



RAS RESORTS AND APART HOTELS LIMITED



RAS BY TREAT-AERIAL VIEW



**ANOTHER AERIAL VIEW OF
RAS BY TREAT**



BISTRO THE FEAST VILLAGE

**RAS RESORTS AND APART HOTELS LIMITED****BOARD OF DIRECTORS**

SAIFUDDIN ATTAR	<i>Chairman & Independent Director</i>
KAPIL SOMANI	<i>Independent Director</i>
ANIRUDH HARIANI (W.E.F. 26.10.2024)	<i>Independent Director</i>
NALINI SHEWAKRAMANI	<i>Executive Director</i>
GAUTAM SHEWAKRAMANI	<i>Director</i>
RAHUL SHEWAKRAMANI	<i>Director</i>
VISHAMBER SHEWAKRAMANI	<i>Managing Director & CFO</i>
PRAVIN VEPARI (UPTO 10.09.2024)	<i>Independent Director</i>
VIJAY RANJAN (UPTO 10.09.2024)	<i>Independent Director</i>
AMEET HARIANI (UPTO 10.09.2024)	<i>Independent Director</i>

COMPANY SECRETARY & COMPLIANCE OFFICER

KOMAL BAFNA

**AUDITORS**

Khandelwal & Mehta LLP

MAIN BANKERS

Indian Bank

REGISTERED OFFICERosewood Chambers, 99/C, Tulsiwadi, Tardeo,
Mumbai - 400 034.

CIN: L45200MH1985PLC035044

E-mail: mumbaioffice@rasresorts.com,

Website : www.rrahl.com

Tel: 022-43216600

RESORT SITESurvey No. 128, Hissa No. 1, Silvassa Naroli Road,
Silvassa - 396 230,
Union Territory of Dadra & Nagar Haveli.**REGISTRAR & SHARE TRANSFER AGENT**Satellite Corporate Services Private Limited
Office No. 106 & 107, Dattani Plaza, East West Compound,
Andheri-Kurla Road, Sakinaka, Mumbai - 400 072.**Contents**

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*Cowardice asks "Is it Safe?"
Expediency asks "Is it Politic?"
Vanity asks "Is it Popular?"
But Conscience asks "Is it Right?"*



*And there comes a point when one must take
a position that is neither safe, nor politic nor
popular - but because it is right.*

- Martin Luther King Jr.

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NOTICE

Notice is hereby given that the Forty First Annual General Meeting of the Members of Ras Resorts and Apart Hotels Ltd will be held on Saturday, September 06, 2025 at 11.00 a.m IST through Video Conferencing (“VC”) /Other Audio Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Smt Nalini Shewakramani (DIN: 00021138), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Anirudh Hariani (DIN: 02073843), appointed as an Additional Director of the Company pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company with effect from October 26, 2024 and who holds office up to the date of the ensuing Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing from a member, pursuant to the provisions of Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

4. To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

RESOLVED THAT pursuant to the provisions of sections 149, 152, Schedule IV and other

applicable provisions of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Shri Anirudh Hariani (DIN: 02073843), a Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of three years with effect from October 26, 2024 to October 25, 2027.”

5. To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V of the Companies Act, 2013 and the rules made there under and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modification or re-enactment thereof, for the time being in force and as approved by the Nomination and Remuneration Committee, the consent of the Company be and is hereby accorded for the re-appointment of Smt. Nalini Shewakramani (DIN:00021138), as Whole-time Director of the Company, designated as an Executive Director for a period of three years with effect from 17th May, 2025 on the terms and conditions and remuneration as set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting and with liberty to the Board of Directors/ Nomination and Remuneration Committee to alter and vary the terms and conditions of the said appointment and/ or remuneration as it may deem fit and as may be acceptable by Smt. Nalini Shewakramani.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to alter and/or vary any of the terms of appointment in consultation with the Executive Director provided such variation is in accordance with the provisions in Schedule V of the Companies Act, 2013 and/or the provisions of law as may be applicable thereto from time to time.

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FURTHER RESOLVED THAT in the event of any statutory amendment or relaxation by the Central Government to Schedule V of the Companies Act, 2013 or any amendment in the SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015 from time to time, the Board/Nomination and Remuneration Committee be and is hereby authorised to vary or increase the remuneration including the perquisites within such prescribed limits or ceiling to give effect to such modification, relaxation or variation without any further reference to the Company.

FURTHER RESOLVED THAT the Board be and is hereby authorized to do all such acts, matters, deeds and things and to take such steps as expedient or desirable to give effect to this resolution.”

By Order of the Board

Vishamber Shewakramani
Managing Director
DIN: 00021163

Registered Office:

Rosewood Chambers,
99/ C, Tulsiwadi, Tardeo,
Mumbai 400 034.
CIN: L45200MH1985PLC035044
Tel: 022-43216600
E-mail: mumbaioffice@rasresorts.com
Website: www.rrahl.com

Date: July 26, 2025

NOTES:

1. The Ministry of Corporate Affairs (“MCA”) has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, General Circular Nos. 20/2020 dated May 5, 2020, 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 (collectively referred to as “MCA Circulars”) permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of Companies Act, 2013 and rules

made thereunder and MCA Circulars, the AGM of the Company is being held through VC /OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

2. Pursuant to provisions of the Act a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA circular through Video Conferencing / Other Audio Visual Means, the physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxy(ies) by the members will not be available for the AGM and hence the Proxy form, Attendance Slip and route map on AGM are not annexed to this Notice.
3. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and the relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, of the person seeking appointment / re-appointment as Director under Item No. 2 to Item No.5 are annexed hereto.
4. In accordance with the aforesaid MCA Circulars and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023],October 7, 2023 and October 3, 2024 issued by Securities Exchange Board of India (collectively referred to as “SEBI Circulars”), the Notice of the AGM along with the Annual Report for FY 2024-25 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. The Notice convening the 41st AGM has been uploaded on the website of the Company at <https://www.rrahl.com/> and may also be accessed

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on the websites of the Stock Exchanges i.e. BSE Limited at <https://www.bseindia.com/> The Notice is also available on the website of NSDL at <https://www.evoting.nsdl.com/>

5. Members are requested to notify immediately any change of particulars such as name, postal address, e- mail address, telephone/ mobile numbers, PAN, registering of nomination, bank mandate details etc.:
 - (i) to their Depository Participants (DPs) in respect of their electronic share accounts, and
 - (ii) to the Company's Registrar & Share Transfer Agents, M/s Satellite Corporate Services Pvt. Ltd., Office no.106 & 107, Dattani Plaza, East West Compound, Andheri Kurla Road, Sakinaka, Mumbai-400072., in respect of their physical share folios, if any, quoting their folio numbers.
6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, accordingly, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company.
7. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
8. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate;

endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition.

Accordingly, Members are requested to make service requests by submitting a duly filled and signed Forms, the format of which is available on the Company's website at <https://www.rrahl.com/> and on the website of the Company's RTA, at M/s Satellite Corporate Services Pvt Ltd <https://www.satellitecorporate.com/Write%20up%20on%20KYC.pdf>. It may be noted that any service request can be processed only after the folio is KYC Compliant.

9. In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact M/s Satellite Corporate Services Pvt Ltd, for assistance in this regard.
10. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website <https://www.rrahl.com/>. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to M/s Satellite Corporate Services Pvt Ltd in case the shares are held in physical form.
11. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote during the AGM.



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12. Members holding shares in physical mode and who have not updated their email addresses are requested to update their email addresses by writing to the Company or Satellite Corporate Services Pvt Ltd, Registrar and Share Transfer Agent (R & T Agent) at Satellite Corporate Services Pvt Ltd. Office no.106 & 107, Dattani Plaza, East West Compound, Andheri Kurla Road, Sakinaka, Mumbai-400072. email: service@satellitecorporate.com. Members holding shares in dematerialised mode are requested to register/update their email addresses with the relevant Depository Participants.

(Please note that if the members have registered their email-id with the Registrar & Transfer Agent or Company, then all communications, notices, letters, circulars etc. shall be sent to members on their email-id only **unless** they specifically write / intimate to RTA or Company to send/ deliver all communications, notices, letters, circulars etc. in physical mode to them).
13. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act, and relevant documents referred to in the Notice of this AGM and explanatory statement will be available electronically for inspection by the Members upto and during the AGM. Members seeking to inspect such documents can send their requests to the Company at companysecretary@rasresorts.com.
14. The Members/claimants whose shares, unclaimed dividend, etc. have been transferred to the Fund may claim the shares by making an application to IEPF Authority in Form IEPF-5 (available on www.iepf.gov.in) along with requisite fee as decided by the Authority from time to time. The Member/claimant can file only one consolidated claim in a financial year as per the IEPF Rules and amendments thereto.
15. Member attending the meeting through VC/ OAVM shall be counted for the purpose of determining the Quorum under section 103 of the Act.
16. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs@parikhassociates.com with a copy marked to evoting@nsdl.com . Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.
17. SEBI vide Circular Nos. SEBI/HO/OIAE/ OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD-1/P/ CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/ OIAE_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal (“ODR Portal”) for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company’s website <https://www.rrahl.com/>

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING AGM ARE AS UNDER:-

VOTING THROUGH ELECTRONIC MEANS:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020

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the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

2. The e-voting period commences on Wednesday, September 03, 2025 at 9.00 a.m. (IST) and ends on Friday, September 05, 2025 at 5:00 p.m. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Saturday, August 30, 2025 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
3. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Saturday, August 30, 2025. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting, as well as voting at the meeting. The members who have not cast vote through remote e-voting shall be entitled to vote at the meeting.
4. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.com . However, if you are already registered with NSDL for remote e-voting then you can use your existing user

ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" option available on www.evoting.nsdl.com.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned below for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system





A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.



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Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center; margin-top: 10px;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div> </div>

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<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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 & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33</p>



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B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/ Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com .
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com .
 - c) If you are still unable to get the password by aforesaid two options, you

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can send a request at evoting@nsdl.com mentioning your demat account number/ folio number, your PAN, your name and your registered address etc.

- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the Votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration

of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 companysecretary@rasresorts.com .
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to companysecretary@rasresorts.com . If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at

step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “Join meeting”

**RAS RESORTS AND APART HOTELS LIMITED**

menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at companysecretary@rasresorts.com and members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered email address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at companysecretary@rasresorts.com from Monday, September 01, 2025 (9.00 a.m. IST) to Wednesday, September 03, 2025 (5:00 p.m. IST). Those Members who have pre-registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
6. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the

scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

GUIDELINES FOR SHAREHOLDERS

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to evoting@nsdl.com
3. If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.
4. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
5. Ms. Jigyasa Ved (F6488), failing her, Ms. Sarvari Shah (F9697) of M/s Parikh & Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer to scrutinize the e-voting process and the voting at the meeting in a fair and transparent manner.

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6. The Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, unblock the votes cast through remote e-voting prior to the AGM and e-voting during the AGM and make not later than 48 hours of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.
7. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website, www.rrahl.com and on the website of NSDL www.evoting.nsdl.com immediately after the result is declared by the Chairman and the same shall be

communicated to the BSE Limited where the shares of the Company are listed.

By Order of the Board

Vishamber Shewakramani
Managing Director
DIN: 00021163

Registered Office:

Rosewood Chambers,
99/ C, Tulsiwadi, Tardeo,
Mumbai 400 034.
CIN: L45200MH1985PLC035044
Tel: 022-43216600
E-mail: mumbaioffice@rasresorts.com
Website: www.rrahl.com

Date: July 26, 2025



**RAS RESORTS AND APART HOTELS LIMITED****ANNEXURE TO THE NOTICE**

AS REQUIRED UNDER SECTION 102 OF COMPANIES ACT 2013 (“Act”) THE EXPLANATORY STATEMENT SETS OUT ALL MATERIAL FACTS, DETAILS OF DIRECTOR(S) SEEKING RE-APPOINTMENT AS PER SECRETARIAL STANDARD ON GENERAL MEETINGS ISSUED BY INSTITUTE OF COMPANY SECRETARIES OF INDIA, THE ADDITIONAL INFORMATION PURSUANT TO REGULATION OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (“SEBI LISTING REGULATIONS”)

Item No. 2:

Smt. Nalini Shewakramani (DIN:00021138), director of the company in terms of Section 152(6) of the Act, retires by rotation and is eligible for re-appointment.

Smt. Nalini Shewakramani is one of the Promoter of the Company and is holding 3,59,150 shares.

Smt Nalini Shewakramani, aged 71 years has done B.sc. and LLB from Bombay University and M.S. in Food Technology from Texas A & M University.

She is an expert in Microbiology of Food and Hygenic Preservation. During the year Smt Nalini Shewakramani attended three Board Meetings.

Other Directorships held by Smt Nalini Shewakramani are: Ras Business Premises Pvt Ltd, Ras Stock and Financial Services Private Limited, Ras Burger Restaurant Private Limited, Ras Erectors Private Limited, Passages Association for Guidance Education and Support, Radee Health Ventures Private Limited and Jamnomal Premises Private Limited.

Smt. Nalini Shewakramani is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

The Board commends the Resolution at item No.2 of the accompanying Notice for the approval by the Members of the Company.

Smt Nalini Shewakramani is interested in the said resolution as it relates to her own appointment.

Shri Vishamber Shewakramani – Managing Director, Shri Gautam Shewakramani and Shri Rahul Shewakramani - Directors being relatives are interested in the said resolution.

None of the other Directors or Key Managerial personnel of the Company or their respective

relatives are, in any way, concerned or interested in the Resolution at Item No. 2 of the Notice.

Item No. 3

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its Meeting held on October 26, 2024, has appointed Shri Anirudh Hariani (DIN: 02073843), as an Additional Director of the Company with effect from October 26, 2024.

A brief profile of Shri Anirudh Hariani and details relating to his appointment, as required under Clause 1.2.5 of Secretarial Standards -2 and under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are attached separately in this Annual Report.

Pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, Shri Anirudh Hariani shall hold office up to the date of this Annual General Meeting (“AGM”) and is eligible to be appointed as Director of the Company.

The Board recommends the Resolutions at Item no. 3 of this Notice for approval of the Members.

Shri Anirudh Hariani is concerned or interested in the said resolution as it relates to his appointment. None of the other Directors and Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, in the resolution set out at Item no. 3 of this Notice.

Item No. 4

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its Meeting held on October 26, 2024, has appointed Shri Anirudh Hariani (DIN: 02073843), as Independent Director with effect from October 26, 2024, not liable to retire by rotation, for a term of three years i.e. from October 26, 2024 to October 25, 2027, subject to approval of the Members.

A brief profile of Shri Anirudh Hariani and details relating to his appointment, as required under Clause 1.2.5 of Secretarial Standards -2 and under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are attached separately in this Annual Report.

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The Company has received declarations from Shri Anirudh Hariani to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with the Rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

In the opinion of the Board, Shri Anirudh Hariani fulfils the conditions specified in the Act, Rules and SEBI Listing Regulations for appointment as Independent Director and is independent of the management of the Company. The terms and conditions of his appointment shall be open for inspection by the Members at the Registered Office of the Company during the normal business hours on any working day (except Saturday) and will also be kept open at the venue of the AGM till the conclusion of the AGM.

In compliance with the provisions of Section 149, read with Schedule IV of the Act and other applicable provisions of SEBI Listing Regulations and other applicable Regulations, the appointment of Shri Anirudh Hariani as Independent Director of the Company is being placed before the Members for their approval. The Board recommends the Resolutions at Item no. 4 of this Notice for approval of the Members.

Shri Anirudh Hariani is concerned or interested in the said resolution as it relates to his appointment. None of the other Directors and Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, in the resolution set out at Item no. 4 of this Notice.

Item No. 5

The Board of Directors on the recommendation of Nomination and Remuneration Committee had approved the re- appointment of Smt Nalini Shewakramani as Whole Time Director of the Company for a further period of 3 years with effect from May 17, 2025 in accordance with the Section 196 and 197 read with Schedule V of the Companies Act, 2013.

