgements and estimates are reviewed at the end of each reporting period, and any revisions to such estimates are recognised in the year in which the revision is made.

**3. SIGNIFICANT ACCOUNTING POLICIES****3.1 PROPERTY, PLANT AND EQUIPMENT**

- (a) All categories of property, plant and equipment are initially recognised at cost. Cost includes expenditure directly attributable to the acquisition of the assets. Computer software, including the operating system, that is an integral part of the related hardware is capitalised as part of the computer equipment. Property, plant and equipment are subsequently carried at cost less accumulated depreciation and accumulated impairment losses if any. When significant parts of property, plant and equipments are required to be replaced at intervals, the company recognises the new part with its own associated useful life and it is depreciated accordingly.
- (b) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. Repairs and maintenance expenses are charged to the profit and loss account in the year in which they are incurred.
- (c) Cost of asset(s) replaced but still usable is not reduced from the cost of the asset(s) till it is sold / discarded. If the cost of the asset(s), discarded / sold is not ascertainable, cost of replacement of such asset(s), (discounted as per "indexed cost formula" prescribed under Income Tax Act, 1961) is taken as the cost of such asset(s) for the purpose of deduction from the cost.
- (d) Depreciation on tangible assets is provided on straight-line method over the useful life of assets in the manner and at the rate specified in Part C of Schedule II of Companies Act, 2013 from the date the Schedule II came into effect. A residual value of 5% (as prescribed in Schedule II of the Act) of the cost of the asset is used for the purpose of calculating the depreciation charge.

**3.2 INTANGIBLE ASSETS**

Accounting treatment of intangible assets is in accordance with IND AS-38. Intangible Assets are depreciated on straight line method over the useful life thereof.

**3.3 IMPAIRMENT OF NON FINANCIAL ASSETS**

The carrying amounts of the asset(s) are reviewed at each balance sheet date to assess whether these were recorded at their recoverable value, and, where carrying amounts exceed the recoverable value, the assets are written down to their recoverable value.

**3.4 INVESTMENT IN SUBSIDIARY, JOINT VENTURE**

Investment in subsidiary/joint venture is carried out at cost. The cost comprises price paid to acquire investment and directly attributable cost.

**3.5 TRANSLATION OF FOREIGN CURRENCIES**

- (a) On initial recognition, all transactions are recorded in the functional currency (the currency of the primary economic environment in which the company operates), which is Indian Rupees (INR).
- (b) Transactions in foreign currencies during the year are converted into the functional currency using the exchange rate prevailing at the transaction date. Monetary assets and liabilities at the balance sheet date denominated in foreign currencies are translated into the functional currency using the exchange rate prevailing as at that date. The resulting foreign exchange gains and losses from the settlement of such transactions and from year-end translation are recognised on a net basis in other items of comprehensive income or the profit and loss account respectively in the year in which they arise.

**3.6 FINANCIAL INSTRUMENTS****(I) Financial Assets****(i) Initial recognition and measurement**

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit and loss, transaction cost that are attributable of the financial assets. Purchase or sale of financial assets

that requires delivery of assets are recognize on the settlement date i.e. the date that the company settle commits to purchase or sell the assets.

**(ii) Subsequent measurement**

Subsequent measurement of debt instruments depends on the Group's business model for managing the assets and the cash flow characteristics of the asset.

**3.7 ASSETS ON LEASE**

Accounting treatment of assets taken on lease is in accordance with Ind AS – 17.

**3.8 INVENTORIES**

Inventories are valued at lower of cost and estimated net realizable value after providing cost of obsolescence and other anticipated loss wherever considered necessary, if material. Cost is determined by using first in first out (FIFO) basis.

Linen, Glassware etc.: Items issued to rooms and outlets are treated as replacement of old/worn items and charged to profit and loss account and items in use at the close of the year are included in inventories.

**3.9 BORROWING COST**

Borrowing cost that are attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of such assets. A qualifying assets is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other Borrowing cost are recognized as an expense in the period in which they are incurred.

**3.10 RISK MANAGEMENT OBJECTIVE AND POLICIES**

The company's overall risk management policies are set out by the board and implemented by the management, and focus on the unpredictability of changes in the business environment and seek to minimize the potential adverse effects of such risk on the company's performance by setting acceptable levels of risk. The company does not hedge against any risks.

**3.11 RECOGNITION OF REVENUES**

- i. Revenue comprises sale of rooms, food and beverages, allied services relating to hotel operations including net income from telecommunication on services. Revenue is recognized upon rendering of service and is stated net of discounts/ allowances.
- ii. Claims recoverable / payable are recognized to the extent admitted. Unclaimed credit balances and excess provision of expenditure are treated as revenue of the year in which such amounts cease to be Company's liability.
- iii. Discarded assets (carpets etc.) are charged to the profit & loss account at written down value. Amount realized, if any, on sale of such items is treated as income. Scrap value is recognized, if material.
- iv. For all debt instruments measured at amortised cost or at fair market value through Other Comprehensive Income(OCI) and profit and loss account.

**3.12 RETIREMENT AND OTHER EMPLOYEE BENEFITS**

The company has classified various benefits to employees under "Defined Contribution Plan, and Defined Benefit Plan".

**(i) Defined Contribution Plan**

- (a) The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. Contributions payable by the company to the concern Government Authorities in respect to Provident Fund, Family Pension Fund and Employees State Insurance are charged to the Profit and Loss Account on accrual basis.

**(ii) Defined Benefit Plan**

- (a) Gratuity liability as on the Balance Sheet date is determined on the basis of actuarial valuation using projected unit credit method (Ind AS 19). The gratuity liability amount is contributed to income tax approved insurance company with whom the Company is maintaining gratuity fund account.

Short term compensated absences are recognized as expense, at the undiscounted amount, in Profit and Loss Account of the year in which they are incurred.

Long term compensated absences are provided for based on the actuarial valuation as per projected unit credit method, as at the Balance Sheet date.

Actuarial gains and losses are immediately taken to other comprehensive income as income or expenses without resorting to any amortization.

