

# 41<sup>th</sup> Annual Report 2021



## CASINO HOTELS LTD.

A LUXURY BUSINESS CLASS HOTEL

CIN : U55101KL1980PLC003184

T . B Road, Thrissur - 680 021, Kerala, India

Email : [casinotcr@gmail.com](mailto:casinotcr@gmail.com).

Phone: 0487 2424699

web : [www.casinohotelslimited.com](http://www.casinohotelslimited.com)





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## NOTICE

**Notice** is hereby given that the **41<sup>st</sup> Annual General Meeting** of the members of **CASINO HOTELS LIMITED** will be held on **Thursday, the 30<sup>th</sup> day of December 2021 at 10.00 A.M.** at the Registered Office of the Company at Casino Complex, T B Road, Trichur, Kerala-680021, to transact the following business:

### ORDINARY BUSINESS:

#### 1. To receive, consider and adopt:

- a. the Audited Standalone Financial Statements including Audited Standalone Balance Sheet as at 31<sup>st</sup> March 2021, the Statement of Profit and Loss along with the Cash Flow Statement for the financial year ended on that date, together with the Report of the Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements including Audited Consolidated Balance Sheet as at 31<sup>st</sup> March, 2021 and Statement of Profit and Loss along with the Cash Flow Statement for the financial year ended on that date and the Report of the Auditors thereon.

#### 2. To declare dividend for the Financial Year 2020-2021.

3. To appoint a director in place of Mr. Thomas Chakkappan Kanichai (DIN: 00163306), who retires by rotation in terms of Section 152 (6) of Companies Act, 2013 and being eligible, offers himself for re-appointment.

4. To appoint a director in place of Mr. Mathew Mannummel Sebastian (DIN: 01605018), who retires by rotation in terms of Section 152 (6) of Companies Act, 2013 and being eligible, offers himself for re-appointment.

5. To appoint a director in place of Mr. Chettupuzha Jose Fijo (DIN: 00450473), who retires by rotation in terms of Section 152 (6) of Companies Act, 2013 and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

#### 6. To appoint Mr. Jacob Anchery Varghese (DIN: 01234657) as the Director of the Company:

To consider and if thought fit, to pass with or without modifications, the following resolution as ORDINARY RESOLUTION:

**"RESOLVED THAT** Mr. Jacob Anchery Varghese (DIN: 01234657), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 25/01/2021, under Section 161 (1) and other applicable provisions, if any, of the Companies Act 2013 and Rules made thereunder read with Articles of Association of the Company and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as the Director of the Company."



**7. To appoint Mr. Jacob Anchery Varghese (DIN: 01234657), as the Managing Director of the Company:**

To consider and if thought fit, to pass with or without modifications, the following resolution as ORDINARY RESOLUTION:

**"RESOLVED THAT** pursuant to Section 196 and 197, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), read with the Articles of Association of the Company, Mr. Jacob Anchery Varghese (DIN: 01234657), be and is hereby appointed as the Managing Director of the Company for a period of 05 (Five) years with effect from 15<sup>th</sup> February 2021 to 14<sup>th</sup> February 2026 at a remuneration of Re. 1/- per month".

**8. To appoint Mr. Kodakkat Kesavan Madhu (DIN: 09047413) as the Director of the Company:**

To consider and if thought fit, to pass with or without modifications, the following resolution as ORDINARY RESOLUTION:

**"RESOLVED THAT** Mr. Kodakkat Kesavan Madhu (DIN: 09047413), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 01/02/2021, under Section 161 (1) and other applicable provisions, if any, of the Companies Act 2013 and Rules made thereunder read with Articles of Association of the Company and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as the Director of the Company."

**9. To appoint Mr. Xavi Thekkath Devassy (DIN: 00297484) as the Director of the Company:**

To consider and if thought fit, to pass with or without modifications, the following resolution as ORDINARY RESOLUTION:

**"RESOLVED THAT** Mr. Xavi Thekkath Devassy (DIN: 00297484), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 03/09/2021, under Section 161 (1) and other applicable provisions, if any, of the Companies Act 2013 and Rules made thereunder read with Articles of Association of the Company and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as the Director of the Company."

**10. To appoint Mr. Peppin Thomas (DIN: 00335567) as the Director of the Company:**

To consider and if thought fit, to pass with or without modifications, the following resolution as ORDINARY RESOLUTION:

**"RESOLVED THAT** Mr. Peppin Thomas (DIN: 00335567), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 03/09/2021, under Section 161 (1) and other applicable provisions, if any, of the Companies Act 2013 and Rules made thereunder read with Articles of Association of the Company and who holds

office upto the date of this Annual General Meeting, be and is hereby appointed as the Director of the Company.”

**11.To appoint Mr. Erenzhath Balakrishnan Bipin (DIN: 09312396) as the Director of the Company:**

To consider and if thought fit, to pass with or without modifications, the following resolution as ORDINARY RESOLUTION:

“**RESOLVED THAT** Mr. Erenzhath Balakrishnan Bipin (DIN: 09312396), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 15/11/2021, under Section 161 (1) and other applicable provisions, if any, of the Companies Act 2013 and Rules made thereunder read with Articles of Association of the Company and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as the Director of the Company.”

**12.To appoint Mr. Nilayattungal Antony Lonappan (DIN: 02746018) as the Director of the Company:**

To consider and if thought fit, to pass with or without modifications, the following resolution as ORDINARY RESOLUTION:

“**RESOLVED THAT** Mr. Nilayattungal Antony Lonappan (DIN: 02746018), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 03/12/2021, under Section 161 (1) and other applicable provisions, if any, of the Companies Act 2013 and Rules made thereunder read with Articles of Association of the Company and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as the Director of the Company.”

**By the order of the Board  
For CASINO HOTELS LIMITED**

(sd/-)

Dr.JOSE CHANDY PALU  
Chairman & Director  
DIN: 01605754

Thrissur  
03/12/2021

**Notes:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

2. A blank form of proxy is enclosed. The proxy, to be effective, should be lodged with the Company at its registered office **not less than 48 hours before the commencement of the meeting**. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.
3. Proxies submitted on behalf of limited companies, societies etc. must be supported by appropriate resolutions/authority as applicable. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. Members/Proxies who desire to attend the Annual General Meeting of the Company are requested to bring the attendance slip duly filled and hand over the same at the registration counter at the venue of the Annual General Meeting.
5. Proxy shall not have a right to speak at the Meeting and shall not be entitled to vote except on a poll.
6. In case of Joint holders attending the meeting, only such joint holder whose name appears first in the order of names will be entitled to vote.
7. Shareholders, desirous of obtaining any information concerning the accounts and operations of the Company, are requested to address their queries to the Company's registered office at Casino Complex, T B Road, Trichur, Kerala- 680021, so as to reach at least 7 days before the date of the meeting so that the information may be made available at the meeting to the best extent possible.
8. The members, who are desirous of getting the notice and/or documents, covered under Section 136 of the Companies Act, 2013 and other communications from the Company by electronic mode are requested to register their e-mail address and the changes, if any, in their present address to the registered office of the Company.
9. Pursuant to Clause 1.2.5 of Secretarial Standards-2 on General Meetings, brief resume and functional expertise of the Directors seeking re-appointment is furnished below along with the companies in which they hold directorship and the details of membership or chairmanship of sub-committees of Board.
10. All documents referred to in the notice are open for inspection at the Registered Office of the Company on all working days between 10.00 A.M. and 2.00 P.M. up to the date of the Annual General Meeting.
11. The Register of Members and Share Transfer Books of the Company will remain closed from **23/12/2021 to 30/12/2021 (both days inclusive)**.
12. The shares of the Company may be held in dematerialized form. Members may opt for availing the benefits of electronic holding/transfer of shares held by them.
13. In terms of Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014 as amended, the Company is providing the

facility to its Members holding shares in physical or dematerialized form as on the cut-off date, i.e., **23/12/2021**, to exercise their rights to vote by electronic means (the 'Remote e-voting') on any or all of the business specified in the accompanying notice. Details of the process and manner of Remote e-voting are being sent to all the Members along with the Notice. **If any person who is not a member/ceased to be a member as on the cut-off date should treat this notice for information purpose only.**

14. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot form for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting.
15. While providing the facility for voting through electronic means, the Company is pleased to offer the facility for voting by way of physical ballot at the AGM venue. The Members attending the meeting should note that those who are entitled to vote but have not exercised their right to vote by Remote e-voting, may vote at the AGM via ballot for all businesses specified in the accompanying notice. The Members who have exercised their right to vote by Remote e-voting may attend the AGM but shall not vote at the AGM. The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date being **23/12/2021**.
16. CS P.D. Vincent, Managing Partner, SVJS & Associates, Practicing Company Secretaries, Kochi has been appointed as Scrutinizer for conducting the voting process in a fair and transparent manner.
17. The Results on above resolutions shall be declared not later than three days of conclusion of the AGM and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolutions.
18. Statement pursuant to Section 102 (1) of the Companies Act, 2013 is annexed to the Notice.
19. **COVID-19 Protocol** has to be strictly followed by the shareholders/proxies attending the Annual General Meeting:

**THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:**

1. The voting period begins on Monday, the 27<sup>th</sup> day of December 2021 at 9.00 A.M. and ends on Wednesday, the 29<sup>th</sup> day of December 2021 at 05.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, i.e. 23/12/2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
3. 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.

4. 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 <b>CDSL</b>	<ol style="list-style-type: none"> <li>1) 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>2) 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>3) 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>4) 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</li> </ol>

	also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website 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>2) 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>3) 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 <b>Depository Participants</b>	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 & voting during the meeting.

**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**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	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 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	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

**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 <b>OR</b> Date 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 the 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>

- 7) After entering these details appropriately, click on "SUBMIT" tab.
- 8) 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.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- 11) 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.
- 12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 13) 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.
- 14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- 16) 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.
- 17) **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; \_\_\_\_\_ (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.

**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 Aadhar 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.
- 4) 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.
- 5) 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.

**STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**Item No. 06**

The Board of Directors of the Company has appointed Mr. Jacob Anchery Varghese (DIN: 01234657), as an Additional Director with effect from 25/01/2021. Mr. Jacob Anchery Varghese (DIN: 01234657) holds office up to the date of this Annual General Meeting. He is eligible for re-appointment and has expressed his willingness to be appointed as the Director of the Company.

The Board thus recommends the above ordinary resolution for your approval.

None of the directors / managers / Key Managerial Personnel or their relatives of your Company except Mr. Jacob Anchery Varghese (DIN: 01234657) and Mr. Varghese Kakku Anchery (DIN: 00047012) are concerned or interested in the proposed resolution, except as the shareholders of the Company.

**Item No. 07**

The Board of Directors has appointed Mr. Jacob Anchery Varghese (DIN: 01234657), as the Managing Director of the Company for a term of Five (05) years, with effect from 15/02/2021, subject to the approval of the shareholders in the next general meeting.

Pursuant to Section 196 (4) of the Companies Act, 2013, appointment, re-appointment and variation of terms and conditions of appointment of Managing Director should be approved by the shareholders in the general meeting. The Board thus recommends the above ordinary resolution for your approval.

None of the directors / managers / Key Managerial Personnel or their relatives of your Company except Mr. Jacob Anchery Varghese (DIN: 01234657) and Mr. Varghese Kakku Anchery (DIN: 00047012) are concerned or interested in the proposed resolution, except as the shareholders of the Company.

**Item No. 08**

The Board of Directors of the Company has appointed Mr. Kodakkat Kesavan Madhu (DIN: 09047413), as an Additional Director with effect from 01/02/2021. Mr. Kodakkat Kesavan Madhu (DIN: 09047413) holds office up to the date of this Annual General Meeting. He is eligible for re-appointment and has expressed his willingness to be appointed as the Director of the Company.

The Board thus recommends the above ordinary resolution for your approval.

None of the directors / managers / Key Managerial Personnel or their relatives of your Company except Mr. Kodakkat Kesavan Madhu (DIN: 09047413) and Mr. Kesavan Namboothiri Kodakkattu Mana (DIN: 01163544) are concerned or interested in the proposed resolution, except as the shareholders of the Company.

**Item No. 09**

The Board of Directors of the Company has appointed Mr. Xavi Thekkath Devassy (DIN: 00297484), as an Additional Director with effect from 03/09/2021. Mr. Xavi Thekkath Devassy (DIN: 00297484) holds office up to the date of this Annual General Meeting. He is eligible for re-appointment and has expressed his willingness to be appointed as the Director of the Company.

The Board thus recommends the above ordinary resolution for your approval.

None of the directors / managers / Key Managerial Personnel or their relatives of your Company except Mr. Xavi Thekkath Devassy (DIN: 00297484) is concerned or interested in the proposed resolution, except as the shareholders of the Company.

**Item No. 10**

The Board of Directors of the Company has appointed Mr. Peppin Thomas (DIN: 00335567), as an Additional Director with effect from 03/09/2021. Mr. Peppin Thomas (DIN: 00335567) holds office up to the date of this Annual General Meeting. He is eligible for re-appointment and has expressed his willingness to be appointed as the Director of the Company.

The Board thus recommends the above ordinary resolution for your approval.

None of the directors / managers / Key Managerial Personnel or their relatives of your Company except Mr. Peppin Thomas (DIN: 00335567) is concerned or interested in the proposed resolution, except as the shareholders of the Company.

#### **Item No. 11**

The Board of Directors of the Company has appointed Mr. Erenzhath Balakrishnan Bipin (DIN: 09312396), as an Additional Director with effect from 15/11/2021. Mr. Erenzhath Balakrishnan Bipin (DIN: 09312396), holds office up to the date of this Annual General Meeting. He is eligible for re-appointment and has expressed his willingness to be appointed as the Director of the Company.

The Board thus recommends the above ordinary resolution for your approval.

None of the directors / managers / Key Managerial Personnel or their relatives of your Company except Mr. Erenzhath Balakrishnan Bipin (DIN: 09312396) and Mr. Balakrishnan Erenzhathpadinhattayil Kunhikuttan (DIN: 01541508) are concerned or interested in the proposed resolution, except as the shareholders of the Company.

#### **Item No. 12**

The Board of Directors of the Company has appointed Mr. Nilayattungal Antony Lonappan (DIN: 02746018), as an Additional Director with effect from 03/12/2021. Mr. Nilayattungal Antony Lonappan (DIN: 02746018) holds office up to the date of this Annual General Meeting. He is eligible for re-appointment and has expressed his willingness to be appointed as the Director of the Company.

The Board thus recommends the above ordinary resolution for your approval.

None of the directors / managers / Key Managerial Personnel or their relatives of your Company except Mr. Nilayattungal Antony Lonappan (DIN: 02746018) is concerned or interested in the proposed resolution, except as the shareholders of the Company.