The material terms of the remuneration are as follows:

- a) Salary: ₹2,00,000/- per month with an option to increase upto ₹5,00,000/- from time to time w.e.f 17th May, 2025.
- b) Perquisites:
In addition to the aforesaid Salary the

Executive Director shall be entitled to the following perquisites:

- Free Furnished residential accommodation or House Rent Allowance together with utilities such as gas, electricity, water, furnishings, repairs, servant's salaries, society charges and property taxes as may be approved by the Board.
- Reimbursement of Medical Expenses incurred for self and family and medical/ accident insurance.
- Leave Travel concession for self and family once in a year in accordance with the rules of the Company or as may be agreed to by the Board of Directors.
- Fees of clubs/ annual membership fees for professional bodies.

The above perquisites shall be evaluated as per the Income tax Rules wherever applicable. In the absence of such rules, perquisites will be evaluated at actual costs.

- c) The Executive Director shall also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration specified herein above:

- Contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income tax Act, 1961.
- Gratuity payable at the rate not exceeding half a month's Salary for each completed year of service.
- Earned privilege leave at the rate of one month's leave for every eleven months of service. The Executive Director shall be entitled to encash leave at the end of his tenure as Executive Director.
- Provision for Car and Telephone at the residence of the Executive Director used for the purpose of business shall not be treated as perquisites.

- d) All income tax and other impositions, if any, in respect of Smt. Nalini Shewakramani remuneration shall be calculated by the Company and deducted in accordance with the applicable provisions of the Income tax law for the time being in force.



RAS RESORTS AND APART HOTELS LIMITED

Additional information required to be given along with a Notice calling General Meeting as per sub para (B) of para 1 of Section II of Part II of Schedule V of the Companies Act, 2013 is given hereunder:

I. General Information:

(1) Nature of industry	Hotel Industry		
(2) Date or expected date of commencement of commercial production	The Company has been in the business for many years.		
(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable		
(4) Financial performance based on given indicators	2024-25 (₹ in thousand)	2023-24 (₹ in thousand)	2022-23 (₹ in thousand)
Turnover	129736.11	131183.99	128736.07
Net profit/ (Loss) as per profit and loss Account	3274.68	1830.29	(79.26)
Amount of Dividend paid	-	-	-
Rate of Dividend declared	-	-	-
Earning before interest, depreciation & Taxes	15087.08	14173.82	12906.86
% of EBIDT to turnover	11.63%	10.80%	10.02%
(5) Foreign investments or collaborators, if any	-	-	-

II. Information about the appointee:

(1) Background details

Name: Smt. Nalini Shewakramani
Designation: Whole Time Director designated as Executive Director
Father’s name: Late Shri.Hariram Rajani
Date of Birth: 24.01.1954
Qualifications: B.sc., LL.B, and M.sc in Food Technology.
Experience: Over 30 years in Hotel industry

(2) Past remuneration The remuneration paid to her in the year 2024-25 was ₹21,00,000/- per annum.

(3) Job profile and her suitability The Whole Time Director shall be responsible for the management of the whole of the affairs of the Company and to do all acts and things, which, in the ordinary course of business, she considers necessary or proper or in the interest of the Company. Considering the above and having regard to age, qualifications, ability and experience and looking to the business requirement the re- appointment and proposed remuneration is in the interest of the Company.

(4) Remuneration proposed Upto maximum of ₹.5,00,000/- per month and other perquisites as mentioned elsewhere in the statement and further such increase as may be decided by Board of Directors from time to time on the basis of the growth of the Company.

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- | | |
|--|---|
| (5) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person | Compared to the remuneration with respect to the other hotel industry, the remuneration proposed to be paid is very low. |
| (6) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any | Promoter, shareholder of the company and relative of Managing Director |
| III. Other information: | |
| (1) Reasons of loss or inadequate profit | Presently Silvassa is having number of hotels and the Company has to compete with. However with all the efforts of the management it is expected to improve the profitability of the Company. |
| (2) Steps taken or proposed to be taken for improvement | By substantial marketing efforts and encashing good business opportunities the turnover of the Company and its profitability will continue to improve further. |
| (3) Expected increase in productivity and profits in measurable terms. | With the increase in the turnover the Company expects to make good profit. |

The company does not have any scheme of grant of stock options.

The details of the holding of shares and other directorship are mentioned in item No.2.

Smt Nalini Shewakramani has attained the age of 71 years and considering her qualification, experience and industry expertise, her re-appointment as Whole time director will be in the interest of the Company. Pursuant to section 196 and 197 of the Companies Act, 2013 the Board commends the Special Resolution as set out at Item No. 5 accompanying the notice for the approval of the shareholders.

Smt Nalini Shewakramani is interested in the said resolution as it relates to her own appointment.

Shri Vishamber Shewakramani Managing Director and CFO, Shri Gautam Shewakramani and Shri Rahul Shewakramani, Directors being relatives are interested in the said resolution.

None of the other Directors or Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested in the Resolution at Item No. 5 of the Notice.

The Agreement mentioned above shall be available for inspection at the Registered Office of the Company on any working day during the business hours.

By Order of the Board

Vishamber Shewakramani
Managing Director
DIN: 00021163

Registered Office:

Rosewood Chambers,
 99/ C, Tulsiwadi, Tardeo,
 Mumbai 400 034.
 CIN: L45200MH1985PLC035044
 Tel: 022-43216600
 E-mail: mumbaioffice@rasresorts.com
 Website: www.rrahl.com

Date: July 26, 2025



RAS RESORTS AND APART HOTELS LIMITED

INFORMATION AS REQUIRED UNDER REGULATION 36 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA WITH RESPECT TO GENERAL MEETINGS

Name of the Director	Shri Anirudh Hariani (DIN: 02073843)
Date of Birth/Age	07.06.1988
Qualification	LLB, LLM
Experience	Mr Anirudh Hariani is an arguing Counsel at the Bombay High Court, practicing civil and commercial law and arbitration. He has completed his graduation from Law College with a BLS LLB degree and also obtained a LLM (Masters) degree from Cornell Law School. He was also the member Solicitor of the Bombay Incorporated Law Society and has varied experience in Real Estate Laws, M&A transactions and several court matters.
Terms and Conditions of Appointment/ Reappointment	As per provisions of Sections 149, 152 of Companies Act, 2013 and applicable provisions of SEBI(LODR) regulations.
Details of Remuneration/ Remuneration last drawn	NIL
Date of appointment on the Board	26 th October, 2024
Shareholding in the Company	NIL
Relationship with other Directors of the Company	NO
Number of Meetings of the Board attended during the year	2
Other Directorships	NIL

By Order of the Board

**Vishamber Shewakramani
Managing Director
DIN: 00021163**

Registered Office:

Rosewood Chambers,
99/ C, Tulsiwadi, Tardeo,
Mumbai 400 034.
CIN: L45200MH1985PLC035044
Tel: 022-43216600
E-mail: mumbaioffice@rasresorts.com
Website: www.rrahl.com

Date: July 26, 2025

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BOARD'S REPORT

[Pursuant to Section 134 of the Companies Act, 2013]

To

The Members

RAS RESORTS AND APART HOTELS LTD.

The Directors have pleasure in presenting the Forty First Annual Report together with the Audited Financial Statements for the financial year ended on March 31, 2025.

FINANCIAL RESULTS

(Amount in 000')

Particulars	2024-25	2023-24
Revenue from operations	1,29,736.10	1,31,183.99
Other Income	2,534.56	1,815.51
Total Income	1,32,270.66	1,32,999.50
Less:		
Depreciation	5,434.76	5,475.79
Finance Costs	5,025.79	5,741.67
Expenses (including Cost of sales and employees)	1,17,183.58	1,18,825.69
Profit/(loss) before tax	4,626.53	2,956.35
Less: Provision for Taxation		
Current Tax	-	-
Deferred Tax	1,328.21	1,126.06
Tax for earlier Years	23.64	-
Profit/(Loss) After Tax For The Year	3,274.68	1,830.29

TRANSFER TO RESERVES

There was no transfer of profits made to General Reserve.

OPERATIONS / STATE OF COMPANY'S AFFAIRS

The Company has completed Thirty-Six years of operations. During the year under review, the total income was ₹13,22,70,663/- compared to ₹13,29,99,499/- in the previous year. The working result of the Company shows a Net profit of ₹32,74,677/-

DIVIDEND

The Board of Directors do not recommend any dividend for the financial year 2024-25.

MATERIAL CHANGES AND COMMITMENTS AFTER THE END OF THE FINANCIAL YEAR

There have been no 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.

DIRECTORS AND KEY MANAGERIAL PERSON (KMP):

Appointment/Retirement of Directors

Smt. Nalini Shewakramani (DIN:00021138), Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible offers herself for re-appointment.

The necessary resolution has been proposed at the ensuing Annual General Meeting for the re- appointment of Smt. Nalini Shewakramani (DIN:00021138) as Whole time Director of the Company.

Shri. Anirudh Hariani (DIN:02073843), Solicitor and Law professional was appointed as Additional Director (Non-executive, Independent) on the Board of the Company with effect from October 26, 2024 by the Board. Further, the Board also appointed him as an Independent Director for a period of three years with effect from October 26, 2024 subject to the approval of shareholders at the ensuing AGM.

Necessary resolution for approving his appointment by shareholders is proposed at the ensuing AGM of the Company.

Shri Pravin Vepari (DIN:00216303), Shri Vijay Ranjan (DIN: 02346190) and Shri Ameet Hariani (DIN:00087866) ceased to be Independent Directors of the Company w.e.f. September 11, 2024, upon completion of their term as an Independent Directors.

COMPANY SECRETARY

Ms. Maitri Gala (Membership No.: A67671) resigned from her office as Company Secretary and Compliance Officer of the Company w.e.f July



RAS RESORTS AND APART HOTELS LIMITED

01 2025. The Board placed on record their sincere appreciation for the valuable services rendered by her, during her tenure as Company Secretary and Compliance Officer of Company.

Ms. Komal Bafna (Membership No: A29152) is appointed as Company Secretary and Compliance Officer w.e.f July 26, 2025, who is holding membership of The Institute of Company Secretaries of India (ICSI) and is meeting the requisite criteria for appointment as Company Secretary of the Company.

Key Managerial Personnel ('KMP')

In terms of the provisions of Sections 2(51) and 203 of the Act, the following are the KMPs of the Company:

- Shri Vishamber Shewakramani, Managing Director and CFO
- Smt. Nalini Shewakramani, Executive Director
- Ms. Komal Bafna, Company Secretary and Compliance Officer

DECLARATION FROM INDEPENDENT DIRECTORS

Independent directors have had submitted declarations that each of them meet the criteria of independence as provided in sub Section (6) of Section 149 of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and there has been no change in the circumstances which may affect their status as Independent Director during the year. In the opinion of the Board, the Independent Directors possess appropriate balance of skills, experience and knowledge, as required. In terms of Regulation 25(8) of SEBI Listing Regulations, independent directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

MEETINGS OF THE BOARD OF DIRECTORS AND ITS COMMITTEES

RECONSTITUTION OF COMMITTEES

Pursuant to various requirements under the Act and the SEBI LODR and consequent to appointment of Directors, the Board of Directors has reconstituted

(whenever necessitated) various committees such as Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee.

The details of the constitution of committees of the Board are as follows:

Name of the Committee	Name of the Directors
Audit Committee	Shri. Saifuddin Attar, Chairman
	Shri. Kapil Somani
	Shri. Anirudh Hariani
	Shri. Gautam Shewakramani
Nomination and Remuneration Committee	Shri. Kapil Somani, Chairman
	Shri. Saifuddin Attar
	Shri. Anirudh Hariani
	Shri. Rahul Shewakramani
Stakeholders Relationship Committee	Shri. Saifuddin Attar
	Shri. Nalini Shewakramani
	Shri. Gautam Shewakramani

a. Board of Directors:

The Board of Directors of the Company met 4 (Four) times during the year on May 11, 2024, July 13, 2024, October 26, 2024 and February 08, 2025.

The details of meetings attended by the Directors are as follows:

Sr. No.	Name	No. of Board Meetings attended
1.	Shri.Pravin Vepari (Ceased to be Directors w.e.f. 11.09.2024)	2
2.	Shri.Vijay Ranjan (Ceased to be Directors w.e.f. 11.09.2024)	1
3.	Shri. Ameet Hariani (Ceased to be Directors w.e.f. 11.09.2024)	2
4.	Shri Saifuddin Attar (Appointed as Director w.e.f 13.07.2024)	2
5.	Shri Kapil Somani (Appointed as Director w.e.f 13.07.2024)	2

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Sr. No.	Name	No. of Board Meetings attended
6.	Shri Anirudh Hariani (Appointed as Director w.e.f 26.10.2024)	1
7.	Smt Nalini Shewakramani	3
8.	Shri Gautam Shewakramani	4
9.	Shri Rahul Shewakramani	1
10.	Shri Vishamber Shewakramani	4

b. Audit Committee:

Members of the Audit Committee met 4 (Four) times during the year on May 11, 2024, July 13, 2024, October 26, 2024 and February 08, 2025.

The details of meetings attended by the members are as follows:

Sr. No.	Name	No. of Meetings attended
1.	Shri.Pravin Vepari (Ceased to be member w.e.f. 11.09.2024)	2
2.	Shri.Vijay Ranjan (Ceased to be member w.e.f. 11.09.2024)	1
3.	Shri. Ameet Hariani (Ceased to be member w.e.f. 11.09.2024)	2
4.	Shri Saifuddin Attar (Appointed as member w.e.f 23.08.2024)	2
5.	Shri Kapil Somani (Appointed as member w.e.f 23.08.2024)	2
6.	Shri Anirudh Hariani (Appointed as member w.e.f 08.02.2025)	-
7.	Shri. Gautam Shewakramani	4

c. Nomination and Remuneration Committee:

Members of the Nomination and Remuneration Committee met 4 (Four) time during the year on May 11, 2024, July 13, 2024, October 26, 2024 and March 08, 2025.

The details of meetings attended by the members are as follows:

Sr. No.	Name	No. of Meetings attended
1	Shri.Pravin Vepari (Ceased to be member w.e.f. 11.09.2024)	2
2.	Shri.Vijay Ranjan (Ceased to be member w.e.f. 11.09.2024)	1
3.	Shri. Ameet Hariani (Ceased to be member w.e.f. 11.09.2024)	2
4.	Shri. Kapil Somani (Appointed as member w.e.f 23.08.2024)	2
5.	Shri. Saifuddin Attar (Appointed as member w.e.f 23.08.2024)	2
6.	Shri. Anirudh Hariani (Appointed as member w.e.f 08.02.2025)	1
7.	Shri. Rahul Shewakramani	1

d. Stakeholders Relationship Committee:

Members of the Stakeholders Relationship Committee met 1 (One) time during the year i.e. on March 08, 2025.

The details of meetings attended by the members are as follows:

Sr. No	Composition	No. of Meetings attended
1.	Shri. Saifuddin Attar	1
2.	Smt. Nalini Shewakramani	1
3.	Shri. Gautam Shewakramani	-



RAS RESORTS AND APART HOTELS LIMITED

VIGIL MECHANISM

The Company has a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees. This Policy is available on the Company's website at Web link: <http://www.rrahl.com/rrahlpolicies.htm>

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND CRITERIA FOR INDEPENDENT DIRECTORS

The Remuneration Policy for Directors and Senior Management and the criteria for selection of candidates for appointment as Directors, Independent Directors and Senior Management are placed on the website of the Company. Web link: <http://www.rrahl.com/rrahlpolicies.htm>.

We affirm that the remuneration paid to the Directors is as per the terms laid out in the Remuneration Policy of the Company.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- (ii) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- (iii) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) They have prepared the annual accounts on a going concern basis;
- (v) They have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- (vi) They have devised proper systems to

ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has proper and adequate system of internal financial controls commensurate with its nature and size of business and meets the following objectives:

- Providing assurance regarding the effectiveness and efficiency of operations;
- Efficient use and safeguarding of resources;
- Compliance with policies, procedures and applicable laws and regulations;
- Transactions being accurately reported and recorded timely.