**3.13 CONTINGENCY AND PROVISION**

Contingent liabilities are recognized only when there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise: or a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or a reliable estimate of the amount of obligation cannot be made.

The Company creates a provision when there is present obligation as result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation.

**3.14 TAXATION**

Provision for current taxation is made in accordance with the applicable taxation laws.

Deferred tax is recognized on timing differences between the accounting income and the taxable income for the year and quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date.

Deferred tax asset is recognized and carried forward to the extent there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

**3.15** Prior period and extraordinary items and changes in Accounting Policies having material impact on the financial affairs of the company are disclosed



**4a. STATEMENT OF EQUITY CHANGES**

Lac INR

Particulars	Equity share Capital Including Minority Interest	Reserve and Surplus						Non Controlling Interest
		Capital Reserve	General Reserve*	Capital Redemption Reserve	Retain Earnings	Total Other Equity	Equity attributable to Owners of the Company	
<b>As at April 1,2020</b>	5,518.58	0.94	3,247.86	110.00	(6,312.98)	(2,954.18)	3,506.74	(942.34)
Add/(less): Impact on valuation of Quoted investment			3.91			3.91	3.91	
Differnce in exchange fluctuation								
Restated balance at the beginning of the reporting period	5,518.58	0.94	3,251.77	110.00	(6,312.98)	(2,950.27)	3,510.65	(942.34)
Profit for the year*					(3,029.51)	(3,029.51)	(2,072.99)	(956.51)
Other comprehensive income			44.73			44.73	(44.73)	
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>44.73</b>	<b>-</b>	<b>(3,029.51)</b>	<b>(2,984.78)</b>	<b>(2,117.72)</b>	<b>(956.51)</b>
<b>As at March 31, 2021</b>	<b>5,518.58</b>	<b>0.94</b>	<b>3,207.04</b>	<b>110.00</b>	<b>(9,342.49)</b>	<b>(6,024.51)</b>	<b>1,392.93</b>	<b>(1,898.85)</b>
<b>As At April 1 2019</b>	<b>5,518.58</b>	<b>0.94</b>	<b>3,273.61</b>	<b>110.00</b>	<b>(3,560.99)</b>	<b>(176.44)</b>	<b>5,089.12</b>	<b>253.02</b>
Changes in accounting policy			(25.75)			(25.75)	(25.75)	
Exchange Fluctuation						-	-	
Prior period errors						-		
Restated balance at the beginning of the reporting period	5,518.58	0.94	3,247.86	110.00	(3,560.99)	(202.19)	5,063.37	253.02
Profit for the year*					(2,751.99)	(2,751.99)	(1,556.63)	(1,195.36)
Other comprehensive income			-			-	-	
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(2,751.99)</b>	<b>(2,751.99)</b>	<b>(1,556.63)</b>	<b>(1,195.36)</b>
<b>As at March. 31st 2020</b>	<b>5,518.58</b>	<b>0.94</b>	<b>3,247.86</b>	<b>110.00</b>	<b>(6,312.98)</b>	<b>(2,954.18)</b>	<b>3,506.74</b>	<b>(942.34)</b>

\*Profit/(loss) on valuation of quoted investment shown in general reserve



PARTICULARS	Lac INR											
	Land (Leasehold)	Land (Freehold)	Land & Building (Noida)	Building	Plant & Machinery	Plant & Machinery (Noida)	Furniture, Fixture & Fittings	Office Equipments	Computers	Vehicles	Capital Work in Progress	Grand Total
<b>Cost</b>												
As on 1st April - 2020	993.48	116.04	299.00	19,007.39	9,964.30	13.69	8,937.18	82.27	2,083.58	626.26	-	42,123.19
Additions	-	-	0.01	-	53.09	-	-	-	0.51	-	-	53.61
Transfer	-	-	-	-	-	-	-	-	-	-	-	-
Disposals	(23.61)	-	-	-	-	-	-	-	-	(41.29)	-	(64.90)
<b>As at March 31, 2021</b>	<b>969.87</b>	<b>116.04</b>	<b>299.01</b>	<b>19,007.39</b>	<b>10,017.39</b>	<b>13.69</b>	<b>8,937.18</b>	<b>82.27</b>	<b>2,084.09</b>	<b>584.97</b>	<b>-</b>	<b>42,111.90</b>
<b>Accumulated Depreciation</b>												
As on 1st April - 2020	26.68	-	4.99	2,128.33	2,999.35	0.54	4,870.45	75.89	1,436.75	333.92	-	11,876.90
Charged during the year	-	-	4.99	265.96	276.37	0.55	785.14	1.20	256.73	47.38	-	1,638.32
Eliminated on disposal	-	-	-	-	-	-	-	-	-	(40.69)	-	(40.69)
<b>As at March 31, 2021</b>	<b>26.68</b>	<b>-</b>	<b>9.98</b>	<b>2,394.29</b>	<b>3,275.72</b>	<b>1.09</b>	<b>5,655.59</b>	<b>77.09</b>	<b>1,693.48</b>	<b>340.61</b>	<b>-</b>	<b>13,474.54</b>
<b>Net carrying amount as on 31st March 2021</b>	<b>943.19</b>	<b>116.04</b>	<b>289.03</b>	<b>16,613.10</b>	<b>6,741.67</b>	<b>12.60</b>	<b>3,281.59</b>	<b>5.18</b>	<b>390.61</b>	<b>244.36</b>	<b>-</b>	<b>28,637.36</b>
<b>Cost</b>												
As on 1st April - 2019	993.48	116.04	292.18	18,961.42	10,823.04	-	8,934.12	82.27	2,080.55	632.28	67.85	42,983.23
Additions	-	-	6.82	45.97	111.58	13.69	3.06	-	3.03	-	-	184.15
Transfer	-	-	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	(970.32)	-	-	-	-	(6.02)	(67.85)	(1,044.19)
<b>As at March 31, 2020</b>	<b>993.48</b>	<b>116.04</b>	<b>299.00</b>	<b>19,007.39</b>	<b>9,964.30</b>	<b>13.69</b>	<b>8,937.18</b>	<b>82.27</b>	<b>2,083.58</b>	<b>626.26</b>	<b>-</b>	<b>42,123.19</b>
<b>Accumulated Depreciation</b>												
As on 1st April - 2019	20.94	-	-	1,843.49	3,659.01	-	3,968.99	72.17	1,146.23	286.49	-	10,997.32
Charged during the year	5.74	-	4.99	284.84	310.60	0.54	901.46	3.72	290.52	53.14	-	1,855.55
Eliminated on disposal	-	-	-	-	(970.26)	-	-	-	-	(5.71)	-	(975.97)
<b>As at March 31, 2020</b>	<b>26.68</b>	<b>-</b>	<b>4.99</b>	<b>2,128.33</b>	<b>2,999.35</b>	<b>0.54</b>	<b>4,870.45</b>	<b>75.89</b>	<b>1,436.75</b>	<b>333.92</b>	<b>-</b>	<b>11,876.90</b>
<b>Net carrying amount as on 31st March 2020</b>	<b>966.80</b>	<b>116.04</b>	<b>294.01</b>	<b>16,879.06</b>	<b>6,964.95</b>	<b>13.15</b>	<b>4,066.73</b>	<b>6.38</b>	<b>646.83</b>	<b>292.34</b>	<b>-</b>	<b>30,246.29</b>