**By the order of the Board  
For CASINO HOTELS LIMITED**

(sd/-)

Dr. JOSE CHANDY PALU  
Chairman & Director  
DIN: 01605754

Thrissur  
03/12/2021

**PARTICULARS OF DIRECTORS WHO ARE PROPOSED TO BE RE-APPOINTED/ APPOINTED AT THE MEETING ARE GIVEN BELOW.**

Name of the Director	<b>Mr. Thomas Chakkappan Kanichai (DIN: 00163306)</b>	<b>Mr. Mathew Mannummel Sebastian (DIN: 01605018)</b>	<b>Mr. Chettupuzha Jose Fijo (DIN: 00450473)</b>
Date of Birth & Age	19/04/1959, 62 Years	09/04/1952, 69 Years	27/05/1968, 53 Years
Qualification	DEGREE		
Expertise in specific functional areas	CLAY INDUSTRY		
Remuneration sought to be paid	-	-	-
Remuneration Last drawn	-	-	-
Date of First Appointment in the Board	12/02/2001	27/02/1995	28/07/1997
Shareholdings in the Company	351 Equity Shares	292 Equity Shares	72 Equity Shares
Directorship held in other Companies	1. Podere Farms Private Limited 2. Thomson Tiles Private Limited 3. Casino Cultural Auditorium Limited 4. Catholic Union Chitties Ltd 5. Kshemodayam Kuries Ltd	1. Casino Cultural Auditorium Limited 2. Vijaya Kuries And Loans Private Ltd 3. Vijayadhanam Nidhi Limited	1. Casino Cultural Auditorium Limited
Committee Membership in other Companies	NIL	NIL	NIL
Relationship with other directors, Manager and other Key managerial Personnel	NIL	NIL	NIL
No. of Board Meeting attended during the year	10	12	10

Name of the Director	<b>Mr. Jacob Anchery Varghese (DIN: 01234657)</b>	<b>Mr. Kodakkat Kesavan Madhu (DIN: 09047413)</b>	<b>Mr. Xavi Thekkath Devassy (DIN: 00297484)</b>
Date of Birth & Age	02/09/1975, 46 Years	18/05/1966, 55 Years	10/11/1955, 66 Years
Qualification	POST GRADUATE	POST GRADUATE	
Expertise in specific functional areas	BUSINESS SERVICE INDUSTRY	BUSINESS MARKETING SECTOR	
Remuneration sought to be paid	-	-	-
Remuneration Last drawn	-	-	-
Date of First Appointment in the Board	25/01/2021	01/02/2021	03/09/2021
Shareholdings in the Company	354 Equity Shares	50 Equity Shares	139 Equity Shares
Directorship held in other Companies	1. MVJT Trading Private Limited 2. Swaraj Kuries Private Limited	-	1. Exacta Fluid Engineering Co. Private Limited 2. TEE DEE Energy Private Limited 3. TEE DEE Enterprises Private Limited 4. TEE DEE Holdings (India) Private Limited
Committee Membership in other Companies	NIL	NIL	NIL
Relationship with other directors, Manager and other Key managerial Personnel	Son of Mr. Varghese Kakku Anchery (DIN: 00047012), Director	Son of Mr. Kesavan Namboothiri Kodakkattu Mana (DIN: 01163544), Director	NIL
No. of Board Meeting attended during the year	02	02	-

Name of the Director	<b>Mr. Peppin Thomas (DIN: 00335567)</b>	<b>Mr. Erenzhath Balakrishnan Bipin (DIN: 09312396)</b>	<b>Mr. Nilayattungal Antony Lonappan (DIN: 02746018)</b>
Date of Birth & Age	05/01/1964, 57 Years	31/05/1967, 54 Years	27/05/1970, 51 Years
Qualification	PRE DEGREE	POST GRADUATE	DEGREE
Expertise in specific functional areas	BOOK PUBLISHING	HOTEL ADMINISTRATION	BUSINESS

Remuneration sought to be paid	-	-	-
Remuneration Last drawn	-	-	-
Date of First Appointment in the Board	03/09/2021	15/11/2021	03/12/2021
Shareholdings in the Company	26 Equity Shares	34 Equity Shares	01 Equity Shares
Directorship held in other Companies	1. Thrissur Express Printing And Publishing Private Limited 2. Al Ameen Ltd 3. Padanjali Ayurvedic Private Limited	-	1. Keralodayam Kuries Pvt Ltd 2. Keralakshemam Unique Kuries Pvt Ltd 3. Loans and Kuries Ollur Pvt Ltd 4. Trichur Maveli Kuries Private Limited 5. Keralakshemam Kuries Private Limited
Committee Membership in other Companies	NIL	NIL	NIL
Relationship with other directors, Manager and other Key managerial Personnel	NIL	Son of Mr. Balakrishnan Ernezathpadinhattayil Kunhikuttan (DIN: 01541508), Deputy Chairman & Director	NIL
No. of Board Meeting attended during the year	-	-	-



**CASINO HOTELS LIMITED**

**Registered Office : Casino Complex, T B  
Road, Trichur, Kerala- 680021**

**CIN: U55101KL1980PLC003184**

**Email ID: casinotcr@gmail.com**

**Website: www.casinohotelslimited.com**

**Tele : 0487-2424699**

**ATTENDANCE SLIP**

ANNUAL GENERAL MEETING – Thursday, the 30<sup>th</sup> day of December 2021 at 10.00 A.M.

Full Name of Shareholder in Block Letters:

Folio No/Client Id:

No of shares held:

Whether member or proxy

Member

Proxy

E- Mail Id:

I/ We hereby record my/our attendance at the 41<sup>st</sup> Annual General Meeting of the Company held on Thursday, the 30<sup>th</sup> day of December 2021 at 10.00 A.M. at the Registered Office of the Company at Casino Complex, T B Road, Trichur, Kerala- 680021.

Signature of Shareholder/Proxy:

**Note: Only Shareholders of the Company or their proxies will be allowed to attend the Meeting.**

**Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signature registered with the Company. Duplicate slip will not be issued at the entrance to the meeting hall.**



**CASINO HOTELS LIMITED**

**Registered Office : Casino Complex, T B Road, Trichur, Kerala- 680021**      **CIN: U55101KL1980PLC003184**

**Email ID: casinotcr@gmail.com**

**Website: www.casinohotelslimited.com**

**Tele : 0487-2424699**

**Form No.MGT-11**

**PROXY FORM**

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

Name of the member (s): .....

Registered address: .....

.....

E-mail id: .....

Folio No./Client Id: .....

DP ID: .....

I/We, being the member(s) of Casino Hotels LTD, holding ..... shares of the above named Company, hereby appoint:

1. Name: .....

Address: .....

.....

Email id: .....

Signature: ....., or failing him

2. Name: .....

Address: .....

.....

Email id: .....

Signature: ....., or failing him

3. Name: .....

Address: .....

.....

Email id: .....

Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 41<sup>st</sup> Annual General Meeting of the Company held on Thursday, the 30<sup>th</sup> day of December 2021 at 10.00 A.M. at the Registered Office of the Company at Casino Complex, T B Road, Trichur, Kerala- 680021 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl.No.	Description	Type of Resolution	For	Against
<b>Ordinary Business</b>				
1	Adoption of Standalone and Consolidated Financial Statements along with Standalone and Consolidated Auditor's Report & Directors' Report for the financial year ended 31 <sup>st</sup> March, 2021.	Ordinary		
2	Declaration of dividend for the Financial Year 2020-2021	Ordinary		
3	Re-appointment of Retiring Director, Mr. Thomas Chakkappan Kanichai (DIN: 00163306)	Ordinary		
4	Re-appointment of Retiring Director, Mr. Mathew Mannummel Sebastian (DIN: 01605018)	Ordinary		
5	Re-appointment of Retiring Director, Mr. Chettupuzha Jose Fijo (DIN: 00450473)	Ordinary		
<b>Special Business</b>				
6	Appointment of Mr. Jacob Anchery Varghese (DIN: 01234657) as the Director of the Company	Ordinary		
7	Appointment of Mr. Jacob Anchery Varghese (DIN: 01234657), as the Managing Director of the Company	Ordinary		
8	Appointment of Mr. Kodakkat Kesavan Madhu (DIN: 09047413) as the Director of the Company	Ordinary		
9	Appointment of Mr. Xavi Thekkath Devassy	Ordinary		

	(DIN: 00297484) as the Director of the Company			
10	Appointment of Mr. Peppin Thomas (DIN: 00335567) as the Director of the Company	Ordinary		
11	Appointment of Mr. Erenzhath Balakrishnan Bipin (DIN: 09312396) as the Director of the Company	Ordinary		
12	Appointment of Mr. Nilayattungal Antony Lonappan (DIN: 02746018) as the Director of the Company	Ordinary		

Signed this, ..... day of ..... 2021

Signature of Shareholder

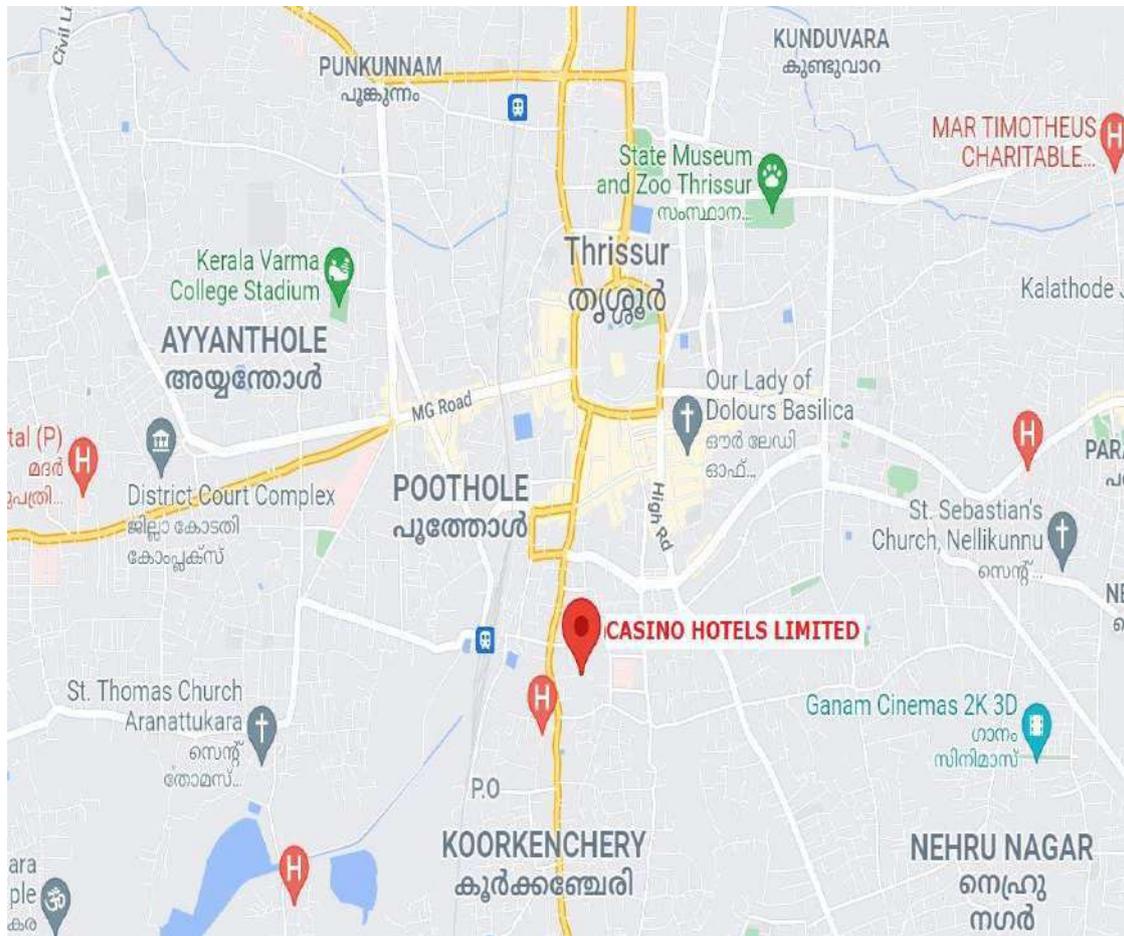
Affix  
Revenue  
Stamp

Signature of Proxy holder(s)

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

**It is optional to put tick mark in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' columns blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.**

**Route Map and prominent Land Mark for Annual General Meeting Venue:**





## **DIRECTORS' REPORT**

To  
The Members

Your Directors have pleasure in presenting before you the 41<sup>st</sup> Annual Report along with the Audited Financial Statements and report of the Auditor's for the financial year ended 31<sup>st</sup> March 2021.

### **1. FINANCIAL RESULTS:**

<b>Particulars</b>	<b>For year ended 31<sup>st</sup> March, 2021 (Amount in Rs.)</b>	<b>For year ended 31<sup>st</sup> March, 2020 (Amount in Rs.)</b>
Total Revenue	21,775,108	86,079,880
Total Expenditure	17,105,652	77,541,882
Profit / (Loss) before Tax	4,669,457	8,537,998
Tax Expense		
Current Tax	237,912	2,095,696
Deferred Tax	118,150	107,073
<b>Profit / (Loss) for the Year</b>	<b>4,313,395</b>	<b>6,335,229</b>

### **2. STATE OF AFFAIRS & FUTURE OUTLOOK:**

In the first four months of the financial year under review, the Company as well as its Hotel were almost closed due to COVID 19 lockdown and other reasons. During this period, your Company has incurred a loss of Rs. 2,947,517.81/-. However, this has been managed so effectively with the help of professional administration and effective management intervention of the Board of Directors lead by the Chairman, Deputy Chairman and the Managing Director.

Your Company achieved a profit of Rs 3,909,256/- during the year under review and your Board is confident to recommend a dividend of 12% for this pandemic year. Many companies in the hotel sector were at a loss and many had to stop their operations. Yet, even after facing four months of operational loss, overcoming all those challenges and booking a profit is not a small feat. This has been possible only because of the tireless efforts of our staff members and the efficient management of our General Manager. Your Board wholeheartedly appreciates the team work.

The Company has earned a total revenue of Rs. 21,775,108/- for the financial year under report as compared to Rs. 86,079,880/- earned in the previous financial year. During the reporting period, the total expenditure has decreased from Rs. 77,541,882/- to Rs. 17,105,652/-. Your Company has earned a net profit of Rs. 4,313,395/- for the financial



year under review as compared to the net profit of Rs. 6,335,229/- earned in the previous financial year. Your Board is taking constant efforts to improve the performance, efficiency and profitability of the Company in the upcoming financial years.

Despite all the hard work and achievements, it is rather unfortunate that Mr. K.C. Thomas, a director and shareholder of the Company and few other consenting shareholders have initiated some legal proceedings against our Company and some of our directors. At a time when all of us should stand united and work towards the welfare of all, this has been a discouraging and disappointing act. It is an irony that those who have caused considerable loss to the Company in the past, due to their inefficiency and vested interest, teamed up to damage the reputation of the Company in all possible ways. However, your Board has decided to fight against it to protect the interest of the Company and its shareholders, in every respects. Your Board has engaged well experienced professionals to manage the legal process and also to bring more professionalism in the operations of the Company. Your Board is confident that our Company will overcome all such challenges in the near future.

### **3. SHARE CAPITAL:**

The Authorised Share Capital of the Company as on 31/03/2021 is Rs. 36,000,000/- (Rupees Three Crore Sixty Lakhs only) divided into divided into 7,200 Equity Shares of Rs. 5,000/- each. The Issued, Subscribed and Paid-up Share Capital of the Company as on 31/03/2021 is Rs. 31,230,000/- (Rupees Three Crore Twelve Lakhs Thirty Thousand only) divided into 6,246 Equity Shares of Rs. 5,000/- each. There were no changes in the share capital of the Company during the financial year under review.

### **4. TRANSFER TO RESERVES:**

The Company has transferred an amount of Rs. 100,000/- to General Reserve during the financial year under review.