The Company has budgetary control system to monitor expenditures and operations against budgets on an ongoing basis. The internal auditors also review the adequacy of internal financial control system.

DETAILS OF SUBSIDIARIES/ JOINT VENTURES/ ASSOCIATES

The Company does not have any subsidiaries/ joint ventures/ associates.

ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3) (a) of the Act, the Annual Return as on March 31, 2025 is available on the Company's website on www.rrahl.com/financialinformation.htm.

AUDITORS

As per the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s. Khandelwal and Mehta LLP, Chartered Accountants (FRN: W100084) were re-appointed as Statutory Auditors of the Company for another term of five years from the conclusion of the Thirty-Eighth Annual General Meeting of the Company till the conclusion of the Forty-third Annual General Meeting to be held in the year 2027.

The Statutory Auditors have confirmed their eligibility to act and hold office as Statutory Auditors of the Company in compliance with the provisions



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of Sections 139 and 141 of the Companies Act, 2013.

SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Act, M/s. Parikh & Associates, Practising Company Secretaries were appointed as the Secretarial Auditors for auditing the secretarial records of the Company for the financial year 2024-2025. The Secretarial Audit Report in Form MR-3 is annexed to this report as “Annexure I”.

DISCLOSURE

The Company has devised proper systems to ensure compliance with the provisions of all applicable secretarial standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

AUDITORS’ REPORT AND SECRETARIAL AUDITORS’ REPORT

The Statutory Auditors Report and Secretarial Audit Report for the financial year 2024-25 does not contain any qualifications, reservations and adverse remarks.

The Company has been in compliance with all the regulations of the concerned authorities and the applicable provisions of the Act and rules framed thereunder.

COST AUDITORS

The maintenance of cost records and cost audit provisions are not applicable to the Company as required under Section 148 of the Companies Act, 2013, read with the Companies (Cost Records and Audit) Rules, 2014.

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

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

a. Conservation of energy:

During the year, the Company continued to make efforts to prevent wasteful electrical consumption. The Solar Water Heating System as adopted by the Company has been

further extended which has helped in saving of energy cost.

b. Technology absorption:

The Company does not need any technology for its existing business.

c. Foreign exchange earnings and outgo:

Foreign exchange earnings: NIL

Foreign Outgo: NIL

PARTICULARS OF EMPLOYEES

Pursuant to Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the particulars of employees are annexed as “Annexure II”.

The information required under Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in the Annexure forming part of this Report. In terms of the proviso to Section 136 of the Act, the Report and Accounts are being sent to the Members excluding the aforesaid Annexure. Any member interested in obtaining the same may write to the Company Secretary at the Registered Office of the Company.

DEPOSITS FROM PUBLIC

The Company has not invited and / or accepted any deposits, within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014, as amended from time to time.

SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORY/ JUDICIAL AUTHORITY

No significant or material orders were passed by any regulatory/judicial authority or Court that would impact the going concern status of the Company and its future operations.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The Company has not given any loans or guarantees or made any investments pursuant to the provisions of the Section 186 of the Companies Act, 2013.

RISK MANAGEMENT POLICY

The Board of Directors of the Company have framed a Risk Management Policy and are



RAS RESORTS AND APART HOTELS LIMITED

responsible for reviewing the risk management plan and ensuring its effectiveness. The Audit Committee exercises additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

RELATED PARTY TRANSACTIONS

Particulars of transactions with related parties pursuant to Section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Form AOC-2 and the same forms part of this report as “Annexure III”.

EVALUATION OF BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

An annual evaluation of the Board’s own performance, its Committees and Individual Directors was carried out pursuant to the provisions of the Act in the following manner:

Sr. No.	Performance evaluation of	Performance evaluation performed by	Criteria
1.	Each Individual Directors	Nomination and Remuneration Committee	Attendance, Contribution to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and guidance provided, key performance aspects in case of Executive Directors etc.
2.	Independent Directors	Entire Board of Directors excluding the Director who is being evaluated	Attendance, Contribution to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution, and guidance provided etc.
3.	Board, and its Committees	All Directors	Board composition and structure; effectiveness of Board processes, information and functioning, fulfilment of key responsibilities, performance of specific duties and obligations, timely flow of information etc. The assessment of Committees based on the terms of reference of the committees and effectiveness of the meetings.

In the meeting of Independent Directors, performance of Non-Independent Directors, the Board as a whole and the Chairman of the Company was evaluated after taking into account the views of Executive Directors and Non-Executive Directors.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The provisions of Section 135 of the Act read with Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to the Company for the year under report.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made thereunder. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The Company has not received any complaint on sexual harassment during the year.

DISCLOSURE UNDER MATERNITY BENEFITS ACT, 1961

The Company is in compliance with the provisions of Maternity Benefit Act, 1961 during the year 2024-25.

LISTING FEES

The Company has paid the listing fees to BSE Limited for the year 2025-26.

INSIDER TRADING REGULATIONS AND CODE OF DISCLOSURE

The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015 and in view of recent amendments to the SEBI (Prohibition of Insider Trading), 2015 by SEBI (Prohibition of Insider Trading)(Amendment) Regulations, 2018, the Policy on Determination of Legitimate purpose and

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the Policy on inquiry in case of leak or suspected leak of UPSI are adopted by the Company and are made available on the Website of our Company at www.rrahl.com/rrahlpolicies.htm.

MANAGEMENT'S DISCUSSION AND ANALYSIS

In terms of the provisions of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management's Discussion and Analysis is set out in this Board Report and annexed in "Annexure IV".

CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions of Corporate Governance are not applicable to the Company.

ACKNOWLEDGEMENT

Your Directors convey their deep sense of gratitude to Indian Bank and every Official of the

administration of Dadra and Nagar Haveli and Daman and Diu for their continued assistance and support and look forward to their continued assistance in future. Your Directors wish to place on record sincere appreciation for excellent support received from the Banks during the financial year under report. Your Directors also express their warm appreciation to all employees for their contribution to the Company's performance and for their superior levels of competence, dedication and commitment to the Company, both at Silvassa and Mumbai. The Directors express gratitude to Company's Customers and Vendors and are grateful to you, the Shareholders for the confidence you continue to repose in the Company.

For and on behalf of the Board

Place: Mumbai
Date : 26th July, 2025

SAIFUDDIN ATTAR
CHAIRMAN





RAS RESORTS AND APART HOTELS LIMITED

**ANNEXURE I
FORM No. MR-3**

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025

(Pursuant to Section 204 (1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,

RAS RESORTS AND APART HOTELS LIMITED

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Ras Resorts and Apart Hotels Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2025, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on 31st March, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time; (Not applicable to the Company during the audit period);
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the Company during the audit period)
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the Company during the audit period)
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the Company during the audit period)
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the audit period) and



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- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the audit period)
- (vi) Other laws applicable specifically to the Company namely:
1. Dadra and Nagar Haveli Excise Regulations, 2020.
 2. Goa Daman and Diu Registration of Tourist Trade Act, 1982 and extended to Dadra & Nagar Haveli.
 3. Food Safety & Standards Act, 2006 (Government of India).
 4. Environment (Protection) Act, 1986.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.
- (ii) The Listing Agreements entered into by the Company with BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with

the provisions of the Act.

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

Decisions at the Board Meetings were taken unanimously.

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

We further report that during the audit period the no events occurred which have a major bearing on the Company's affairs in pursuance of the laws, rules, regulations, guidelines, standards etc.

For Parikh & Associates
Company Secretaries

Mohammad Pillikandlu
Partner

FCS No: 10619 CP No: 14603
UDIN: F010619G000867948
PR No.: 6556/2025

Place: Mumbai
Date: 26th July, 2025

This Report is to be read with our letter of even date which is annexed as Annexure A and Forms an integral part of this report.



RAS RESORTS AND APART HOTELS LIMITED

'Annexure A'

To,
The Members,

RAS RESORTS AND APART HOTELS LIMITED

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management Representation about the

Compliance of laws, rules and regulations and happening of events etc.

5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Parikh & Associates
Company Secretaries

Mohammad Pillikandlu
Partner

FCS No: 10619 CP No: 14603
UDIN: F010619G000867948
PR No.: 6556/2025

Place: Mumbai
Date: 26th July, 2025



**ANNEXURE II
PARTICULARS OF EMPLOYEES**

A. Remuneration of Directors [Section 197(12) and Rule 5]

(a) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year:

i. None of the Non-executive Directors were paid any remuneration during the year except sitting fees.

Executive Directors	Ratio to median remuneration
Vishamber Shewakrami	5.71
Nalini Shewakramani	3.81

(b) The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year:

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% decrease in remuneration in the financial year
Managing Director & Chief Financial Officer	-
Executive Director	(12.5%)
Company Secretary	(21.51%)

(c) The percentage increase in the median remuneration of employees in the financial year : 0.87%

(d) The number of permanent employees on the rolls of Company: 11

(e) The Company affirms remuneration is as per the remuneration policy of the Company

(f) During the year, there were no employees who were in receipt of remuneration in the aggregate of rupees One crore two lakhs for the year or rupees Eight lakhs fifty thousand per month, if employed for part of the year.

For and on behalf of the Board

**SAIFUDDIN ATTAR
CHAIRMAN**

Place: Mumbai

Date: 26th July, 2025



RAS RESORTS AND APART HOTELS LIMITED

ANNEXURE III

FORM AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013

1. Details of contracts or arrangements or transactions not at arm's length basis –

The details of transactions approved by the Board of Directors and transacted during the year 2024-25 are given hereunder:

Name(s) of the related party and nature of relationship	Nature of contracts / arrangements / transactions-	Duration of contracts / arrangements/ transactions	Justification for entering into such a contracts or arrangements or transactions	Salient terms of contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board	Amount paid as advances, if any:	Date on which the special resolution was passed in general meeting as required under first proviso to section 188
Shri Vishamber Shewakramani Promoter/ Director	Royalty	Continuous	--	₹400 per year	18.12.1985	NIL	N.A.
Smt Nalini Shewakramani Promoter/ Director	Royalty	Continuous	--	₹400 per year	18.12.1985	NIL	N.A.
Shri Tekchand Shewakramani Relative of Directors	Rent paid for use of premises situated at Mumbai as Company's Registered Office	Discontinued from 01 st April, 2025	At the Market rate prevailing at the time of entering into the Agreement	Rent of ₹5000/- during the year. Security Deposits ₹4500000/-	12.08.2016	NIL	N.A.

2. Details of material contracts or arrangement or transactions at Arm's Length Basis- Nil

For and on behalf of the Board

Place : Mumbai
Date : 26th July, 2025

**SAIFUDDIN ATTAR
CHAIRMAN**



**ANNEXURE IV
MANAGEMENT DISCUSSION AND ANALYSIS**

1. BUSINESS OVERVIEW & TRENDS

The business of the hotel has stabilized and the average room rates realization has improved.

2. NATURE OF INDUSTRY

2.1 Currently the industry is in growth phase, this will prepare us for the “new normal”, with changed customer perceptions about travel, consumption, services and leisure.

2.1.1 The key characteristics of the hotel Industry are:

The industry is primarily capital intensive coupled with depreciation costs on the buildings, furniture, fixtures and equipment and other assets. During periods of growth the depreciation and interest costs rise rapidly as capacity additions take place. The relevant parameter for evaluation of management performance in the growth mode is thus EBITDA (Earnings Before Interest Tax Depreciation and Amortization), rather than Profit After Tax (PAT), since the depreciation and interest costs are expensed relatively quickly (over a 8-10 year frame) against an asset that has a life of 60 to 100 years.

2.1.2 The hotel industry is also cyclical due to the nature of capacity additions being lumpy while the demand growth is smooth. However, the exact position of the industry on the business cycle varies from city to city, depending on the forces of demand and supply in that city.

2.1.3 Seasonality Trend: The Indian hotel industry reflects a clear seasonality trend in normal times. For example in India, the tourism and hospitality industry shows signs of an uptrend in the months of November to February due to higher tourist flows. The months of June to September on the other hand are months of low occupancies and revenue, with fewer business or leisure visitors, unless wedding muhurats are available.

2.1.4 Strong dependence on the services economy: The hotel industry tourist segment is highly dependent on services economy in terms

of performance. Thus in the years of the services economy boom, the hotels business has grown well and has been relatively unaffected by the under performance of the manufacturing sectors of the economy.

2.1.5 Brand Impact: The hotel industry is characterized by strong brand focus resulting in choices being made by the customer based on factors beyond price – especially in the high-end segment where the brand is a hallmark of product and service quality. Your Company has tied up with Treat Resorts and re-branded itself as Ras Resorts by Treat to improve sales and brand recognition.

2.1.6 Instant perishability of the product: The industry belongs to the service sector and thus the product (service) is instantly consumed and cannot be replenished. Thus, one needs to maximize utilization of available capacity and reduce marginal costs over marginal revenues. Thus, one needs to maximize utilization of available capacity and reduce marginal costs over marginal revenues.

2.1.7 The major cost drivers in the industry are:

- Food and beverage costs
- Employee costs
- Power and fuel expenses
- Administrative and other overhead costs
- Advertising and publicity expenses
- Operating and Marketing Fee

3. BUSINESS PERFORMANCE

Hospitality industry is undergoing a period of unprecedented change and becoming more a real estate play and will continue to transform. This is also a period of unparalleled opportunity and the need of the hour is to remain at the forefront of understanding the travellers need and demand, both now and into the future. Understanding these key business drivers and delivering the technology will support the hoteliers to stay competitive in a rapidly changing world.



RAS RESORTS AND APART HOTELS LIMITED

4. RISK FACTORS

4.1 Risks related to presence in Silvassa, India

4.1.1 Political and economic environment risks: With the political and economic environment becoming stable in India, the hospitality industry will be benefited. With the services sector increasing its contribution share of the Indian GDP, over the medium term the fortunes of our industry are expected to improve further. With India joining the global mainstream of business and attracting more foreign investments and its presently high levels of domestic tourist traffic, the future has good potential for the hotel industry.

4.1.2 Socio-Political risks: The Hotels industry faces risk from the volatile socio-political environment in the local area.

3.2 Industry / sector specific risks

4.2.1 Infrastructure related risks:

Presence of good infrastructure in terms of airports/ roads is critical to attract customers. With improvement of highways business activity is expected to improve, and the hotel industry will benefit from these improvements in infrastructure.

4.2.2 Government concessions / restrictions to the hospitality industry:

Tourism as a major economic activity has been identified as such by the Government of India. The importance of the sector is expected to grow in the coming years.

4.3 Risk associated with the Company

4.3.1 With the Operations and Marketing being outsourced the main risk is the effectiveness of the management service provider

4.3.2 To strengthen the operations and develop attention to detail your Company has asked the management service provider for added training as a requirement for all new hires.

4.3.3 Client Concentration: Your Company hotel provides its services to 7 broad market segments, namely – Corporate/Business, Leisure, Longstayers, Groups, Conferences, Events (including weddings) and holiday Packages.

5. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

5.1 The systematic evaluation and improvement of internal control and internal Audit continued during the year 2024-2025. The coverage has been comprehensive and exhaustive with a great degree of involvement of the Unit personnel and satisfactory compliance with previous year's agreed audit recommendations.

6. LIMITATIONS OF FINANCIAL STATEMENTS

6.1 The accounting standard definition of a contingent liability is as follows:

- a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence of one or more uncertain future events not wholly within the entity's control; or
- a present obligation that arises from past events but is not recognized because it is not probable that a transfer of economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability.

7. FUTURE OUTLOOK

7.1 INTERNATIONAL

7.1.1 Has little or no impact on our domestic market who we mainly service.

7.2 FUTURE OUTLOOK FOR INDIA

7.2.1 India will also see impact of its GDP and a lot depends on further liberalization of the economy.

7.2.2 The Indian economy looks poised for high growth.

7.2.3 Development of road infrastructure is expected to improve conditions in the country and could emerge as a growth driving factor for the economy on the whole.