PARTICULARS	GROSS			BLOCK			DEPRECIATION				NET		BLOCK
	As on 01.04.2020	Additions Adj during the year	Sales/ Transfer	As on 31.03.2021	As on 01.04.2020	During the year	Adjustment/ Transfer	Upto 31.03.2021	As on 31.03.2021	As on 31.03.2021	As on 31.03.2020		
Land (Leasehold)	993.48		23.61	969.87	26.68			26.68	943.19	966.80			
Land (Freehold)	116.04			116.04	-			-	116.04	116.04			
Land & Building (Noida)	299.00	0.01		299.01	4.99	4.99		9.98	289.03	294.01			
Building	19,007.39			19,007.39	2,128.33	265.96		2,394.29	16,613.10	16,879.06			
Plant & Machinery	9,964.30	53.09		10,017.39	2,999.35	276.37		3,275.72	6,741.67	6,964.95			
Plant & Machinery (Noida)	13.69			13.69	0.54	0.55		1.09	12.60	13.15			
Furniture, Fixture and Fitting	8,937.18			8,937.18	4,870.45	785.14		5,655.59	3,281.59	4,066.73			
Office & Other Equipments	82.27			82.27	75.89	1.20		77.09	5.18	6.38			
Computers	2,083.58	0.51		2,084.09	1,436.75	256.73		1,693.48	390.61	646.83			
Vehicles	626.26		41.29	584.97	333.92	47.38	40.69	340.61	244.36	292.34			
<b>TOTAL - Current Year</b>	<b>42,123.19</b>	<b>53.61</b>	<b>64.90</b>	<b>42,111.90</b>	<b>11,876.90</b>	<b>1,638.32</b>	<b>40.69</b>	<b>13,474.54</b>	<b>28,637.36</b>	<b>30,246.29</b>			
Previous Year Capital Work in Progress	42,915.38	184.15	976.34	42,123.19	10,997.32	1,855.55	975.97	11,876.90	30,246.29	31,918.06			
									-	-			
											30,246.29		

Notes to Consolidated Financial Statements for the year ended 31st March, 2021

Lac INR

Particulars	As at 31st March 2021	As at 31st March 2020
<b>6. Other Non-Current Assets</b>		
<b>(a) LONG TERM INVESTMENT</b>		
<b>In Equity Shares -(Quoted &amp; Fully Paid)</b>	<b>236.21</b>	236.21
Fair Market Value of Quoted Investment	<b>19.22</b>	15.32
<b>In Equity Shares - Unquoted &amp; Fully Paid)</b>	<b>10.42</b>	10.42
<b>In Mutual Funds (Unquoted, Fully Paid)</b>	<b>10.00</b>	10.00
Tajikistan Electricity Board	<b>0.30</b>	0.30
Total Investment at cost	<b>256.63</b>	256.63
Total Investment at Fair Market Value	<b>39.94</b>	36.04
<b>7. Financial assets*</b>		
<b>Non-Current</b>		
Advance income tax		
MAT Credit		
<b>Non Current Financial Assets</b>		
Unsecured, considered good		
Security Deposit	<b>37.00</b>	37.00
Deposit with Bank Margin Money		-
Tax Refundable	<b>566.72</b>	659.88
<b>Non Current Assets - Others</b>		
Unsecured, considered doubtful		
Long Term Trade Receivable	<b>57.39</b>	23.63
Capital Advances	<b>91.63</b>	34.96
Subsidiary	<b>143.21</b>	143.21
Other advances*	-	70.00
<b>Total</b>	<b>895.94</b>	968.68
*There is no amount due from directors, other officers of the Company or firms in which any director is a partner or private companies in which any director is a director or member at any time during the reporting period/ year.		
<b>8. Inventories</b>		
(i) Chinaware, Glassware, Silverware, Linen etc	<b>114.09</b>	118.09
(ii) Kitchen Accessories	<b>321.65</b>	424.51
(iii) Provision, Food, Beverages etc.	<b>59.40</b>	70.79
(iv) General Stores and Spares	<b>173.67</b>	201.84
	<b>668.81</b>	815.23
Less: Provision for Slow Moving items	-	-
<b>Total</b>	<b>668.81</b>	815.23
<b>9. Trade Receivables</b>		
Unsecured, considered good		
(i) Outstanding for over Six Months	<b>7.49</b>	18.70
(ii) Others	<b>149.44</b>	431.49
<b>Total</b>	<b>156.94</b>	450.19

**Notes to Consolidated Financial Statements for the year ended 31st March, 2021****Lac INR**

Particulars	As at 31st March 2021	As at 31st March 2020
<b>10. Cash and cash equivalent</b>		
<b>(a) Balances with banks:</b>		
- Cash on hand	14.24	30.68
- On current account	150.19	128.11
<b>Total cash and cash equivalent as per Statement of Cash Flows</b>	<u>164.42</u>	<u>158.79</u>
<b>(b) Other bank balances</b>		
Fixed deposit accounts	24.33	301.36
(Maturity more than 3 months)		
Unpaid Dividend Bank Accounts	-	1.16
<b>Total Other bank balances</b>	<u>24.33</u>	<u>302.52</u>
<b>Total</b>	<u>188.75</u>	<u>461.31</u>

Short term deposits are made for varying periods , depending on the immediate cash requirements of the company, and earn interest at the respective shoet term deposit rates.