### **5. DIVIDEND:**

Your directors are pleased to recommend a dividend of Rs. 3,747,600/- (Rs. 600/- per share, i.e., 12% of the Equity Share Capital) for the financial year 2020-2021 as compared to a dividend of Rs. 2,498,400/- (Rs. 400/- per share, i.e., 08% of the Equity Share Capital) in the previous financial year.

### **6. DETAILS OF MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF REPORT:**

The second wave of COVID-19 became severe by the end of April 2021 and the government has declared lockdown in the month of May 2021. Various measures like lockdown taken by the Government to contain the virus, have affected almost all sectors and economies in

general. The Hotel and Tourism industry is one among the most badly affected sectors due to the pandemic. As the restrictions on mass gatherings still prevail, though bit relaxed, your Company is not able to get bookings for major events, that otherwise would have been a normal process. At the same time, the fixed cost including the salaries, maintenance of the auditorium etc. continue to exist.

The state government has started relaxing certain measures that enable your Company to facilitate small events. Your Directors are confident that the position will further improve. Your Company has taken various measures to monitor and control the effects of the COVID-19 virus and to mitigate the future risk. Adequate safety and health measures were taken on time in the best interest of the employees, visitors and the guests. Your Company will continue to follow various government policies / norms and in parallel will do the best to continue the operations in the safest way possible without jeopardizing the health of the employees, visitors and the guests.

There were no other material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report other than those mentioned in the Report.

## 7. EXTRACTS OF ANNUAL RETURN:

The Extract of Annual Return in Form MGT-9 as per Section 92 (3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is annexed hereto and forms part of this Report **(Annexure-I)**.

The Annual Return will be filed with the Registrar of Companies within the statutory period, after the Annual General Meeting and will be uploaded on the website of the Company.

## 8. BOARD OF DIRECTORS AND ITS COMMITTEES:

The Board of Directors of the Company as on 31/03/2021 consists of 11 (Eleven) directors. The composition of the Board is as follows:

Sl. No.	DIN	Name of the Director	Designation
1	01605754	Jose Chandy Palu	Chairman & Director
2	01541508	Balakrishnan Ernezhathpadihattayil Kunhikuttan	Deputy Chairman & Director
3	01234657	Jacob Anchery Varghese	Managing Director
4	00047012	Varghese Kakku Anchery	Director
5	00163306	Thomas Chakkappan Kanichai	Director
6	00450473	Chettupuzha Jose Fijo	Director
7	00625779	Padinjarethala Jopesh France	Director
8	01163544	Kesavan Namboothiri Kodakkattu Mana	Director
9	01267631	Rema Jinadevan	Director

10	01605018	Mathew Mannummel Sebastian	Director
11	09047413	Kodakkat Kesavan Madhu	Additional Director

Mr. Thomas Chakkappan Kanichai (DIN: 00163306), Managing Director, has been re-designated as the Non-Executive Director of the Company with effect from 14/10/2020.

Mr. Padinjarethala Jopesh France (DIN: 00625779), Ms. Rema Jinadevan (DIN: 01267631) and Mr. Jose Paul Chandy (DIN: 01605754) directors, who retires by rotation at the 40<sup>th</sup> Annual General Meeting held on 23/12/2020 and being eligible, re-appointed as the directors of the Company.

Mr. Jacob Anchery Varghese (DIN: 01234657) has been appointed as an Additional Director of the Company with effect from 25/01/2021.

Mr. Kodakkat Kesavan Madhu (DIN: 09047413) has been appointed as an Additional Director of the Company with effect from 01/02/2021.

Mr. Jacob Anchery Varghese (DIN: 01234657), Additional Director, has been re-designated as the Managing Director of the Company for a period of 05 (Five) years with effect from 15/02/2021, at a remuneration of Re. 1 (Rupee One). Pursuant to Section 196 (4) of the Companies Act, 2013, the appointment of Managing Director should be ratified at the next general meeting. Hence the Board of Directors recommends the shareholders to ratify the appointment of Mr. Jacob Anchery Varghese (DIN: 01234657) as the Managing Director of the Company, at the ensuing Annual General Meeting.

There were no other changes in the composition of Board of Directors of the Company during the financial year under review.

Mr. Xavi Thekkath Devassy (DIN: 00297484) and Mr. Peppin Thomas (DIN: 00335567) were appointed as the Additional Directors of the Company with effect from 03/09/2021.

Mr. Erenzhath Balakrishnan Bipin (DIN: 09312396) has been appointed as an Additional Director of the Company with effect from 15/11/2021.

Mr. Nilayattungal Antony Lonappan (DIN: 02746018), has been appointed as an Additional Director of the Company with effect from 03/12/2021.

Mr. Jacob Anchery Varghese (DIN: 01234657), Mr. Kodakkat Kesavan Madhu (DIN: 09047413), Mr. Xavi Thekkath Devassy (DIN: 00297484), Mr. Peppin Thomas (DIN: 00335567), Mr. Erenzhath Balakrishnan Bipin (DIN: 09312396) and Mr. Nilayattungal Antony Lonappan (DIN: 02746018) will hold office up to the ensuing Annual General Meeting of the Company. They have expressed the willingness to be appointed as the directors of the Company. Hence the Board recommends the appointment of Mr. Jacob Anchery Varghese (DIN: 01234657), Mr. Kodakkat Kesavan Madhu (DIN: 09047413), Mr. Xavi Thekkath Devassy (DIN: 00297484), Mr. Peppin Thomas (DIN: 00335567), Mr.

Erenezhath Balakrishnan Bipin (DIN: 09312396) and Mr. Nilayattungal Antony Lonappan (DIN: 02746018) as the directors of the Company in the ensuing Annual General Meeting.

Your Company was not required to constitute any committees of the Board as envisaged under various provisions of the Companies Act, 2013 and Rules made thereunder except Stakeholders Relationship Committee as per Section 178 (5) of the Companies Act, 2013.

Your Board of Directors, at its meeting held on 31/07/2021, has constituted a Stakeholders Relationship Committee pursuant to Section 178 (5) of the Companies Act, 2013. The Committee shall consist of the following members:

- Dr. Jose Chandy Palu (DIN: 01605754) - Chairman of the Committee
- Mr. Balakrishnan Ernezhath Padinhattayil Kunhikuttan (DIN: 01541508) - Member of the Committee
- Mr. Kodakkat Kesavan Madhu (DIN: 09047413) – Member of the Committee.

Your Board of Directors, at its meeting held on 31/07/2021, has constituted an Operational Committee of the Board to discuss and approve the operational activities of the Company. The Committee shall consist of the following members:

- Mr. (Dr.) Jose Chandy Palu (DIN: 01605754), Chairman of the Committee
- Mr. Ernezhath Padinhattayil Kunhikuttan Balakrishnan (DIN: 01541508) Member
- Mr. Jacob Anchery Varghese (DIN: 01234657), Member

## 9. NUMBER OF MEETINGS OF THE BOARD:

The Board met 12 (Twelve) times during the financial year under review on 18/05/2020, 15/06/2020, 20/07/2020, 17/08/2020, 27/08/2020, 21/09/2020, 19/10/2020, 16/11/2020, 23/12/2020, 25/01/2021, 15/02/2021 and 26/03/2021. The attendances of directors in the said meetings are as follows:

Sl. No.	Name of the Director	No. of meetings entitled to attend	No. of meetings attended
1	Jose Chandy Palu	12	12
2	Balakrishnan Ernezhathpadinhattayil Kunhikuttan	12	12
3	Jacob Anchery Varghese	02	02
4	Varghese Kakku Anchery	12	10
5	Thomas Chakkappan Kanichai	12	10
6	Chettupuzha Jose Fijo	12	10
7	Padinjarethala Jopesh France	12	11
8	Kesavan Namboothiri Kodakkattu Mana	12	09
9	Rema Jinadevan	12	12

10	Mathew Mannummel Sebastian	12	12
11	Kodakkat Kesavan Madhu	02	02

#### **10. DECLARATION OF INDEPENDENT DIRECTORS:**

The Company was not required to appoint Independent Directors under Section 149 (4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Hence no declaration has been obtained.

#### **11. DIRECTORS' RESPONSIBILITY STATEMENT:**

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

- i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the financial year 2020-2021;
- iii) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) the directors had prepared the annual accounts on a going concern basis; and
- v) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **12. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178:**

The provisions of Section 178 (1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company and hence the Company has not devised any policy relating to appointment of Directors, payment of managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178 (3) of the Companies Act, 2013.

#### **13. PARTICULARS OF EMPLOYEES:**

The provisions as envisaged under Section 197 (12) read with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to your Company. Hence the disclosure with reference to the particulars of employees is not attached to this report.

**14. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:**

Your Company has not given any loan or given any guarantee or provided any security in connection with any loan to any person or body corporate and has not acquired by way of subscription or purchased securities of any body-corporate during the financial year under review as envisaged under Section 186 of the Companies Act, 2013. The details of investment in Equity Shares made by the Company in Casino Cultural Auditorium Limited are disclosed in the financial statements attached and are in compliance of the provisions of Section 186 of the Companies Act, 2013.

**15. STATUTORY AUDITOR & AUDIT REPORT:**

M/s. Abraham & Jose (Firm Registration No: 000010S), Chartered Accountants, Mission Quarters Road, Thrissur, Kerala - 680001, has been appointed as the Statutory Auditors of the Company for a term of five years at its Annual General Meeting held on 23/09/2019. They will hold office till the conclusion of the Annual General Meeting to be held for the financial year ended 31/03/2024.

The Statutory Auditors have not made any qualifications, reservations, adverse comments or remarks or disclaimers in the Statutory Audit Report for the financial year under review, except the following:

Auditors' Qualification	Directors' Reply
<p>Annexure A to Auditors Report – Companies (Auditor's Report) Order, 2016</p> <p><i>x) According to the information and explanations given to us, one of the part-time employees has committed a fraud during the year amounting to Rs. 981,314/-. The matter has been reported to the police and criminal proceedings are pending before the Judicial 1<sup>st</sup> Class Magistrate Court No: 02. The Company has not made provision for Rs. 981,314/- as such the matter is pending before the court of law. Except that one fraud on or by the Company or on or by its officers or employees has been noticed or reported during the year.</i></p>	<p>The Company has not made any provision for Rs. 981314/- being the amount involved in the fraud committed by one of its employees, as the same is pending before the Court of Law. Necessary provision will be created in the due course, in alignment with the Court verdict.</p>

**16. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

During the financial year under review, the Company has not entered into any contracts or arrangements or transactions with the related parties as specified under Section 188 of the Companies Act, 2013. Hence Form AOC-2 is not attached to this report.

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

The information under Section 134 (3) (m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, for the financial year ended 31/03/2021 is given below:

- A. Conservation of Energy:** Your Company is committed to conserve energy in all its operations. Efforts are being made to install various energy saving equipments in the Company and to replace the high power consuming equipments. Your Company uses generators as alternate source of energy. During the financial year under review no capital investments on energy conservation equipments have been made.
- B. Technology Absorption:** Your Company has not done any activities during the period under review which involves absorption of technology. Hence the information to be provided under Section 134 (3) (m) of the Companies Act, 2013 read with Rule, 8 (3) of The Companies (Accounts) Rules, 2014 is not applicable.
- C. Foreign Exchange Earnings and outgo:** During the financial year, the Company has not expended any amount in foreign currency. The Company has also not earned any foreign exchange during the financial year under review.

## 18. CORPORATE SOCIAL RESPONSIBILITY:

The provisions as mentioned in Section 135 of the Companies Act, 2013 are not applicable to your Company and hence the Company has not developed and implemented any Corporate Social Responsibility initiatives.

## 19. RISK MANAGEMENT:

Your Company has an in-house Risk Management procedure wherein all material risks faced by the Company are identified and assessed. Major risks identified are addressed and monitored by the Board of Directors of the Company.

## 20. DEPOSITS:

The Company has not accepted or invited any deposits as per the Companies Act, 2013 during the financial year under review and no amount has remained unpaid or unclaimed as at the end of the financial year. Further there were no deposits which were not in Compliance with the requirements of Chapter V of the Companies Act, 2013.

**Unsecured Loan:** During the financial year under review, your Company has not accepted any unsecured loans from its directors or their relatives. As on 31/03/2021, your Company does not have any outstanding unsecured loans from its directors or their relatives.

## 21. FRAUD REPORTING:

Your Company has not entered into transactions which are fraudulent, illegal or violative of the Company's Code of Conduct. During the financial year under review no frauds have occurred in the Company and no frauds were reported by the Auditors of the Company other than the fraud committed by the part-time employee, which amounts to Rs. 981,314/. The matter has been reported to the police and criminal proceedings are pending before the Judicial 1<sup>st</sup> Class Magistrate Court No: 02.

## 22. DISCLOSURE OF MAINTENANCE OF COST RECORDS:

The maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, is not applicable to the Company.

## 23. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company is committed in providing and promoting a safe and healthy work environment for all its employees. As per the applicable provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, your Company has constituted the Internal Complaints Committee. During the financial year under review no complaints were received or disposed off as envisaged under Sexual Harassment of Women at Workplace (Prevention & Redressal) Act, 2013.

## 24. OTHER DISCLOSURES:

- a) There were no changes in the nature of business of the Company during the financial year under review.
- b) There were no Companies which have become or ceased to be subsidiaries, joint ventures or associate companies during the financial year under review. The details of existing Associate Company (CASINO CULTURAL AUDITORIUM LIMITED) in **Form AOC-1** are annexed to this Report (**Annexure-II**).
- c) There were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.
- d) The Company has adequate internal financial controls to commensurate the business.
- e) Your Company has not issued any equity shares with differential rights, sweat equity, or ESOS during the financial year under review.
- f) Your Company has complied with all the applicable provisions of Secretarial Standards.
- g) The Company was not required to appoint any Key Managerial Personnel pursuant to Section 203 of the Companies Act, 2013.

- h) Your directors have taken all necessary steps to transfer the unpaid dividend amounting to Rs. 191,200/- to Investor Education and Protection Fund, in compliance with the provisions of Section 124 (5) of the Companies Act, 2013.
- i) The provision with respect to Section 204 pertaining to Secretarial Audit is not applicable to your Company.
- j) The Company has made arrangements with National Securities Depository Limited (NSDL) for dematerialization of Company's Equity Shares. The international Security Identification Number (ISIN) allotted to the Equity Shares of the Company is INE05X201015. The Company has appointed M/s. S.K.D.C. Consultants Limited, Kanapathy Towers, 3<sup>rd</sup> Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore- 641 006, as the Registrars and Share Transfer Agents of the Company. Shareholders may contact the Company's Registrar and Share Transfer Agent for any assistance regarding dematerialization of shares, share transfers, transmission, change of address, and any other query relating to the shares of the Company.

## **25.ACKNOWLEDGEMENT:**

Your Directors express their appreciation for the assistance and co-operation received from the banks, Government authorities, customers, Corporate Consultants, Auditors and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the officers and employees of the Company.