7.3 FUTURE OUTLOOK FOR THE INDUSTRY

In the medium and long term, the demand for the Rooms and F & B is expected to grow because of the following factors:

- Improvements in the infrastructure sector viz. roads

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- Higher Disposable income
- Investment Reforms will further boost up long-term capital inflow into the sector. In the long term, for the growth of the industry to be sustained, issues like poor, high levels of taxation need to be solved specially the GST rates. Land development, less of paper and legal work, faster execution is needed to meet the growing demand. Adding rooms at a faster pace would stabilise the room rates and not have a negative effect on the potential demand in the future.

7.4 REAL ESTATE ACTIVITY

Real Estate business activities in Silvassa are slow due to government regulations in the Union Territory.

7.5 CONCERNS FOR THE FUTURE

The good monsoon could enhance the business mood. Online travel agents near monopoly and penetration are effecting the net price realization for hotel rooms.

8. HUMAN RESOURCES AND INDUSTRIAL RELATIONS

- 8.1 The company has a Management Service Agreement with M/s. Mundra Enterprises Pvt. Ltd., who are providing us the human resource for providing customer service to the hotel guest, 95% of this staff remains on the pay rolls of M/s. Mundra Enterprise Pvt. Ltd.
- 8.2 The Company's mission is to achieve and sustain leadership in the Hospitality industry and to deliver value to its customers by rewarding and recognizing quality customer care based upon individual and team

performance. The Company provides opportunities for continuous learning and development and abides by fair policies to ensure the wellbeing of its employees, their family, the community and the environment.

8.3 Improvements in all the areas of the hotels have been affected through:

- 8.3.1 A clear understanding of the group's vision, philosophy and flexibility in the Customer Relationship Management;
- 8.3.2 To build a culture of trust and transparency, Staff Meetings have been initiated where employees are briefed on the new activities and the business scenario and regular training imparted.

9. CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable securities laws and regulations. As 'forward looking statements' are based on certain assumptions and expectations of future events over which the Company exercises no control, the Company cannot guarantee their accuracy nor can it warrant that the same will be realized by the Company. Actual results could differ materially from those expressed or implied. Significant factors that could make a difference to the Company's operations include domestic economic conditions affecting demand, supply and price conditions in the hospitality industry, changes in government regulations, tax regimes and other statutes.



RAS RESORTS AND APART HOTELS LIMITED

INDEPENDENT AUDITOR’S REPORT

To
The Members of
RAS RESORTS & APART HOTELS LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **Ras Resorts & Apart Hotels Limited** (“the Company”), which comprise the Balance Sheet as at 31st March 2025, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended, and notes to the Financial Statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as “Financial Statements”).

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 (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and other accounting principles generally accepted in India,

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2025;
- (b) in the case of the Statement of Profit and Loss (including Other Comprehensive Income), of the Loss for the year ended on that date;
- (c) in the case of the Statement of Changes in Equity, of the changes in equity for the year ended on that date; and
- (d) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements 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 (“the ICAI”) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics.

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended 31st March, 2025. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor’s responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

S. No..	Key Audit Matters	Auditor’s Response
1	<p>Revenue Recognition</p> <p>The Company is principally engaged as a hotel owner and property owner. Its revenue comprises hotel room revenue, food and beverage revenue and other hotel-related revenue.</p>	<p>Principal Audit Procedures performed included the following:</p> <ul style="list-style-type: none"> • Tested the Company’s revenue recognition accounting policies and its compliance with Ind AS 115. • Tested design, implementation and operating effectiveness of the controls, assisted by IT specialists, of the revenue recognition process.



S. No..	Key Audit Matters	Auditor's Response
	<p>The accounting policies for the different revenue streams are set out in Note No. 1(iii) to the financial statements.</p> <p>Revenue is a key performance indicator of the Company and there is risk of overstatement of revenue due to fraud resulting from pressure to achieve targets and earnings expectations. Based on the above we have identified revenue recognition as a Key Audit Matter.</p>	<ul style="list-style-type: none"> Tested the general information technology controls and key application controls surrounding revenue recognition. Tested on a sample basis revenue recognized in the correct financial period by tracing it to invoices, receipts, etc. Tested the adequacy of disclosures relating to the Revenue recognition in the financial statements. Performed substantive analytical procedures including year on year variance analysis and cash to sales reconciliation for the financial year.
2	<p>Revaluation of Freehold Land and Building</p> <p>During the year, the Company has revalued its freehold lands and resort building.</p> <p>The revaluation is based on the circle rate issued by the administrative authority.</p> <p>Based on the value of its impact on financial statements it is considered a key audit matter.</p>	<p>Principal Audit Procedures performed included the following:</p> <ul style="list-style-type: none"> Evaluating the process and methodology used by the management to perform the revaluation. Testing the data inputs and assumptions used in the revaluation model, including relevant market data. Evaluating the work of external valuation specialists, including the assumptions and criteria applied. Reviewing the disclosures in the financial statements regarding the valuation methodologies and assumptions used.
3	<p>Accounting and disclosure of Leasehold Land</p> <p>The Company has obtained certain parcels of land on long-term lease from the government which are used for its core operations.</p> <p>Due to the judgments involved in determining the lease term and material impact on the financial statements, we consider this a key audit matter.</p>	<p>Principal Audit Procedures performed included the following:</p> <ul style="list-style-type: none"> Assessing the design, implementation, and operating effectiveness of key internal controls over lease accounting, including management's review processes for lease classification, expense accruals, and reconciliations with lessor. Evaluating management's judgments regarding lease classification by inspecting the lease agreements to determine compliance with criteria for operating or finance lease classification. Checked compliance of lease-related disclosures in the financial statements with Ind AS 116, especially relating to lease term, ROU asset values, and depreciation/amortization policies.

Information Other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises of the information included in the Management Discussion and Analysis, Draft Board's Report including Annexures to the said Board's Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

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 Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the other accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation



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

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

Materiality is the magnitude of misstatements in the financial statements that, individually or in the 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 (i) in 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.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of section 143(11) of the Act, we give in "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Financial Statements have been kept so far as it appears from our examination of those books

- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules 2015, as amended
- e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 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 with reference to the financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to the financial statements.
- g) With respect to the other matter to be included in the Auditor's Report in accordance with the requirement of section 197(16) of the Act, 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 read with Schedule V to 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, as amended in our opinion and to



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the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigation which would impact its financial position;
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding,

whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Party or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (c) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations provided under (a) and (b) above, contain any material misstatement.

- v. The Company has not declared or paid any dividend during the year and has not proposed any dividend for the year.
- vi. Based on our examination, which includes test checks, it is observed that the company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all the relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **Khandelwal & Mehta LLP**
Chartered Accountants
Firm Regn. No. W100084

Sunil Khandelwal
(Partner)

Place: Mumbai M. No.: 101388
Date : 17th May 2025 UDIN: 25101388BMNVNH3069

ANNEXURE – ‘A’ TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF RAS RESORTS & APART HOTELS LIMITED

Statement on the matters specified in paragraphs 3 and 4 of the Companies (Auditor’s Report) Order, 2020 (“the Order”), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013 (“the Act”) to the extent applicable.

- i) In respect of its Property, Plant and Equipment
 - a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property Plant and Equipment.
 - (B) The Company does not have any intangible assets and hence reporting under clause 3(i)(a)(B) of the Order is not applicable.
 - b) No such verification was carried out during the year. In the absence of physical verification, we are unable to comment on the reasonableness of the system of verification or whether there are any material discrepancies in respect of the Property, Plant and Equipment.
 - c) Based on our examination of the title deeds and property tax receipts for immovable properties provided to us, we report that, the title deeds of immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under property, plant and equipment are held in the name of the Company as at the balance sheet date. Further, as informed by the management, title deeds of Freehold Land - Silvassa 134/1 (₹ 82,28,000) and Freehold Land - Silvassa 128/(P)(1) (₹ 50,33,600) are in possession of bank and the same have been verified through copies available with the management.
 - d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year except for assets comprising

‘Freehold Land’ and ‘Building’ (see Note 3 in the financial statements).

The aforesaid revaluation is based on the valuation performed by a Registered Valuer and the amount of net change was less than 10% in the aggregate of the net carrying value of Freehold Land and Building as a class of Property, Plant and Equipment.

- e) No proceedings have been initiated during the year or are pending against the Company as at 31st March, 2025 for holding any benami property under the Prohibition of Benami Transactions Act, 1988 (45 of 1988) and Rules made thereunder. The Company does not hold any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.
- ii) a) According to the information and explanations given to us, the Company does not have any inventories. Hence, reporting under clause 3(ii)(a) of the Order is not applicable.
- b) The Company has not been sanctioned any working capital limits in excess of Rupees five crores, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii) According to the information and explanations given to us and on the basis of our examination of books of account, during the year the Company has not made investments in, granted loans or advances, provided any guarantee or security to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, reporting under clause 3(iii) of the Order is not applicable.
- iv) The Company has not granted loans, made investments or provided any guarantees or securities to parties covered under section 185 and 186 of the Act. Accordingly, reporting under clause 3(iv) of the order is not applicable.
- v) The company has neither accepted deposits from the public nor accepted any amounts



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which are deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Rules made thereunder. Hence, reporting under clause 3(v) of the Order is not applicable.

- vi) According to information and explanations given to us and on the basis of our examination of books of accounts, the Company is not required to maintain cost records pursuant to the Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under Section 148(1) of the Act.
- vii) a) According to the records of the Company, undisputed statutory dues including Provident Fund, Employee's State Insurance, Sales Tax, Income Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Goods and Service Tax, Cess and other statutory dues have been regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of aforesaid dues were outstanding as at 31st March, 2025 for a period of more than six months from the date it became payable.
- b) According to the records of the Company and information and explanations given to us and the records of the Company examined by us, there are no pending dues to be deposited of income tax, sales tax or service tax or duty of customs or duty of excise or value added tax on account of any disputes.
- viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix) a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- c) During the year the Company has not obtained any Term Loan hence reporting

under clause 3(ix) c of the order is not applicable

- d) The funds raised on a short-term basis have not been utilized for long-term purposes.
- e) The Company does not have any subsidiaries, associates or joint ventures. hence, reporting under clause 3(ix)(e) of the order is not applicable
- f) The Company does not have any subsidiaries, associates or joint ventures. hence, reporting under clause 3(ix)(f) of the order is not applicable
- x) a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x) (a) of the order is not applicable.
- b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) and hence reporting under clause 3(x)(b) of the order is not applicable.
- xi) a) According to the information and explanations given to us, no material fraud by the Company or on the Company has been noticed or reported during the year.
- b) During the year, no report under sub-section (12) of section 143 of the Act has been filed by the Cost Auditor or Secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c) According to the information and explanations given to us, during the year, no whistle-blower complaint was received by the Company.
- xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- xiii) In our opinion, the Company is in compliance with sections 177 and 188 of the Act, where applicable, for all transactions with related parties and details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

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- xiv) a) In our opinion, the Company has an adequate internal audit system commensurate with the size and nature of its business.
- b) The internal audit report of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- xv) In our opinion, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. Hence, reporting under clause 3(xv) of the order is not applicable.
- xvi) a) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 45- IA of Reserve Bank of India Act, 1934. Therefore, reporting under clause 3(xvi) (a) of the order is not applicable.
- b) The Company has not conducted any Non - Banking Financial or Housing Finance activities and is not required to obtain CoR for such activities from the Reserve Bank of India. Accordingly, reporting under clause 3(xvi)(b) of the Order is not applicable.
- c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, reporting under clause 3(xvi) (c) of the Order is not applicable.
- d) As represented by the management, the Group does not have more than one Core Investment Company (CIC) as part of the Group as per the definition of Group contained in the Core Investment Companies. Accordingly, reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii) The Company has not incurred any cash loss in the financial year and the immediately preceding financial year.
- xviii) There has been no resignation of the statutory auditors of the Company during the year.
- Therefore, reporting under clause 3(xviii) of the order is not applicable.
- xix) On the basis of the financial ratios disclosed in Note 41 to the Financial Statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Financial Statements and our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.
- xx) According to the information and explanations given to us and based on our examination of the records of the Company, there is no unspent amount which is required to be transferred to any Fund Specified in Schedule VII to the Companies Act or to a Special account in compliance with the provisions of Sub-section (6) of Section 135 of the said Act.

For **Khandelwal & Mehta LLP**
Chartered Accountants
Firm Regn. No. W100084

Sunil Khandelwal
(Partner)

Place: Mumbai M. No.: 101388
Date : 17th May 2025 UDIN: 25101388BMNVNH3069



RAS RESORTS AND APART HOTELS LIMITED

ANNEXURE – ‘B’ TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF RAS RESORTS & APART HOTELS LIMITED

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

We have audited the internal financial controls with reference to Ind AS Financial Statements of **Ras Resorts and Apart Hotels Limited** (“the Company”) as of 31st March, 2025 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 the 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 Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to the financial statements 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”), issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Act, 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 with reference to the financial statements were 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 with reference to the financial statements and their operating effectiveness. Our audit of internal financial controls with reference to the financial statements included obtaining an understanding of internal financial controls with reference to the financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to the financial statements

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

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provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to these financial statements

Because of the inherent limitations of internal financial controls with reference to the financial statements, 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 with reference to the financial statements to future periods are subject to the risk that the internal financial control with reference to the financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements were operating effectively as at March 31, 2025, 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).

For Khandelwal & Mehta LLP
Chartered Accountants
Firm Regn. No. W100084

Sunil Khandelwal
(Partner)

Place: Mumbai
Date : 17th May 2025

M. No.: 101388
UDIN: 25101388BMNVNH3069





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BALANCE SHEET AS AT 31ST MARCH, 2025

Particulars	Notes	As at 31 st March, 2025 (₹ in thousand)	As at 31 st March, 2024 (₹ in thousand)
A ASSETS			
I Non-Current Assets			
Property, plant and equipment	3	261,452.12	279,606.96
Right to Use Assets	3a	58.99	106.18
Financial Assets:			
Other financial assets	4	4,267.39	5,369.86
Other Non Current assets	5	1,297.57	1,713.63
Total Non-Current Assets		267,076.07	286,796.63
II Current Assets			
Financial Assets:			
Trade receivables	6	9,623.05	11,259.07
Cash and cash equivalents	7	15,935.86	7,196.90
Bank balances other than above	8	304.65	-
Other financial assets	9	3,357.44	3,875.37
Other current assets	10	3,054.00	4,425.15
Total Current Assets		32,275.00	26,756.49
TOTAL ASSETS		299,351.07	313,553.12
B EQUITY AND LIABILITIES			
I Equity			
Equity share capital	11	39,697.43	39,697.43
Other equity	12	151,912.56	155,607.20
Total Equity		191,609.99	195,304.63
Liabilities			
II Non-Current Liabilities			
Financial Liabilities			
Borrowings	13	6,698.91	11,537.19
Lease Liabilities		14.71	69.50
Other financial liabilities	14	11,569.83	12,492.59
Deferred tax Liability (Net)	15	27,562.97	31,975.44
Provisions	16	675.99	1,792.48
Other non-current liabilities	17	3,608.64	3,740.32
Total Non-Current Liabilities		50,131.05	61,607.52
III Current Liabilities			
Financial Liabilities :			
Borrowings	18	30,834.59	27,687.61
Lease Liabilities		54.79	48.82
Trade payables	19	12,639.45	15,773.86
Other financial liabilities	20	4,636.66	6,872.57
Other current liabilities	21	5,614.61	2,524.31
Provisions	22	3,829.93	3,733.80
Total Current Liabilities		57,610.03	56,640.97
Total Liabilities		107,741.08	118,248.49
TOTAL EQUITY AND LIABILITIES		299,351.07	313,553.12
Significant accounting policies	1 to 2		
The accompanying notes form an integral part of the Financial Statements	3 to 41		