<b>11. Other Financial Assets</b>		
Interest accrued on bank deposits	0.24	3.90
Other advances	25.60	29.48
<b>Total</b>	<u>25.84</u>	<u>33.38</u>

There is no amount due from director, other officer of the Company or firms in which any director is a partner or private companies in which any director is a director or member at any time during the reporting period.

<b>12. Other Current Assets</b>		
Advances to others	35.67	54.97
Excise duty -	0.29	1.25
Prepaid expense	96.67	134.76
GST Receivable	-	0.66
Others	805.23	695.85
<b>Total</b>	<u>937.86</u>	<u>887.49</u>

\*There is no amount due from directors, other officers of the Company or firms in which any director is a partner or private companies in which any director is a director or member at any time during the reporting period.

Notes to Consolidated Financial Statements for the year ended 31st March, 2021 (Lac INR except as otherwise stated)

Particulars	As At	
	31st March 2021	As At 31st March 2020
<b>13. Equity Share Capital</b>		
Share capital		
<b>(A) Authorised, Issued, Subscribed and paid-up share capital and par value per share</b>		
<b>Authorised Capital</b>		
150,000,000 equity shares of Rs.2 each	<b>3,000.00</b>	3,000.00
	<b>3,000.00</b>	3,000.00
<b>Issued , Subscribed &amp; Fully paid up Capital</b>		
54,818,290 equity shares of Rs.2 each fully paid up	<b>1,096.37</b>	1,096.37
Minority Interest	<b>4,422.21</b>	4,422.21
	<b>5,518.58</b>	5,518.58

**(B) Reconciliation of numbers of shares outstanding at the beginning and at the end of the year**

(Lac INR except as otherwise stated)

Particulars	As at March 31, 2021		As at March 31, 2020	
	No of shares	Amount	No of Shares	Amount
<b>Equity Shares with face value of Rs 2 per share</b>				
Number of shares outstanding at the beginning of the period	<b>548.18</b>	<b>1,096.37</b>	548.18	1,096.37
Number of shares outstanding at the end of the period	<b>548.18</b>	<b>1,096.37</b>	548.18	1,096.37
Changes during the year:	-	-	-	-

**(C) Rights, preferences and restrictions**

(Lac INR except as otherwise stated)

Class of shares	Terms, rights attached to equity shares
Equity	The rights, preferences and restrictions attaching to each equity shares of the company have a par value of Rs. 2 per share and rank class of shares including restrictions on the distribution of paripassu in all respects including voting rights and entitlement to dividend and the repayment of capital.

**(D) Details of shareholder, holding more than 5% shares**

(Lac INR except as otherwise stated)

Particulars	As at March 31, 2021		As at March 31, 2020	
	No of shares	Percentage	No of Shares	Percentage
<b>Equity Share</b>				
Malbros Investments Inc	<b>322.88</b>	<b>58.90%</b>	322.88	58.90%
Mr. Navin Sabharwal	<b>51.51</b>	<b>9.40%</b>	51.51	9.40%
Mr. O.P.Bajaj	<b>34.49</b>	<b>6.29%</b>	34.49	6.29%

**(E) Shares held by holding Company**

(Lac INR except as otherwise stated)

Particulars	As at March 31, 2021		As at March 31, 2020	
	No of shares	Percentage	No of Shares	Percentage
<b>Equity Share</b>				
Malbros Investments Inc	<b>322.88</b>	<b>58.90%</b>	322.88	58.90%



# CHL LIMITED

## Notes to Consolidated Financial Statements for the year ended 31st March, 2021

Lac INR

Particulars	As at 31st March 2021	As at 31st March 2020
<b>14. OTHER EQUITY</b>		
<b>(A) CAPITAL RESERVE</b>		
As per last Balance Sheet	0.94	0.94
<b>(B) CAPITAL REDEMPTION RESERVE</b>		
As per last Balance Sheet	110.00	110.00
<b>(C) GENERAL RESERVE</b>		
As per last Balance Sheet	3,247.86	3,273.61
Add/(less): Other comprehensive income/(loss) for the year	(44.73)	-
Add/(less): Impact on valuation of Quoted investment	3.91	(25.75)
Add: Transferred from Profit & Loss Account	-	-
	<u>3,207.04</u>	<u>3,247.86</u>
<b>(D) PROFIT &amp; LOSS ACCOUNT</b>		
As per last Balance Sheet	(6,312.98)	(3,560.99)
Add Transferred from Profit & Loss Account	(3,029.51)	(2,751.99)
	<u>(9,342.49)</u>	<u>(6,312.98)</u>
	<u>(6,024.51)</u>	<u>(2,954.18)</u>
<b>15. Non Current Financial liabilities</b>		
<b>(i) Long Term Borrowings</b>		
Union Bank of India Term Loan	-	63.40
Export Import Bank of India	21,163.71	21,163.71
Hypothecation of Vehicles	29.51	62.93
	<u>21,193.22</u>	<u>21,290.04</u>
<b>(ii) Other Financial Liabilities</b>		
Security Deposits	253.87	242.92
Unsecured Loan	1,231.04	1,232.53
	<u>1,484.91</u>	<u>1,475.45</u>
<b>Total</b>	<u>22,678.13</u>	<u>22,765.49</u>
- Term Loan from Union Bank of India (Andhra Bank) (INR 1500 lacs) is repayable in equal installment within 7 years period from 17-08-2014 and carry interest of 11.75% pa. Term Loan from Union Bank of India is secured by pari passu charge over entire fixed assets and exclusive charge on current assets. "After considering the moratorium period of 6 months, the extended period of term loan repayments is January 2022.		
- Foreign Currency Term Loan from Export Import Bank of India is repayable in 38 quarterly instalments after two years moratorium and carry interest of LIBOR (6months) plus 400bps. Term Loan is secured by first & exclusive charge over entire fixed assets and current assets of the subsidiary of the company and corporate guarantee of holding company and personal guarantee of Chairman & Managing Director of the holding company. Refer Note No. 28.		
- Vehicle loans are secured by hypothecation of the respective vehicles. The loan is payable in equated monthly installments within 5 years period from the date of disbursement of the loan.		
<b>16. Deferred tax Liability (Net)</b>		
Deferred taxes liability (Net)	671.69	592.08
Current Year	(23.21)	79.61
	<u>648.49</u>	<u>671.69</u>
(a) The tax effect of significant temporary differences that resulted in deferred income tax assets and liabilities are as follows:		
<b>Deferred tax liabilities:</b>		
Difference in carrying value of property, plant & equipments	652.10	698.00
<b>Total deferred income tax liabilities</b>	<u>652.10</u>	<u>698.00</u>