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

**(sd/-)**

Dr.JOSE CHANDY PALU  
Charman & Director  
DIN: 01605754

Thrissur  
3/12/2021

## Annexure I

## Form No. MGT-9

**EXTRACT OF ANNUAL RETURN  
For the financial year ended on 31<sup>st</sup> March 2021**

[Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12 (1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

i.	CIN	U55101KL1980PLC003184
ii.	Registration Date	11/04/1980
iii.	Name of the Company	CASINO HOTELS LIMITED
iv.	Category / Sub-Category of the Company	Company Limited by Shares Indian Non-Government Company
v.	Address of the Registered office and contact details	Casino Complex, T B Road, Trichur, Kerala- 680021  Email ID: casinotcr@gmail.com Website: www.casinohotelslimited.com Phone No: 0487-2424699
vi.	Whether listed Company	No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	S K D C CONSULTANTS LIMITED CIN: U74140MH1998PLC366529  "Surya" 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore, Tamil Nadu- 641028  Email ID: info@skdc-consultants.com Website: www.skdc-consultants.com Phone: +91 422 4958995, 2539835/836

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

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated: -

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1.	Hotels	55101	100%

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

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/Su bsidiary/ Associate	% of shares held	Applicable Section
1.	Casino Cultural Auditorium Limited T B Road, Kokkalai, Trichur, Kerala- 680021	U70101KL1983PLC003726	Associate Company	20.59%	2 (6)

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

##### i) Category-wise Share Holding

Category of shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a. Individual/ HUF	-	-	-	-	-	-	-	-	-
b. Central Govt	-	-	-	-	-	-	-	-	-
c. State Govt (s)	-	-	-	-	-	-	-	-	-
d. Bodies Corp.	-	-	-	-	-	-	-	-	-
e. Banks / FI	-	-	-	-	-	-	-	-	-
f. Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (1):-</b>	-	-	-	-	-	-	-	-	-
<b>(2) Foreign</b>									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (2):-</b>	-	-	-	-	-	-	-	-	-
<b>Total shareholding of Promoter (A) = (A)(1) + (A)(2)</b>	-	-	-	-	-	-	-	-	-
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	-	-	-	-	-	-	-	-	-
<b>2. Non-Institutions</b>									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	21	21	0.34%	-	21	21	0.34%	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	90	3,143	3,233	51.76%	108	3,125	3,233	51.76%	-
ii) Individual	97	2,895	2,992	47.90%	97	2,895	2,992	47.90%	-

shareholders holding nominal share capital in excess of Rs 1 lakh									
c) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2):-</b>	<b>187</b>	<b>6,059</b>	<b>6,246</b>	<b>100%</b>	<b>205</b>	<b>6,041</b>	<b>6,246</b>	<b>100%</b>	-
<b>Total Public Shareholding(B)=(B)(1)+ (B)(2)</b>	<b>187</b>	<b>6,059</b>	<b>6,246</b>	<b>100%</b>	<b>205</b>	<b>6,041</b>	<b>6,246</b>	<b>100%</b>	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>Grand Total(A+B+C)</b>	<b>187</b>	<b>6,059</b>	<b>6,246</b>	<b>100%</b>	<b>205</b>	<b>6,041</b>	<b>6,246</b>	<b>100%</b>	-

(ii) **Shareholding of Promoters:**

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in Shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1		NIL						

(iii) **Change in Promoters' Shareholding:**

There were no changes in the shareholding pattern of the promoters during the financial year under review.

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	<b>Jancy Jose</b>				
	At the beginning of the year	178	2.85%	178	2.85%
	Date wise increase or decrease in shareholding during the year specifying the reason for increase/decrease(e.g. allotment/ transfer /bonus/sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	178	2.85%	178	2.85%
2	<b>Omana Jos</b>				
	At the beginning of the year	146	2.34%	146	2.34%
	Date wise increase or decrease in shareholding during the year specifying the reason for increase/decrease(e.g.	-	-	-	-

	allotment/ transfer /bonus/sweat equity etc.:				
	At the End of the year ( or on the date of separation, if separated during the year)	146	2.34%	146	2.34%
<b>3</b>	<b>Xavier Thekkath</b>	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	139	2.23%	139	2.23%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	139	2.23%	139	2.23%
<b>4</b>	<b>Madhavi Jinu</b>	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	137	2.19%	137	2.19%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	137	2.19%	137	2.19%
<b>5</b>	<b>P. P. Zibi Jose</b>	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	57	0.91%	57	0.91%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	57	0.91%	57	0.91%
<b>6</b>	<b>Sunny C J</b>	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	45	0.72%	45	0.72%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on	45	0.72%	45	0.72%

	the date of separation, if separated during the year)				
<b>7</b>	<b>Sebastian Thomas</b>	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	45	0.72%	45	0.72%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	45	0.72%	45	0.72%
<b>8</b>	<b>Jacob Thomas</b>	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	45	0.72%	45	0.72%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	45	0.72%	45	0.72%
<b>9</b>	<b>Shali Thomas</b>	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	43	0.69%	43	0.69%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	43	0.69%	43	0.69%
<b>10</b>	<b>Ramaswamy Kalyanaraman</b>	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	40	0.64%	40	0.64%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	40	0.64%	40	0.64%

**(v) Shareholding of Directors:**

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
<b>1</b>	<b>Jose Chandy Palu Chairman &amp; Director DIN: 01605754</b>				
	At the beginning of the year	88	1.41%	88	1.41%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	88	1.41%	88	1.41%
<b>2</b>	<b>Balakrishnan Ernezhathpadinhattayil Kunhikuttan Deputy Chairman &amp; Director DIN: 01541508</b>				
	At the beginning of the year	81	1.30%	81	1.30%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	81	1.30%	81	1.30%
<b>3</b>	<b>Thomas Chakkappan Kanichai Director DIN: 00163306</b>				
	At the beginning of the year	351	5.62%	351	5.62%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	351	5.62%	351	5.62%
<b>4</b>	<b>Chettupuzha Jose Fijo Director DIN: 00450473</b>				
	At the beginning of the year	72	1.15%	72	1.15%
	Date wise Increase / Decrease in Shareholding during the	-	-	-	-

	year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):				
	At the End of the year ( or on the date of separation, if separated during the year)	72	1.15%	72	1.15%
<b>5</b>	<b>Padinjarethala Jopesh France Director DIN: 00625779</b>	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	107	1.71%	107	1.71%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	107	1.71%	107	1.71%
<b>6</b>	<b>Kesavan Namboothiri Kodakkattu Mana Director DIN: 01163544</b>	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	118	1.89%	118	1.89%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	118	1.89%	118	1.89%
<b>7</b>	<b>Rema Jinadevan Director DIN: 01267631</b>	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	128	2.05%	128	2.05%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	128	2.05%	128	2.05%
<b>8</b>	<b>Mathew Mannummel Sebastian Director DIN: 01605018</b>	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	292	4.67%	292	4.67%
	Date wise Increase / Decrease in Shareholding during the	-	-	-	-

	year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):				
	At the End of the year ( or on the date of separation, if separated during the year)	292	4.67%	292	4.67%
<b>9</b>	<b>Varghese Kakku Anchery Director DIN: 00047012</b>	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	112	1.79%	112	1.79%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	112	1.79%	112	1.79%
<b>10</b>	<b>Jacob Anchery Varghese Managing Director DIN: 01234657</b>	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	354	5.67%	354	5.67%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	354	5.67%	354	5.67%
<b>11</b>	<b>Kodakkat Kesavan Madhu Additional Director DIN: 09047413</b>	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	50	0.80%	50	0.80%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	-	-	-	-
	At the End of the year ( or on the date of separation, if separated during the year)	50	0.80%	50	0.80%

## V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	8,101,164	-	-	8,101,164
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>8,101,164</b>	<b>-</b>	<b>-</b>	<b>8,101,164</b>
<b>Change in Indebtedness during the financial year</b>				
□ Addition	-	-	-	-
□ Reduction	(3,285,345)	-	-	(3,285,345)
<b>Net Change</b>	<b>(3,285,345)</b>	<b>-</b>	<b>-</b>	<b>(3,285,345)</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	4,815,819	-	-	4,815,819
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>4,815,819</b>	<b>-</b>	<b>-</b>	<b>4,815,819</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		<b>Jacob Anchery Varghese Managing Director DIN: 01234657</b>	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit - others, specify...	-	-
5.	Others, please specify- Sitting Fees	7,000	7,000
	Total (A)	7,000	7,000
	Ceiling as per the Act	NA	

## B. Remuneration to other directors:

Sl. No	Particulars of Remuneration	Name of Director						
1.	Independent Directors  • Fee for attending Board /Committee meetings • Commission • Others, please specify Total (1)	-	-	-	-	-		
2.	Other Non-Executive Directors  • Fee for attending Board meetings • Commission • Others, please specify: Total (2) Total (B)=(1+2)	E.P.K. Balakrishnan Deputy Chairman & Director DIN: 01541508 42,000	Varghese Kakku Anchery Director DIN: 00047012 35,000	Thomas Chakkappan Kanichai Director DIN: 00163306 35,000	Chettupuzha Jose Fijo Director DIN: 00450473 35,000	K.K Madhu Additional Director DIN: 09047413 7,000		154,000
	Total (2)	42,000	35,000	35,000	35,000	7,000	154,000	
	Total (B)=(1+2)	42,000	35,000	35,000	35,000	7,000	154,000	
	Total Managerial Remuneration	-	-	-	-	-	-	
	Overall Ceiling as per the Act	NA						

Sl. No	Particulars of Remuneration	Name of Director						
1.	Independent Directors  • Fee for attending Board /Committee meetings • Commission • Others, please specify Total (1)	-	-	-	-	-		
2.	Other Non-Executive Directors  • Fee for attending Board meetings • Commission • Others, please specify: Total (2) Total (B)=(1+2)	Padinjarethala Jopesh France Director DIN: 00625779 38,500	Kesavan Namboothiri Kodakkattu Mana Director DIN: 01163544 31,500	Rema Jinadevan Director DIN: 01267631 42,000	M.S. Mathew Director DIN: 01605018 42,000	Jose Chandy Palu Chairman & Director DIN: 01605754 42,000		196,000
	Total (2)	38,500	31,500	42,000	42,000	42,000	196,000	
	Total (B)=(1+2)	38,500	31,500	42,000	42,000	42,000	196,000	
	Total Managerial	-	-	-	-	-	-	

Remuneration						
Overall Ceiling as per the Act	NA					

**C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD: N A**

**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	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>B. Directors</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

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

**(sd/-)**

Thrissur  
03/12/2021

Dr. JOSE CHANDY PALU  
Chairman & Director  
DIN: 01605754

## Annexure

**FROM No.AOC.1**

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

**Part "A" Subsidiaries**

1.	Sl.No.	NOT APPLICABLE
2.	Name of the subsidiary	
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	
4.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	
5.	Share Capital	
6.	Reserve & surplus	
7.	Total assets	
8.	Total Liabilities	
9.	Investments	
10.	Turnover	
11.	Profit before taxation	
12.	Profit after taxation	
13.	Proposed Dividend	
14.	% of shareholding	

**Notes:-**The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations.
- Names of subsidiaries which have been liquidated or sold during the year.

**Part "B" Associates and Joint Ventures.**

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates	CASINO CULTURAL AUDITORIUM LIMITED
1. Latest audited Balance sheet Date	31 <sup>st</sup> March 2021
2. Shares of Associate held by the company on the year end	
No.	604
Amount of Investment in Associate	30,20,000/-
Extend of Holding %	20.59%
3. Description of how there is significant influence	Company holds more than 20% of the shareholding. Hence it is an associate company as defined u/s 2(6)
4. Reason why the associate/joint venture is not consolidated	Not applicable
5. Net Worth attributable to Shareholding as per latest audited Balance Sheet	57,99,012/-
6. Profit/Loss for the year	
i. Considered in Consolidation	-4,04,138
ii. Not considered in consolidation	

- Names of associates or joint ventures which are yet to commence operations:- Not applicable
- Names of associates or joint ventures which have been liquidated or sold during the year – Not applicable.

Note: This Form is to be certified in the same manner in which the Balance sheet is to be certified.

**DIRECTORS**

1. Sri.E.P.K.Balakrishnan  
(DIN 01541508)

2. Sri. Jacob Anchery Varghese  
(DIN 01234657)

Thrissur / 15.11.2021

UDIN 21012056AAAAXM7807  
For ABRAHAM & JOSE  
Chartered Accountants  
FRN:000010 S  
JOSE POTTOKARAN  
(Partner (No:012056))

## INDEPENDENT AUDITOR'S REPORT

**The Members of Casino Hotels Ltd.**

**T.B.Road, Kokkalai**

**Thrissur 680021**

**CIN-U55101KL1980PLC003184**

### **Report on the Audit of the Financial Statements**

#### **Opinion**

We have audited the financial statements of Casino Hotels Ltd("the Company"), T B Road, Thrissur 680021, CINU55101KL1980PLC003184, which comprise the balance sheet as at 31st March 2021, the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its profit 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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Responsibilities of Management and Those Charged with Governance for the Financial Statements**

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

In preparing the financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

#### **Auditor's Responsibilities for the Audit of the 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 internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.

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

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

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

#### **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 Companies Act, 2013, we give in the Annexure Aa statement on the matters specified in paragraphs 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 it appears from our examination of those books
  - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st 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".
  - (g) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197(16) of the Act.

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements
  - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

Thrissur  
15-11-2021

For ABRAHAM & JOSE  
Chartered Accountants  
FRN:000010 S  
JOSE POTTOKARAN  
(Partner (No:012056))

UDIN 21012056AAAAXM7807

**Annexure "A" to the Independent Auditors' report of Casino Hotels Ltd, T B Road, Thrissur 680021  
CIN-U55101KL1980PLC003184 as of and for the year ended March 31, 2021 (Referred to in our  
report of even date)**

- i) a) The company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipments.
- b) Property, plant and equipments have been physically verified by the Management during the year and no material discrepancies between the book records and the physical inventory have been noticed. In our opinion, the frequency of verification is reasonable.
- c) According to the information and explanations given to us, the title deeds of immovable properties are held in the name of the company.
- ii) As the company is not carrying on any processing, manufacturing or trading activity, it does not have any stock of finished goods, spare parts and raw-materials. Hence physical verification, valuation and consequent adjustments are not applicable to the company.
- iii) The company has taken loan from M/s Casino Cultural Auditorium Thrissur, a company under the same management within the meaning sub sec 186 of the Companies Act 2013. The maximum amount involved during the year was Rs.40 lacs and the balance outstanding as on 31.03.2018 comes to Rs.40 lacs. In our opinion, the rate of interest and other terms and conditions on which loan have been granted to the company are not prima facie, prejudicial to the interest of the company. Except that the company has neither granted nor taken any loans, secured or unsecured to/from companies, firms or other parties covered in the Registers maintained under section 189 of the Companies Act 2013.
- iv) In our opinion and according to the information and explanations given to us, in respect of loans, investments, guarantees, and security, the provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- v) The company has not accepted any deposits from the public. Hence, the directives issued by the Reserve Bank of India and provisions of Section 73 to 76 of the Act and the rules framed there under are not applicable.
- vi) The company is not liable to maintain cost records as prescribed by the Central Government under sub section (1) of section 148 of the Act.
- vii) According to the information and explanations given to us, company is regular in depositing undisputed tax dues including Provident Fund, Employees State Insurance, Income tax, Sales tax, Wealth tax, Customs duty, excise duty, cess and any other statutory dues with the appropriate authorities wherever applicable. It is further informed that there are no undisputed arrears of outstanding statutory dues as at the end of the last day of the financial year concerned for a period of more than six months from the date they became payable
- viii) The company has not defaulted in repayment of dues to a financial institution or bank or debenture holders.
- ix) The company has not taken any term loans. The company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year.
- x) According to the information and explanations given to us, one of the part time employee have committed a fraud during the year amounting to Rs.9,81,314/-. The matter has been reported to the police and criminal proceedings are pending before the Judicial 1<sup>st</sup> Class Magistrate Court No.2. Company have not made provision for Rs.9,81,314/- as such the

matter is pending before the court of law. Except that no fraud on or by the company or on by its officers or employees has been noticed or reported during the year.