As per our attached report of even date
For **KHANDELWAL & MEHTA LLP**
Chartered Accountants
Firm Regn. No. W100084

SUNIL KHANDELWAL
Partner
Membership No. 101388

Mumbai, 17th May, 2025

For and on behalf of the Board

NALINI SHEWAKRAMANI

Executive Director

MAITRI SAGAR GALA

Company Secretary

VISHAMBER SHEWAKRAMANI

Managing Director & CFO

Mumbai, 17th May, 2025

41st ANNUAL REPORT 2024-25



STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31ST MARCH, 2025

	Notes	For the year ended 31 st March 2025 (₹ in thousand)	For the year ended 31 st March 2024 (₹ in thousand)
INCOME			
I Revenue from operations	23	129,736.10	131,183.99
II Other income	24	2,534.56	1,815.51
III Total income (I+II)		132,270.66	132,999.50
IV EXPENSES			
Cost of sales	25	2,285.77	4,732.36
Employee benefits expense	26	10,679.98	10,587.44
Finance costs	27	5,025.79	5,741.67
Depreciation	28	5,434.76	5,475.79
Other expenses	29	104,217.83	103,505.89
Total expenses (IV)		127,644.13	130,043.15
V Profit/(loss) before exceptional item and tax (III-IV)		4,626.53	2,956.35
VI Exceptional Items		-	-
VII Profit/(loss) before tax (V-VI)		4,626.53	2,956.35
VIII Tax Expense:			
(1) Current tax		-	-
(2) Deferred tax		1,328.21	1,126.06
(3) Earlier year taxes		23.64	-
IX Profit/(loss) for the year (VII-VIII)		3,274.68	1,830.29
X OTHER COMPREHENSIVE INCOME/(EXPENSE)- (OCI):			
Items that will not be reclassified to profit or loss			
1. Re-measurement gains / (losses) on defined benefit plans		213.57	230.47
2. Revaluation Reserve (OCI)		(12,923.57)	(42,514.44)
3. Income tax effect on above		5,740.68	12,868.16
Total other comprehensive income (OCI) for the year, net of tax expense		(6,969.32)	(29,415.81)
TOTAL COMPREHENSIVE INCOME / (EXPENSE) FOR THE YEAR (IX+X)		(3,694.64)	(27,585.52)
Earnings per equity shares (Face Value of ₹10/- each)			
Basic and Diluted earnings per share	30	0.82	0.46
Significant accounting policies	1 to 2		
The accompanying notes form an integral part of the Financial Statements	3 to 41		

As per our attached report of even date
For **KHANDELWAL & MEHTA LLP**
Chartered Accountants
Firm Regn. No. W100084

SUNIL KHANDELWAL
Partner
Membership No. 101388

Mumbai, 17th May, 2025

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Company Secretary

VISHAMBER SHEWAKRAMANI

Managing Director & CFO

Mumbai, 17th May, 2025



RAS RESORTS AND APART HOTELS LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2025

	Year ended 31.03.2025		Year ended 31.03.2024	
	(₹ in thousand)	(₹ in thousand)	(₹ in thousand)	(₹ in thousand)
(A) CASH FLOW FROM OPERATING ACTIVITIES:				
Profit/(Loss) before tax		4,626.53		2,956.35
Adjustments for :				
Depreciation	5,434.76		5,475.79	
Re-measurement gains / (losses) on defined benefit plans	213.57		230.47	
Interest Expense	3,487.93		4,639.55	
Profit/ Loss on sale of assets	-		-	
Sundry balance W/off/Back (Net)	(139.44)		48.98	
Interest Income	(13.38)	8,983.44	(79.20)	10,315.59
Operating profit before working capital changes		13,609.97		13,271.94
Adjustments for :				
Increase /(Decrease) of Financial Liabilities	(3,207.49)		(3,493.38)	
Increase /(Decrease) of Non-Financial Liabilities	1,938.29		(1,536.59)	
Decrease / (Increase) of Financial Assets	68.90		(506.48)	
Decrease / (Increase) of Non-Financial Assets	160.44		1,977.14	
Decrease / (Increase) of Trade Receivables	1,775.46		840.60	
(Decrease) / Increase of Trade Payables	(3,134.40)		5,933.36	
		(2,398.80)		3,214.65
Cash Generated from Operations		11,211.17		16,486.59
Income Tax Paid		1,603.13		(1,679.78)
Net cash from Operating Activities (A)		12,814.30		14,806.81
(B) CASH FLOW FROM INVESTING ACTIVITIES:				
Purchases of fixed assets	(156.30)		(1,772.77)	
Sale of fixed Asset	-		-	
Fixed Deposit Maturity Proceeds(Investments in Fixed Deposit)	1,246.84		(71.63)	
Interest received	13.38	1,103.92	79.20	(1,765.20)
Net cash used in Investing activities (B)		1,103.92		(1,765.20)

41st ANNUAL REPORT 2024-25



CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2025

	Year ended 31.03.2025		Year ended 31.03.2024	
	(₹ in thousand)	(₹ in thousand)	(₹ in thousand)	(₹ in thousand)
(C) CASH FLOW FROM FINANCING ACTIVITIES:				
Nett Borrowings		(1,691.32)		(3,188.25)
Divident paid to IEPF		-		(104.23)
Interest Paid on borrowings		(3,487.94)		(4,639.55)
Net cash from Financing Activities	(C)	(5,179.26)		(7,932.03)
NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS (A+B+C)		8,738.96		5,109.58
CASH & CASH EQUIVALENTS AS AT 1 st APRIL,2024 (Opening Balance)		7,196.90		2,087.32
CASH & CASH EQUIVALENTS AS AT 31.03.2025 (CLOSING)		15,935.86		7,196.90



As per our attached report of even date
For **KHANDELWAL & MEHTA LLP**
Chartered Accountants
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SUNIL KHANADELWAL
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Mumbai, 17th May, 2025

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Executive Director

MAITRI SAGAR GALA

Company Secretary

VISHAMBER SHEWAKRAMANI

Managing Director & CFO

Mumbai, 17th May, 2025



RAS RESORTS AND APART HOTELS LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31ST MARCH, 2025

1. Equity share capital

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
	(₹ in thousand)	(₹ in thousand)
Balance at the beginning of the year	39,647.43	39,647.43
Changes in equity share capital during the year	-	-
Balance at the end of the year	39,647.43	39,647.43

2. Other Equity

(₹ in thousand)

Particulars	Reserves and Surplus						Total Other Equity
	Capital Reserve	Securities Premium	Revaluation Reserve	General Reserve	Retained Earnings	FVTOCI (reimbursement of Defined benefit Plan)	
Balance as at 1 April 2023	2,585.50	752.40	151,389.48	2,100.00	25,624.00	741.34	183,192.72
Profit/(loss) for the year	-	-	-	-	1,830.29	-	1,830.29
Other comprehensive income/(loss)	-	-	(42,514.44)	-	-	230.47	(42,283.97)
Total comprehensive income/(loss)	-	-	(42,514.44)	-	1,830.29	230.47	(40,453.68)
Depreciation on Revalued Building	-	-	(671.62)	-	671.62	-	-
Income Tax effect on Above	-	-	12,926.17	-	-	(58.01)	12,868.16
Balance as at 31 March 2024	2,585.50	752.40	121,129.59	2,100.00	28,125.91	913.80	155,607.20
Profit/(loss) for the year	-	-	-	-	3,274.68	-	3,274.68
Other comprehensive income/(loss)	-	-	(12,923.57)	-	-	213.57	(12,710.00)
Total comprehensive income/(loss)	-	-	(12,923.57)	-	3,274.68	213.57	(9,435.32)
Depreciation on Revalued Building	-	-	(671.62)	-	671.62	-	-
Income Tax effect on Above	-	-	5,794.43	-	-	(53.75)	5,740.68
Balance as at 31 March 2025	2,585.50	752.40	113,328.83	2,100.00	32,072.21	1,073.62	151,912.56

Capital reserve : Central Investment Subsidy granted by the Government is credited to "Capital Reserve".

As per our attached report of even date
For **KHANDELWAL & MEHTA LLP**
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SUNIL KHANDELWAL
Partner
Membership No. 101388

Mumbai, 17th May, 2025

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Executive Director

MAITRI SAGAR GALA

Company Secretary

VISHAMBER SHEWAKRAMANI

Managing Director & CFO

Mumbai, 17th May, 2025

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025

CORPORATE INFORMATION

RAS RESORTS AND APART HOTELS LIMITED (“the Company”) is a public limited company, incorporated and domiciled in India having its registered office at Rosewood Chambers,99/C, Tulsiwadi, Tardeo, Mumbai – 400 034 Maharashtra, India. The equity shares of the Company are listed on BSE Limited. The Company is primarily engaged in the business of owning, operating hotel and resort.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(i) Basis of preparation:

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (“the Act”) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act. The financial statements have been prepared on the historical cost basis except for certain financial assets and liabilities and land and building, which are measured at fair value.

Current Assets do not include elements which are not expected to be realised within 1 year and Current Liabilities do not include items which are due after 1 year, the period of 1 year being reckoned from the reporting date.

(ii) Fair value measurement

The Company’s accounting policies and disclosures require the measurement of fair values for financial assets and liabilities.

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

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

- Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

(iii) Revenue Recognition:

Revenue is measured at the fair value of the consideration received or receivable. Revenue comprises sale of rooms, food and beverages and allied services relating to hotel operations.

Revenue is recognized upon rendering of the service, provided pervasive evidence of an arrangement exists, tariff / rates are fixed or are determinable and collectability is reasonably certain. Revenue from rendering of services is net of Indirect taxes, returns and discounts.

Non-refundable deposits received under a time-share scheme are stated at fair value and recognized as revenue over the tenure of the scheme.

Interest income is recognized on accrual basis on time proportion basis using effective interest rate.

Dividend income is accounted when right to receive is established.

**RAS RESORTS AND APART HOTELS LIMITED****NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025****(iv) Property, Plant and Equipment:****Recognition and measurement:**

Items of property, plant and equipment other than Land and Building are measured at cost less accumulated depreciation and impairment, if any. Land and Building are revalued and are carried as per revaluation model. The cost of property, plant and equipment includes purchase price, including freight, duties, taxes and expenses incidental to acquisition and installation. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Property, plant and equipment are derecognized from financial statements, either on disposal or when no economic benefits are expected from its use or disposal. The gain or losses arising from disposal of property, plant and equipment are recognized in the Statement of Profit and Loss in the year of occurrence.

Subsequent expenditures:

Subsequent expenditures related to an item of property, plant and equipment are added to its carrying value only when it is probable that the future economic benefits from the asset will flow to the Company and cost can be reliably measured. All other repair and maintenance costs are recognized in the Statement of Profit and Loss during the year in which they are incurred.

Capital-Work-In-Progress

Capital work-in progress comprises outstanding advances paid to acquire fixed assets, and the cost of fixed assets that are not ready for their intended use at the balance sheet date.

Depreciation:

Depreciation is provided on all property, plant and equipment on straight-line method in the manner and useful life prescribed in Schedule II of the Companies Act, 2013. Depreciation on additions/deletion is provided on pro-rata basis with reference to the date of addition/deletion as the case may be.

Depreciation on revaluation amount of building is provided against Revaluation Reserve.

Company has adopted cost model for all class of items of Property Plant and Equipment except for Land and Building, for which company has adopted Revaluation Model.

(v) Impairment of Non-Financial Assets:

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's or cash generating unit's (CGU) fair value less costs of disposal and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. If such recoverable amount of the asset or cash generating unit is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the Balance Sheet date there is any indication that any impairment loss recognized for an asset in prior years may no longer exist or may have decreased, the recoverable amount is reassessed and such reversal of impairment loss is recognized in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025

(vi) **Assets taken on Lease:**

Operating Lease

A Lease in which a significant portion of the risks and rewards of ownership are not transferred to the Company is classified as operating lease. Payments made under operating lease are charged to the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with the expected general inflation to compensate for the lessor's expected inflationary cost increases.

Lease deposits given are financial instruments (financial assets) and need to be measured at fair value on initial recognition. The difference between the fair value and the value of deposits is considered as prepaid rental expenses and recognized over the lease term on a straight line basis. Unwinding of discount is treated as interest income for deposit given and is accrued as per the effective interest rate method.

(vii) **Financial Instruments:**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial Assets

Initial recognition and measurement

The Company recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets are recognized initially at fair value plus transaction costs that are directly attributable to the acquisition of the financial asset.

Subsequent measurement

For the purpose of subsequent measurement, the financial assets are classified as under:

i) Financial assets at amortised cost

A financial asset is measured at the amortised cost, if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. Interest income from these financial assets is included in other income using the EIR in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

ii) Financial assets at fair value through other comprehensive income (FVTOCI)

Financial assets are classified as FVTOCI, if both of the following criteria are met:

- These assets are held within a business model whose objective is achieved both by collecting contractual cash flows and selling the financial assets; and



RAS RESORTS AND APART HOTELS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025

- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Fair value movements are recognised in the other comprehensive income (OCI), except for the recognition of impairment gains or losses, interest income and foreign exchange gains or losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to Profit or Loss and recognised in other income/(loss).

iii) Financial assets at fair value through profit or loss (FVTPL)

Financial assets that do not meet the criteria for amortized cost or FVTOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is recognized in profit or loss and presented net in the Statement of Profit and Loss within other income in the period in which it arises.

iv) Equity instruments

All equity instruments are measured at fair value. Equity instruments which are for trading are classified as FVTPL. All other equity instruments are measured at fair value through other comprehensive income (FVTOCI). The classification is made on initial recognition and is irrevocable.

Where the Company’s management has elected to present fair value gains and losses on equity instruments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognized in profit and loss when the Company’s right to receive payments is established.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

Impairment of financial assets

The Company applies ‘simplified approach’ for recognition of impairment loss on financial assets for loans, deposits and trade receivables.

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime Expected Credit Loss at each reporting date, right from its initial recognition.

De-recognition

A financial asset is derecognized when:

- the rights to receive cash flows from the assets have expired or
- the Company has transferred substantially all the risk and rewards of the asset, or
- the Company has neither transferred nor retained substantially all the risk and rewards of the asset, but has transferred control of the asset.

Financial Liabilities

• Initial recognition and measurement

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

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025

- **Subsequent measurement**


Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. For trade and other payables maturing within operating cycle, the carrying amounts approximate the fair value due to short maturity of these instruments.

- **Loans and borrowings**

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using Effective Interest Rate (EIR) method. Gain and losses are recognized in the Statement of Profit and Loss when the liabilities are derecognized.

Amortised cost is calculated by taking into account any discount or premium on acquisition and transaction costs. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

- **Derecognition**

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss. 

- **Offsetting financial instruments**

Financial assets and financial liabilities are offset and the net amount is reflected in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

(viii) Inventories:

Stock of food and beverages and stores and operating supplies are carried at the lower of cost (computed on a Weighted Average basis) or net realisable value. Cost includes the fair value of consideration paid including duties and taxes (other than those refundable), inward freight, and other expenditure directly attributable to the purchase. Trade discounts and rebates are deducted in determining the cost of purchase.

(ix) Taxes:

The tax expense comprises current and deferred tax. Tax is recognized in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity or in OCI.

i. Current Tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantially enacted at the reporting date.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.



RAS RESORTS AND APART HOTELS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025

ii. Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities for financial reporting purpose and the amount used for taxation purposes.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences can be utilised. The carrying amount of deferred tax asset is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

(x) Employee benefits:

Short term employee benefits:

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognized as an expense during the period when the employees render the services.

Defined contribution plans:

The Company's contribution to Provident Fund, Pension, Superannuation and Employees State Insurance Contribution are considered as defined contribution plans, as the Company does not carry any further obligations apart from the contribution made to the respective fund/scheme and are charged as an expense based on the amount of contribution required to be made.