Notes to Consolidated Financial Statements for the year ended 31st March, 2021

Lac INR

Particulars	As at 31st March 2021	As at 31st March 2020
<b>Deferred tax assets:</b>		
Employee benefits	(3.61)	(26.31)
<b>Total deferred tax assets</b>	<b>(3.61)</b>	<b>(26.31)</b>
<b>Deferred tax assets after set off</b>		
<b>Deferred tax liabilities after set off</b>	<b>648.49</b>	<b>671.69</b>
<b>17. Provisions</b>		
Provision for employee benefits		
- Gratuity*	-	29.58
- Leave Benefit	85.86	92.53
- Provisions	-	-
- Current Year	-	0.61
- Service Tax Under Vishwas Scheme	-	138.49
<b>Total</b>	<b>85.86</b>	<b>261.21</b>
*Gratuity valuation is done by the Actuaries and no provision is required to be made during the year as per their report		
<b>18. Trade Payables</b>		
Outstanding dues of micro & medium enterprises	-	52.40
Outstanding dues of trade payables other than micro & medium enterprises	352.15	460.79
<b>Total</b>	<b>352.15</b>	<b>513.19</b>
<b>19. Other Financial Liabilities</b>		
Union Bank of India Term Loan	158.68	190.60
Vehicle Loans	33.43	35.19
Overdraft from Banks against Fixed Deposit	-	281.62
Intercompany Deposits	1,163.55	606.86
Expenses payable	259.65	5.23
Payable to employees	227.22	305.26
Advance from Customers	185.14	193.59
Unpaid Dividend	-	1.16
Interest Payable	6,038.48	5,167.50
Others Payables	144.91	272.05
<b>Total</b>	<b>8,211.05</b>	<b>7,059.06</b>
<b>20. Statutory Liabilities</b>		
GST & VAT Payable	25.26	26.08
TDS payable	6.75	15.19
Payable to government authorities	49.68	22.30
<b>Total</b>	<b>81.69</b>	<b>63.57</b>



# CHL LIMITED

## Notes to Consolidated Financial Statements for the year ended 31st March, 2021

Lac INR

Particulars	For the year ending 31st March 2021	For the year ending 31st March 2020
<b>21. REVENUE FROM OPERATIONS</b>		
<b>Sale of Product</b>		
Wine & Liquor	49.75	288.08
Food, Beverage & Smokes	624.78	2,573.39
	<u>674.53</u>	<u>2,861.47</u>
<b>Less Excise Duty</b>	-	-
	674.53	2,861.47
<b>Sale of Services</b>		
Rooms	890.56	4,587.43
Licence Fee	602.86	743.91
Communications	23.69	40.98
Other Operating Revenues	76.30	308.21
Banquet Misc. Services	22.51	86.57
	<u>1,615.91</u>	<u>5,767.10</u>
	39.27	-
	<u>2,329.71</u>	<u>8,628.57</u>
<b>22. OTHER INCOME</b>		
Interest earned on Fixed Deposit	20.77	35.48
Income from SEIS	24.12	-
Dividend Income - Long Term Investments	0.01	0.02
Foreign Currency transaction gain/(loss)	0.30	12.08
Scrap Income	-	0.27
Profit on sale of Assets	2.03	-
Excess Provision & Other Income	17.97	5.38
	<u>65.20</u>	<u>53.23</u>
<b>23. Consumption of Provision, Beverages and Smokes</b>		
Provisions, Beverages, Liquor & Smokes	217.40	735.01
	<u>217.40</u>	<u>735.01</u>
<b>24. Employee Benefits Expense</b>		
Salaries, Wages & other benefits	891.84	2,494.89
Contribution to ESI and Provident fund	103.21	316.47
Gratuity	-	29.58
Compensated absences	15.53	20.80
Employees Welfare Expenses	26.20	94.35
Recruitment & Training Expenses	-	0.93
	<u>1,036.79</u>	<u>2,957.02</u>
<b>25. Finance Cost</b>		
(i) Interest on Term Loan	1,067.71	1,653.08
(ii) Interest others	139.66	67.50
(iv) Bank & Financial Charges	13.72	50.26
	<u>1,221.09</u>	<u>1,770.84</u>
<b>26. Operational Expenses</b>		
Linen, Room Catering and other Supplies	50.78	158.55
Power & Fuel	464.33	820.26
Water Charges	0.98	29.58
Repairs: Machinery	56.04	89.50
Building	25.27	222.61
Others	62.99	212.06
Rent, Rates & Taxes	143.33	413.03
Hire Charges	30.54	213.43
Insurance	17.87	17.47
Communication Expenses	37.85	75.35
Operational Expenses	328.23	1,127.08
Travelling & Conveyance	20.15	132.87
Legal & Professional Expenses	74.75	128.21
Advertisement & Publicity	3.54	2.74
Commission	42.58	179.62
Other Selling Expenses	10.20	76.75
	<u>1,369.43</u>	<u>3,899.11</u>
<b>27. OTHER EXPENSES</b>		
Directors Sitting Fee	9.60	10.20
Charity & Donation	-	7.50
CSR Responsible expenses	21.00	10.00
Assets Written Off	-	0.05
	<u>30.60</u>	<u>27.75</u>