- x) According to the information and explanations given to us, no managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act.
- xii) In our opinion and according to the information and explanations given to us, the company is not a Nidhi company. Accordingly, paragraph (xii) of the order is not applicable.
- xiii) According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with section 188 of the Companies Act, 2013 and the details of such transaction 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 based on our examination 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. Accordingly, paragraph (xiv) of the Order is not applicable.
- xv) According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them. Accordingly paragraph (xv) of the order is not applicable.

Thrissur  
15-11-2021

For ABRAHAM & JOSE  
Chartered Accountants  
FRN:000010 S  
JOSE POTTOKARAN  
(Partner (No:012056))

UDIN 21012056AAAAXM7807

**Annexure “B” to the Independent Auditors’ Report of Casino Hotels Ltd, T B Road, Thrissur 680021, CIN-U55101KL1980PLC003184 as of and for the year ended March 31, 2021 as of and for the year ended March 31, 2021 (Referred to in our report of even date)**

**REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 (‘THE ACT’)**

We have audited the internal financial controls over financial reporting of **Casino Hotels Ltd** (the “Company”) **T B Road, Thrissur 680021 CIN-U55101KL1980PLC003184** as of March 31, 2021 in conjunction with our audit of the 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 (the ‘Standards’) 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. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the

assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls 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 (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

#### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the guidance note issued by the ICAI.

Thrissur  
15.11.2021

For ABRAHAM & JOSE  
Chartered Accountants  
FRN:000010 S  
(sd/-)  
JOSE POTTOKARAN  
(Partner (No:012056))

UDIN 21012056AAAAXM7807

**CASINO HOTELS LIMITED**  
**T B ROAD, KOKKALAI, THRISSUR 680021**  
**CIN U55101KL1980PLC003184**  
**BALANCE SHEET AS AT 31ST MARCH 2021**

Particulars	Note No	Figures as at the end of current reporting period as at 31.03.2021	Figures as at the end of previous reporting period as at 31.03.2020
<b>I. EQUITY AND LIABILITIES</b>		Rs	Rs
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	A	31230000	31230000
(b) Reserves and surplus	B	13493178	12927383
(c) Money received against share warrants		Nil	Nil
<b>(2) Share application money pending allotment</b>		Nil	Nil
<b>(3) Non-Current Liabilities</b>			
(a) Long-term borrowings	C	4000000	4000000
(b) Deferred tax liabilities (Net)	D	3894503	3776353
(c) Other Long term liabilities	E	1318800	718800
(d) Long term provisions		Nil	Nil
<b>(4) Current Liabilities</b>			
(a) Short-term borrowings	F	815819	4101164
(b) Trade payables		Nil	Nil
(c) Other current liabilities	G	4480642	5891302
(d) Short-term provisions	H	3747600	2498400
Total		62980543	65143402
<b>II. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Property, Plant and Equipments			
(i) Tangible assets	I	29421058	31649895
(ii) Intangible assets		256086	345532
(iii) Capital work-in-progress		10376188	10376188
(iv) Intangible assets under development		Nil	Nil
(b) Non-current investments	J	3020000	3020000
(c) Deferred tax assets (net)		Nil	Nil
(d) Long term loans and advances		Nil	Nil
(e) Other non-current assets	K	1416098	1260898

<b>(2) Current Assets</b>			
(a) Current investments		Nil	Nil
(b) Inventories		599365	771823
(c) Trade receivables	L	1923732	1899410
(d) Cash and cash equivalents	M	14511670	14190709
(e) Short-term loans and advances		Nil	Nil
(f) Other current assets	N	1456344	1628947
Total		62980543	65143402
Statement on Significant Accounting Policies and Notes to the			
Financial Statements are an integral part of this Balance Sheet.	T		

(sd/-)

1. Sri E P K Balakrishnan  
(DIN 01541508)  
Deputy Chairman & Director

Thrissur / 15.11.2021

**DIRECTORS**

(sd/-)

2. Sri Jacob Anchery Varghese  
(DIN 01234657)  
Managing Director

**As per our report of even date**

(sd/-)

For ABRAHAM & JOSE  
Chartered Accountants  
FRN:000010 S  
JOSE POTTOKARAN  
(Partner (No:012056))

UDIN 21012056AAAAXM7807

**CASINO HOTELS LIMITED**  
**T B ROAD, KOKKALAI, THRISSUR 680021**  
**CIN U55101KL1980PLC003184**

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

Particulars	Note No	Figures as at the end of current reporting period as at 31.03.2021	Figures as at the end of previous reporting period as at 31.03.2020
		Rs	Rs
I. Revenue from operations	O	19606740	83681687
II. Other income	P	2168368	2398193
III. Total revenue (I + II)		21775108	86079880
IV. Expenses:			
Cost of materials consumed	Q	6576938	38306625
Purchase of Stock-in-Trade		Nil	Nil
Changes in inventories of finished goods, work-in-progress and stock-in-trade		Nil	Nil
Employee benefit expenses	R	4367559	22985815
Finance costs		496049	861122
Depreciation and amortization expenses	I	2638283	2653067
Other expenses	S	3026824	12735253
Total expenses		17105652	77541882
V. Profit before exceptional and extraordinary items and tax (III - IV)		4669457	8537998
VI. Exceptional items		Nil	Nil
VII. Profit before extraordinary items and tax (V - VI)		4669457	8537998
VIII Extraordinary items		Nil	Nil
IX. Profit before tax (VII - VIII)		4669457	8537998



**CASINO HOTELS LIMITED**  
**T B ROAD, KOKKALAI, THRISSUR 680021**  
**CIN U55101KL1980PLC003184**

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2021**

<b>Particulars</b>	For the year ended 31.03.2021
<b>A. Cash flow from Operating Activities</b>	
Net profit before tax and extraordinary items	<b>4,669,457</b>
<b>Adjustments</b>	
Add: Depreciation	2,638,283
Interest paid to CCAL	240,000
Less: Interest on Fixed Deposit	(526,163)
Dividend	(362,400)
<b>Operating profit before working Capital Changes</b>	<b>6,659,177</b>
Adjustments for changes in working capital -	
(Increase)/Decrease in Inventories	172,457
(Increase)/Decrease in Trade Receivables	(24,322)
(Increase)/Decrease in Other current asset	172,602
Increase/(Decrease) in Short term borrowings	(3,285,344)
Increase/(Decrease) in Other current liabilities	(1,758,580)
<b>Cash generated from operating activities</b>	<b>1,935,990</b>
Direct Taxes	(237,912)
<b>Net cash from Operating Activities (A)</b>	<b>1,698,078</b>
<b>B. Cash flow from investing Activities:</b>	
Purchase of Asset	(320,000)
Interest on Fixed Deposit	526,163
Decrease in security deposit	(155,200)
Rent Security Deposit Accepted	600,000
Dividend Received	362,400
<b>Net cash used in investing Activities (B)</b>	<b>1,013,363</b>

**C. Cash flow from Financing Activities:**

Interest paid to CCAL	(240,000)
Dividend Paid	(2,150,480)
<b>Net Cash from Financing Activities (C)</b>	<b>(2,390,480)</b>
<b>Net Increase/Decrease in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>320,961</b>
<b>Cash &amp; Cash Equivalents as at 01.04.2020 (Opening Balance)</b>	<b>14,190,709</b>
<b>Cash &amp; Cash Equivalents as at 31.03.2021 (Closing Balance)</b>	<b>14,511,670</b>

**DIRECTORS**

(sd/-)

1. Sri E P K Balakrishnan  
(DIN 01541508)

Deputy Chairman & Director

Thrissur / 15.11.2021

(sd/-)

2. Sri Jacob Anchery Varghese  
(DIN 01234657)

Managing Director

**As per our report of even date**

For ABRAHAM & JOSE  
Chartered Accountants  
FRN:000010 S  
JOSE POTTOKARAN  
(Partner (No:012056)

UDIN 21012056AAAAXM7807

**CASINO HOTELS LIMITED**  
**T B ROAD, KOKKALAI, THRISSUR 680021**  
**CIN U55101KL1980PLC003184**

**Notes forming part of accounts**

**Note A**

	As at 31st March 2021		As at 31st March 2020	
	Number	Rs	Number	Rs
<b>Share Capital</b>				
<b>Authorised</b>				
Equity shares of Rs.5000/- each	7200	36000000	7200	36000000
<b>Issued, Subscribed &amp; Paid Up</b>				
<b>Fully paid up</b>				
Equity shares of Rs.5000/- each	6246	31230000	6246	31230000
Disclosure pursuant to Note No.A in respect of Part I Schedule VI of the Companies Act				
Particulars				
Shares outstanding at the beginning of the year	6246	31230000	6246	31230000
Shares Issued during the year	Nil	Nil	Nil	Nil
Shares bought back during the year		Nil		Nil
Shares outstanding at the end of the year	6246	31230000	6246	31230000
		<u>31230000</u>		<u>31230000</u>

Company has only equity share capital and not a subsidiary company. The following shareholders are holding more than 5% of share capital.

Name of shareholder	No. of shares	Percentage of holding
Mr A V Jacob	354	5.67
Mr K C Thomas	351	5.62

Company has not issued shares for consideration other than cash, or issued any bonus shares or bought back any shares during the year or immediate preceding five years.

**Note B**

**Reserves & Surplus**

(a) General reserve

Opening balance	2443441	2243441
Add: Addition / (Deletion)	<u>100000</u>	<u>200000</u>
Closing balance	2543441	2443441

(b) Revaluation Reserve

Opening balance	3227690	3227690
Add: Addition / (Deletion)	<u>Nil</u>	<u>Nil</u>
Closing balance	3227690	3227690

(c) Security premium

Opening balance	660000	660000
Add: Addition / (Deletion)	<u>Nil</u>	<u>Nil</u>
Closing balance	660000	660000

(d) Surplus / Loss

Opening balance	6596252	2959423
Add: Net Profit for the year	4313395	6335229
Add: Transfer from Reserves	<u>Nil</u>	<u>Nil</u>
	10909647	9294652

Less: Proposed dividend	3747600	2498400
Less: Transfer to General Reserve	100000	200000
Closing balance	<u>7062047</u>	<u>6596252</u>
Total (a + b + c + d)	<u><u>13493178</u></u>	<u><u>12927383</u></u>

Company has no other reserve in the nature of capital redemption reserve, debenture redemption reserve and share option outstanding account.

#### Note C

##### Long-term borrowings

Loan from Casino Cultural Auditorium Ltd	<u>4000000</u>	<u>4000000</u>
	<u><u>4000000</u></u>	<u><u>4000000</u></u>

Company has availed loan from Casino Cultural Auditorium Ltd., a company in which directors are interested @ 6% p.a. on the security of second charge of the equitable mortgage of the property of the company.

#### Note D

Deferred tax Liability (Net)

##### Components of net deferred tax Liability

Deferred tax assets:	Nil	Nil
Deferred tax liability		
Depreciation on fixed asset	<u>3894503</u>	<u>3776353</u>
Net deferred tax liability	<u><u>3894503</u></u>	<u><u>3776353</u></u>

Net deferred liability as on 31.03.2021 computed in compliance with the Accounting Standard 22 on accounting for taxes on income amounted to Rs. 38,94,503/- which is separately disclosed in Balance Sheet. The increase of deferred tax liability as on 31.03.2021 when compared to 31.03.2020 comes to Rs.1,18,150/- is debited to tax expenses account during the year.

#### Note E

##### Other long term liabilities

Rent security deposit	<u>1318800</u>	<u>718800</u>
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#### Note F

##### Short term borrowings

Federal Bank: Easy Cash Loan	<u>815819</u>	<u>4101164</u>
	<u><u>815819</u></u>	<u><u>4101164</u></u>

#### Note G

##### Other Current Liabilities:

Expenses payable	1937222	3695802
Unpaid dividend	<u>2543420</u>	<u>2195500</u>
	<u><u>4480642</u></u>	<u><u>5891302</u></u>

#### Note H

##### Short-term provisions

Proposed dividend	3747600	2498400
Provision for income tax	Nil	Nil
	<u><u>3747600</u></u>	<u><u>2498400</u></u>

The Board has recommended dividend @ 12% and an amount of Rs 37,47,600/- has been provided for dividend.

**Note I**

<b>Property, Plant and Equipments</b>	<b>Attached separately</b>	<u>40053333</u>	<u>31649895</u>
Company has no intangible assets, intangible assets under development			

**Note J****Non-current Investments**

604 Equity shares of Rs.5000/- each of Casino Cultural Auditorium Ltd (Unquoted) market value Rs.30,20,000/-	<u>3020000</u>	<u>3020000</u>
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**Note K****Other non current asset:**

Security deposit	<u>1416098</u>	<u>1260898</u>
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**Note L****Trade Receivables**

Unsecured considered good due more than six months	0	0
Unsecured considered good others	<u>1923732</u>	<u>1899410</u>
	<u>1923732</u>	<u>1899410</u>

**Note M****Cash and cash equivalents**

Balance with banks	14473965	13723456
Cash on hand	<u>37705</u>	<u>467253</u>
	<u>14511670</u>	<u>14190709</u>

Balance with banks represent the balance maintaining with various banks in current account Rs. 35,45,913/- of which Rs.25,41,135/- is earmarked for unpaid dividend. All the total term deposit of Rs.1,09,28,052/- have a maturity period of more than 12 months. Except the deposit earmarked for the unpaid dividend account, no deposits are held as margin money or security or guarantee to any liability.

**Note N****Other current assets**

Prepaid expenses	147893	343562
Other receivables	<u>1308451</u>	<u>1285385</u>
	<u>1456344</u>	<u>1628947</u>

**Note O****Revenue from operations**

Sales	14316017	63072079
Room rent	4943968	19345275
Other income	<u>346755</u>	<u>1264333</u>
	<u>19606740</u>	<u>83681687</u>

Company is engaged in hospitality services and income from operation represent the income generated from conducting of restaurant, bar, bakery and other allied activities.