Defined benefit plans:

The liability recognized in the balance sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period. The defined benefits obligation is calculated annually by actuaries using the projected unit credit method.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gain and losses arising from experience adjustments, changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income (OCI). They are included in retained earnings in the statement of change in equity and in the balance sheet.

(xi) Borrowing Costs:

Borrowing costs attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025

All other borrowing costs are recognized as expense in the period in which these are incurred.

(xii) Cash and Cash Equivalents:

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand, demand deposit and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

(xiii) Provisions & Contingent Liabilities:

The Company recognizes a provision when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

(xiv) Earnings per share

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

For the purpose of calculating diluted earnings per share, the net profit / (loss) for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(xv) Dividend

Dividend to the equity shareholders is recognized as a liability in the Company's financial statements in the period in which the dividend is approved by the shareholders.

2. USE OF ESTIMATES AND JUDGEMENTS

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, income, expenses and disclosures of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Estimates and underlying assumptions are reviewed at each reporting date. Any revision to accounting estimates and assumptions are recognised prospectively i.e. recognised in the period in which the estimate is revised and future periods affected.

(i) Recognition and measurement of defined benefit obligations

The cost of defined benefit plans and the present value of the defined benefit obligation are based on actuarial valuations using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of discount rate, future salary increase and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.



RAS RESORTS AND APART HOTELS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025

(ii) Fair value measurement of financial instruments

When the fair values of the financial assets and liabilities recorded in the balance sheet cannot be measured based on the quoted market prices in active markets, their fair value is measured using valuation techniques. The inputs to these models are taken from the observable market, where possible, but where this is not feasible, a review of judgement is required in establishing fair values. Changes in assumptions relating to these assumptions could affect the fair value of financial instruments.

(iii) Deferred taxes

Deferred tax is recorded on temporary differences between tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profit during the periods in which those temporary differences and the tax loss carry forwards become deductible. The Company considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of deferred tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry forward periods are reduced.





NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

NOTE 3: PROPERTY PLANT AND EQUIPMENTS

Sr. No.	Particulars	Useful Life (Years)	GROSS BLOCK				DEPRECIATION				NET BLOCK		
			Cost as at 01.04.2024	Additions during the year	Deductions during the year	Revaluation	Total as at 31.03.2025	Cost as at 01.04.2024	For the Year	Deductions during the year	Total as at 31.03.2025	As at 31.03.2025	As at 31.03.2024
	TANGIBLE ASSETS												
1	FREEHOLD LAND AND LAND DEVELOPMENT (Notes 'A', 'B' & 'C' Below)	0	171,155.84	-	-	8,228.00	162,927.84	-	-	-	-	162,927.84	171,155.84
2	BUILDINGS (Note 'B' below)	60	98,205.59	-	-	4,695.57	93,510.02	14,497.10	2,049.29	-	16,546.39	76,963.63	83,708.49
3	PLANT AND MACHINERY	15	28,106.74	-	-	-	28,106.74	9,865.44	1,773.60	-	11,639.04	16,467.70	18,241.30
4	WATER SUPPLY SYSTEM	15	979.38	-	-	-	979.38	448.71	66.15	-	514.86	464.52	530.67
5	FURNITURE & FIXTURES	8	8,464.73	-	-	-	8,464.73	5,216.65	778.20	-	5,994.85	2,469.88	3,248.08
6	OFFICE AND OTHER EQUIPMENT	8	125.79	69.74	-	-	195.53	80.37	19.85	-	100.22	95.31	45.42
7	COMPUTERS	3	1,130.02	86.56	-	-	1,216.58	983.15	75.59	-	1,058.74	157.84	146.87
8	VEHICLES	8	7,847.73	-	-	-	7,847.73	5,317.44	624.89	-	5,942.33	1,905.40	2,530.29
	TOTAL		316,015.82	156.30	-	12,923.57	303,248.55	36,408.86	5,387.57	-	41,796.43	261,452.12	279,606.96

NOTES:

- Freehold Land and Land Development includes cost of land development on leasehold land in respect of which lease rent is paid by the Company.
- Gross Block of Freehold Land and Land Development as at 31.03.2025 includes addition on revaluation of Land Rs. 121,314.99/- and Building Rs. 30823.00.
- The company has adopted cost model except for Land and Building for which revaluation model is followed.
- The company has revalued its Land and Building as at 31st March 2025.
- Building cost includes cost of construction of hotel premises built on leasehold land.
- The resort property has been constructed on freehold and lease hold land adjacent to each other, the lease period of land is upto 2035 and the lease can be renewed for a further period of upto 49 years.
- Refer to Note 13 for information on property, plant and equipment pledged as security by the Company.

NOTE 3A: RIGHT OF USE ASSETS

Particulars	GROSS CARRYING AMOUNT			DEPRECIATION / AMORTISATION			NET CARRYING AMOUNT			
	As at 01.04.2024	Additions during the year	Deductions/ Adjustments during the year	As at 31.03.2025	Revaluation	As at 01.04.2024	Provided during the year	On Deductions/ Adjustments	As at 31.03.2025	As at 31.03.2024
RIGHT OF USE ASSETS - BUILDING	200.57	-	-	200.57	-	94.39	47.19	-	141.58	106.18
TOTAL	200.57	-	-	200.57	-	94.39	47.19	-	141.58	106.18

NOTE : The company lease includes lease of office & land. The lease agreement are in the name of the company. The company have not recognised ROU asset on leasehold land of silvassa hotel property.



RAS RESORTS AND APART HOTELS LIMITED

NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

Particulars	As at 31 March 2025 (₹ in thousand)	As at 31 March 2024 (₹ in thousand)
NOTE - 4: OTHER FINANCIAL ASSETS (NON- CURRENT)		
(Unsecured, considered good)		
a. Security Deposits To Related Parties	4,009.37	3,572.24
b. Security Deposits To Others	258.02	100.80
c. Loan To Staff	-	145.32
d. Fixed Deposit with Bank with original maturity more than 12 months	-	1,551.50
TOTAL	4,267.39	5,369.86
NOTE - 5: OTHER ASSETS (NON- CURRENT)		
Prepaid Rent	-	416.06
Capital Advance	1,297.57	1,297.57
TOTAL	1,297.57	1,713.63
NOTE - 6: TRADE RECEIVABLES:		
Trade receivables outstanding for a period less than six months from due date (Unsecured, considered good)	9,623.05	11,259.07
TOTAL	9,623.05	11,259.07

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 months - 1 year	1-2 yrs	2-3 yrs	More than 3 yrs	
As at 31st March 2025						
Undisputed Trade Receivables considered good	6,093.50	1,196.47	1,331.84	885.04	116.20	9,623.05
Undisputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade Receivables credit impaired	-	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade Receivables credit impaired	-	-	-	-	-	-
Total	6,093.50	1,196.47	1,331.84	885.04	116.20	9,623.05

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NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 months - 1 year	1-2 yrs	2-3 yrs	More than 3 yrs	
As at 31st March 2024						
Undisputed Trade Receivables considered good	8,740.56	767.61	1,589.09	161.81	-	11,259.07
Undisputed Trade Receivables which have significant increase in credit risk						
Undisputed Trade Receivables credit impaired						
Disputed Trade Receivables considered good						
Disputed Trade Receivables which have significant increase in credit risk						
Undisputed Trade Receivables credit impaired						
Total	8,740.56	767.61	1,589.09	161.81	-	11,259.07

Particulars	As at 31 March 2025 (₹ in thousand)	As at 31 March 2024 (₹ in thousand)
NOTE - 7: CASH AND BANK BALANCES:		
Cash on hand	318.61	1,197.47
Balances with Scheduled banks :		
In Current Accounts	15,617.25	5,999.43
TOTAL	15,935.86	7,196.90
NOTE - 8: OTHER BANK BALANCES		
Deposits with maturity of more than 3 months but less than 12 months	304.65	-
TOTAL	304.65	-
NOTE - 9: OTHER FINANCIAL ASSET (CURRENT)		
(Unsecured, considered good)		
Receivable from Govt. Authorities*	3,357.44	3,357.44
Loan to Staff	-	663.25
Less: Non Current Portion of staff Loan	-	(145.32)
TOTAL	3,357.44	3,875.37

* Receivable from Dadra and Nagar Haveli administration for Land acquisition



RAS RESORTS AND APART HOTELS LIMITED

NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

Particulars	As at 31 March 2025 (₹ in thousand)	As at 31 March 2024 (₹ in thousand)
NOTE - 10: OTHER ASSET (CURRENT)		
Prepaid Expenses	848.76	951.40
Prepaid Rent	416.07	416.06
Advance Tax paid (Net of Provisions)	1,142.34	2,769.11
Advances to Vendors	304.80	109.21
Balance with Govt Authorities	342.03	179.37
TOTAL	<u>3,054.00</u>	<u>4,425.15</u>

NOTE - 11: SHARE CAPITAL

Authorised

10,000,000 (P.Y. 10,000,000) Equity Shares of ₹ 10/- each	100,000.00	100,000.00
2,00,000 (P.Y. 2,00,000) Cumulative Redeemable Preference Shares of ₹ 100 each	20,000.00	20,000.00
	<u>120,000.00</u>	<u>120,000.00</u>

Issued, Subscribed and Paid-up

39,69,743 (P.Y. 39,69,743) Equity Shares of ₹ 10/- each fully paid-up	39,697.43	39,697.43
TOTAL	<u>39,697.43</u>	<u>39,697.43</u>

Reconciliation of Equity Share Capital :

	Equity Shares			
	As at 31 March 2025		As at 31 March 2024	
	Number	(₹ in thousand)	Number	(₹ in thousand)
Shares outstanding at the beginning of the year	3,969,743	39,697.43	3,969,743	39,697.43
Shares Issued during the year	-	-	-	-
Shares outstanding at the end of the year	<u>3,969,743</u>	<u>39,697.43</u>	<u>3,969,743</u>	<u>39,697.43</u>

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NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

Shareholding above 5%

Name of Shareholder	As at 31 March 2025		As at 31 March 2024	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Rahul Shewakramani Jointly with Nalini Shewarkamani	206,000	5.19%	206,000	5.19%
Gautam Shewakramani	206,000	5.19%	206,000	5.19%
Vishamber Shewakramani	1,825,800	53.80%	1,130,612	36.29%
Vishamber Shewakramani Jointly with Nalini Shewakramani	310,000		310,000	
Nalini Shewakramani	359,150	9.05%	359,150	9.05%
Tekchand Shewakramani Jointly with Vishamber Shewakramani	-	0.00%	695,188	17.51%

Details of the rights, and restrictions attaching to each class of shares:

Equity Shares: The Company has one class of equity shares having a par value of ₹ 10/- per share. Each share holder is eligible for one vote per share held. In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the Company in proportion to share holding.

Equity Shares held by promoters at the end of the year

Name of Shareholder	As at 31 March 2025		As at 31 March 2024		% Change during the year
	No. of Shares held	% of Holding	No. of Shares held	% of Holding	
Rahul Shewakramani Jointly with Nalini Shewarkamani	206,000	5.19%	206,000	5.19%	0.00%
Gautam Shewakramani	206,000	5.19%	206,000	5.19%	0.00%
Vishamber Shewakramani	1,825,800	53.80%	1,130,612	36.29%	48.26%
Vishamber Shewakramani Jointly with Nalini Shewakramani	310,000		310,000		
Nalini Shewakramani	359,150	9.05%	359,150	9.05%	0.00%
Tekchand Shewakramani Jointly with Vishamber Shewakramani	-	0.00%	695,188	17.51%	-100.00%
Vishamber Shewakramani HUF	44,000	1.11%	44,000	6.33%	0.00%
	2,950,950		2,950,950		

As At	As at
31.03.2025	31.03.2024
(₹ in thousand)	(₹ in thousand)

NOTE - 12: RESERVES & SURPLUS:

a. Capital Reserves:

Opening Balance	2,585.50	2,585.50
Closing Balance	<u>2,585.50</u>	<u>2,585.50</u>

b. Securities Premium Account:

Opening Balance	752.40	752.40
Closing Balance	<u>752.40</u>	<u>752.40</u>



RAS RESORTS AND APART HOTELS LIMITED

NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

	<u>As at 31.03.2025 (₹ in thousand)</u>	<u>As at 31.03.2024 (₹ in thousand)</u>
c. Revaluation Reserve:		
Opening Balance	121,129.59	151,389.48
Add/(Less) Revaluation of Land	(12,923.57)	(42,514.44)
Less: Depreciation on Revalued Building	(671.62)	(671.62)
Add : Changes in deferred tax liability	5,794.43	12,926.17
Closing Balance	<u>113,328.83</u>	<u>121,129.59</u>
d. General Reserve		
Opening Balance	2,100.00	2,100.00
Closing Balance	<u>2,100.00</u>	<u>2,100.00</u>
e. FVTOCI		
Opening Balance	913.80	741.34
Add: Other Comprehensive Income	159.82	172.46
Closing Balance	<u>1,073.62</u>	<u>913.80</u>
f. Profit & Loss Account		
Opening balance	28,125.91	25,624.00
Add: Net Profit/(Net Loss) For the current year	3,274.68	1,830.29
Add: Inter Equity Transfer	671.62	671.62
Closing Balance	<u>32,072.21</u>	<u>28,125.91</u>
TOTAL (A+B+C+D+E)	<u>151,912.56</u>	<u>155,607.20</u>

NOTE - 13: LONG TERM BORROWINGS:

Secured

Term Loan from Bank	8,813.32	14,834.39
Less: Current Liability	(3,411.65)	(5,897.75)

(Secured by a equitable mortgage of hotel property at silvassa. Hypothecation of all current assets including construction material both present & future)

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NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

As at
31.03.2025
(₹ in thousand)

As at
31.03.2024
(₹ in thousand)

NOTE - 13: LONG TERM BORROWINGS (Contd.)

(Terms of Repayment)

(Ref. Note No- 20)

Year	9.00%	8.75%
2025-26	3,150,459	261,190
2026-27	3,085,428	
2027-28	1,886,075	
2028-29	430,168	

Other Loans & Advances

	1,297.24	2,600.55
TOTAL	6,698.91	11,537.19

NOTE - 14: OTHER FINANCIAL LIABILITY (NON - CURRENT)

Time Share - Refundable Deposit

Security Deposit

other Deposit

	473.96	423.37
	10,945.87	11,919.22
	150.00	150.00
TOTAL	11,569.83	12,492.59

NOTE - 15: DEFERRED TAX LIABILITY:

Deferred Tax Liability :

On Property Plant and Equipments	10,198.28	9,860.63
On Revaluation of Land and Building	20,496.60	26,291.03
On Re-measurements of defined benefit obligations	-	-
On fair Value of deposit accepted and given	87.62	112.17
On Interest income on unwinding of financial liability	-	-

Deferred Tax Assets :

On expenses allowed on payment basis	1,144.42	1,390.85
Deffer Tax Asset on c/f losses	2,075.11	2,897.54

Net Deferred Tax Liabilities

	27,562.97	31,975.44
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RAS RESORTS AND APART HOTELS LIMITED

NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

a) Movement in deferred tax balances

Movement in deferred tax during the period ended 31st March 2025

	Opening balance as at 01.04.2024	Recognised in profit or loss	Recognised in OCI/ Revaluation Reserve	Closing balance as at 31.03.2025
Property, plant and equipment	9,860.63	337.65	-	10,198.28
Revaluation of Land and Building	26,291.03	-	(5,794.43)	20,496.60
on Fair value of deposit accepted and given	112.17	(24.55)	-	87.62
Expenses that are allowed on payment basis	(1,390.85)	192.68	53.75	(1,144.42)
Deffer Tax Asset on c/f losses	(2,897.54)	822.43	-	(2,075.11)
Net deferred tax liability	31,975.44	1,328.21	(5,740.68)	27,562.97

Movement in deferred tax during the period ended 31 March, 2024

	Opening balance as at 01.04.2023	Recognised in profit or loss	Recognised in OCI/ Revaluation Reserve	Closing balance as at 31.03.2024
Property, plant and equipment	5,783.39	4,077.24	-	9,860.63
Revaluation of Land and Building	39,217.20	-	(12,926.17)	26,291.03
on Fair value of deposit accepted and given	118.41	(6.24)	-	112.17
Expenses that are allowed on payment basis	(1,047.54)	(401.32)	58.01	(1,390.85)
Deffer Tax Asset on c/f losses	(3,020.86)	123.32	-	(2,897.54)
Net deferred tax liability	41,050.60	3,793.00	(12,868.16)	31,975.44

b) Income tax recognised in profit or loss

	31.03.2025 (₹ in thousand)	31.03.2024 (₹ in thousand)
Current tax	-	-
Deferred tax	1,328.21	1,126.06
Earlier Period Tax	23.64	-
Total income tax recognised for the year	1,351.85	1,126.06

c) Income tax recognised in other comprehensive income

	31.03.2025 (₹ in thousand)	31.03.2024 (₹ in thousand)
Deferred tax arising recognised in other comprehensive income	(5,794.43)	(12,926.17)
Remeasurement of defined benefit obligation	53.75	58.01
Total income tax recognised in other comprehensive income	(5,740.68)	(12,868.16)

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NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

d) The income tax expense for the year can be reconciled to the accounting profit as follows:

	31.03.2025 (₹ in thousand)	31.03.2024 (₹ in thousand)
Profit or (loss) before tax	4,626.53	2,956.35
Tax expense/(income) calculated at 25.168% (P. Y: 25.168%)	1,164.40	744.06
Deferred Tax Effect of depreciation expense under tax laws	337.65	4,077.24
Deferred Tax Effect of set off of carried forward losses	822.43	123.32
Deffer tax effect on expense which are allowed on payment basis	192.68	(401.32)
Others	(24.55)	(283.15)
Change in Tax rate	-	-
Earlier Period Tax	23.64	-
Income tax expense recognised in profit or loss	1,351.85	3,516.09

The tax rate used for the above reconciliations is the corporate tax rate of 25.168% for the year 2024-25 and for 2023-24 respectively payable by corporate entities in India on taxable profits under Indian Income Tax Laws as on financial statements signing date.