**28. Contingent liabilities not provided for in respect of**

**Lac INR**

	<b>2020-2021</b>	<b>2019-2020</b>
(i) Demands / Claims not acknowledged as debt or which are under litigation	<b>10.00</b>	10.00
(ii) Bank Guarantees furnished	<b>NIL</b>	NIL
(iii) Disputed demands for taxes duties and other levies pending adjudication in appeal	<b>239.24</b>	407.85
(iv) Corporate Guarantee (million Dollar)**	<b>US\$32.50</b>	US\$32.50

Pursuant to the filing of case before the Economic Court of Tajikistan by the CJSC CHL International, our subsidiary Company, against the Export Import Bank of India (EXIM Bank) in respect of loan availed by it, the Economic Court partially accepted the claims of CJSC CHL International vide its Order dated 01.05.2018. Against this Order, EXIM Bank appealed to the Hon'ble Supreme Economic Court of Tajikistan, which was dismissed by the Supreme Economic Court, vide its Order dated 14.08.2018.

During the pendency of case in the Economic Court of Tajikistan, the EXIM Bank initiated proceedings under IBC Code 2016 in the National Company Law Tribunal (NCLT), New Delhi against CHL Limited invoking its Corporate Guarantee, which was dismissed vide its Order dated 11.01.2018. The EXIM Bank, against this Order, appealed to National Company Law Appellate Tribunal (NCLAT), New Delhi and the same was also dismissed vide its Order dated 16.01.2019. Subsequently, EXIM Bank has filed Civil Appeal before Hon'ble Supreme Court of India which is pending for adjudication.

Further, EXIM Bank filed an Original Application before the Debts Recovery Tribunal – I, Delhi invoking the personal Guarantee of Mr. Lalit Kumar Malhotra and also EXIM Bank filed an Original Application before the Debts Recovery Tribunal –I against CHL Limited under the Recovery of Debts and Bankruptcy Act, 1993, both of which are pending for adjudication.

CJSC CHL International has filed a fresh economic law suit against the EXIM Bank of India on 30.12.2020 in the Economic Court of Tajikistan. Pursuant to the filing of case no. I-25/21, the Economic Court of Tajikistan passed an Interim Order dated 11-01-2021 suspending any action on loan agreement between the CHL International and EXIM Bank of India dated 23.09.2010, 26.08.2013 and 18.03.2015, including Mortgage Agreement, Mortgage of real estate, Pledge of shares of CHL International along with Personal Guarantees and Corporate Guarantees. Against this order dated 11.01.2021, the EXIM Bank appealed to the Supreme Economic Court of Tajikistan. The Supreme Economic Court of Tajikistan dismissed the appeal made by EXIM Bank vide its Order dated 30.03.2021.

29. (i) Other advances are for business purposes and do-not carry interest.

(ii) Legal & Professional charges includes payment of auditors.

**30. The Fixed Deposits are pledged with:**

(i) Statutory Authorities - Rs.1.36 lacs (Rs. 1.12 lacs);

(ii) Against overdraft facilities – Nil (Rs. 300.00 lacs).

31. Estimated amount of contracts remaining to be executed on capital account, net of advances:

In respect of the Company, It is Nil (previous year Rs. 60.00 lacs)

32. Debts due to or by the company, are generally unconfirmed by the parties and/or under reconciliation. In the opinion of the management the impact of adjustment on reconciliation is not likely to be significant.

33. In the opinion of the management, the assets of the company have a value on realization, in the normal course of business, at least equal to the amounts stated in the balance sheet.

**34. MICRO AND SMALL ENTERPRISES**

The company has received information from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act 2006 and hence disclosure relating to the amounts unpaid at the year end under this Act is Rs. Nil lacs. There is no overdue payment and hence no interest has been provided.

**35. EMPLOYEES BENEFITS**

**Defined Contribution Plans**

Retirement benefit in the form of provident fund, family pension fund and ESI is a defined contribution scheme.

**Defined Benefit Plans**

In accordance with Ind AS 19, actuarial valuation was done in respect of Gratuity and Compensated absence-Earned Leave. The gratuity liability amount contributed to an approved gratuity fund. The Compensated absence – Earned leave is calculated based on the following assumptions:-

	<b>Current Period</b>	<b>Previous Period</b>
Type of Benefit	Privilege Leave	Privilege Leave
Country	India	India
Reporting Currency	INR	INR
Reporting Standard	Indian Accounting Standard 19 (Ind AS 19)	Indian Accounting Standard 19 (Ind AS 19)
Funding Status	Unfunded	Unfunded
Starting Period	01-Apr-20	01-Apr-19
Date of Reporting	31-Mar-21	31-Mar-20
Period of Reporting	12 Months	12 Months



**Assumptions (Opening Period)**

Expected Return on Plan Assets	N.A	N.A
Rate of Discounting	6.89%	7.79%
Rate of Salary Increase	5.00%	5.00%
Rate of Employee Turnover	1.00%	1.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2006-08) Ult
Mortality Rate After Employment	N.A.	N.A.