**Note P****Other income**

Shop room rent	1035205	1268030
Interest	770763	526163
Dividend	<u>362400</u>	<u>604000</u>
	<u>2168368</u>	<u>2398193</u>

**Note Q****Cost of materials consumed**

(a) Provision beverages &amp; smokes

Opening stock	282094	286904
Purchases	<u>3670683</u>	<u>21253019</u>
	3952777	21539923
Less: Closing stock	<u>109637</u>	<u>282094</u>
	<u>3843140</u>	<u>21257828</u>

(b) Wine &amp; Liquor

Opening stock	489728	925276
Purchases	<u>Nil</u>	<u>4649357</u>
	489728	5574633
Less: Closing stock	<u>489728</u>	<u>489728</u>
	<u>Nil</u>	<u>5084905</u>

(c) Other direct expenses:

Bar licence fee	Nil	2880000
Fuel & gas	452203	2078926
Electricity & water	2276612	6842770
Freight and forwarding charges	<u>4983</u>	<u>162195</u>
	<u>2733798</u>	<u>11963891</u>
Total (a + b + c)	<u>6576938</u>	<u>38306625</u>

**Note R****Employee benefit expenses**

Salary and bonus to staff	<u>4367559</u>	<u>22985815</u>
	<u>4367559</u>	<u>22985815</u>

**Note S****Other expenses**

Printing and stationery	86832	501122
Postage and telephone	195045	221820
Insurance	65608	53123
Travelling	139336	590498
Sales tax and turnover tax paid	Nil	1134327
Repairs & maintenance - Others	815398	5341519
Association Membership fee	50802	46302
Audit fee	50000	50000
Business promotion expenses	313038	1428390
Rates, tax and filing fee	564223	1935072
Legal and professional charges	278950	169100
Sitting fee	329000	671000
Internal audit fee	64000	144000
Advertisement	21320	21120
Donation	Nil	15500
News paper and periodicals	40173	202364
Website Charges	<u>13100</u>	<u>209996</u>
	<u>3026824</u>	<u>12735253</u>

**CASINO HOTELS LIMITED**  
**T B ROAD, KOKKALAI, THRISSUR 680021**  
**CIN U55101KL1980PLC003184**

**Note I : Property, Plant and Equipments**

Particulars	Gross Block						Depreciation Block						Net Block	
	Cost as on 01.04.20	Addition	Disposal	Cost as on 31.03.21	Upto 01.04.20	Upto 31.03.21	Additions	Disposal	Upto 31.03.21	As on 31.03.21	As on 31.03.20			
Land	4800526	0	0	4800526	Nil	Nil	Nil	Nil	Nil	4800526	4800526			
Building	45176816	0	0	45176816	26582712	1008387	1008387	0	27591099	17585716	18594103			
Air condition plant	7729113	0	0	7729113	7274628	26205	26205	0	7300833	428280	454485			
Refrigerator, cooling equipments	6577464	0	0	6577464	3913285	483317	483317	0	4396602	2180861	2664178			
Motor pumpset & water heater	1233992	0	0	1233992	765891	78493	78493	0	844384	389608	468101			
Equipments	1353160	0	0	1353160	1006901	60807	60807	0	1067708	285452	346259			
Computer	1569758	0	0	1569758	1303613	145385	145385	0	1448998	120760	266145			
Musical instruments & TV Sets	1507724	0	0	1507724	995409	90016	90016	0	1085425	422298	512314			
Kitchen equipments	3251382	0	0	3251382	2097418	202881	202881	0	2300299	951082	1153963			
Bakery machinery	509993	320000	0	829993	440436	15749	15749	0	456185	373808	69557			
Transformer	446668	0	0	446668	423490	464	464	0	423954	22714	23178			
Generator	3303911	0	0	3303911	2986606	49864	49864	0	3036470	267441	317305			
Name Board	438495	0	0	438495	309114	23860	23860	0	332974	105521	129381			
Motor cycle	117610	0	0	117610	99548	4744	4744	0	104292	13318	18062			
Bio Gas Plant	316430	0	0	316430	283833	6830	6830	0	290663	25767	32597			
Fire fighting Equipments	334888	0	0	334888	43662	52784	52784	0	96446	238442	291226			
EPABX system	476620	0	0	476620	428607	4625	4625	0	433232	43388	48013			
Lift installation	1290000	0	0	1290000	1071044	42175	42175	0	1113219	176781	218956			
Furniture & fittings	5903698	0	0	5903698	5282596	139928	139928	0	5422524	481175	621103			
Camera Fittings	142637	0	0	142637	11033	23825	23825	0	34858	107779	131604			
Plant & machinery	729276	0	0	729276	240439	88498	88498	0	328937	400339	488837			
<b>Total</b>	<b>87210161</b>	<b>320000</b>	<b>0</b>	<b>87530161</b>	<b>55560266</b>	<b>2548837</b>	<b>2548837</b>	<b>0</b>	<b>58109103</b>	<b>29421058</b>	<b>31649895</b>			
Previous year	84085253	3124908	0	87210161	52961667	2598599	2598599	0	55560266	31649895	31123586			
Intangible Assets														
Software	400000	0	0	400000	54468	89446	89446	0	143914	256086	345532			
Capital work-in-progress														
Building under construction	12021380	0	0	12021380	1645192	0	0	0	1645192	10376188.00	10376188			

**Note T****A. General Information**

The company is engaged in hospitality service and conducting hotel business with four star facilities. The company is conducting bar, restaurant, bakery and other allied services which is necessary for the conducting of hospitality service.

**B. Accounting policies**

Significant accounting policies adopted in the preparation and presentation of accounts are as under:

**1. Basis of Accounting:**

The accounts are prepared on accrual basis under the historical cost convention in accordance with the Accounting Standards issued by the Companies (Accounting Standards) Rules, 2006.

**2. Property, plant and equipments:**

Plant and equipments are stated at cost less accumulated depreciation. But properties are stated at cost.

**3. Depreciation:**

Depreciation of plant and equipments has been provided on written down value method at the rates computed based on useful lives specified in Part C and residual value specified in Part A of Schedule II of Companies Act, 2013.

**4. Inventories**

The closing stock is stated at lower of cost or net realizable value.

**5. Recognition of Income & Expenditure:**

Generally items of income and Expenditure account are recognized on accrual basis.

**6. Contingencies and Events occurred after Balance Sheet date:**

There are no contingencies and events of material nature occurred after balance sheet date which has an effect on the financial statement of the year.

**7. Prior period and Extra -ordinary items:**

There are no prior periods or extra-ordinary items of a material nature, which has to be reported during the year.

**8. Changes in Accounting Policies:**

There are no material changes in the accounting policies followed by the company during the year.

**9. Foreign Exchange transactions**

The company has no dealings in foreign exchange during the year.

**10. Investments**

The current investments of the company are carried in the Balance Sheet at cost or fair value determined on individual investment basis and it does not have any long term investments

**11. Retirement Benefits:**

The company has introduced Provident Fund scheme and Employees State Insurance Scheme to the employees. The company contributes to Gratuity Fund by taking Group Policy with Life Insurance Corporation of India for future payment of gratuity to retiring employees. The premium thereon has been so adjusted as to cover the liability under the Scheme in respect of all employees at the end of their future anticipated service with the company.

**12. Uses of estimates**

The preparation of financial statements requires management to make certain estimate and assumption that effect the amount reported in the financial statements and notes there too. Difference between actual and estimates are recognized in the period in which they materialize.

**13. Provision for Taxation & Deferred Tax**

Provision for taxation is made on the basis of the estimated tax liability with adjustment for deterred tax in terms of accounting standard 22 issued by the Institute of Chartered Accountants of India. Deferred tax assets or liabilities are based on temporary differences between the value of assets and liabilities recorded in the Financial Statements and those used for Income Tax purposes. Tax rates applicable to future periods are used to calculate year-end Deferred Tax Assets or Liabilities. Deferred Tax liability are recognized only to the extent that there is virtual certainty of realization. Other Deferred Tax liability are recognized and carried forward to the extent that there is reasonable certainty of realization.

**C) Additional disclosures as per Schedule III of the Companies Act**

i) The company is a Small and Medium Company (SMC) as defined in the general instruction in respect of the Accounting standards specified under Section 133 of Companies Act 2013, read with Rule 7 of Companies (Accounts) Rules, 2014. Accordingly, the company has complied with the Accounting Standards as applicable to a small and Medium Sized Company.

	31.03.2021	31.03.2020
ii) Contingent Liabilities not Provided for	Nil	Nil

iii) Particulars regarding investments:

(i) Name of the Body corporate in which investment is made:

Casino Cultural Auditorium Limited, T.B. Road, Thrissur.

(ii) Date of investment:

30.07.1992	50 shares
22.09.1993	100 shares
29.11.1993	200 shares
16.12.1993	250 shares
19.04.2000	4 shares

(iii) Whether the Body Corporate in the same group: Yes. A sister concern under the same Management.

iv) The company has taken unsecured loan amounting to Rs.40 lacs from Casino Cultural Auditorium as associate concern. The terms and conditions including rate of interest are not prejudicial to the interest of the company.

v) Trade receivable Rs.19,23,732/- include an amount of Rs.9,81,314/- reported as fraud which has been committed by a part time employee of the company. The company has reported to the police and initiated criminal proceeding against the employee to recover the dues. As such the criminal proceedings are pending before the Judicial 1<sup>st</sup> Class Magistrate Court No.2.

No provision have been made for Rs.9,81,314/- being the matter is pending before the Court of law.

vi) Additional information

a. Licenced capacity	N.A	N.A
b. Installed capacity	N.A.	N.A.
c. Actual production	N.A.	N.A.
d. Details of goods produced and sold:		

Since the company belongs to hotel industry goods purchased, produced and sold are in different varieties and units of measurements. It is practically difficult to maintain day-to-day stock register for all items dealt with the company. The Ministry of Finance, Department of Company affairs, vide their letter No.46/60/2006/CL-III dated 27.03.2006 has granted exemption to the company to furnish quantitative details as per Part-II of Schedule VI of Para 3(i)(a) and 3(ii)(d) expired on 31.03.2009 and fresh application has been submitted to grant exemption and order is awaiting. On the basis of the terms of exemption issued earlier the following particulars are given regarding the value of goods dealt with the company.

Particulars	As on 31.03.2021		As on 31.03.2020	
	Wine & Liquor Rs.	Provision, Beverages, Smokes Rs.	Wine & Liquor Rs.	Provision, Beverages, Smokes Rs.
Opening stock	4,89,728	2,82,094	9,25,276	2,86,904
Purchases	Nil	36,70,683	46,49,357	2,12,53,019
Closing stock	4,89,728	1,09,637	4,89,728	2,82,094
Consumption	Nil	38,43,140	50,84,905	2,12,57,828
Sales	Nil	1,43,16,017	1,12,30,954	5,18,41,125

e. Details regarding imported & indigenous materials consumed and its percentage:

Only indigenous materials of different varieties and units consumed.

f. Value of imports during the year:	Nil	Nil
g. Earnings in foreign currency	Nil	Nil
h. Expenditure in foreign currency	Nil	Nil

vi) Notes A to N form part of the Balance Sheet as on 31<sup>st</sup> March, 2021 and Notes O to T form part of the statement of Profit and Loss account for the period ended on that date.

vii) Previous year figures are re-arranged or re-grouped wherever found necessary.

viii) Figures are rounded to nearest rupee.

(sd/-)

1. Sri E P K Balakrishnan  
(DIN 01541508)  
Deputy Chairman & Director

**DIRECTORS**

(sd/-)

2. Sri Jacob Anchery Varghese  
(DIN 01234657)

Managing Director

As per our report of even date

Thrissur /15.11.2021

For ABRAHAM & JOSE  
Chartered Accountants  
FRN:000010 S  
JOSE POTTOKARAN  
(Partner (No:012056))

UDIN 21012056AAAAXM7807

## INDEPENDENT AUDITOR'S REPORT

**To the Members of Casino Hotels Ltd**  
**T b Road, Kokkalai**  
**Thrissur 680021**  
**Report on the Audit of the Consolidated Financial Statements**

### Opinion

We have audited the accompanying consolidated financial statements of **Casino Hotels Ltd** (hereinafter referred to as the 'the Company') T B Road, Thrissur 680021, CIN U55101KL1980PLC003184 and its associates which comprise the consolidated Balance Sheet as at March 31, 2021, and the consolidated statement of Profit and Loss and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the 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 Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the company and its associate, as at March 31, 2021, of consolidated profit and its consolidated cash flows for the year then ended.

### 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 and its associate, in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 (the Act) that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the company and its associate in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the company and its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and its associate and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating

effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the company and its associate are responsible for assessing the ability of the company and its associate to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the company and its associates are responsible for overseeing the financial reporting process of the company and of its associates.

#### **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 ability of the company and its associates 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the company and its associate to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.

We communicate with those charged with governance of the 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.

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

As required by Section 143(3) of the Act, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors of the Company as on 31st March, 2021 taken on record by the Board of Directors of the Company and its associate companies incorporated in India, none of the directors of the company and its associate companies incorporated in India is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of internal financial controls over financial reporting of the company and its associate and the operating effectiveness of such controls, refer to our separate report in Annexure A.
- (g) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197(16) of the Act.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the company and its associate
- ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its associate companies incorporated in India.

Thrissur  
15.11.2021

For ABRAHAM & JOSE  
Chartered Accountants  
FRN:000010 S  
JOSE POTTOKARAN  
(Partner (No:012056))

**UDIN 21012056AAAAAXO4562**

## **ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF CASINO HOTELS LIMITED**

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2021, we have audited the internal financial controls over financial reporting of Casino Hotels Limited ("the Company"), T B Road, Thrissur 680021 as of that date.

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

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

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 consolidated 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 consolidated 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 consolidated 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 consolidated financial statements.

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

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

### **Opinion**

In our opinion, the Company and its associate company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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.

### **Other Matters**

Our aforesaid reports under Section 1-43(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to one associate company, which are companies incorporated in India, is based on the corresponding reports of the auditors of such company incorporated in India.

Thrissur  
15.11.2021

For ABRAHAM & JOSE  
Chartered Accountants  
FRN:000010 S  
JOSE POTTOKARAN  
(Partner (No:012056))

**UDIN 21012056AAAAAXO4562**

T B ROAD, KOKKALAI, THRISSUR 680021  
CIN U55101KL1980PLC003184  
CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2021

Particulars	Note No	Figures as at the end of current reporting period as at 31.03.2021	Figures as at the end of previous reporting period as at 31.03.2020
<b>I. EQUITY AND LIABILITIES</b>		Rs	Rs
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	A	31230000	31230000
(b) Reserves and surplus	B	16272190	16110534
(c) Money received against share warrants		Nil	Nil
<b>(2) Share application money pending allotment</b>		Nil	Nil
<b>(3) Non-Current Liabilities</b>			
(a) Long-term borrowings	C	4000000	4000000
(b) Deferred tax liabilities (Net)	D	3894503	3776353
(c) Other Long term liabilities	E	1318800	718800
(d) Long term provisions		Nil	Nil
<b>(4) Current Liabilities</b>			
(a) Short-term borrowings	F	815819	4101164
(b) Trade payables		Nil	Nil
(c) Other current liabilities	G	4480642	5891302
(d) Short-term provisions	H	3747600	2498400
Total		65759555	68326553
<b>II. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Property, Plant and Equipments			
(i) Tangible assets	I	29421058	31649895
(ii) Intangible assets		256086	345532
(iii) Capital work-in-progress		10376188	10376188
(iv) Intangible assets under development		Nil	Nil
(b) Non-current investments	J	5799012	6203151
(c) Deferred tax assets (net)		Nil	Nil
(d) Long term loans and advances		Nil	Nil
(e) Other non-current assets	K	1416098	1260898

<b>(2) Current Assets</b>			
(a) Current investments		Nil	Nil
(b) Inventories		599365	771823
(c) Trade receivables	L	1923732	1899410
(d) Cash and cash equivalents	M	14511670	14190709
(e) Short-term loans and advances		Nil	Nil
(f) Other current assets	N	1456344	1628947
Total		65759555	68326553
Statement on Significant Accounting Policies and Notes to the			
Financial Statements are an integral part of this Balance Sheet.	T		