NOTE - 16: LONG TERM PROVISIONS

Provision for employee benefits(Unfunded)
{Refer note 22, Note 26 & Note 40}

	As at 31.03.2025 (₹ in thousand)	As at 31.03.2024 (₹ in thousand)
	675.99	1,792.48
TOTAL	675.99	1,792.48

NOTE - 17: OTHER LIABILITIES (NON - CURRENT)

Time Share Dream Vista**

Deferred Income

less: Current Portion of Defrred Income

	242.93	382.26
	4,621.93	4,778.87
	(1,256.22)	(1,420.81)
TOTAL	3,608.64	3,740.32

** Time Share dream vista is recognised as income equally over a period of 30 years from the date of sale of time share.

NOTE - 18: SHORT TERM BORROWINGS:

Secured

Bank Overdraft - Indian Bank

(Secured by a equitable mortgage of hotel property at silvassa & Guarantee by Directors)

Unsecured

Other loans and advances

From a Director

	30,383.61	27,588.58
	450.98	99.03
	30,834.59	27,687.61



RAS RESORTS AND APART HOTELS LIMITED

NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

As at
31.03.2025
(₹ in thousand) As at
31.03.2024
(₹ in thousand)

NOTE - 19: TRADE PAYABLES:

Trade payables	12,639.45	15,773.86
TOTAL	12,639.45	15,773.86

On the basis of information available with the company, none of its parties are identified as Micro, Small or Medium enterprises as defined in the “The Micro, small and Medium enterprises development act 2006.”

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 yrs	2-3 yrs	More than 3 yrs	
As at 31st March 2025					
(i) MSME					
(ii) Others	12,639.45	-	-	-	12,639.45
(iii) Disputed - MSME					
(iv) Disputed - MSME					
As at 31st March 2024					
(i) MSME					
(ii) Others	15,737.66	17.47	18.73	-	15,773.86
(iii) Disputed - MSME					
(iv) Disputed - MSME					

NOTE - 20: OTHER FINANCIAL LIABILITIES (CURRENT)

(a) Other payables	1,225.01	974.82
(b) Current Maturities of Term loan (Ref. Note - 13)	3,411.65	5,897.75
	4,636.66	6,872.57

NOTE - 21: OTHER CURRENT LIABILITIES

Statutory Dues	415.10	403.35
Advance from Customers	3,943.30	700.15
Deferred Income	1,256.21	1,420.81
	5,614.61	2,524.31

NOTE - 22: SHORT TERM PROVISIONS

Provision for employee benefits:

Gratuity (Unfunded) (Refer Note No 16, Note 26 & Note 40)	3,829.93	3,733.80
	3,829.93	3,733.80

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NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

	Year ended 31.03.2025 (₹ in thousand)	Year ended 31.03.2024 (₹ in thousand)
NOTE - 23: REVENUE FROM OPERATIONS:		
Room Sales	91,511.49	93,497.72
Food & Beverages Sales	30,786.83	31,178.65
Liquor & wine Sales	6,164.90	5,092.85
Income from Other Services	670.08	840.68
Rental Income	602.80	574.09
TOTAL	<u>129,736.10</u>	<u>131,183.99</u>

NOTE - 24: OTHER INCOME:

Interest on :

Deposit with Bank	13.38	79.20
Amortization of Financial Liabilities at amortised cost	1,407.17	1,187.87
Amortization of interest on security deposit	454.04	320.71
Interest on Income Tax Refund	105.18	-
Sundry credit balance written back	139.44	-
Liquor Incentive Scheme	310.48	138.48
Misc. Income	11.87	-
Lease Rental Income	93.00	89.25
TOTAL	<u>2,534.56</u>	<u>1,815.51</u>

NOTE - 25: COST OF MATERIAL CONSUMED:

FOOD AND BEVERAGES CONSUMED

Opening Stock	-	-
Add: Purchases	-	2,382.96
	-	2,382.96
Less: Closing Stock	-	-
	-	<u>2,382.96</u>

(Food & Beverage consumption is inclusive of cost of meals provided to house guests)

LIQUOR AND WINE CONSUMED

Opening Stock	-	-
Add: Purchases	2,285.77	2,349.40
	2,285.77	2,349.40
Less: Closing Stock	-	-
	<u>2,285.77</u>	<u>2,349.40</u>

(100% (P. Y. 100%) of Cost of material consumed are Indegenious)

<u>2,285.77</u>	<u>4,732.36</u>
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RAS RESORTS AND APART HOTELS LIMITED

NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

	Year ended 31.03.2025 (₹ in thousand)	Year ended 31.03.2024 (₹ in thousand)
NOTE - 27: EMPLOYEE BENEFITS EXPENSES		
Employee Benefits Expense		
(a) Salaries & Wages	8,497.15	9,278.43
(b) Contributions to Provident & Other fund	6.50	6.00
(c) Gratuity Expenses (Refer Note(Refer Note No 16, 22 & 40)	544.65	611.01
(d) Staff welfare expenses	1,631.68	692.00
TOTAL	<u>10,679.98</u>	<u>10,587.44</u>
NOTE - 27: FINANCE COST		
Interest	3,487.93	4,639.55
Interest Expense on Unwinding of Financial Liability	1,524.16	1,051.91
Lease Finance Cost	11.18	16.51
Interest on direct taxes and other taxes	2.52	33.70
TOTAL	<u>5,025.79</u>	<u>5,741.67</u>
NOTE - 28: DEPRECIATION & AMORTISATION EXPENSE		
Depreciation on Tangible Fixed Assets	5,387.57	5,428.60
Amortisation of Right of Use Assets	47.19	47.19
TOTAL	<u>5,434.76</u>	<u>5,475.79</u>
NOTE - 29: OPERATING EXPENSES		
	Period ended 31.03.2025 (₹ in thousand)	Period ended 31.03.2024 (₹ in thousand)
Linen and Room Supplies	34.30	210.53
Fuel, Power and Light	6,679.37	6,651.91
Management, Catering and other Charges	81,523.97	83,116.27
Repairs & Maintenance:		
- Plant & Machinery	151.66	192.32
- Building	517.57	34.10
- Others	2,687.75	544.16
Commission on Credit Card and Other Sales	634.73	633.73
Music Expenses	23.02	71.55
Decoration Charges	40.00	7.62
Travel Agency Commission	1,354.35	1,479.05
Sub Total	<u>93,646.72</u>	<u>92,941.24</u>

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NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

	Period ended 31.03.2025 (₹ in thousand)	Period ended 31.03.2024 (₹ in thousand)
GENERAL EXPENSES:		
Advertisement & Publicity	265.02	134.62
Books & Periodicals	21.78	36.02
Bank Charges	175.69	198.24
Telephone, Postage & Telegram	387.92	397.11
Rent**	718.41	774.19
Insurance	764.92	564.57
Security and Maintenance Expenses	287.15	214.41
Printing & Stationery	295.74	250.86
Rates & Taxes- Property Tax	616.43	1,157.69
Traveling, Conveyance & Guest Transportation	1,017.07	863.60
Foreign Travelling Expenses	701.68	750.69
Sundry Debit Balance w/off- Net	-	48.67
Business Promotion Expenses	1,562.65	1,981.43
Legal & Professional Charges	1,859.02	1,495.16
Licence And Listing Fees	502.30	517.00
Payment to Auditors:		
- Audit Fees	275.00	275.00
- Taxation Matters	10.00	10.00
- Other Matters	90.00	90.00
- Reimbursement of Expenses	11.77	-
Directors' Sitting Fees	455.00	480.00
Membership & Subscription	310.33	228.60
Donation	10.00	15.00
Gift Expenses	210.93	-
Miscellaneous Expenses	22.30	81.79
Sub Total	10,571.11	10,564.65
TOTAL	104,217.83	103,505.89
	Year ended 31.03.2025 (₹ in thousand)	Year ended 31.03.2024 (₹ in thousand)

NOTE - 30: EARNING PER SHARE

1) Net Profit/(loss) as per Profit & Loss A/c, available for Equity Shareholders	3,274.68	1,830.29
2) Number of ordinary Shares	3,969,743	3,969,743
3) Earnings Per Share (Basic & Diluted):	0.82	0.46



RAS RESORTS AND APART HOTELS LIMITED

NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

31. FINANCIAL INSTRUMENTS-FAIR VALUE AND RISK MANAGEMENT

a) Accounting classification

The carrying value of financial instruments by categories are as follows:

(₹ in thousand)

Particulars	31 st March, 2025		31 st March, 2024	
	Carrying Amount	Amortised cost	Carrying Amount	Amortised cost
Financial Assets				
Trade receivable	9,623.05		11,259.07	
Cash and cash equivalents	15,935.86		8,748.41	
Other bank balances	304.65		-	
Other financial assets	-	7,624.83	-	7,693.73
	25,863.56	7,624.83	20,007.47	7,693.73
Financial Liabilities				
Borrowings	40,945.15		45,122.55	
Trade payables	12,639.45		15,773.86	
Other financial liabilities	-	12,864.34	-	13,585.73
	53,584.60	12,864.34	60,896.41	13,585.73

b) Fair value hierarchy and Method of valuation

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

A. Level 1:

Level 1 hierarchy includes financial instruments measured using quoted prices in an active market. This included listed equity instruments, traded debentures and mutual funds that have quoted price. The fair value of all equity instruments (including debentures) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The company do not have any investment in financial instruments that are quoted on stock exchanges.

B. Level 2:

Level 2 hierarchy includes financial instruments that are not traded in an active market The fair value in this hierarchy is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. The company have no such financial instruments that are value usng Level 2 hierarchy.

C : Level 3

If one or more of the significant Inputs is not based on observable market data, the instrument is included in level 3. Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. Financial instruments such as unlisted equity shares, loans are included in this hierarchy.

NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

c) Risk management framework

The Company's principal financial liabilities include borrowing, trade and other payables. The Company's principal financial assets include loans, trade receivable, cash and cash equivalents and others. The Company is exposed to credit risk, liquidity risk and market risk. The Company's senior management oversees the management of these risks. The Company's senior management provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

d) Financial Risk Management

The Company has exposure to the following risks arising from financial instruments:

- i) Credit Risk
- ii) Liquidity Risk
- iii) Market Risk

i) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, and ageing of accounts receivable.

Credit risks arises from cash and cash equivalents, deposits with banks. The Company's policy is to place cash and cash equivalents and short term deposits with reputable banks and financial institutions.

ii) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure as far as possible that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed condition, without incurring unacceptable losses or risking damage to the Company's reputation.

The Management monitors rolling forecasts of the Company's liquidity position on the basis of expected cash flows. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of surplus funds, bank loans and inter-corporate loans.



RAS RESORTS AND APART HOTELS LIMITED

NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date.

(₹ in thousand)

As at March 31,2025	Carrying amount	Contractual cash flows				
		Total	Within 1 year	1-2 years	2-5 years	More than 5 years
Financial liabilities						
Borrowings**	40,945.15	40,945.15	34,246.24	3,085.43	3,613.48	-
Trade payables	12,639.45	12,639.45	12,639.45	-	-	-
Other Financial Liabilities	12,864.34	12,864.34	1,279.80	11,584.54	-	-
	66,448.94	66,448.94	48,165.49	14,669.97	3,613.48	-

As at March 31,2024	Carrying amount	Contractual cash flows				
		Total	Within 1 year	1-2 years	2-5 years	More than 5 years
Financial liabilities						
Borrowings **	45,122.55	45,122.55	33,585.36	3,423.46	8,113.73	-
Trade payables	15,773.86	15,773.86	15,773.86	-	-	-
Other Financial Liabilities	13,585.73	13,585.73	1,042.24	12,120.13	423.36	-
	74,482.14	74,482.14	50,401.46	15,543.59	8,537.09	-

** Borrowings include overdraft facility which is renewed year to year and also it includes loan from directors with no repayment schedules

iii) Market Risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates and commodity prices which will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market exposures within acceptable parameters, while optimising the return.

Currency risk

Currency risk is not material, as the Company's primary business activities are within India and does not have any exposure in foreign currency.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The company continuously co-ordinates with its banker with an indication of decline in market base rate of interest.

32. CAPITAL MANAGEMENT

The Company manages its capital to ensure that it will be able to continue as going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the Company consists of net debt and the total equity of the Company. For this purpose, net debt is defined as total borrowings less cash and cash equivalents.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirements are met through short-term/long-term borrowings. The Company monitors the capital structure on the basis of total debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

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NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

The Company's net debt to equity ratio is as follows:

Particulars	As at March 31, 2025 (₹ in thousand)	As at March 31, 2024 (₹ in thousand)
Borrowing	40,945.13	45,122.56
Cash & cash equivalents	15,935.86	8,748.41
Net Debt	25,009.27	36,374.15
Total equity excluding revaluation	78,281.16	74,175.04
Debt/Equity ratio	0.32	0.49

33. Leases

Lease expense is recognised on a straight-line basis over the period of lease. The particulars of the premises given under operating leases are as under:

Particulars	As at March 31, 2025 (₹ in thousand)	As at March 31, 2024 (₹ in thousand)
Future minimum lease payments under operating leases		
Not later than 1 year	60.00	60.00
Later than 1 year not later than 5 years	15.00	75.00
Later than 5 years	-	-

34. CONTINGENT LIABILITY

Nil

35. SEGMENT REPORTING

The segment reporting of the Company has been prepared in accordance with Indian Accounting Standard (IND AS-108), "Operating Segments".

Segment Reporting Policies

(a) **Identification of Segments:**

Primary – Business Segment

The Company has identified two reportable segments viz. Hoteliering & Real Estate on the basis of the nature of services, the risk return profile of individual business and the internal business reporting systems.

Secondary – Geographical Segment

The Company operates entirely in India and hence has no reportable geographical segment.