**Table showing change in the present value of Projected Benefit Obligation**

**Amount in Rs.**

Present Value of Benefit Obligation at the Beginning of the Period	9252823	9082994
Interest Cost	637520	707565
Current Service Cost	669879	539462
Past Service Cost - Non Vested Benefit Incurred During the Period	-	-
Past Service Cost - Vested Benefit In current During the Period	-	-
Liability Transferred In/Acquisitions	-	-
(Liability Transferred Out/Divestments)	-	-
(Gains)/Losses on Curtailment	-	-
(Liabilities Extinguished on Settlement)	-	-
(Benefit Paid Directly by the Employer)	-2219297	-1910561
(Benefit Paid From the Fund)	-	-
The Effect of Changes in Foreign Exchange Rates	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in - Demographic Assumptions	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in - Financial Assumptions	54977	589050
Actuarial (Gains)/Losses on Obligations - Due to Experience	190504	244313
Present Value of Benefit Obligation at the End of the Period	8586406	9252823

**Table showing Change in the Fair use of Plan Assets**

Fair Value of Plan Assets at the Beginning of the Period	-	-
Interest Cost	-	-
Contribution by the Employer	-	-
Expected Contributions by the Employees	-	-
Assets Transferred in/Acquisitions	-	-
Assets Transferred Out/Divestments	-	-
(Benefit Paid from the Fund)	-	-
(Assets Distributed on Settlements)	-	-
(Expenses and Tax for managing the Benefit Obligations- paid from the fund	-	-
Effects of Asset Ceiling	-	-
The Effect of Changes in Foreign Exchange Rates	-	-
Return on Plan Assets, Excluding Interest Income	-	-
Fair Value of Plan Assets at the End of the Period	-	-

**Actuarial (Gains)/Losses Recognized in the Statement of Profit or Loss for Current Period**

Actuarial (Gains)/Losses on Obligation for the Period	245481	833363
Return on Plan Assets, Excluding Interest Income	-	-
Sub Total	245481	833363
Actuarial (Gains)/Losses Recognized in the Statement of Profit or Loss	245481	833363

**Actual Return on Plan Assets**

Interest Income	-	-
Return on Plan Assets, Excluding Interest Income	-	-
Actual Return on Plan Assets	-	-

**Amount Recognized in the Balance Sheet**

(Present Value of Benefit Obligation at the end of the Period)	-8586406	-9252823
Fair Value of Plan Assets at the end of the Period	-	-
Funded Status (Surplus/(Deficit))	-8586406	-9252823
Unrecognized Past Service Cost at the end of the Period	-	-
Net (Liability)/Asset Recognized in the Balance Sheet	-8586406	-9252823

**Net Interest Cost for Current Period**

Present Value of Benefit Obligation at the Beginning of the Period	9252823	9082994
(Fair Value of Plan Assets at the Beginning of the Period)	-	-
Net Liability/(Asset) at the Beginning	9252823	9082994
Interest Cost	637520	707565
(Interest Income)	-	-
Net Interest Cost for Current Period	637520	707565

**Expenses Recognized in the Statement of Profit or Loss for Current Period**

Current Service Cost	669879	539462
Net Interest Cost	637520	707565
Actuarial (Gains)/Losses	245481	833363
Past Service Cost- Non-Vested Benefit Recognized During the Period	-	-
Past Service Cost- Vested Benefit Recognized During the Period	-	-
(Expected Contributions by the Employees)	-	-
(Gains/Losses on Curtailments And Settlements)	-	-
Net Effect of Changes in Foreign Exchange Rates	-	-
Changes in Asset Ceiling	-	-
Expenses Recognized in the Statement of Profit or Loss	1552880	2080390

**Balance Sheet Reconciliation**

Opening Net Liability	9252823	9082994
Expense Recognized in Statement of Profit or Loss	1552880	2080390
Net Liability/(Asset) Transfer In	-	-
Net Liability/(Asset) Transfer Out	-	-
(Benefit Paid Directly by the Employer)	-2219297	-1910561
(Employer's Contribution)	-	-
Net Liability/(Asset) Recognized in the Balance Sheet	8586406	9252823

**Category of Assets**

Government of India Assets	-	-
State Government Securities	-	-
Special Deposits Scheme	-	-
Debt Instruments	-	-
Corporate Bonds	-	-
Cash And Cash Equivalents	-	-
Insurance Fund	-	-
Asset Backed Securities	-	-
Structured Debt	-	-
Other	-	-
Total	-	-

**Other Details**

No.of Active Members	366	416
Per Month Salary For Active Members	7839429	10679360
Projected Benefit Obligation (PBO)	8586406	9252823
Prescribed Contribution for Next Year (12 Months)	-	-

**Experience Adjustment**

Actuarial (Gains)/Losses on Obligations - Due to Experience	190504	244313
Return on Plan Assets, Excluding Interest Income	-	-

**36. (a) Related party Disclosure and transactions**

Subsidiary Company	CHL International				
Key Management Personnel	Mr. Luv Malhotra	Managing Director			
	Mr. Gagan Malhotra	Executive Director			
	Mr. G.J.Varadarajan	Company Secretary			
	Mr. Gopal Prasad	CFO			
Entities controlled by Directors or their relatives	Mela Hotels Limited Malbros Holdings Pvt Ltd Ultima Leasing & Financing				
Sr.No	Name of Party	Nature of Transaction	Transaction value	Bal. as on 31.3.2020	Bal. as on 31.3.2019
(a)	Malbros Holdings Pvt Ltd	Asset Financing	--	NIL	31.33
(b)	Malbros Holdings Pvt Ltd	Intercompany Finance	550.00	1150.00	600.00
(c)	CHL International	- Investment	--	7019.47	7019.47
		- Advances	--	143.21	143.21

**36(b) Managerial Remunerations to Directors**

Particulars	2021-21	Lac INR 2019-20
Salary & Allowances	101.11	210.60
Contribution to P.F.	9.80	11.52
Other benefit/perquisites	3.70	4.20
Sitting Fee to other Directors	9.40	10.20

**36(c) Audit Fees**

Statutory Audit Fees	5.00	5.00
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**36(d) Remittance in Foreign Currency on account Dividend to non-resident shareholders - Nil**

37. Amount transferred to Investor Education and Protection Fund as required under section 124 and 125 of the Companies Act 2013 - Rs 1.16 lacs (Previous Year Rs.2.93 lacs)

**38. FINANCIAL RISK MANAGEMENT**

The Company's financial risk management is an integral part of how to plan and execute the business strategies. The Company's financial risk management policy is set by the Managing Board.