#### DIRECTORS

1. Sri E P K Balakrishnan  
(DIN 01541508)

2. Sri Jacob Anchery Varghese  
(DIN 01234657)

Thrissur / 15.11.2021

**As per our report of even date**

For ABRAHAM & JOSE  
Chartered Accountants  
FRN:000010 S

Sd/-  
JOSE POTTOKARAN  
(Partner (No:012056)  
**UDIN 21012056AAAAXO4562**

**CASINO HOTELS LIMITED**  
**T B ROAD, KOKKALAI, THRISSUR 680021**  
**CIN U55101KL1980PLC003184**

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

Particulars	Note No	Figures as at the end of current reporting period as at 31.03.2021	Figures as at the end of previous reporting period as at 31.03.2020
		Rs	Rs
I. Revenue from operations	O	19606740	83681687
II. Other income	P	2168368	2398193
III. Total revenue (I + II)		21775108	86079880
IV. Expenses:			
Cost of materials consumed	Q	6576938	38306625
Purchase of Stock-in-Trade		Nil	Nil
Changes in inventories of finished goods, work-in-progress and stock-in-trade		Nil	Nil
Employee benefit expenses	R	4367559	22985815
Finance costs		496049	861122
Depreciation and amortization expenses	I	2638283	2653067
Other expenses	S	3026824	12735253
Total expenses		17105652	77541882
V. Profit before exceptional and extraordinary items and tax (III - IV)		4669457	8537998
VI. Exceptional items		Nil	Nil
VII. Profit before extraordinary items and tax (V - VI)		4669457	8537998
VIII Extraordinary items		Nil	Nil
IX. Profit before tax (VII - VIII)		4669457	8537998

X. Tax expenses:			
(1) Current tax		237912	2095696
(2) Deferred tax		118150	107073
XI. Profit /(Loss) for the period from continuing operations		4313395	6335229
XII. Profit /(Loss) from discontinuing operations		Nil	Nil
XIII Tax expense of discontinuing operations		Nil	Nil
XIV Profit/(Loss) from discontinuing operations after tax (XII - XIII)		Nil	Nil
XV. Profit after tax before share of profit of associates (XI - XIV)		4313395	6335229
XVI.Share of profit/(Loss) of Associates		(404138)	761714
XVII.Profit/(Loss) for the year		3909256	7096943
XVIII Earning per equity share: of paid up value Rs.5000/-			
(1) Basic		625.88	1136.24
(2) Diluted		625.88	1136.24
Statement on Significant Accounting Policies and Notes to the Financial Statements are an integral part of this Profit and Loss	T		

### DIRECTORS

1. Sri E P K Balakrishnan  
(DIN 01541508)  
Thrissur / 15.11.2021

2. Sri Jacob Anchery Varghese  
(DIN 01234657)

**As per our report of even date**

For ABRAHAM & JOSE  
Chartered Accountants  
FRN:000010 S

Sd/-  
JOSE POTTOKARAN  
(Partner (No:012056))  
**UDIN 21012056AAAAAXO4562**

**CASINO HOTELS LIMITED**  
**T B ROAD, KOKKALAI, THRISSUR 680021**  
**CIN U55101KL1980PLC003184**

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2021**

Particulars	For the year ended 31.03.2021
<b>A. Cash flow from Operating Activities</b>	
Net profit before tax and extraordinary items and share of profit of associate	<b>4,669,457</b>
<b>Adjustments</b>	
Add: Depreciation	2,638,283
Interest paid to CCAL	240,000
Less: Interest on Fixed Deposit	(526,163)
Dividend	(362,400)
<b>Operating profit before working Capital Changes</b>	<b>6,659,177</b>
Adjustments for changes in working capital -	
(Increase)/Decrease in Inventories	172,457
(Increase)/Decrease in Trade Receivables	(24,322)
(Increase)/Decrease in Other current asset	172,602
Increase/(Decrease) in Short term borrowings	(3,285,344)
Increase/(Decrease) in Other current liabilities	(1,758,580)
<b>Cash generated from operating activities</b>	<b>1,935,990</b>
Direct Taxes	(237,912)
<b>Net cash from Operating Activities (A)</b>	<b>1,698,078</b>
<b>B. Cash flow from investing Activities:</b>	
Purchase of Asset	(320,000)
Interest on Fixed Deposit	526,163
Decrease in security deposit	(155,200)
Rent Security Deposit Accepted	600,000
Dividend Received	362,400
<b>Net cash used in investing Activities (B)</b>	<b>1,013,363</b>

**C. Cash flow from Financing Activities:**

Interest paid to Associate	(240,000)
Dividend Paid	(2,150,480)
<b>Net Cash from Financing Activities (C)</b>	<b>(2,390,480)</b>
<b>Net Increase/Decrease in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>320,961</b>
<b>Cash &amp; Cash Equivalents as at 01.04.2020 (Opening Balance)</b>	<b>14,190,709</b>
<b>Cash &amp; Cash Equivalents as at 31.03.2021 (Closing Balance)</b>	<b>14,511,670</b>

**DIRECTORS**

1. Sri E P K Balakrishnan  
(DIN 01541508)

2. Sri Jacob Anchery Varghese  
(DIN 01234657)

Thrissur / 15.11.2021

**As per our report of even date**

For ABRAHAM & JOSE  
Chartered Accountants  
FRN:000010 S

Sd/-  
JOSE POTTOKARAN  
(Partner (No:012056))  
**UDIN 21012056AAAAXO4562**

**CASINO HOTELS LIMITED**  
**T B ROAD, KOKKALAI, THRISSUR 680021**  
**CIN U55101KL1980PLC003184**

**Consolidated Notes forming part of accounts**

	As at 31st March 2021		As at 31st March 2020	
	Number	Rs	Number	Rs
<b>Share Capital</b>				
<b>Authorised</b>				
Equity shares of Rs.5000/- each	7200	36000000	7200	36000000
<b>Issued, Subscribed &amp; Paid Up</b>				
<b>Fully paid up</b>				
Equity shares of Rs.5000/- each	6246	31230000	6246	31230000
Disclosure pursuant to Note No.A in respect of Part I Schedule VI of the Companies Act				
Particulars				
Shares outstanding at the beginning of the year	6246	31230000	6246	31230000
Shares Issued during the year	Nil	Nil	Nil	Nil
Shares bought back during the year		Nil		Nil
Shares outstanding at the end of the year	6246	31230000	6246	31230000
		31230000		31230000

Company has only equity share capital and not a subsidiary company. The following shareholders are holding more than 5% of share capital.

Name of shareholder	No. of shares	Percentage of holding
Mr A V Jacob	354	5.67
Mr K C Thomas	351	5.62

Company has not issued shares for consideration other than cash, or issued any bonus shares or bought back any shares during the year or immediate preceding five years.

**Note B**

**Reserves & Surplus**

(a) General reserve

Opening balance	2443441	2243441
Add: Addition / (Deletion)	100000	200000
Closing balance	2543441	2443441

(b) Revaluation Reserve

Opening balance	3227690	3227690
Add: Addition / (Deletion)	Nil	Nil
Closing balance	3227690	3227690

(c) Security premium

Opening balance	660000	660000
Add: Addition / (Deletion)	Nil	Nil
Closing balance	660000	660000

(d) Surplus / Loss

Opening balance	9779403	5743260
Add: Net Profit for the year	4313395	6335229
Add: Share of profit from associate	(404138)	761714
Add: Transfer from Reserves	Nil	Nil
	13688659	12840203

Less: Proposed dividend	3747600	2498400
Less: Proposed dividend from associate	0	362400
Less: Transfer to General Reserve	100000	200000
Closing balance	9841059	9779403
Total (a + b + c + d)	<u>16272190</u>	<u>16110534</u>

Company has no other reserve in the nature of capital redemption reserve, debenture redemption reserve and share option outstanding account.

The Opening balance of Surplus/Loss contains accumulated share of profit/loss and dividend paid of associate concern.

#### Note C

##### Long-term borrowings

Loan from associate	4000000	4000000
	<u>4000000</u>	<u>4000000</u>

Company has availed loan from Casino Cultural Auditorium Ltd., an associate company in which directors are interested @ 6% p.a. on the security of second charge of the equitable mortgage of the property of the company.

#### Note D

Deferred tax Liability (Net)

##### Components of net deferred tax Liability

Deferred tax assets:	Nil	Nil
Deferred tax liability		
Depreciation on fixed asset	3894503	3776353
Net deferred tax liability	<u>3894503</u>	<u>3776353</u>

Net deferred liability as on 31.03.2021 computed in compliance with the Accounting Standard 22 on accounting for taxes on income amounted to Rs. 38,94,503/- which is separately disclosed in Balance Sheet. The increase of deferred tax liability as on 31.03.2021 when compared to 31.03.2020 comes to Rs.1,18,150/- is debited to tax expenses account during the year.

#### Note E

##### Other long term liabilities

Rent security deposit	1318800	718800
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#### Note F

##### Short term borrowings

Federal Bank: Easy Cash Loan	815819	4101164
	<u>815819</u>	<u>4101164</u>

#### Note G

##### Other Current Liabilities:

Expenses payable	1937222	3695802
Unpaid dividend	2543420	2195500
	<u>4480642</u>	<u>5891302</u>

#### Note H

##### Short-term provisions

Proposed dividend	3747600	2498400
Provision for income tax	0	Nil
	<u>3747600</u>	<u>2498400</u>

The Board has recommended dividend 12% and an amount of Rs 37,47,600/- has been provided for dividend.

**Note I**

<b>Property, Plant and Equipments</b>	<b>Attached separately</b>	<u>40053333</u>	<u>31649895</u>
Company has no intangible assets, intangible assets under development			

**Note J****Non-current Investments**

(At cost unless otherwise stated)

**Long Term, Trade Investments**

Investment in Equity instruments(Unquoted)			
Investment in Associate	3,094,223		3,094,223
Less:Capital reserve	74,223		74,223
<b>Cost of investment</b>	<b>3,020,000</b>		<b>3,020,000</b>
Add:Profit share from associate (Prior years)	10,370,751		9,609,037
Add:Profit share from associate(Current year)	(404,138)		761,714
Less:Share of Dividend from associate (Prior years)	7,187,600		6,825,200
Less:Share of Dividend from associate (Current year)	-		362,400
604 Equity shares of Rs.5000/- each of Casino Cultural	<u>5799012</u>		<u>6203151</u>

Auditorium Ltd (Unquoted) market value Rs.30,20,000/-

**Note K****Other non current asset:**

Security deposit	<u>1416098</u>	<u>1260898</u>
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**Note L****Trade Receivables**

Unsecured considered good due more than six months	0	0
Unsecured considered good others	<u>1923732</u>	<u>1899410</u>
	<u>1923732</u>	<u>1899410</u>

**Note M****Cash and cash equivalents**

Balance with banks	14473965	13723456
Cash on hand	<u>37705</u>	<u>467253</u>
	<u>14511670</u>	<u>14190709</u>

Balance with banks represent the balance maintaining with various banks in current account Rs. 35,45,913/- of which Rs.25,41,135/- is earmarked for unpaid dividend. All the total term deposit of Rs.1,09,28,052/- have a maturity period of more than 12 months. Except the deposit earmarked for the unpaid dividend account, no deposits are held as margin money or security or guarantee to any liability.

**Note N****Other current assets**

Prepaid expenses	147893	343562
Other receivables	<u>1308451</u>	<u>1285385</u>
	<u>1456344</u>	<u>1628947</u>

**Note O****Revenue from operations**

Sales	14316017	63072079
Room rent	4943968	19345275
Other income	346755	1264333
	<u>19606740</u>	<u>83681687</u>

Company is engaged in hospitality services and income from operation represent the income generated from conducting of restaurant, bar, bakery and other allied activities.

**Note P****Other income**

Shop room rent	1035205	1268030
Interest	770763	526163
Dividend	362400	604000
	<u>2168368</u>	<u>2398193</u>

**Note Q****Cost of materials consumed****(a) Provision beverages & smokes**

Opening stock	282094	286904
Purchases	3670683	21253019
	<u>3952777</u>	<u>21539923</u>
Less: Closing stock	109637	282094
	<u>3843140</u>	<u>21257828</u>

**(b) Wine & Liquor**

Opening stock	489728	925276
Purchases	Nil	4649357
	<u>489728</u>	<u>5574633</u>
Less: Closing stock	489728	489728
	<u>Nil</u>	<u>5084905</u>

**(c) Other direct expenses:**

Bar licence fee	Nil	2880000
Fuel & gas	452203	2078926
Electricity & water	2276612	6842770
Freight and forwarding charges	4983	162195
	<u>2733798</u>	<u>11963891</u>
Total (a + b + c)	<u>6576938</u>	<u>38306625</u>

**Note R****Employee benefit expenses**

Salary and bonus to staff	4367559	22985815
	<u>4367559</u>	<u>22985815</u>

**Note S****Other expenses**

Printing and stationery	86832	501122
Postage and telephone	195045	221820
Insurance	65608	53123
Travelling	139336	590498
Sales tax and turnover tax paid	Nil	1134327
Repairs & maintenance - Others	815398	5341519
Association Membership fee	50802	46302
Audit fee	50000	50000
Business promotion expenses	313038	1428390
Rates, tax and filing fee	564223	1935072
Legal and professional charges	278950	169100
Sitting fee	329000	671000
Internal audit fee	64000	144000
Advertisement	21320	21120
Donation	Nil	15500
News paper and periodicals	40173	202364
Website Charges	13100	209996
	3026824	12735253
	3026824	12735253

**Details of investment in associates are as follows:**

Name of the company	Original cost of the Investment	Capital reserve	Accumulated profit /loss as on 31.03.2021	Carrying amount of the investment
Casino Cultural Auditorium Limited	3,020,000	74,223	2,779,012	5,799,012
<b>Total</b>	<b>3,020,000</b>	<b>74,223</b>	<b>2,779,012</b>	<b>5,799,012</b>

**CASINO HOTELS LIMITED**  
**T B ROAD, KOKKALAI, THRISSUR 680021**  
**CIN U55101KL1980PLC003184**

**Note I : Property, Plant and Equipments**

Particulars	Gross Block						Depreciation Block				Net Block	
	Cost as on 01.04.20	Addition	Disposal	Cost as on 31.03.21	Upto 01.04.20	Upto 31.03.21	Additions	Disposal	Upto 31.03.21	As on 31.03.21	As on 31.03.20	
	Land	4800526	0	0	4800526	Nil	Nil	Nil	Nil	4800526	4800526	
Building	45176816	0	0	45176816	26582712	27591099	1008387	0	17585716	18594103		
Air conditioner plant	7729113	0	0	7729113	7274628	7300833	26205	0	428280	454485		
Refrigerator, cooling equipments	6577464	0	0	6577464	3913285	4396602	483317	0	2180861	2664178		
Motor pumpset & water heater	1233992	0	0	1233992	765891	844384	78493	0	389608	468101		
Equipments	1353160	0	0	1353160	1006901	1067708	60807	0	285452	346259		
Computer	1569758	0	0	1569758	1303613	1448998	145385	0	120760	266145		
Musical instruments & TV Sets	1507724	0	0	1507724	995409	1085425	90016	0	422298	512314		
Kitchen equipments	3251382	0	0	3251382	2097418	2300299	202881	0	951082	1153963		
Bakery machinery	509993	320000	0	829993	440436	456185	15749	0	373808	69557		
Transformer	446668	0	0	446668	423490	423954	464	0	22714	23178		
Generator	3303911	0	0	3303911	2986606	3036470	49864	0	267441	317305		
Name Board	438495	0	0	438495	309114	332974	23860	0	105521	129381		
Motor cycle	117610	0	0	117610	99548	104292	4744	0	13318	18062		
Bio Gas Plant	316430	0	0	316430	283833	290663	6830	0	25767	32597		
Fire fighting Equipments	334888	0	0	334888	43662	96446	52784	0	238442	291226		
EPABX system	476620	0	0	476620	428607	433232	4625	0	43388	48013		
Lift installation	1290000	0	0	1290000	1071044	1113219	42175	0	176781	218956		
Furniture & fittings	5903698	0	0	5903698	5282596	5422524	139928	0	481175	621103		
Camera Fittings	142637	0	0	142637	11033	34858	23825	0	107779	131604		
Plant & machinery	729276	0	0	729276	240439	328937	88498	0	400339	488837		
<b>Total</b>	<b>87210161</b>	<b>320000</b>	<b>0</b>	<b>87530161</b>	<b>55560266</b>	<b>58109103</b>	<b>2548837</b>	<b>0</b>	<b>29421058</b>	<b>31649895</b>		
Previous year	84085253	3124908	0	87210161	52961667	55560266	2598599	0	31649895	31123586		
Intangible Assets												
Software	400000	0	0	400000	54468	143914	89446	0	256086	345532		
Capital work-in-progress												
Building under construction	12021380	0	0	12021380	1645192	1645192	0	0	10376188.00	10376188		