(b) Revenue and expenses have been identified to the segment on the basis of relationship to operating activities of the segment. Revenue and expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "unallocable expenses/Income". Since the Real Estate segment is still in 'preoperative stage' all the other unallocable expenses are allocated to Hoteliering segment.

(c) Segment assets and segment liabilities represent assets and liabilities in respective segments. Investment and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "unallocated assets" and "unallocated liabilities".



RAS RESORTS AND APART HOTELS LIMITED

NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

Sr. No.	Particulars	31 st March, 2025 (₹ in thousand)	31 st March, 2024 (₹ in thousand)
1	Segment Revenue:		
	Hoteliering	1,29,736.10	1,31,183.99
	Real Estate	-	-
	Add: Unallocated Income	2,534.56	1,815.51
	Net Revenue from Operation	1,32,270.66	1,32,999.50
2.	Segment Results:		
	Hoteliering	7,117.76	6,986.97
	Real Estate	-	-
	Unallocated Income	2,534.56	1,677.35
	Profit (Loss) Before Interest and Tax	9,652.32	8,664.32
	Less : Interest Expenses	5,025.79	5,707.97
	Less : Tax Expenses	1,351.85	1,126.06
	Profit (Loss) After Tax	3,274.68	1,830.29
3	Segment Assets :		
	Hoteliering	2,57,784.13	2,72,408.05
	Real Estate	41,566.94	41,145.07
	Unallocated Assets	-	-
	Total Assets	2,99,351.07	3,13,553.12
4	Segment Liabilites		
	Hoteliering	1,05,025.41	1,18,156.70
	Real Estate	2,715.69	91.79
	Total Liabilities	1,07,741.10	1,18,248.49
5	Segment Capital Expenditure		
	Hoteliering	156.30	1,772.78
	Real Estate	-	-
	Total	156.30	1,772.78
6	Segment Non Cash Expenses		
	Hoteliering	7,628.52	7,258.40
	Real Estate	-	-
	Total	7,628.52	7,258.40
7	Capital employed		
	Hoteliering	1,52,758.72	1,54,251.34
	Real Estate	38,851.25	41,053.29
	Unallocated	-	-
	Total	1,91,609.97	1,95,304.63

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NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

36. Consequent to the adoption of the Indian Accounting Standard 19 “Employees Benefits” following disclosures have been made as required by the standard:- (Refer Note 16, and Note 22).

- (a) **Defined Contribution Plan**
Employees Provident Fund
- (b) Defined Contribution Plan :
Gratuity: Unfunded
Method: Project Unit Cost Method

A. Summary of Financial Assumptions

Particulars	Valuation Date	
	31.03.2025	31.03.2024
Discount Rate	6.64%	7.09%
Salary Escalation	5.00%	5.00%

B. Summary of Demographic Assumptions

Particulars	Financial Year 31.03.2025	Financial Year 31.03.2024
Mortality Rate (as % of IALM (2006-08) (Mod.) Ult. Mortality Table)	100.00%	100.00%
Disability Rate (as % of above mortality rate)	0.00%	0.00%
Withdrawal Rate	1.00%	1.00%
Normal Retirement Age	60 Years	60 Years
Adjusted Average Future Service	13 Years	8 Years

C. Change in Defined Benefit Obligation (₹ in Thousand)

Particulars	Financial Year 31.03.2025 (₹ in thousand)	Financial Year 31.03.2024 (₹ in thousand)
Defined Benefit Obligation at the beginning	5,526.28	5,145.74
Current Service Cost	200.75	235.37
Past Service Cost	-	-
(Gain) / Loss on settlements	-	-
Interest Expense	343.90	375.63
Benefit Payments from Employer	(1,351.44)	-
Remeasurements - Due to Demographic Assumptions	-	-
Remeasurements - Due to Financial Assumptions	39.59	23.90
Remeasurements - Due to Experience Adjustments	(253.16)	(254.36)
Defined Benefit Obligation at the end	4,505.92	5,526.28
Discount Rate	6.64%	7.09%



RAS RESORTS AND APART HOTELS LIMITED

NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

D. Change in Fair Value of Plan Assets

Particulars	Financial Year 31.03.2025 (₹ in thousand)	Financial Year 31.03.2024 (₹ in thousand)
Fair Value of Plan Assets at the beginning	-	-
Interest Income	-	-
Employer Contributions	-	-
Employer Direct Benefit Payments	1,351.44	-
Employer Direct Settlement Payments	-	-
Benefit Payments from Plan Assets	-	-
Benefit Payments from Employer	(1,351.44)	-
Other (Employee Contribution, Taxes, Expenses)	-	-
Increase / (Decrease) due to effect of any business combination / divestiture / transfer)	-	-
Increase / (Decrease) due to Plan combination	-	-
Remeasurements - Return on Assets (Excluding Interest Income)	-	-
Fair Value of Plan Assets at the end	-	-

E. Components of Defined Benefit Cost

Particulars	Financial Year 31.03.2025 (₹ in thousand)	Financial Year 31.03.2024 (₹ in thousand)
Current Service Cost	200.75	235.37
Past Service Cost	-	-
(Gain) / Loss on Settlements	-	-
Reimbursement Service Cost	-	-
Total Service Cost	200.75	235.37
Interest Expense on DBO	343.90	375.63
Interest (Income) on Reimbursement Rights	-	-
Total Net Interest Cost	343.90	375.63
Reimbursement of Other Long Term Benefits	-	-
Defined Benefit Cost included in P & L	544.65	611.00
Remeasurements - Due to Demographic Assumptions	39.59	23.89
Remeasurements - Due to Financial Assumptions	(253.16)	(254.36)
(Return) on Reimbursement Rights	-	-
Total Remeasurements in OCI	(213.57)	230.47

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NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

F. Bifurcation of Present Value of Obligations at the end of the valuation period as per Schedule III of the Companies Act, 2013

Particulars	Financial Year 31.03.2025 (₹ in thousand)	Financial Year 31.03.2024 (₹ in thousand)
Current Liabilities	3,829.93	3,733.80
Non-current Liabilities	675.99	1,792.48

G. Amounts recognized in the Statement of Financial Position

Particulars	Financial Year 31.03.2025 (₹ in thousand)	Financial Year 31.03.2024 (₹ in thousand)
Defined Benefit Obligation	4,505.92	5,526.28
Fair Value of Plan Assets	-	-
Un Funded Status	4,505.92	5,526.28
Effect of Asset Ceiling / Onerous Liability	-	-
Net Defined Benefit Liability / (Asset)	4,505.92	5,526.28
Of which, Short term Liability	3,829.93	3,733.80

H. Net Defined Benefit Liability / (Asset) reconciliation

Particulars	Financial Year 31.03.2025 (₹ in thousand)	Financial Year 31.03.2024 (₹ in thousand)
Net Defined Benefit Liability / (Asset) at the beginning	5,526.28	5,145.75
Defined Benefit Cost included in P & L	544.65	611.00
Total Remeasurements included in OCI	(213.57)	(230.47)
Net Transfer In / (Out) (Including the effect of any business combination / divesture)	-	-
Amount recognized due to Plan Combinations	-	-
Employer Contributions	-	-
Employer Direct Benefit Payments	(1,351.44)	-
Employer Direct Settlement Payments	-	-
Credit to Reimbursements	-	-
Net Defined Benefit Liability / (Asset) at the end	4,505.92	5,526.28



RAS RESORTS AND APART HOTELS LIMITED

NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

I. Experience Adjustments on Present Value of DBO and Plan Assets

Particulars	Financial Year 31.03.2025 (₹ in thousand)	Financial Year 31.03.2024 (₹ in thousand)
(Gain) / Loss on Plan Liabilities	(253.16)	(254.36)
% of Opening Plan Liabilities	(4.58%)	(4.94%)
Gain / (Loss) on Plan Assets	-	-
% of Opening Plan Assets	-	-

Additional Disclosure Items

Expected Cash flow for following years

Maturity Profile of Defined Benefit Obligations	
Year 1	3,829.93
Year 2	137.12
Year 3	147.72
Year 4	15.85
Year 5	17.29
Year 6 to 10	678.61

The weighted average duration of the defined benefit obligation is 13.00

Sensitivity Analysis

Discount Rate, Salary Escalation Rate and Withdrawal Rate are significant actuarial assumptions. The change in the Present Value of Defined Benefit Obligation for a change of 100 Basis Points from the assumed assumption is given below:

Summary of Financial & Demographic Assumptions

Scenario	DBO (₹ in Lakhs)	Percentage Change
Under Base Scenario	45.06	0.00%
Salary Escalation - Up by 1%	46.28	2.70%
Salary Escalation - Down by 1%	43.98	-2.40%
Withdrawal Rates - Up by 1%	45.15	0.20%
Withdrawal Rates – Down by 1%	44.95	-0.20%
Discount Rates - Up by 1%	44.21	-1.90%
Discount Rates - Down by 1%	46.04	2.20%

37. RELATED PARTY DISCLOSURE

The Names of related parties are as under:

- (i) Enterprise that directly or indirectly control (through subsidiaries) or are controlled by or are under common control with the reporting enterprise - **NIL**

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NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

- (ii) Associates, Joint ventures of the reporting entity, investing party or venture in respect of which reporting enterprise is an associate or joint venture - **NIL**
- (iii) Individuals owning, directly or indirectly, an interest in voting power of the reporting an enterprise that gives them control or significant influence over the enterprises & relatives of any such individual - **Mr. Vishamber Shewakramani**
- (iv) Key Managerial Person (KMP) & their Relatives.

Key Management Personnel

Vishamber Shewakramani – Managing Director & CFO
 Nalini Shewakramani – Executive Director

Relatives of Key management Personnel

Tekchand Shewakramani – Relative (up to 12th January 2025)**
 Gautam Shewakramani – Director
 Rahul Shewakramani – Director

- (v) Enterprises over which any person described in (iii) & (iv) is able to exercise significant influence.

Associate Enterprises

Ras Stock & Financial Services Pvt. Ltd.		Audio Compass (India) Pvt. Ltd.
Ras Erectors Pvt. Ltd.		Ras Burger Restaurant Pvt Ltd.
Ras Cafe Pvt. Ltd.		Gautam Enterprises
Gautam Premises Pvt. Ltd.		Ras Business Premises Pvt. Ltd.

** Demise of Mr. Tekchand Shewakramani (Relative of KMP) on 12th January 2025



RAS RESORTS AND APART HOTELS LIMITED

NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

The Details of the related party transactions entered into by the Company.

(₹ in thousand)

PARTICULARS	Key managerial person & their Relatives		Enterprises over which (KMP) & there relatives are able to exercise significant influence	
	31.03.2025	31.03.2024	31.03.2025	31.03.2024
1 Remuneration & Perquisites Mr. Vishamber Shewakramani Mrs. Nalini Shewakramani	3,600.00 2,100.00	2,100.00 1,400.00	- -	- -
2 Royalty Paid Mr. Vishamber Shewakramani Mrs. Nalini Shewakramani	0.40 0.40	0.40 0.40	- -	- -
3 Sitting Fees Mr. Gautam Shewakramani Mr. Rahul Shewakramani	100.00 15.00	50.00 50.00	- -	- -
4 Mr. Vishamber Shewakramani Payable as at beginning of the year to Mr. Vishamber Shewakramani Loans & advances received during the year Loans & advances re-paid during the year Payable as at end of the year Mrs. Nalini Shewakramani Payable as at beginning of the year to Mrs. Nalini Shewakramani Loans & advances received during the year Loans & advances re-paid during the year Payable as at end of the year	99.33 882.65 831.01 150.97 - 400.00 100.00 300.00	228.34 256.67 385.68 99.33 - - - -	- - - - - - - -	- - - - - - - -
5 Rent Paid for Office Mr. Tekchand Shewakramani Security Deposits outstanding as at end of the year Mr. Tekchand Shewakramani	60.00 4,009.37	60.00 3,572.24	- -	- -

The transactions with related parties are at arms length pricing.

- 38. Trade payable & Trade receivable and advance balances are subject to confirmation and subsequent reconciliation, if any.
- 39. Current assets, loans and advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated.
- 40. Previous year's figures have been regrouped & rearranged wherever necessary.

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NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH 2025

41. Analytical Ratios

Ratio Analysis (Formula used for computing ratio)	As at 31.03.2025	As at 31.03.2024	% Variance	Reason for Variances (if > 25%)
Current Ratio - In times (Current Assets / Current Liabilities)	0.60	0.54	10.58%	NA
Debt-Equity Ratio - In times (Total Debt / Shareholder's Equity (excluding revaluation reserve))	0.21	0.23	-7.59%	NA
Debt Service Coverage Ratio - In times (Earning Available for debt service / Debt Service)	3.34	2.44	36.84%	Decrease in finance costs in the current year.
Return on Equity Ratio - In % (Net profit after taxes-Preference dividend / Average Shareholder's Equity)	1.69%	0.88%	93.38%	Increase in Net profit in the current year.
Trade Receivable turnover Ratio - In Days (Net credit sale / Average accounts receivable)	29.37	32.56	-9.79%	NA
Trade Payable turnover Ratio - In Days (Net credit purchase / Average trade payable)	49.45	44.15	12.01%	NA
Net Capital turnover Ratio - In times (Net Sales / Average working capital)	-6.03	-5.42	11.30%	NA
Net Profit Ratio - In % (Net Profit / Net Sales)	2.52%	1.40%	80.91%	Increase in Net profit in the current year.
Return on Capital Employed – In % (Earnings before interest and taxes / Capital Employed)	2.91%	2.56%	13.62%	NA
Inventory Turnover Ratio (Cost of Goods Sold / Average Inventory)	N.A.	N.A.	N.A.	NA
Return on Investment (Earning on Investment / Investments)	N.A.	N.A.	N.A.	NA



RAS RESORTS AND APART HOTELS LIMITED

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EXECUTIVE ROOM - RIVER VIEW



EXECUTIVE SUITE



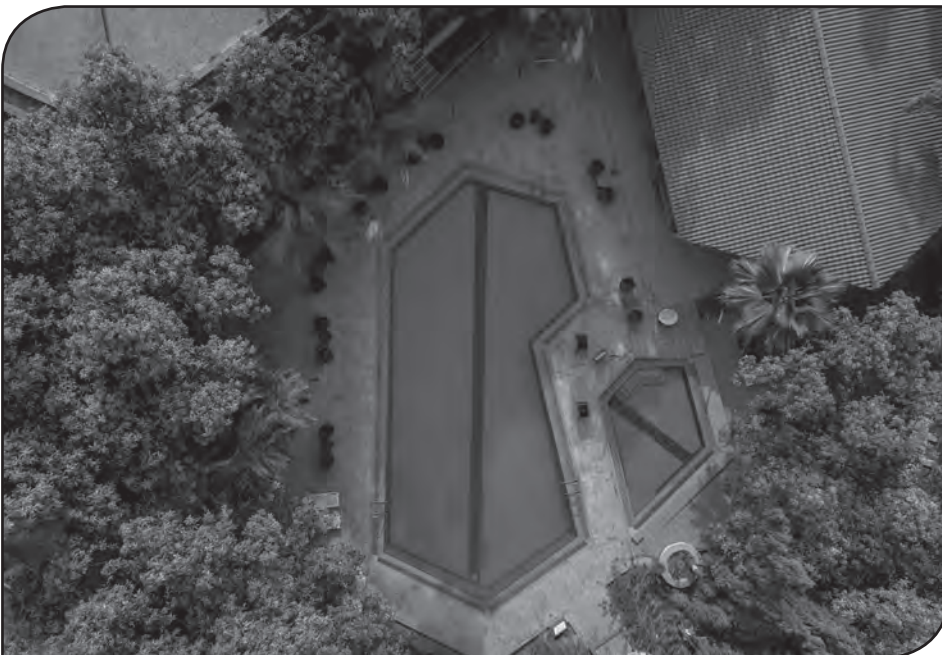
SABHA - CONFERENCE HALL



SAMMELAN - BANQUET HALL



SAMMROH - BALLROOM



SWIMMING POOL