**(i) Credit Risk**

- (a) Credit risk on trade receivables is managed by ensuring that credit is extended to customers with an established credit history. To manage this, the Company periodically assess the financial reliability of customer taking into account the credit history, past experience and other relevant factors. Individual risk limits are set accordingly. In respect of walk-in customers, the Company does not allow any credit period and therefore is not exposed to any credit risk.
- (b) Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor falling to engage in a repayment plan with the Company and the debt is greater than 2 years past due. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable dues. When recoveries are made, these are recognize in profit or loss.
- (c) The ageing analysis of these receivables (gross of provision) has been considered from the date of invoice Lac INR

Particulars	As at 31-03-2021	As at 31-03-2020
Upto 6 months	149.44	431.49
More than 6 months	64.88	18.70
Total	214.32	450.19

The Company believes that no impairment allowance is necessary in respect of above mentioned financial assets, considering the marketable value of debtors.

Balance with banks are subject to very low credit risk due to good credit rating assigned to these banks.

**(ii) Liquidity risk**

Liquidity risk is the risk that the company will encounter difficulty in meeting obligations associated with financial liabilities. The board has developed a risk management framework for the management of the company's short, medium and long-term liquidity requirements thereby ensuring that all financial liabilities are settled as they fall due. The company manages liquidity risk by continuously reviewing forecasts and actual cash flows, and maintaining banking facilities to cover any shortfalls.

The table below summarises the maturity analysis for financial liabilities to their remaining contractual maturities. The amounts disclosed are the contractual undiscounted cash flows Lac INR

Particulars	As at 31-03-2021			As at 31-03-2020		
	Less than 1 year	1 to 5 year	Total	Less than 1 year	1 to 5 year	Total
Non-current financial liabilities–borrowings	--	21193.22	21193.22	--	21290.04	21290.04
Non-current financial liabilities–others	--	1570.78	1570.78	--	1736.66	1736.66
Current financial liabilities–borrowings	8211.04	--	8211.04	7059.06	--	7059.06
Current financial liabilities–Trade Payables	352.15	--	352.15	513.19	--	513.19
Current financial liabilities–others	81.69	--	44.82	63.57	--	63.57
Total	8644.88	22764.00	31408.87	7635.82	23026.70	30662.52

**(iii) Capital Management**

For the purpose of the Company's capital management, capital includes issued capital and all other equity reserves. The primary objective of the Company's Capital Management is to maximize shareholder value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirement of the financial covenants.

The company monitors capital using gearing ratio, which is total debt divided by total capital plus debt. Lac INR

Particulars	31-03-2021	31-03-2020
Total Debt	31408.87	30662.52
Equity	-505.93	2564.40
Capital & net debt	30902.94	33226.92
Gearing ratio	101.64%	92.28%

**39. Impact of COVID-19 on Business Operations**

The COVID-19 pandemic had out broken worldwide in the month of December, 2019 and has disordered Economies and Business at a global scale. In India, the pandemic has affected multiple sectors and has had the most significant impact on the Services and Manufacturing sectors.

As mandated by the guidelines issued by the Central Government / Local State Government, the Hospitality sector was instructed to shut down their operations w.e.f 25th March, 2020. As a direct consequence of this regulation, our hotel in New Delhi had to shut down its operations since 25th March 2020. Due to various Government Orders, Hotel could not be operated till August, 2020. The revenue for the Financial Year 2020-21 has been severely affected and the Company was pushed into financial crisis.

To further aggravate the situation, the Government has identified the second wave of Covid-19 in the month of April, 2021. The Government of NCT of Delhi had imposed the Night-Curfew and other restrictions from 06.04.2021 onwards. Thus, it has seriously affected the Hotel operations in the current year also.

Further, the hotel was linked to a Private Hospital for converting the hotel into extended Covid Hospital w.e.f. 14.04.2021 by the Order of Government of NCT of Delhi. By various orders by NCT of Delhi/DDMA, the curfew has been extended till 07.06.2021 (Till 05:00 AM). In fact our Hotel has to shut down there were no guest arrival during these periods. It seems that it will take another six to nine month time for coming out of this Covid pandemic scenario.

The Management has assessed the potential impact of COVID-19 on the carrying value of property, plant & equipment, right of use assets, intangible assets, investment property, investments, trade receivables, inventories, and other current assets appearing in the financial statements of the Company as on 31st March, 2021 and has performed sensitivity analysis on the assumptions used and based on current indicators of future economic conditions, expects to recover the carrying amounts of these assets. The impact of COVID-19 may be different from that estimated on the date of approval of these financial statements and the Management will continue to closely monitor any material changes to future economic conditions and taking suitable steps to remain in market.

**40. Segment Reporting:**

The Company operates only in one reportable segment, i.e. Hospitality/Hotel Business.

41. Previous year's figures have been regrouped and rearranged wherever necessary to make it comparable with the Current Years figures. All figures have been rounded off to nearest lac rupee.

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As per our report of even date attached  
for **DGA & Co.**

Chartered Accountants  
Reg. No. 003486N

**(D. K. Agarwal, FCA)**  
Partner  
Membership No. 080355  
UDIN:21080355AAAAAN4629

Place: Delhi  
Date: 25.06.2021

for & on behalf of the Board of Directors

**LUV MALHOTRA**  
Managing Director  
DIN 00030477

**GOPAL PRASAD**  
CFO

**GAGAN MALHOTRA**  
Executive Director  
DIN 00422762

**G.J.VARADARAJAN**  
Company Secretary  
M.No. ACS 5287







*If undelivered please return to :*



**CHL LIMITED**

HOTEL THE SURYAA

NEW FRIENDS COLONY

NEW DELHI - 110 025