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note I : FIXED ASSETS								
Particulars	Gross Block			Depreciation Block			Net Block	
	Cost as on 01.04.20	Addition/ (Disposal)	Cost as on 31.03.21	Upto 01.04.20	For the year	Upto 31.03.21	As on 31.03.21	As on 31.03.20
Land	4800526	-	4800526	Nil	Nil	Nil	4800526	4800526
Building	45176816	-	45176816	26582712	1008387	27591099	17585716	18594103
Air condition plant	7729113	-	7729113	7274628	26205	7300833	428280	454485
Refrigerator, cooling equipments	6577464	-	6577464	3913285	483317	4396602	2180861	2664178
Motor pumpset & water heater	1233992	-	1233992	765891	78493	844384	389608	468101
Equipments	1353160	-	1353160	1006901	60807	1067708	285452	346259
Computer	1569758	-	1569758	1303613	145385	1448998	120760	266145
Musical instruments & TV Set	1507724	-	1507724	995409	90016	1085425	422298	512314
Kitchen equipments	3251382	-	3251382	2097418	202881	2300299	951082	1153963
Bakery machinery	509993	320000	829993	440436	15749	456185	373808	69557
Transformer	446668	-	446668	423490	464	423954	22714	23178
Generator	3303911	-	3303911	2986606	49864	3036470	267441	317305
Name Board	438495	-	438495	309114	23860	332974	105521	129381
Motor cycle	117610	-	117610	99548	4744	104292	13318	18062
Bio Gas Plant	316430	-	316430	283833	6830	290663	25767	32597
Fire fighting Equipments	334888	-	334888	43662	52784	96446	238442	291226
EPABX system	476620	-	476620	428607	4625	433232	43388	48013
Lift installation	1290000	-	1290000	1071044	42175	1113219	176781	218956
Furniture & fittings	5903698	-	5903698	5282596	139928	5422524	481175	621103
Camera Fittings	142637	-	142637	11033	23825	34858	107779	131604
Plant & machinery	729276	-	729276	240439	88498	328937	400339	488837
<b>Total</b>	<b>87210161</b>	<b>3,20,000</b>	<b>87530161</b>	<b>55560266</b>	<b>2548837</b>	<b>58109103</b>	<b>29421058</b>	<b>31649895</b>
Previous year	84085253	3124908	87210161	52961667	2598599	55560266	31649895	31123586

**Note II : INTANGIBLE ASSETS**

Particulars	Gross Block			Depreciation Block			Net Block	
	Cost as on 01.04.20	Addition/ (Disposal)	Cost as on 31.03.21	Upto 01.04.20	For the year	Upto 31.03.21	As on 31.03.21	As on 31.03.20
Software	400000	-	400000	54468	89446	143914	256086	345532
Total	400000		400000	54468	89446	143914	256086	345532

**Note III : CAPITAL WORK-IN-PROGRESS**

Particulars	Gross Block			Depreciation Block			Net Block	
	Cost as on 01.04.20	Addition/ (Disposal)	Cost as on 31.03.21	Upto 01.04.20	For the year	Upto 31.03.21	As on 31.03.21	As on 31.03.20
Building under construction	12021380	Nil	12021380	1645192	Nil	1645192	10376188	10376188
Total	12021380	Nil	12021380	1645192	Nil	1645192	10376188	10376188

**Note T****A. General Information**

The company is engaged in hospitality service and conducting hotel business with four star facilities. The company is conducting bar, restaurant, bakery and other allied services which is necessary for the conducting of hospitality service. The associate is into business of auditorium, shopping complex etc.

**B. Principles of Consolidation**

The consolidated financial statements relate to Casino Hotels Ltd, the Company and its associate company Casino Cultural Auditorium Ltd. The consolidation of accounts of the Company with its associates has been prepared in accordance with Accounting Standard (AS) 21 'Consolidated Financial Statements'.

In the consolidated financial statements, 'Goodwill' represents the excess of the cost to the Company of its investment in the associates over its share of equity, at the respective dates on which the investments are made. Alternatively, where the share of equity as on the date of investment is in excess of cost of investment, it is recognised as 'Capital Reserve' in the consolidated financial statements.

The share of loss of associate companies is accounted under the 'Equity method' as per Accounting Standard (AS) 23- Accounting for Investments in Associates in Consolidated Financial Statements in which the share of loss of the associate company has been adjusted to the cost of investment. An associate is an enterprise in which the investor has significant influence and which is neither a subsidiary nor a joint venture. Goodwill or capital reserve relating to the associate is included in the carrying amount of the investment and is not tested for impairment individually. Unrealised gains and losses resulting from transactions between the Company and the associate are eliminated to the extent of the interest in the associate.

As far as possible, the consolidated financial statements have been prepared using uniform accounting policies for like transactions and events in similar circumstances and are presented to the extent possible, in the same manner as the Company's separate financial statements. The associate Company considered in the financial statements are as follows

Name of the Company	Country of Incorporation	Relationship	Ownership Interest as on 31.03.2021
Casino Cultural Auditorium Limited	India	Associate	20.59%

The financial statements of the associates used in the consolidation are drawn upto the same reporting date as of the Company i.e. March 31, 2021.

### C. Accounting policies

Significant accounting policies adopted in the preparation and presentation of accounts are as under:

#### 1. Basis of Accounting:

The accounts are prepared on accrual basis under the historical cost convention in accordance with the Accounting Standards issued by the Companies (Accounting Standards) Rules, 2006.

#### 2. Property, plant and equipments:

Plant and equipments are stated at cost less accumulated depreciation. But properties are stated at cost.

#### 3. Depreciation:

Depreciation of Fixed Assets has been provided on written down value method at the rates computed based on useful lives specified in Part C and residual value specified in Part A of Schedule II of Companies Act, 2013.

#### 4. Inventories

The company does not have any stock or stores.

#### 5. Recognition of Income & Expenditure:

Generally items of income and Expenditure account are recognized on accrual basis.

#### 6. Contingencies and Events occurred after Balance Sheet date:

There are no contingencies and events of material nature occurred after balance sheet date which has an effect on the financial statement of the year.

**7. Prior period and Extra -ordinary items:**

There are no prior period or extra-ordinary items of a material nature which has to be reported during the year.

**8. Changes in Accounting Policies:**

There are no material changes in the accounting policies followed by the company during the year.

**9. Foreign Exchange transactions**

The company has no dealings in foreign exchange during the year.

**10. Investments**

The non current investments of the company are carried in the Balance Sheet per equity method.

**11. Retirement Benefits:**

The company has introduced Provident Fund scheme and Employees State Insurance Scheme to the employees. The company contributes to Gratuity Fund by taking Group Policy with Life Insurance Corporation of India for future payment of gratuity to retiring employees. The premium thereon has been so adjusted as to cover the liability under the Scheme in respect of all employees at the end of their future anticipated service with the company.

**12. Uses of estimates**

The preparation of consolidated financial statements requires management to make certain estimate and assumption that effect the amount reported in the consolidated financial statements and notes there to difference between actual and estimates are recognized in the period in which they materialize.

**13. Provision for Taxation & Deferred Tax**

Provision for taxation is made on the basis of the estimated tax liability with adjustment for deterred tax in terms of accounting standard 22 issued by the Institute of Chartered Accountants of India. Deferred tax assets or liabilities are based on temporary differences between the value of assets and liabilities recorded in the Financial Statements and those used for Income Tax purposes. Tax rates applicable to future periods are used to calculate year-end Deferred Tax Assets or Liabilities. Deferred Tax liability are recognized only to the extent that there is virtual certainty of realization. Other Deferred Tax liability are recognized and carried forward to the extent that there is reasonable certainty of realization.

**D. Additional disclosures to the statement of Profit & Loss account and Balance Sheet**

- i) The company is a Small and Medium Company (SMC) as defined in the general instruction in respect of the Accounting standards specified under Section 133 of Companies Act 2013, read

with Rule 7 of Companies (Accounts) Rules, 2014. Accordingly, the company has complied with the Accounting Standards as applicable to a small and Medium Sized Company.

	31.03.2021	31.03.2020
ii) Contingent Liabilities not Provided for	Nil	Nil

iii) Particulars regarding investments:

(i) Name of the Body corporate in which investment is made:  
Casino Cultural Auditorium Limited, T.B. Road, Thrissur.

(ii) Date of investment:

30.07.1992	50 shares
22.09.1993	100 shares
29.11.1993	200 shares
16.12.1993	250 shares
19.04.2000	4 shares

(iii) Whether the Body Corporate in the same group: Yes. A sister concern under the same Management.

iv) The company has taken unsecured loan amounting to Rs.40 lacs from Casino Cultural Auditorium as associate concern. The terms and conditions including rate of interest are not prejudicial to the interest of the company.

v) Trade receivable Rs.19,23,732/- include an amount of Rs.9,81,314/- reported as fraud which has been committed by a part time employee of the company. The company has reported to the police and initiated criminal proceeding against the employee to recover the dues. As such the criminal proceedings are pending before the Judicial 1<sup>st</sup> Class Magistrate Court No.2. No provision have been made for Rs.9,81,314/- being the matter is pending before the Court of law.

vi) Additional information

a. Licenced capacity	N.A	N.A
b. Installed capacity	N.A.	N.A.
c. Actual production	N.A.	N.A.

d. Details of goods produced and sold:

Since the company belongs to hotel industry goods purchased, produced and sold are in different varieties and units of measurements. It is practically difficult to maintain day-to-day stock register for all items dealt with the company. The Ministry of Finance, Department of Company affairs, vide their letter No.46/60/2006/CL-III dated 27.03.2006 has granted exemption to the company to furnish quantitative details as per Part-II of Schedule VI of Para 3(i)(a) and 3(ii)(d) expired on 31.03.2009 and fresh application has been submitted to grant exemption and order is awaiting. On the basis of the terms of exemption issued earlier the following particulars are given regarding the value of goods dealt with the company.

Particulars	As on 31.03.2021		As on 31.03.2020	
	Wine & Liquor Rs.	Provision, Beverages, Smokes Rs.	Wine & Liquor Rs.	Provision, Beverages, Smokes Rs.
Opening stock	4,89,728	2,82,094	9,25,276	2,86,904
Purchases	Nil	36,70,683	46,49,357	2,12,53,019
Closing stock	4,89,728	1,09,637	4,89,728	2,82,094
Consumption	Nil	38,43,140	50,84,905	2,12,57,828
Sales	Nil	1,43,16,017	1,12,30,954	5,18,41,125

i. Expenditure in foreign currency	Nil	Nil
ii. Earnings in foreign currency	Nil	Nil
iii. Dividend to non-residential shareholders	Nil	Nil
iv. Value of imports	Nil	Nil

vii) Information on related party transactions as required by Accounting Standard (AS) – 18 for the year ended 31st March, 2021.

Party Disclosures' For The Year Ended 31st March, 2021

a) Key Managerial Personnel

<u>Name</u>	<u>Designation</u>
Dr. Jose Paul Chandy	Chairman
Sri E.P.K.Balakrishnan	Dy. Chairman
Sri. Jacob Anchery Varghese	Managing Director
Sri A K Varghese	Director
Sri. M.S. Mathew	Director
Sri. K.C. Thomas	Director
Mrs R N Rema	Director
Sri Kodakkat Kesavan	Director
Sri Fijo Jose	Director
Sri P J France	Director
Sri Kodakkat Kesavan Madhu	Additional Director
Sri Sijo Joy Varghese	General Manager

b) Entities where company has significant influence

**Associate Company**

Casino Cultural Auditorium Limited, T.B. Road, Thrissur.

viii) Details of Related Party Transactions during the year ended 31st March, 2021:

Transactions during the year	2021	2020
<b>Key Managerial personnel</b>		
Sitting Fee	6,54,500	13,51,500
Salary and Other allowances	10,91,300	20,50,550
Interest on Loan	2,40,000	3,40,000
Outstanding as at 31st March		
Amount receivable	Nil	Nil
Amount payable	40,00,000	40,00,000

Additional information, as required under Schedule III of Companies Act, 2013, of entities consolidated as Associates is given below

<b>Additional Information as per Schedule III of Companies Act, 2013 of Associates</b>				
<b>Name of the entity in the</b>	<b>Net Assets, i.e., total assets minus total liabilities</b>		<b>Share in profit or loss</b>	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount
<b>Company</b>				
Casino Hotels Ltd	87.95%	4,23,27,778	89.66%	43,13,395
<b>Associate</b>				
Casino Cultural Auditorium Limited	12.05%	57,99,012	10.34%	-4,04,138
<b>Total</b>	<b>100%</b>	<b>4,81,26,790</b>	<b>100%</b>	<b>39,09,256</b>
(a) Adjustments arising out of consolidation	0	0	0	0
(b) Minority Interest	0	0	0	0
Consolidated Net Asset/Profit after tax	<b>100%</b>	<b>4,81,26,790</b>	<b>100%</b>	<b>39,09,256</b>

ix) Notes form part of the Balance Sheet as on 31<sup>st</sup> March, 2021 and Statement of Profit and Loss for the period ended on that date.

x) Previous year figures are re-arranged and re-grouped wherever found necessary

xi) Figures are rounded to nearest rupee.

xii) For the consolidation purpose we have taken share of profit or loss after tax of associate.

xiii) The information of associate which has been taken for computation of goodwill or capital reserve is from the available financial information of FY 2005-06. For the purpose of consolidation the opening balance of Surplus/Loss in Reserves and surplus contains accumulated share of profit/loss and dividend paid of associate concern.

(sd/-)

1. Sri. Sri E.P.K.Balakrishnan  
(DIN 01541508)  
Deputy Chairman & Director

Thrissur / 15.11.2021

#### DIRECTORS

(sd/-)

2. Sri Jacob Anchery Varghese  
(DIN 01234657)  
Managing Director

**As per our report of even date**

For ABRAHAM & JOSE  
Chartered Accountants  
FRN:000010 S  
JOSE POTTOKARAN  
(Partner (No:012056))

**UDIN 21012056AAAAXO4562**